A BUSINESS BUILT ON DELIVERING EXCELLENCE

ANNUAL REPORT AND ACCOUNTS 2026

ABOUT US

The Watches of Switzerland Group is an international retailer of world leading luxury watch brands, complemented by a strong luxury jewellery offering.

The Watches of Switzerland Group provides clients with the finest selection of luxury timepieces from all the major groups and independent brands together with an impressive presentation of smaller independent brands. Our showrooms are in prominent, high-profile shopping areas within the US and UK.

OUR PURPOSE

Our Purpose is to WOW our clients while caring for our colleagues, our communities and our planet.

Our Purpose is an inextricable part of how we do business. Our sustainability pillars of People, Planet and Product are considered in our decision-making processes, at every level of our business.

OUR VALUES

Our Values shape our culture and behaviour, driving performance and purposeful action. They are the cornerstone of our Code of Ethics and truly represent who we are.

WE EARN TRUST & CONFIDENCE

WE TREAT EVERYONE WITH RESPECT

WE DO THE RIGHT THING, ALWAYS

WE CARE FOR OUR COMMUNITIES

WE PROTECT OUR PLANET

WE ADVOCATE FOR OUR INDUSTRY

Read more page 84

OUR WATCH BRAND PARTNERSHIPS

ROLEX
PATEK PHILIPPE GENEVE
AUDEMARS PIGUET Le Brassus
OMEGA
Cartier
TAGHeuer
BREITLING 1884
TUDOR
IWC SCHAFFHAUSEN
GS Grand Seiko
TISSOT SWISS WATCHES SINCE 1853
LONGINES

STRATEGIC REPORT

CORPORATE GOVERNANCE REPORT

FINANCIAL STATEMENTS

WATCHES OF SWITZERLAND

Mappin & Webb

GOLDSMITHS

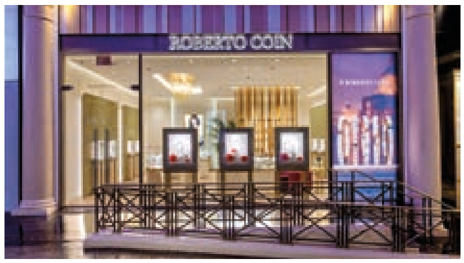
MAYORS

Deutsch & Deutsch

BETTERIDGE

MONO-BRAND BOUTIQUES

HODINKEE



ROBERTO COIN

Analog:Shift

ONLINE

TRAVEL RETAIL

WELL-INVESTED SHOWROOM NETWORK

126
UK SHOWROOMS AT 3 MAY 2026

65
US SHOWROOMS AT 3 MAY 2026

191
TOTAL SHOWROOMS AT 3 MAY 2026

2,942
NUMBER OF COLLEAGUES AT 3 MAY 2026

REVENUE

£1,828m

CHANGE VS LY: +11%

CONSTANT CURRENCY[1]: +13%

RETURN ON CAPITAL EMPLOYED[1]

18.0%

CHANGE VS LY: −100bps

ADJUSTED EBIT[1]

£155m

CHANGE VS LY: +3%

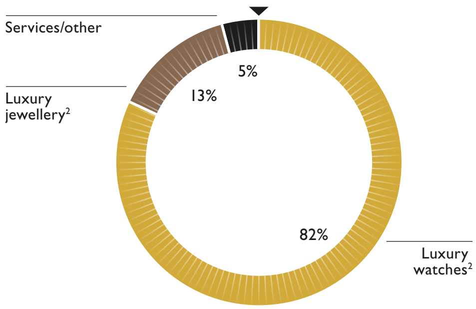
CONSTANT CURRENCY[1]: +6%

PROFIT BEFORE TAX

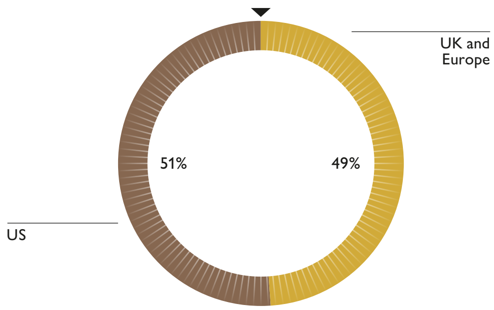
£133m

CHANGE VS LY: +76%

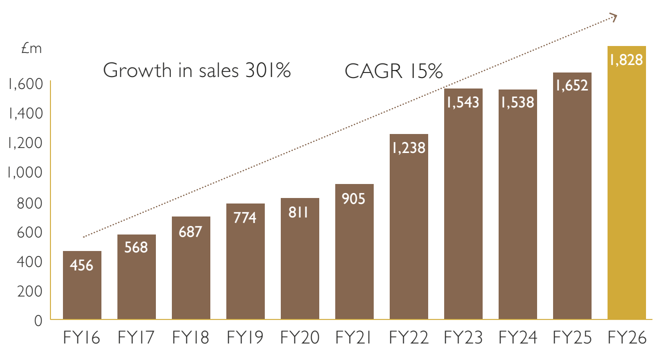
SALES BY CATEGORY (%)



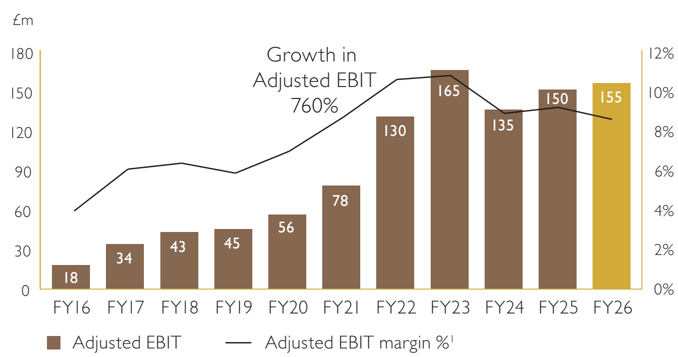
SALES BY REGION (%)



HISTORICAL SALES PERFORMANCE



PROFITABILITY



1 This is an Alternative Performance Measure. Refer to the Glossary on pages 261 to 265 for definition and reconciliation to statutory measures where relevant.
2 Please refer to the Glossary on pages 261 to 265 for a definition.

IAN CARTER
CHAIR

DELIVERING PROGRESS, BUILDING FOR THE FUTURE

“

“Our FY26 performance demonstrates the strength and resilience of our business and reinforces our confidence in the future.”

I am pleased to present my Chair’s Statement for FY26, a year in which the Group made further progress against its strategy and delivered a strong performance across the business and record Group revenue.

The Group delivered results ahead of expectations, reflecting the underlying strength of our business, the quality of our brand relationships and our continued focus on operating the business well. Trading momentum strengthened as the year progressed, leaving the business well positioned as we look ahead to FY27.

This was achieved against a challenging and, at times, volatile external backdrop. The year unfolded amid ongoing geopolitical uncertainty and persistent inflationary pressures, while in the US the introduction of higher tariffs on Swiss watch imports had a significant impact on the luxury watch market. At their peak, these tariffs led to price increases from brands and, in some cases, changes to retailer margin arrangements, which largely remained in place even as tariff levels subsequently moderated. We are cognisant of the ongoing macroeconomic uncertainty in the Middle East but feel well placed to execute what is within our control.

Our US business delivered a strong performance, supported by strong organic growth, continued investment in our showroom estate and the contribution from recent acquisitions. In the UK, trading improved during the year, supported by selective investment and the strength of our portfolio of brands and disciplined management of the showroom estate. Across the Group, our focus on delivering a high-quality client experience remained a clear priority.

A significant strategic milestone during the year was the acquisition of a majority stake in Deutsch & Deutsch, a family-owned luxury watch and jewellery retailer operating four showrooms in Texas. This acquisition was an excellent strategic fit for the Group, strengthening our presence in attractive US markets and further developing our long-standing partnerships with luxury watch brands. We are pleased to welcome our new colleagues and to continue working with the existing leadership team to build on the strong foundations of the business.

We continued to invest in our showroom portfolio through new openings, relocations and refurbishments, ensuring our retail environments remain of the highest standard. Our pipeline of future projects remains compelling and supports our confidence in the Group’s long-term growth prospects.

Our jewellery strategy continued to make good progress during the year. Wholesale trading at Roberto Coin Inc. was encouraging, and we continue to see opportunities to develop the brand further across North America. In the UK, the opening of the Mappin & Webb Luxury Jewellery boutique in Manchester marked our first dedicated jewellery-only showroom, reflecting our confidence in the long-term opportunity within this category.

Pre-owned watches remained an important area of growth in FY26. The continued roll-out of the Rolex Certified Pre-Owned programme across our estate, alongside growth in our wider pre-owned offerings, supports our commercial objectives and contributes to a more circular approach within the luxury watch market.

Our online and digital presence continued to develop during the year, with Hodinkee further strengthening our reach and engagement with luxury watch enthusiasts around the world.

The Group has a clear and disciplined approach to capital allocation, prioritising investment for growth through showroom elevation, new projects and acquisitions, before returning any surplus capital above and beyond those requirements as appropriate. The Group’s balance sheet continues to be strong.

SUSTAINABILITY

We remain committed to operating our business responsibly with a long-term perspective. During the year, our net-zero targets to 2050 were validated by the Science Based Targets initiative and our continued efforts to embed our Purpose and future-proof our business across our sustainability pillars People, Planet and Product, were reflected in our enhanced rating agency scores, including recognition by a leading global ratings provider as a 2026 industry leader.

Our colleagues remain central to the success of our Group. During the year, we have continued to invest in culture, development and wellbeing, maintaining good levels of engagement and continuing to be a great place to work.

DIRECTOR CHANGES

Robert Moorhead resigned from the Board as Non-Executive Director and Chair of the Audit & Risk Committee in November 2025. Paul Edgecliffe-Johnson was appointed as a Non-Executive Director on 19 February 2026 and Chair of the Audit & Risk Committee effective from 1 March 2026, and we are pleased to welcome him to the Board. Paul brings extensive experience in both the luxury consumer segment and the US market; his breadth and wealth of experience will be a valuable addition to the Board.

Further details on Paul’s appointment can be found in the Corporate Governance Statement on page 158 and in the Nomination Committee Report on page 173 to 174.

GOVERNANCE

Strong governance, together with a continued focus on diversity and inclusion, underpins the way the Group is run. During the year, the Group remained compliant with the recommendations of the Parker Review and the FTSE Women Leaders Review. The Board remains focused on maintaining high standards of oversight and governance as the business continues to develop.

LOOKING AHEAD

We enter FY27 in a strong position. Our strategy remains clear, our balance sheet is strong, and we have a good pipeline of showroom projects and development opportunities. The strength of our brand partnerships, the underlying demand for luxury watches and jewellery and the capability of our teams give us confidence in the Group’s prospects over the long term.

On behalf of the Board, I would like to thank Brian Duffy, the leadership team and all colleagues across the Group for their continued commitment and hard work. I would also like to thank my fellow Board members for their support throughout the year.

Finally, I would like to thank our clients, brand partners, shareholders and other stakeholders for their continued trust and support.

IAN CARTER
CHAIR
13 July 2026

BRIAN DUFFY
CEO

“I am proud of the strong performance delivered in FY26, with record Group revenue. The US business continued its momentum, supported by showroom investment and acquisitions, while trading in the UK improved over the year. Our progress reflects disciplined execution across our strategic growth pillars and the strength of our long-standing partnerships with leading luxury watch and jewellery brands.”

STRATEGIC PROGRESS AND STRONG DELIVERY

FY26 was a year of strong delivery for the Group. We achieved record revenue and profit, which was ahead of our previous guidance and market expectations. This performance reflects the strength of our business model, the quality of our brand partnerships and consistent execution across our strategic growth pillars.

The external operating environment remained challenging, with macroeconomic uncertainty and inflationary pressures, particularly the price of gold, persisting. In the US, the introduction of tariffs on Swiss watch imports led to price increases and changes to retailer margin structures. While tariff levels subsequently moderated, some of these changes have remained.

Against this backdrop, we are very encouraged by our performance, with trading improving as the year progressed. This was supported by investment in our showroom estate, growth in pre-owned, progress in luxury jewellery and contributions from acquisitions, alongside our focus on delivering a high-quality client experience.

We continue to make consistent progress across each of our strategic growth pillars:

- **Showroom Investment**: Making targeted investment into our compelling pipeline of projects, ensuring we maintain best-in-class luxury retail environments, representative of the brands we partner with
- **Pre-Owned**: Growing an increasingly important segment of the luxury market, underpinned by Certified Pre-Owned
- **Ecommerce**: Continuing to enhance our online proposition and expanding our client reach
- **Luxury Branded Jewellery**: Building increasing scale in a complementary category with significant growth potential
- **Acquisitions**: Accelerating our growth through targeted acquisition of high-quality businesses in attractive markets; further scaling our US showroom network represents a key opportunity
- **Client Experience**: Maintaining our focus on delivering exceptional client service and building long-term client relationships

US

The US delivered another standout performance in FY26 and is now our largest market by revenue and profit. This represents a significant milestone for the Group since entering the market eight years ago. Growth was broad-based, led by underlying demand, showroom investment and the contribution from recent acquisitions.

We continued to make good progress in our showroom investment programme, completing a number of projects and advancing a strong pipeline. Our focus remains on developing our presence in key locations, in partnership with leading brands, and delivering the highest standards of luxury retail experience. During the year, we opened a new Watches of Switzerland multi-brand showroom in Minneapolis alongside two relocations.

Acquisitions remain an important component of our growth strategy. The acquisition of a majority stake in Deutsch & Deutsch during the year was an important moment for the Group. This is a great addition to our business; its four showrooms bring a well-established presence and deep-rooted client relationships in attractive Texas markets as well as long-standing relationships with leading luxury watch and jewellery brands. The business is performing well, and integration is progressing as planned.

Pre-owned watches continued to perform strongly in the US, supported by the strength of the Certified Pre-Owned programme across our estate, alongside growth in our wider pre-owned offering. In FY26, our Group pre-owned watch revenue exceeded 8% of our total luxury watch revenue, with the US continuing to lead the Group in terms of mix. This remains an important part of our strategy and broadens our offer to clients.

In luxury branded jewellery, Roberto Coin delivered great progress. Sales within our Mayors showrooms increased significantly following the introduction of shop-in-shop concepts, demonstrating the brand's potential in the US – the largest global market for luxury jewellery. Building on this success, we are expanding the shop-in-shop model with a number of key brand partners and believe Roberto Coin is well positioned to capture a greater share of a market where luxury consumers are increasingly shifting spend towards branded jewellery. During the year, we also strengthened the brand's direct presence, opening three Roberto Coin mono-brand boutiques in Miami, Las Vegas and New York, with a fourth boutique scheduled to open in Tampa in FY27.

Our online offering performed well during the year. Hodinkee remains an important platform for engaging with a global audience of watch enthusiasts and supporting our online offering. We launched an updated Hodinkee app towards the end of the period, enhancing client engagement and enabling clients to purchase directly online.

Key projects during the year included:

– New Watches of Switzerland Southdale, Minneapolis
– Relocation of Mayors Lenox, Georgia
– Relocation of Mayors University Town Center, Florida
– New Roberto Coin boutiques in Hudson Yards, New York; Forum Shops at Caesars Palace, Las Vegas; and Miami Design District, Florida

UK

In the UK, trading improved over the course of the year, despite a more subdued consumer environment. This reflects the strength of our portfolio of brands, disciplined management of the showroom estate and targeted investment in key locations.

Showroom investment remains central to our approach in the UK. Over the last two years, we have shifted our showroom network to focus on fewer, higher impact locations where we can deliver the strongest returns and the highest standards of client experience. A standout example is the flagship Rolex boutique on Old Bond Street. Since opening, the showroom has performed exceptionally well and is now one of the leading Rolex retail destinations globally, reflecting the strength of our partnership.

Pre-owned watches also performed strongly in the UK, supported by the ongoing roll-out of the Rolex Certified Pre-Owned programme across our showroom estate and the development of our wider pre-owned offering.

In luxury jewellery, we opened our first dedicated jewellery-only showroom with the Mappin & Webb boutique in Manchester. This marks an important step in the development of our jewellery strategy and reflects our confidence in the long-term opportunity in this category. In addition, we introduced a lab-grown diamond offering in the UK, which has performed well, driving incremental sales and resonating well with consumers.

Key projects during the year included:

– Expansion and conversion of Mappin & Webb Birmingham
– Relocation of Goldsmiths Merry Hill
– Expansion and conversion of Goldsmiths Oxford
– Refurbishment of Northern Goldsmiths, Newcastle
– Expansions and relocations of a further five UK showrooms
– New Mappin & Webb Luxury Jewellery boutique, Manchester
– New Audemars Piguet, AP House, Manchester operating as a joint venture

> "The flagship Rolex boutique on Old Bond Street is a powerful example of our showroom strategy in action. It continues to perform ahead of our expectations and demonstrates what can be achieved through close collaboration with our brand partners in the very best locations."
>
> BRIAN DUFFY
> CEO

ENVIRONMENTAL, SOCIAL AND GOVERNANCE

We have continued to progress against our strategic pillars of People, Planet and Product throughout FY26. Highlights during the year include:

– Recognised in the Great Place to Work® index in the UK Large Employer category in 2025
– Met the recommendations of the FTSE Women Leaders Review and continue to rank in the top ten in the FTSE 250
– Reduced our combined Scope 1 and 2 emissions by 2%, however, Group emissions increased by 14% year-on-year, reflecting business growth and an increase in emissions factors within Scope 3 where verified third-party primary data was unavailable
– Increased the volume of pre-owned watches sold by 8% YoY and continued to expand our team of accredited watchmakers and technicians to support circularity
– Received an A- score in the CDP (Carbon Disclosure Project) climate change questionnaire, demonstrating leadership for environmental performance and transparency
– Mappin & Webb was granted a Royal Warrant by Her Majesty Queen Camilla following an application, supported by a sustainability assessment
– £10.0 million donated by the Group to charitable causes since 2021, of which £9.3 million was contributed to The Watches of Switzerland Group Foundation. The Foundation provides essential support to local charities focusing on poverty, the advancement of education and relief to those in need
– Headline sponsor for The King's Trust Change a Girl's Life campaign for the second consecutive year
– Volunteering hours increased by 52%
– Successfully maintained Fair Tax Mark certification since 2022

“

“As we look ahead, we remain confident in the strength of our business model, the quality of our showroom pipeline and the resilience of demand for leading luxury watch and jewellery brands.”

BRIAN DUFFY
CEO

OUTLOOK FOR FY27

We enter FY27 with good momentum, building on a year in which we delivered revenue and profit ahead of our previous expectations.

Our Guidance for the 52-weeks of FY27 (pre-IFRS 16) is based on:

- Visibility of supply through calendar year 2026, pricing and margin from key brands
- No significant changes in tax burden
- Guidance reflects confirmed showroom refurbishments, openings and closures, and excludes uncommitted capital projects and acquisitions

Constant currency revenue growth	5% - 10%
Adjusted EBIT margin %	40 - 80bps expansion from FY26
Capital expenditure	£60 - £70 million
Free cash flow conversion	c.70%

The equivalent guidance on an IFRS 16 basis is:

Adjusted EBIT margin %	40 - 80bps expansion from FY26

The Group is exposed to movements in the £/$ exchange rate when translating the results of its US operations into Sterling. The actual exchange rate for FY26 was $1.34.

The Group is mindful of the geopolitical environment and will continue to closely monitor the situation and any wider impact on global consumer sentiment, but has minimal direct exposure to the Middle East, or tourist consumers.

While the external environment remains uncertain, the Group is well positioned. We have a clear strategy, strong brand partnerships and a compelling pipeline of showroom projects and development opportunities.

Demand for luxury watches and jewellery remains supported by long-term trends, and we remain confident in the Group’s prospects.

I would like to thank all our colleagues for their continued hard work, professionalism and commitment throughout the year. Their focus on delivering the highest standards of client experience, together with the way they support one another across the Group, remains fundamental to our success and to the strength of our relationships with brand partners and clients.

BRIAN DUFFY
CHIEF EXECUTIVE OFFICER
13 July 2026

WHAT DIFFERENTIATES THE LUXURY WATCH CATEGORY

A UNIQUE MARKET

Led by the most prestigious global brands focused on craftsmanship, heritage, innovation, brand marketing and long-term discipline, achieving a stronger value proposition than most luxury consumer goods categories.

DEMAND EXCEEDS SUPPLY FOR KEY BRANDS

The overall market demand for highly sought after Swiss watch brands exceeds production levels.

SUPPORTS A MORE CIRCULAR ECONOMY

High-quality mechanical luxury watches are often passed down for generations or find new owners over time. Most can be repaired indefinitely and many of the materials they contain are recyclable.

MULTI-CHANNEL MODEL REQUIRING SHOWROOM COVERAGE

Major brands operate Selective Distribution Agreements requiring operation of one or more showrooms in addition to online selling to maintain brand image and meet high service level requirements.

LONG-STANDING INDUSTRY PRESENCE

Strong brand and retailer partnerships are based on many years of experience and category expertise.

Brands actively manage distribution through Selective Distribution Agreements.

SWISS CONCENTRATION

Swiss watchmaking remains the benchmark, shaped by generations of precision, craft and horological expertise.

A heritage that sets Swiss Maisons apart, limiting threats from emerging technologies and increasing global competition.

STRONG VALUE RETENTION

Rarity, heritage, craftsmanship and precious materials support brand image and value; some products are considered an investment asset class.

Historically, prices increase over time, with regular pricing reviews from brands which consider material costs and foreign exchange rates.

SPECIALIST CATEGORY WITH BROAD APPEAL

Specialist for both the manufacturer and the retailer; consumers respond to expertise, authority and heritage.

KEY REASONS TO INVEST

1. Market with attractive, long-term structural growth dynamics. Resilient demand exceeding supply for key brands.

2. Track record of strong revenue growth, ahead of underlying markets and further opportunities for growth across our strategic pillars.

3. Resilient long-term margin profile.

4. Good cash conversion supporting ongoing balance sheet strength.

5. Disciplined capital allocation: prioritising organic and inorganic growth, with surplus capital returned to shareholders.

6. Long-term, compounding shareholder returns.

THE LUXURY WATCH MARKET HAS A STRONG TRACK RECORD OF GROWTH…

The luxury watch industry benefits from a well-established and resilient market structure, supported by a track record of consistent long-term growth, sustained investment, and elevated innovation.

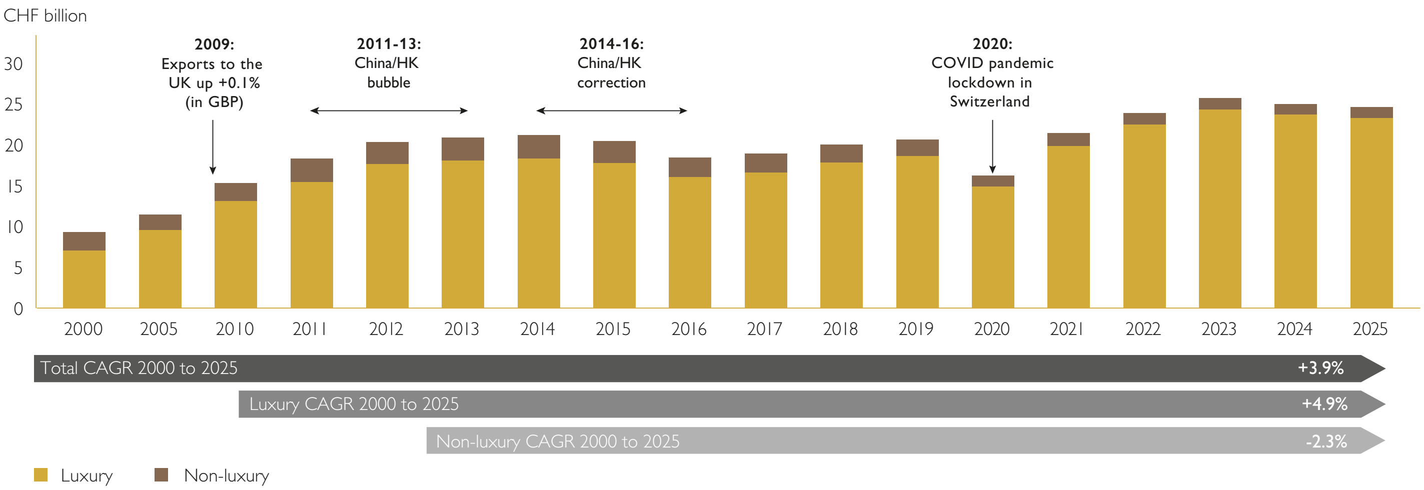
The Group estimates global retail sales of luxury[1] watches were approximately £50.3 billion in calendar year 2025. This is based on the estimated retail value of Swiss luxury watches (Swiss exports and the Swiss market), repairs and services, and the contribution from non-Swiss luxury watch brands.

The global luxury watch market has delivered long-term growth, with a 25-year CAGR of 4.9% (2025 v 2000) benefiting from a well-established and resilient market structure, supported by a track record of sustained investment and elevated innovation. Of the 4.9% growth in luxury watch exports, +4.1% related to increases in average selling prices (ASP)[2].

Watches at the luxury end of the market have outperformed lower priced segments and represent 95% of the value of global Swiss watch exports in calendar year 2025.

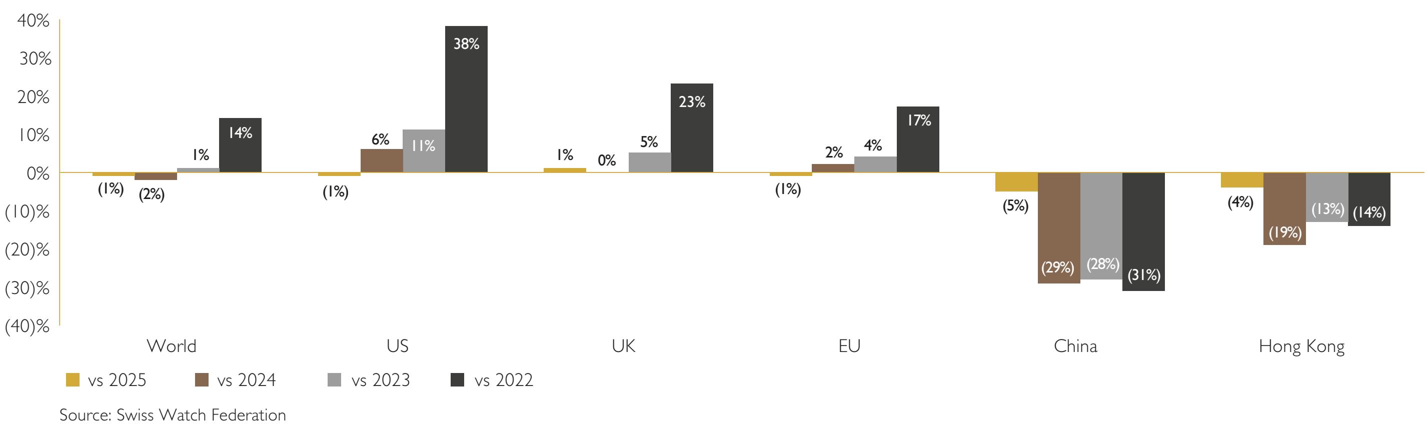
The US has seen significant increases in Swiss watch exports in recent years, while the UK has remained ahead of the global average, as can be seen in the graph (below). This has been supported by continued investment and elevation of luxury watch retailing in the US market. In contrast, the absence of VAT-free shopping in the UK continues to weigh on international tourist spend, with some demand directed to markets where tax-free incentives are available.

RESILIENT LONG-TERM GROWTH IN SWISS WATCH EXPORTS (CALENDAR YEARS)



Source: Company information, Swiss Watch Federation statistics

SWISS WATCH EXPORTS GROWTH (WRISTWATCHES PRICED OVER CHF 500) APRIL 2025 TO MARCH 2026



Source: Swiss Watch Federation

1 Luxury is defined as exports >CHF 500
2 Average selling price is total export value divided by number of units

...WHILE NAVIGATING THROUGH UNPRECEDENTED PERIODS OF VOLATILITY

The global market experienced a period of volatility during and following the COVID pandemic which normalised in 2023/24.

COVID (2020-2022)

The global pandemic resulted in reduced production from Swiss watch brands in 2020, which led to an increased scarcity of product. At the same time, there was a sharp increase in disposable income as governments introduced lockdowns to slow the spread of the virus. The combined result led to secondary market prices reaching all-time highs in 2021.

POST-COVID (2022-2024)

The increased demand and focus on the luxury watch category led to high recommended retail price (RRP) increases and a shift by some brands towards higher average selling-price products. In the UK, these developments coincided with a post-COVID softening in consumer confidence as discretionary spending moved towards travel and experiences. While this dynamic was far less pronounced in the US, the overall effect contributed to a meaningful decline in Swiss watch volumes among more aspirational consumers and a sharp correction in secondary-market pricing.

Luxury watch brands responded with increased product innovation, innovative marketing, normalised RRP increases and a collaborative approach with multi-channel distributors. This helped to stabilise markets, while secondary prices normalised.

GOLD AND SWISS FRANC STRENGTH (2024 ONWARDS)

The sustained strength in gold prices alongside an appreciating Swiss franc has provided a material cost headwind for Swiss luxury watch brands. This has led to selective RRP increases, particularly on precious metal models. Currency movements have also created periods of pricing misalignment across regions, resulting in limited arbitrage opportunities, which brands have addressed through considered pricing actions and disciplined distribution.

US TARIFFS (2025)

On 2 April 2025, under the 'Liberation Day' import tariff package, the US announced a 31% additional tariff on imported Swiss goods. This additional tariff was briefly reduced to 10%, before increasing to 39% on 7 August 2025. Following a deal between the Swiss Government and the US, these additional tariffs were reduced to 15% which was retroactively implemented from 14 November 2025.

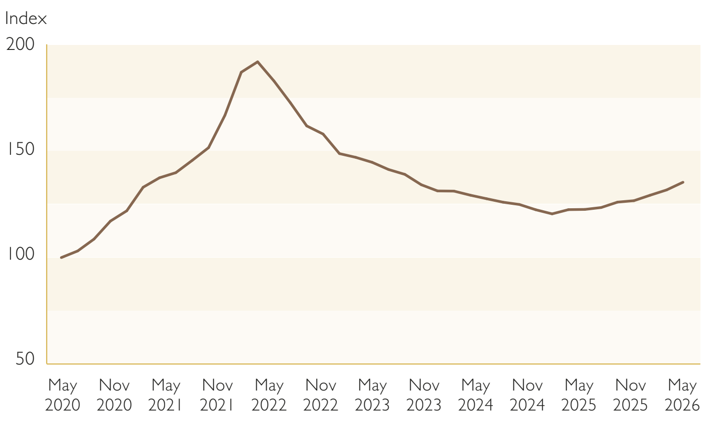
In response, Swiss luxury watch brands accelerated shipments into the US ahead of the tariff increases, resulting in a pronounced pull-forward of exports, with the Federation of the Swiss Watch Industry data showing shipments rising by +45% year-on-year in July 2025. This dynamic distorted reported export data, contributing to a marginal year-on-year decline on a latest 12-month basis despite continued strength in underlying demand. Allocation of product by the Swiss luxury watch brands to local US authorised distributors was unchanged during this period.

As well as increasing the number of units each brand was shipping to the US ahead of the elevated tariff charges, the brands also looked at ways to spread the impact these additional tariffs would have on the consumer, their retail partners and themselves. A number of brands reacted with a combination of RRP increases and retailer margin reductions. Where retailer margins were reduced, the offset from RRP increases ensured that retailer cash margins were maintained or improved.

The impact of these periods of disruption and subsequent normalisation is clearly illustrated in the evolution of secondary market pricing over recent years (below). Following the sharp price appreciation experienced during the COVID pandemic, secondary market values corrected materially through 2022 and 2023 before stabilising as supply and demand dynamics normalised.

This period underscores the extent of volatility experienced across the luxury watch market in recent years, and the importance of disciplined supply, pricing and distribution in supporting category health over the long-term.

SECONDARY MARKET PRICE EVOLUTION: 2020–2026



Source: WatchCharts

GLOBAL BRANDS AND SUPPLY-DRIVEN GROWTH

Luxury watch brand owners are made up of major independents, large groups and smaller independents, as can be seen below. Our Group provides a large selection of luxury watches covering a wide range of prices and consumer preferences, including the largest and best known brands alongside smaller independent brands.

We stock confidently, which provides our clients with a stronger range and availability. We have regular dialogue with our brand partners on current trends, often leading to the development of exclusive partnerships and/or first to market timepieces.

PREVALENCE OF SELECTIVE DISTRIBUTION AGREEMENTS

In most markets, distribution of luxury watches takes place under Selective Distribution Agreements; strict, legally binding contracts entered into with brands on a point-of-sale basis. These typically focus retailers by geography and ensure retailers maintain high presentation standards. Selective Distribution Agreements enable brands to manage the number of points of sale and apply qualitative criteria to retailer approval. Product presentation and client experience are closely monitored by brand owners.

Globally, the retail market for luxury watches is fragmented, predominantly comprising of a large volume of small retailers. However, consolidation to fewer, better points of sale has been an ongoing trend, particularly in the US market. This trend provides an opportunity for our Group, as we continue to invest in our showroom portfolio and client experience capabilities to remain a trusted partner to luxury watch brands.

LOYAL, DIVERSE, MULTI-GENERATIONAL CLIENT BASE

Luxury watches attract a set of clients who can become repeat clients, spanning age, income groups and genders. Over the years, there has been an increasingly positive impact from digital and social media appealing to a younger market. The Group invests in digital marketing to attract clients and stimulate interest in the category.

Our showroom design, location, marketing and unique client service, appeal to a broad demographic audience.

In FY25, the Group acquired the Hodinkee business, the pre-eminent global digital editorial content provider and gateway for luxury watch enthusiasts. Hodinkee currently has 56.1 million views per year and 1.8 million social media followers, having delivered year-on-year growth of 17% and 20%, respectively, in FY26.

GLOBAL BRANDS

Major independents
- ROLEX
- PATEK PHILIPPE GENEVE
- AUDEMARS PIGUET Le Brassus
- BREITLING 1884
- TUDOR

Swatch Group
- OMEGA
- LONGINES
- TISSOT
- BLANCPAIN
- BREGUET
- Glashütte ORIGINAL
- RADO
- HAMILTON

Richemont
- Cartier
- IWC SCHAFFHAUSEN
- PANERAI
- JAEGER-LECOULTRE
- VACHERON CONSTANTIN
- PIAGET

LVMH
- TAG Heuer
- HUBLOT
- ZENITH
- BVLGARI

Independents
- Grand Seiko
- MB&F
- BOVET
- ULYSSE NARDIN
- GIRARD-PERREGAUX
- GREUBEL FORSEY
- JACOB & CO GENÈVE
- Chopard
- ARMIN STROM
- ARNOLD & SON 1764
- PARMIGIANI
- CHANEL
- H. Moser & Cie
- GERALD CHARLES GENÈVE
- BREMONT
- DOXA 1889
- ORIS HOLSTEIN 1904

CONTINUOUS PRODUCT INNOVATION AND ADVANCEMENT

Luxury watches are characterised by a focus on product innovation and advancement and are normally introduced at prestigious watch fairs in Switzerland. In the US and the UK, there is a strong preference for sports models with the key brands consistently investing to ensure the highest degree of technical (diver, aviation and chronograph) specifications.

New product innovations are showcased by luxury watch brands at watch fairs such as Watches and Wonders in Geneva. This year, product innovation focused on evolution rather than revolution, including the revival of historical product from the likes of Cartier (Roadster) and Tudor (Monarch). A number of brands shifted focus towards dial innovations, and from a colour perspective, a continued growth in green dials, but also a noticeable trend in 'Earth' tones.

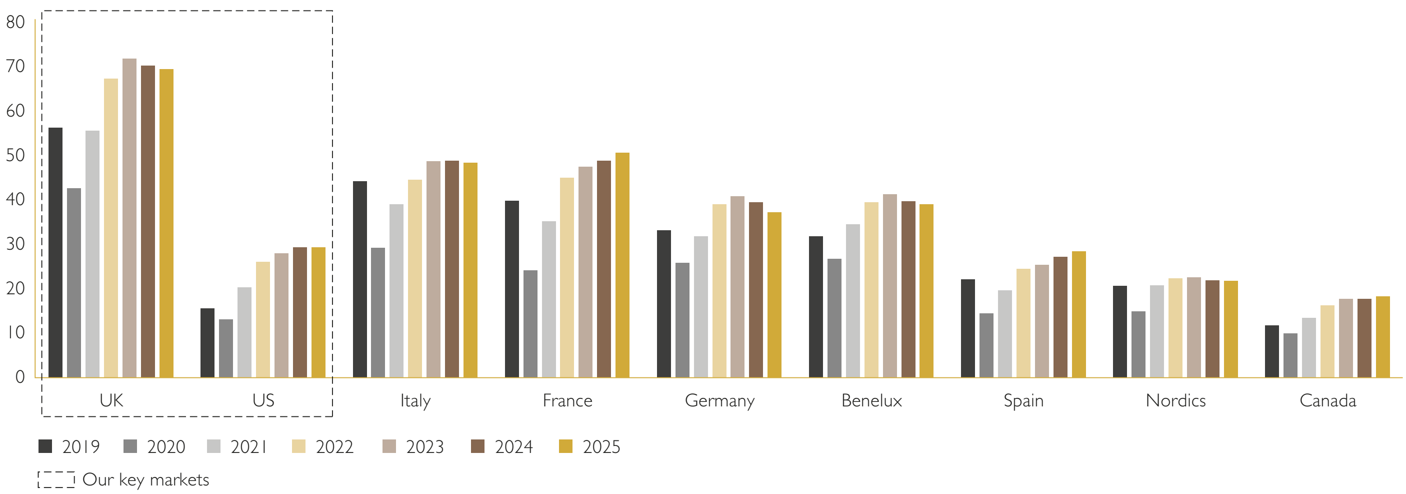
GEOGRAPHICAL MARKETS

The Group operates in the US and UK markets, two of the major Swiss watch markets. The chart below shows the luxury watch retail sales per capita over the past seven years.

On a per capita basis, the UK market has outperformed the US market and all major European markets since 2000. The UK market has the highest per capita retail spend by domestic clients on luxury watches. We believe the differential to other markets reflects retail investment, not consumer behaviour, creating an opportunity to successfully replicate our model in other geographies and building on the success we have delivered in the US to date. The US market is underdeveloped, providing significant growth opportunities for the Group.

LUXURY WATCH RETAIL SALES PER CAPITA (USD)

On a sales per capita basis, the US offers the greatest growth opportunity



Source: Company estimates based on Swiss Watch Export Data

THE US LUXURY WATCH MARKET

After a period of underinvestment in the US leading up to 2018, the market has performed strongly and is today the largest global market for Swiss watch exports, overtaking China in 2021. The Group estimates retail sales of luxury watches reached $10.1 billion in calendar year 2025.

The US market is led by Rolex with strong market positions of Cartier, Patek Philippe, Audemars Piguet, OMEGA, TUDOR, Breitling, TAG Heuer, IWC Schaffhausen, Jaeger-LeCoultre, Longines and Vacheron Constantin. Additionally, there are also relatively strong market positions for smaller independent brands such as MB&F, Bovet and H. Moser & Cie.

US retail distribution has consolidated towards larger showroom formats in major shopping areas, and retail investment by the Watches of Switzerland Group and others has increased. The US market is predominantly domestic, although domestic tourism (e.g. to Florida or Las Vegas) is significant. In recent years, Rolex, Patek Philippe and other brands have been rationalising distribution, reducing the number of agencies to a smaller number of higher-quality retailers.

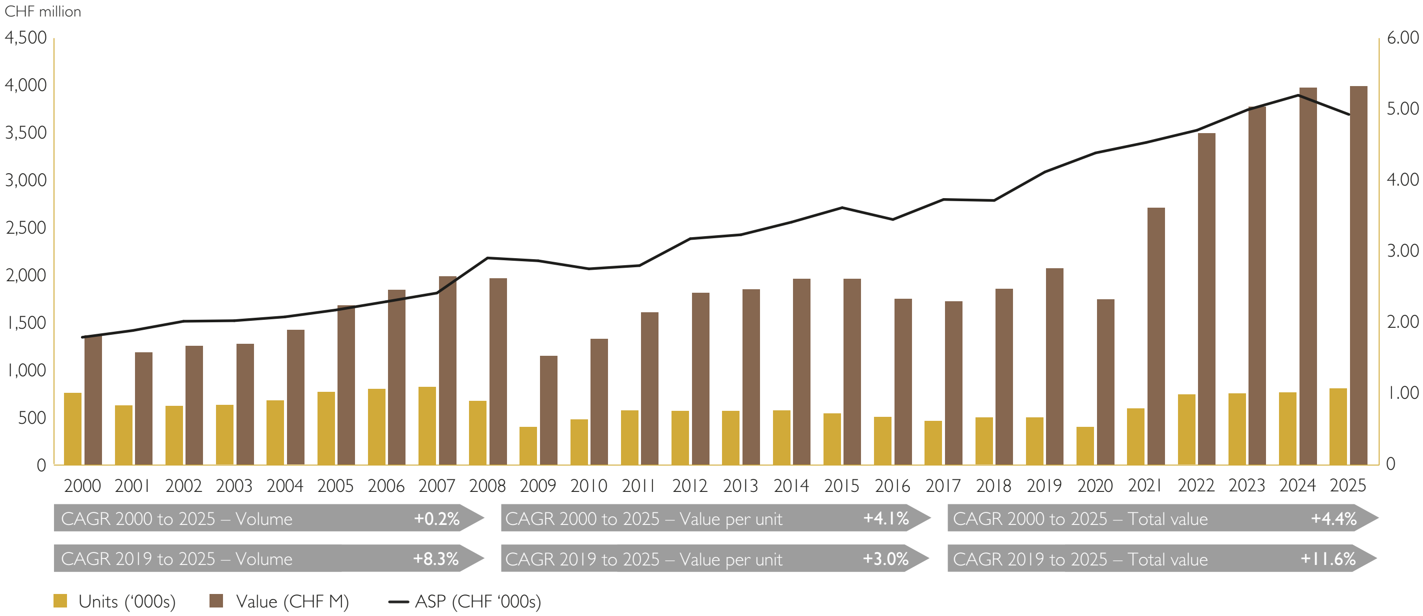
Despite this consolidation at the top end of the market, the broader US luxury watch landscape remains highly fragmented, with c.70% of distribution served by retailers operating one, two or three stores, while the remaining c.30% is concentrated among key multi-door operators including the Watches of Switzerland Group, Bucherer and The 1916 Company.

In the period 2000 to 2025, luxury Swiss watch exports to the US increased at a CAGR of 4.4%, accelerating to 11.6% from 2019 to 2025, following the Watches of Switzerland Group's entry into the US market in 2018.

The US remains the world's largest market for luxury watches. Strong discretionary spending is underpinned by rising wealth generation across the country, alongside increasing consumer interest in the category.

Since entering the market in 2018, we have steadily developed our showroom network, which now serves clients across a broad range of locations, as shown opposite. This creates a strong platform for continued expansion in a market where we see significant long-term growth potential.

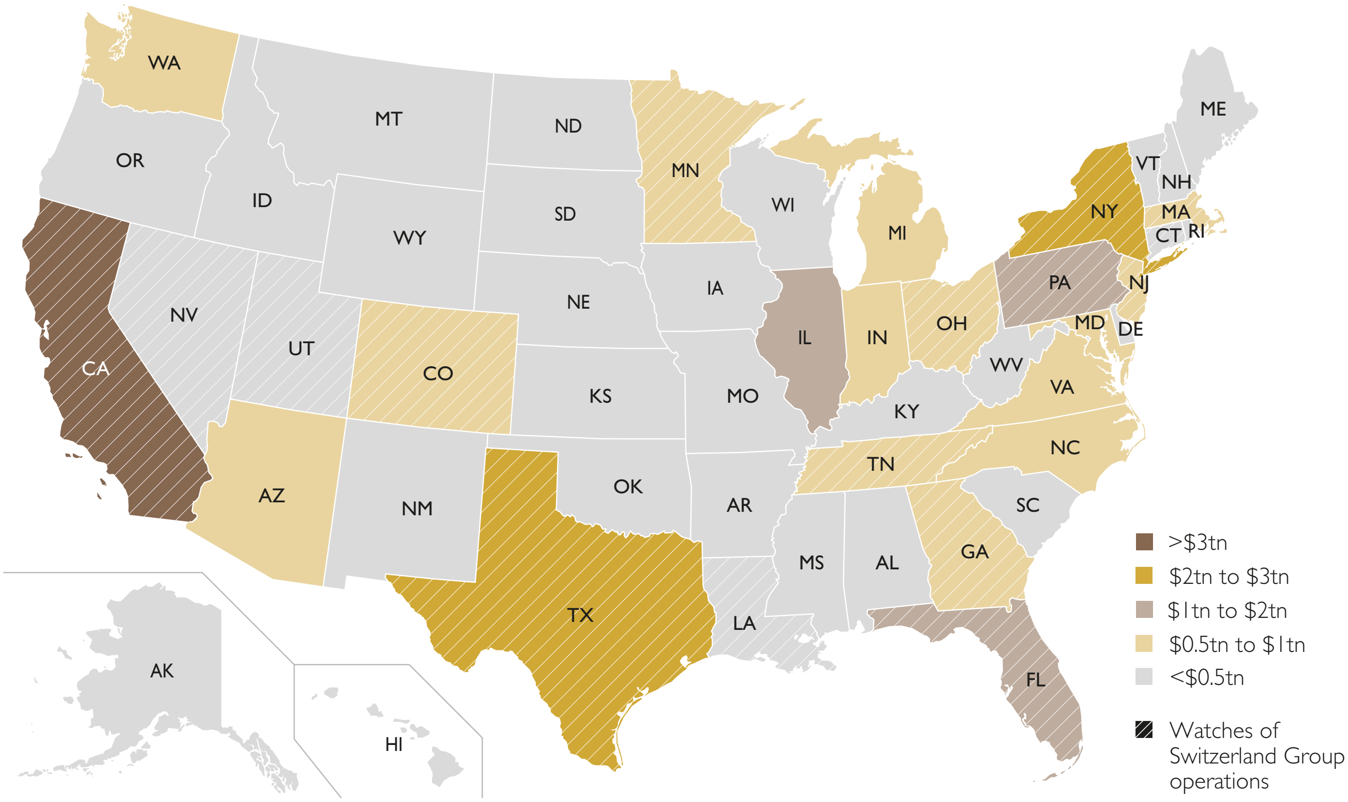
LUXURY SWISS WATCH EXPORTS TO THE US (CALENDAR YEARS)



Swiss Watch Federation statistics. Luxury watches classified as >CHF 500

US GDP PER STATE 2025

Source: U.S. Bureau of Economic Analysis



US MARKET HIGHLIGHTS

1

RANKING IN GLOBAL MARKETS FOR SWISS WATCH EXPORTS CALENDAR YEAR 2025

$10.1bn

ESTIMATED LUXURY WATCH RETAIL SALES CALENDAR YEAR 2025

THE UK LUXURY WATCH MARKET

The UK is the fifth largest market globally for Swiss luxury watch exports. The Group estimates retail sales of luxury watches amounted to £3.6 billion in calendar year 2025.

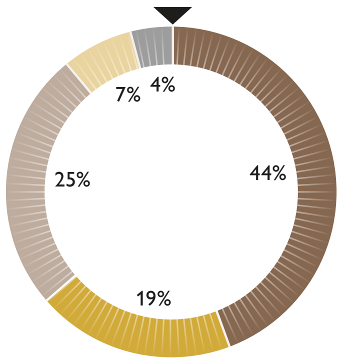
The UK market has been resilient, a testament to a well-invested, disciplined multi-channel market and a highly engaged domestic clientele, which has typically had a preference for the sports luxury watch category.

While the removal of VAT-free shopping on 1 January 2021 reduced international tourist spending in the UK luxury watch market, the subsequent increase in domestic demand has helped to support the category's continued strength. For the Group, tourist-driven sales in the UK accounted for 33% of revenue in FY19, compared to less than 5% today, highlighting a significantly more domestically-driven revenue mix.

In the period 2000 to 2025, luxury Swiss watch exports to the UK increased by a CAGR of 7.1%.

The UK market is made up of national groups, independent jewellers, luxury department stores and boutiques directly operated by the brands. It is led by Rolex, with strong market positions of Patek Philippe, OMEGA, Cartier, Breitling, TAG Heuer, TUDOR, IWC Schaffhausen, Longines and Tissot.

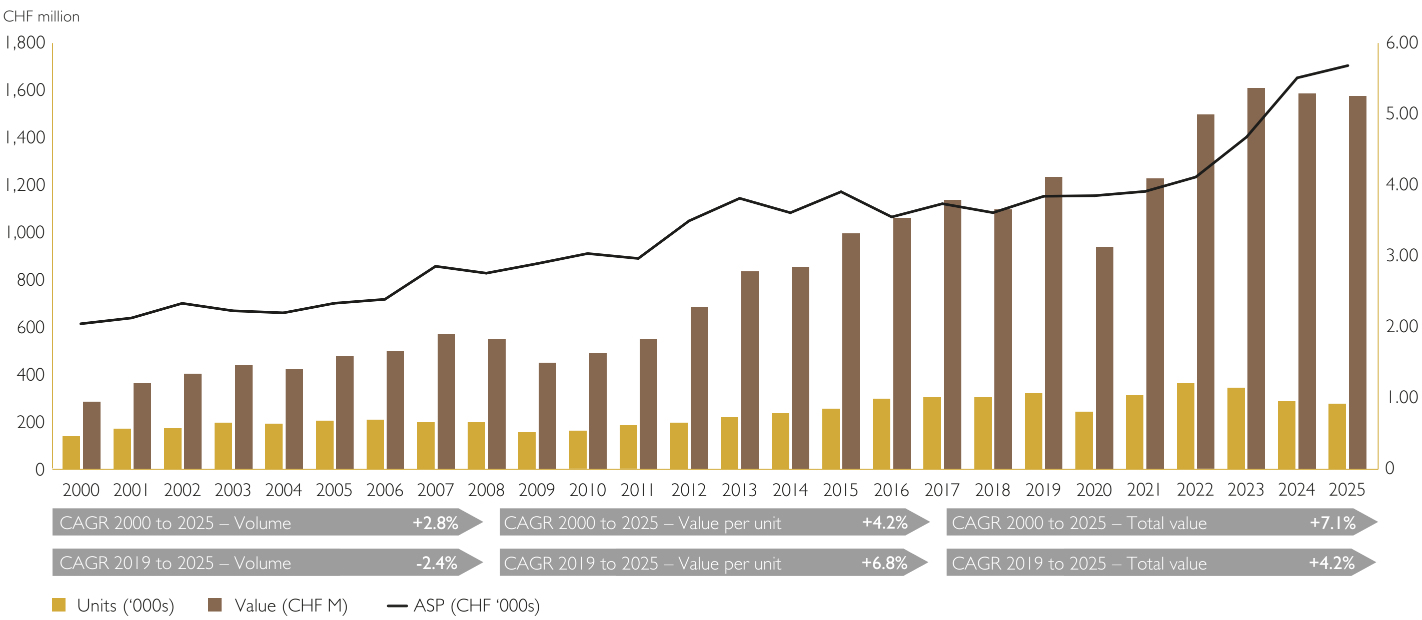
UK LUXURY WATCH MARKET 2025



Source: GFK

1 Directly operated by the brands.

LUXURY SWISS WATCH EXPORTS TO THE UK (CALENDAR YEARS)



Swiss Watch Federation statistics. Luxury watches classified as >CHF 500

UK MARKET HIGHLIGHTS

5

RANKING IN GLOBAL MARKETS FOR SWISS WATCH EXPORTS CALENDAR YEAR 2025

£3.6bn

ESTIMATED LUXURY WATCH RETAIL SALES CALENDAR YEAR 2025

PRE-OWNED WATCH MARKET

The pre-owned market is a positive development for the authorised retail market. It provides liquidity and value preservation for luxury watches. This is a growing sector due to the supply of certain products being unable to meet demand in the first hand market and for collectors given that the vast majority of luxury watch references are no longer in production[1]. For many collectors, rarity and historical significance are increasingly more important than waiting lists for current production models. Certain pre-owned products sell at prices above RRP depending on brand, availability and scarcity.

The market is made up of both retailers operating pre-owned and trade-in models and dedicated online marketplace players. The Watches of Switzerland Group is an active operator in the pre-owned segment. The 2020 acquisition of Analog:Shift brought specialist expertise in vintage and pre-owned curation, sourcing and authentication into the Group. With the support of our scale, showroom network and service-centre capabilities, we are well positioned to capitalise on growth in the category and deliver a consistent, high-quality client experience across channels.

In 2023, Rolex launched the Rolex Certified Pre-Owned programme, offering clients the opportunity to purchase pre-owned watches from official authorised retailers that are certified as authentic and supported by a Rolex-backed two-year warranty. This has broadened the appeal of the pre-owned market, while also enabling Rolex to take greater control of the customer experience, including among clients who may previously have been hesitant to purchase pre-owned items.

The Watches of Switzerland Group has established a leading position within the Rolex Certified Pre-Owned programme. The programme is now available across all the Group's Rolex agencies in the US (excluding the recently acquired Deutsch & Deutsch showrooms), and in 30 showrooms across the UK, including a dedicated floor within the flagship Rolex boutique on Old Bond Street, London, supported by our online offering.

1 Source: BCG Luxury Preowned Watches, Your Time Has Come (March 2023).
2 Source: Deloitte Swiss Watch Industry Study 2025 (November 2025).

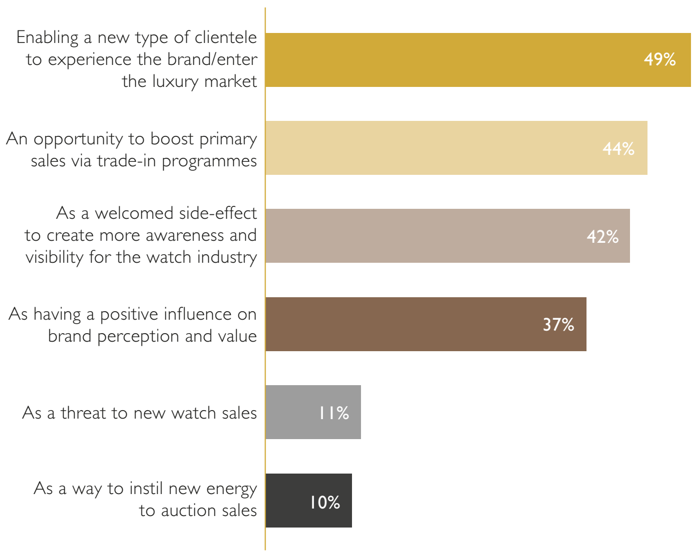
Independent research suggests that the pre-owned watch market has settled into a more established position within the luxury watch sector. Following the market correction experienced in 2022 and 2023, pricing has stabilised and activity is now largely driven by long-term collectability and personal preference, rather than speculative behaviour[2].

Engagement with the pre-owned category remains highest among younger clients. Almost a third of global consumers expect to purchase a pre-owned watch in the next 12 months, rising to around 40% among Millennials and Generation Z. The category therefore continues to play an important role in broadening access to luxury watches and supporting entry for new clients[2].

From an industry perspective, the pre-owned market is increasingly viewed as complementary to the sale of new watches. Deloitte LLP research indicates that many industry participants see the pre-owned category as supporting customer acquisition and longer-term client relationships, including through trade-in activity that may facilitate subsequent primary purchases. The pre-owned market therefore remains an adjunct to the primary market rather than a substitute for it[2].

Pre-Owned is a significant strategic growth pillar for the Group; for further details refer to pages 40 to 42.

RESPONSES TO "HOW DO YOU SEE THE SECONDARY / PRE-OWNED MARKET?"



Source: Deloitte Swiss Watch Industry Study 2025 (November 2025)

AFTER-SALES AND SERVICING

After-sales and servicing complements the primary market for luxury watches and is central to protecting and extending the life and value of the products. It plays an important role in maintaining brand standards and delivering a consistent, high-quality client experience throughout a watch's lifetime.

The market is primarily served by traditional multiple and independent retailers, alongside brand in-house resources. Independent research indicates that after-sales and servicing represents a multi-billion-dollar global market[1], supported by long-term ownership trends, a growing installed base of luxury watches and increasing consumer focus on product care and value retention. Growth in the sector continues to be constrained by industry capacity and the availability of authorised servicing infrastructure, and the after-sales and servicing market has not kept pace with the growth in new watch sales.

1 Source: Verified Market Research, Watch Service Market (March 2026).
2 Source: Deloitte Swiss Watch Industry Study 2025 (November 2025).

Demand for servicing continues to increase over time as more luxury watches reach their first and subsequent service intervals, reflecting long ownership cycles and ongoing maintenance requirements. Independent research also points to increasing client preference for authorised service centres, driven by the importance of technical expertise, genuine parts and service reliability[2], reinforcing the value of the Group's continued investment in this area.

The Group continues to invest in the expansion of its after-sales and servicing offering in both the US and the UK, supported by dedicated service centres in each market and a team of 65 qualified watchmakers across the Group.

After-sales and servicing also contributes to the circular economy through the maintenance, repair and longevity of luxury timepieces; refer to page 129 to learn more.

LUXURY JEWELLERY MARKET

LUXURY JEWELLERY

Our luxury watch business is complemented by a strong and growing luxury jewellery offering.

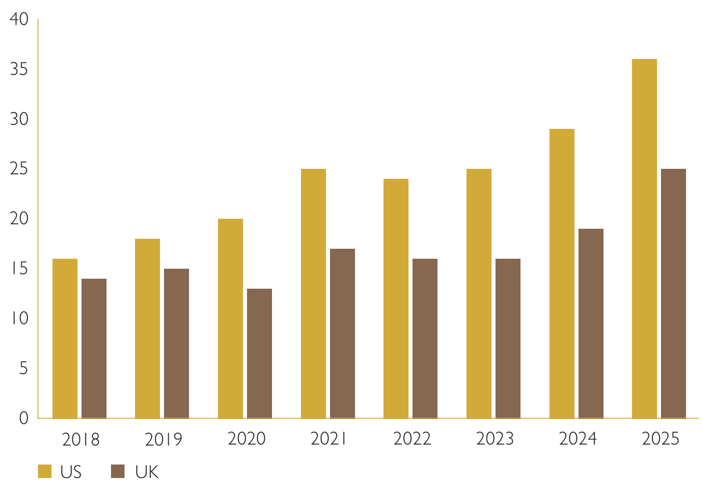
The US and UK markets continue to grow, as illustrated in the chart below, and are among the largest globally on a per capita basis for luxury jewellery.

The US remains one of the most important markets globally, supported by a large and affluent consumer base, a strong culture of gifting and self-purchase, and a well-established luxury retail environment. As a result, the US continues to be a priority market for the Group's luxury jewellery strategy.

At a global level, overall jewellery demand has continued to grow over time (chart below). Within this, industry research indicates that luxury jewellery has materially outperformed the broader fine jewellery market over the past decade[1], supported by a structural shift in demand towards higher-value and branded propositions.

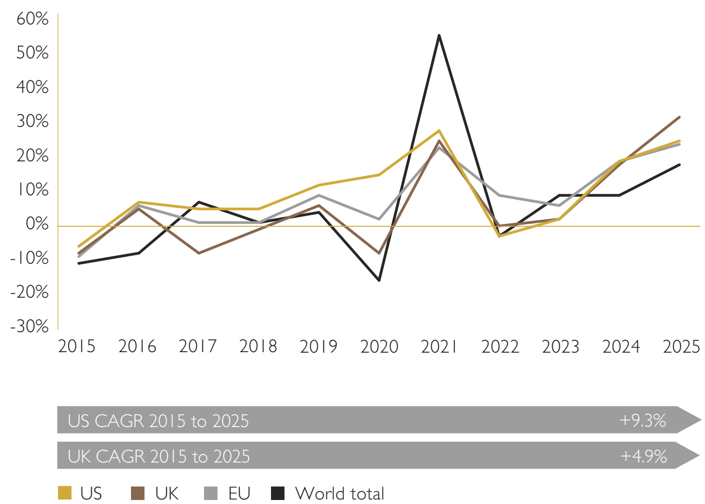
While demand continues to evolve, the global jewellery market remains highly fragmented, with a significant proportion of sales still accounted for by unbranded players. This highlights the scale of the opportunity for established luxury brands and trusted retail partners as consumer preferences increasingly shift towards quality, provenance and trust.

LUXURY JEWELLERY DEMAND PER CAPITA (US$)



Source: Metals Focus, Refinitiv GFMS, ICE Benchmark Administration, World Gold Council

JEWELLERY DEMAND: CUMULATIVE YOY% (CALENDAR YEARS)



Source: Metals Focus, Refinitiv GFMS, ICE Benchmark Administration, World Gold Council

LUXURY BRANDED JEWELLERY

The luxury jewellery market has been characterised by a shift towards branded products, supported by stronger growth in the branded segment relative to the wider category.

Within the broader category, the growth of luxury branded jewellery remains a defining structural trend, aligning closely with the Group's core capabilities and representing a key strategic growth pillar.

Despite the strength of leading maisons, the luxury jewellery market remains structurally dispersed, with even the largest brands accounting for relatively small shares of global sales[1]. This creates a compelling environment for curated, multi-brand retail, where scale, expertise and long-standing client relationships are key differentiators.

As with luxury watches, branded jewellery is characterised by brand-led demand, controlled distribution and long-term client relationships. The leading jewellery maisons are built on enduring iconic collections, often developed and refined over several decades, reinforcing brand equity and client loyalty over time.

Industry analysis also highlights a positive relationship between scale and profitability within luxury jewellery, underlining the advantages of established global brands and disciplined distribution models.

Jewellery allows the Group to broaden its client base, with higher purchase frequency and a wider range of price points, supporting client acquisition and repeat engagement.

The Group partners with a curated portfolio of leading luxury jewellery brands, including Roberto Coin and Messika, and has introduced David Yurman to the UK market.

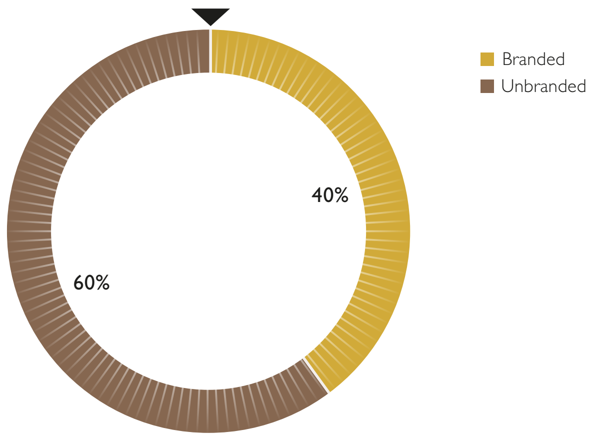
The Group's strategy is to continue to expand its portfolio of luxury jewellery brands, often with exclusive or semi-exclusive representation within a particular geography, supported by the Group's scale, retail expertise and established client relationships.

In FY26, the Mappin & Webb Luxury Jewellery boutique in Manchester opened, retailing a number of brands on an exclusive basis outside London.

In the US, the Group continues to build its position following the acquisition of exclusive distribution rights for the Roberto Coin luxury jewellery brand across the US, Canada, Central America and the Caribbean.

For further details on the Group's luxury branded jewellery strategy refer to pages 46 to 49.

JEWELLERY MARKET WORLDWIDE[1]



1 Source: Morgan Stanley: Key Trends in the Luxury Jewellery Industry (June 2026)

HOW THE GROUP CREATES VALUE

INPUTS

BRAND PARTNERSHIPS

Our strong and long-standing relationships with the most recognised and prestigious luxury watch and jewellery brands have been forged over many years and include new relationships with developing brands.

Please see pages 30 to 32 for more details on the prestigious brands we partner with.

COLLEAGUES

The Watches of Switzerland Group is committed to building a great place to work by giving people every reason to join, grow and stay with our Group. We recognise the many benefits a diverse and inclusive workforce can bring.

CLIENTS

We offer an extensive choice of brands and products in the world of luxury watches and jewellery. We aim to make our clients feel welcome through unintimidating, inviting, browsable, modern and luxurious environments in our showrooms, along with a market-leading online offering.

DESTINATION SHOWROOMS

Our clients purchase our products through our retail network of directly operated showrooms. These include multi-brand showrooms, a presence in travel retail, online and a portfolio of mono-brand boutiques in partnership with our brands.

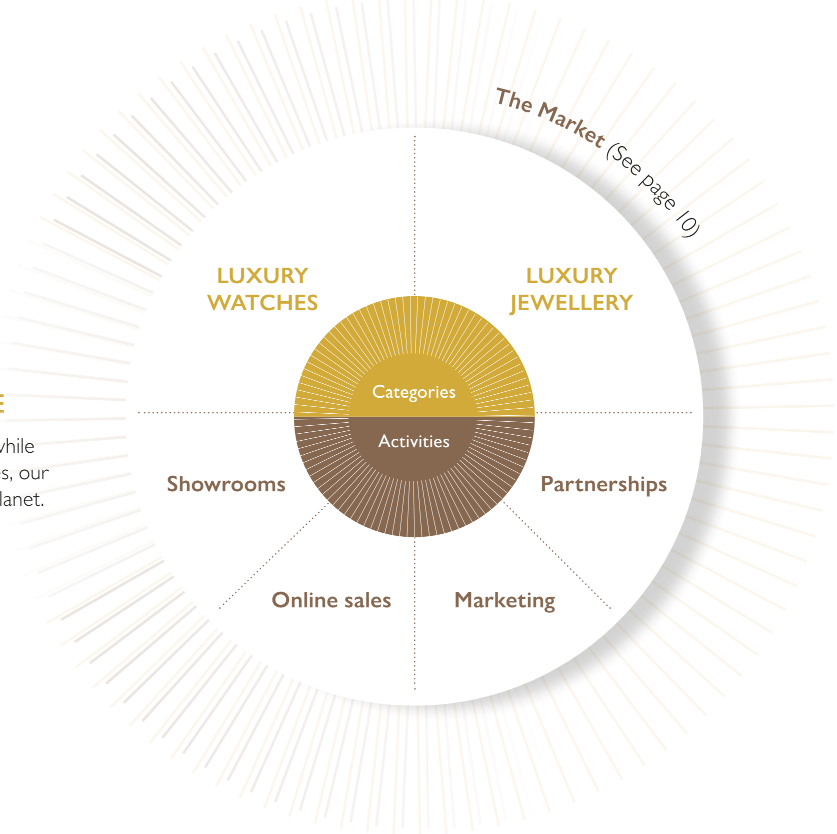
FINANCIAL INVESTMENT

Watches of Switzerland Group PLC is listed on the London Stock Exchange. Through focused investment we drive growth, generate shareholder value and ensure the long-term sustainable future of the Group.

HOW WE CREATE VALUE

OUR PURPOSE

To WOW our clients while caring for our colleagues, our communities and our planet.



WHAT WE DO

We partner with the most prestigious luxury watch and jewellery brands to provide the highest level of client service by well-trained, expert colleagues in modern, luxurious and welcoming showroom environments and state-of-the-art online sites. This is all supported by our international scale, integrated technology and impactful marketing.

The Group operates in the US and UK.

BRAND PARTNERSHIPS

We collaborate with our long-standing luxury watch and luxury jewellery brand partners to elevate and expand their distribution and partner on-demand forecasting, product launches, showroom projects, online, clienteling, marketing events and learning and development for all our colleagues.

CLIENT EXPERIENCE

Our showroom colleagues provide expertise and knowledge to ensure an exceptional client experience through extensive learning and development and our industry-leading Xenia Client Experience Programme.

SHOWROOM ENVIRONMENT

Our well-invested showrooms are luxurious, open, welcoming, contemporary, spacious, non-intimidating and browsable. The design concept is regularly assessed in order to ensure we continue to appeal to a broad client demographic and drive high levels of productivity across our estate.

MULTI-CHANNEL

Our multi-channel model spans a well-invested showroom network, with flagships, regional showrooms, travel retail and mono-brand boutiques complemented by market-leading ecommerce platforms, all complemented by Hodinkee, the editorial authority on luxury watches. The Group has a truly multi-channel approach, which includes Click & Collect, an appointment system and the Luxury Watch and Jewellery Virtual Boutique.

VALUE CREATED

MARKETING

We deliver impactful marketing, focused on digital communications, Client Relationship Management, PR, client experiences and co-operative activity with brand partners. Our editorial content across watches and jewellery provides an authoritative voice within our market, while the Hodinkee business accelerates the Group's online leadership. Please see page 44 for more details.

SCALE

A strong competitive position, built on national coverage in the UK, with a portfolio of 126 showrooms, and a growing and significant presence in the US, comprising 65 showrooms as at 3 May 2026.

OPERATIONAL EXCELLENCE

Technology: Our retail operations are supported by integrated IT systems, including a core SAP platform, powering showroom point-of-sale, CRM, reporting solutions, live inventory availability and operations. This platform supports scalable expansion in new markets or through acquisitions.

Merchandising: Dynamic inventory management optimises stock availability, enhances showroom productivity and in the UK, allows for nationwide coverage, giving us a key competitive advantage.

Retail operations: We aim to continually drive productivity and profitability, with a high level of accountability and performance management.

FINANCIAL DISCIPLINE

Financial performance: We run all our showrooms to be profitable, leveraging showroom and central overheads through top line growth with strict investment criteria on projects or investment opportunities. The closure of low profitability showrooms in the UK is a demonstration of this financial discipline in action.

Cash generation: Strong, consistent cash generation is supported by disciplined working capital management, with sufficient liquidity to fund growth and acquisitions, including the recent acquisition of a majority stake in Deutsch & Deutsch. We take a disciplined and data-led approach to return on investment, aiming to deliver long-term sustainable earnings growth whilst retaining financial capability to invest in our business and to execute our strategic priorities, before returning to shareholders any surplus capital above and beyond those requirements, as appropriate. In FY26, the Group completed a share buyback programme, returning £25 million to shareholders.

COLLEAGUES AND COMMUNITIES

We develop our colleagues through significant investment in training and development. This is supported by promoting an open and inclusive environment through listening to our colleagues. For more details refer to pages 91 to 95.

The Watches of Switzerland Group Foundation launched in 2021 supports a number of causes, with an emphasis on helping poor and vulnerable people out of poverty. For more details refer to page 97.

PLANET AND PRODUCT

We are committed to always 'doing the right thing' to protect our planet and ensure our products are responsibly and sustainably sourced.

We continue to progress towards our goals to decarbonise by 2050, build climate resilience and preserve natural resources by understanding our decarbonisation levers, developing our climate transition planning and enhancing the resilience of our business to climate-related risks and opportunities.

£1,828m
FY26 REVENUE

£155m
FY26 ADJUSTED EBIT[1]

18.0%
FY26 RETURN ON CAPITAL EMPLOYED[1]

£278m
FY26 CASH GENERATED FROM OPERATIONS

126
UK SHOWROOMS AT 3 MAY 2026

65
US SHOWROOMS AT 3 MAY 2026

191
TOTAL SHOWROOMS AT 3 MAY 2026

2,942
NUMBER OF COLLEAGUES

£10m
CONTRIBUTED BY THE GROUP TO CHARITABLE CAUSES SINCE 2021

1 This is an Alternative Performance Measure. Refer to the Glossary on pages 261 to 265 for definition and reconciliation to statutory measures where relevant.

THE WATCHES OF SWITZERLAND GROUP

OUR BRAND PARTNERSHIPS

Our long-standing association with the most recognised and prestigious luxury watch and jewellery brands is a key point of distinction and a cornerstone of our unique client experience.

LUXURY WATCHES

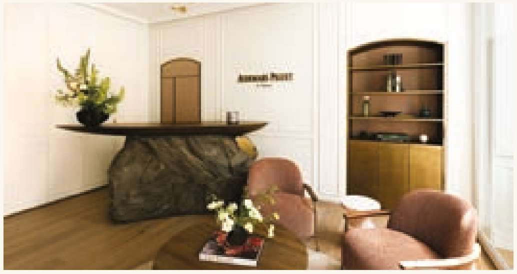
We have developed strong, long-standing and collaborative partnerships with the most prestigious luxury watch brands over the years. We constantly strive to represent our brand partners in the best possible way to our clients. We work together to identify distribution opportunities, partner on demand forecasting and product development, and collaborate closely on all showroom projects, across our online platform, clienteling initiatives and marketing activities. We also collaborate with our brand partners on training our colleagues to ensure we have experts across all brands within our business.

ROLEX

Founded in 1905 in London by Hans Wilsdorf, Rolex watches are crafted from the finest raw materials and assembled with scrupulous attention to detail.

PATEK PHILIPPE
GENEVE

Utilising over 180 years of experience and perpetuating the tradition of Genevan watchmaking, Patek Philippe has always been at the forefront of the luxury watch industry.



AUDEMARS PIGUET
Le Brassus

Audemars Piguet is the oldest fine watchmaking manufacturer still in the hands of its founding families (Audemars and Piguet).

OMEGA

Space, James Bond and the Olympics – when it comes to associations, OMEGA certainly beats most watch brands in terms of cool, but above that is their absolute mastery of technology and ability to produce some of the finest movements available today.

Cartier

Widely regarded as the inventor of the first watch designed to be worn on the wrist, Cartier was established in Paris in 1847 and is arguably one of the most recognisable Maisons in the world.

TAG Heuer

TAG Heuer creates watches that will take you anywhere – into the ocean's depths, up a mountain, behind the wheel of a car. TAG Heuer timepieces are reliable, innovative and versatile.

BREITLING
1884

Léon Breitling started his eponymous brand in 1884 and it has specialised in complicated timepieces and chronographs from the beginning, going on to pioneer the wrist-worn chronograph, which was hugely popular with pilots.

TUDOR

Since its founding in 1926, TUDOR has endeavoured to produce the best possible watches at the best possible price. This mission, bold then as it is now, is inspired by the vision of the brand's founder Hans Wilsdorf.

OUR BRAND PARTNERSHIPS

IWC SCHAFFHAUSEN
GS Grand Seiko
TISSOT SWISS WATCHES SINCE 1853
LONGINES
VACHERON CONSTANTIN GENÈVE
PANERAI
HUBLOT
JAEGER-LECOULTRE
ZENITH
MB&F
BOVET CELEBRATING ART AND INNOVATION. SINCE 1822.
ULYSSE NARDIN SINCE 1846 LE LOCLE - SUISSE
GIRARD-PERREGAUX
BREGUET 250 YEARS
BVLGARI
H. Moser & Cie. VERY RARE
JACOB & CO GENÈVE

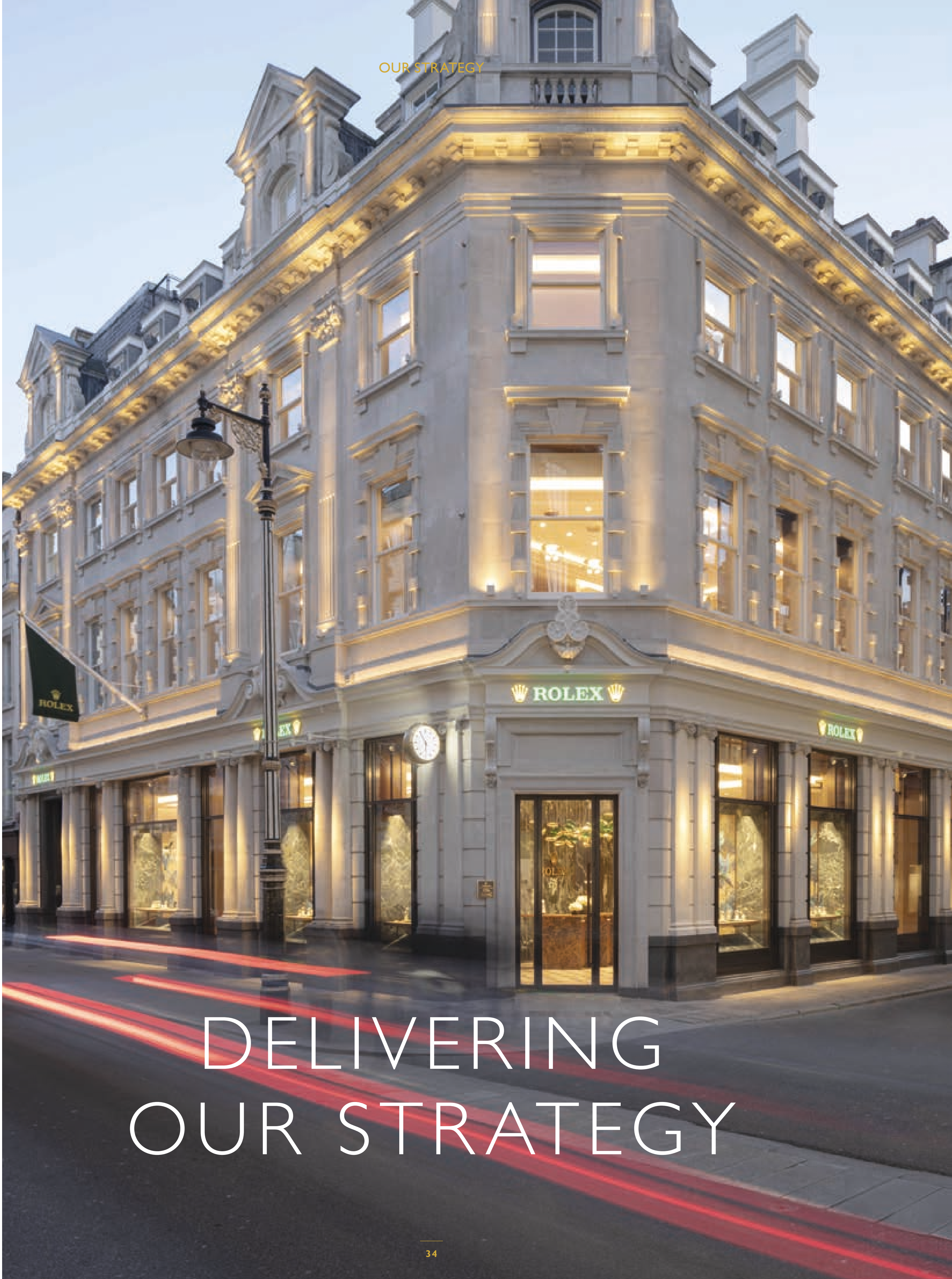
Chopard
JB 1735 BLANCPAIN MANUFACTURE DE HAUTE HORLOGERIE
CHANEL
BREMONT
ORIS HÖLSTEIN 1904
RADO SWITZERLAND
Glashütte ORIGINAL
PIAGET
DOXA 1889
HAMILTON
BAUME & MERCIER MAISON D'HORLOGERIE GENEVE 1830
Nivada Grenchen Since 1926
ARMIN STROM
GREUBEL FORSEY ART of INVENTION
ARNOLD & SON 1764
GRÖNEFELD THE HOROLOGICAL BROTHERS
DANIEL ROTH
gērald genta
PARMIGIANI FLEURIER
GERALD CHARLES GENÈVE
LOUIS ERARD
PORSCHE DESIGN
ID GENEVE

LUXURY JEWELLERY

At the Watches of Switzerland Group, our brands Mappin & Webb, Goldsmiths, Mayors, Betteridge and Deutsch & Deutsch offer their very own collections of jewellery all steeped in a rich history and heritage, making our showrooms and websites the destination for fine luxury jewellery. We are also privileged to partner with the best luxury jewellery brands in the world, including Roberto Coin, David Yurman, FOPE, Messika and many others.

Mappin & Webb
Deutsch & Deutsch
GOLDSMITHS
MAYORS
BETTERIDGE

ROBERTO COIN
DAVID YURMAN
Chopard
FOPE
MESSIKA PARIS
DE BEERS LONDON
GUCCI
MIKIMOTO
Pomellato MILANO 1967
FRED
FABERGÉ
MARCO BICEGO
PASQUALE BRUNI
VHERNIER
NOUVEL HERITAGE PARIS
TABAYER
CHANEL
PAUL MORELLI
ROBERT PROCOP Exceptional Jewels
KIKI McDONOUGH LONDON
REPOSSI 6 PLACE VENDÔME PARIS
HEARTS ON FIRE
JOHN HARDY
YEPREM SINCE 1964
SERAFINO CONSOLI
Annoushka



DELIVERING OUR STRATEGY

OUR STRATEGIC PILLARS

The Group continues to execute its strategy, supported by disciplined investment, strong brand partnerships and a consistent focus on client experience. These pillars provide the priorities for sustainable long-term growth across the US, UK and online, supporting Group revenue, profitability and return on capital employed.

1. SHOWROOM INVESTMENT

Showroom investment remains a core strength for the Group, supporting our leadership in luxury watch retailing and our long-term growth. We continue to invest in a strong showroom network across the US and UK, with new openings, refurbishments, relocations and expansions delivering enhanced brand environments that reinforce our retail leadership. These physical spaces are a key differentiator, enabling us to present our brand partners with high-quality execution and provide a consistently high standard of client experience.

Our approach is supported by disciplined capital allocation, clear payback criteria and a strong pipeline of future projects that will support continued growth.

2. PRE-OWNED

Pre-Owned is one of the Group's strongest growth areas, complementing our leadership in luxury watches. It has rapidly become our second-largest category, reflecting strong client demand and our leadership in this part of the luxury watch market, driven in particular by the success of Rolex Certified Pre-Owned, alongside continued growth in other pre-owned brands. The category supports the circular nature of the luxury watch market, strengthens long-term client relationships and reinforces our position across both new and pre-owned watches.

3. ECOMMERCE

Ecommerce is a key part of our multi-channel model, extending the reach of our showroom-led luxury watch and jewellery retail proposition. Digital growth accelerated in FY26, supported by investment in the re-platforming of selected US ecommerce sites, delivering clear improvements in performance, conversion and user experience.

Ecommerce complements our showroom network by providing clients with a consistently high level of service across our showroom and digital channels, strengthening our multi-channel model and enabling us to reach clients who choose to research or purchase online.

4. LUXURY BRANDED JEWELLERY

Luxury branded jewellery remains a key growth category for the Group, complementing our core watch proposition, supported by increasing client demand, strengthened brand partnerships and a growing presence across multi-brand and mono-brand formats. Our portfolio benefits from strong brand momentum – notably Roberto Coin, which continues to deliver strong performance and greater visibility in North America. We are further enhancing our jewellery proposition through dedicated luxury environments, including the new Mappin & Webb Luxury Jewellery boutique in Manchester, which strengthens our luxury retail presence and reinforces our leadership in this category.

5. ACQUISITIONS

Strategic acquisitions remain an important part of our growth and capital allocation strategy, enabling the Group to accelerate expansion, strengthen brand partnerships and build our presence in key luxury markets. Recent activity includes the integration of Roberto Coin Inc., which enhances our luxury branded jewellery offering, and the Hodinkee business, which supports our digital and editorial capability. In FY26, we further expanded our US presence through the acquisition of a majority stake in Deutsch & Deutsch, a long-established luxury watch and jewellery retailer with four showrooms across Texas. This transaction strengthens our US network and reflects our disciplined, returns-focused approach.

6. CLIENT EXPERIENCE

Client experience remains the foundation of our business model and a core differentiator for the Group, underpinning each of our strategic growth pillars. Our client-focused culture – grounded in deep product expertise, a strong understanding of client needs and the delivery of personalised, high-quality service across both showroom and digital channels – continues to set us apart. Our flagship locations, including Rolex Old Bond Street with its exceptional 94% Net Promoter Score, demonstrate the impact of combining elevated environments with high standards of service. Through our initiatives and continued focus on personalisation, we strengthen relationships and support long-term client engagement.

STRATEGIC PILLAR 1:

SHOWROOM INVESTMENT

Our showroom network is a core part of our growth strategy and supports our focus on delivering a best-in-class luxury retail experience across the US and UK. We continue to invest in new openings, relocations, expansions and refurbishments to create environments that meet the standards of our brand partners and provide a consistently strong client experience. Multi-channel retail is particularly important in this category, giving clients access to Click & Collect, extended online ranges and after-sales and servicing.

Our well-invested showrooms are luxurious, open, welcoming, contemporary, spacious, non-intimidating and browsable. The design concept is regularly assessed in order to ensure we continue to appeal to a broad client demographic and drive high levels of productivity across our estate.

Through our showroom investments we:

- **Strengthen luxury brand presentation:** by expanding space we are able to represent our brand partners to the highest level, securing allocation of product and often bringing new brands into an existing location. We have a strong pipeline of future projects with our brand partners in both the US and UK
- **Deliver exceptional client experience:** expanded space includes dedicated hospitality areas such as bars and private VIP rooms to enhance the client experience. We are also able to deliver tailored client events within our showroom network
- **Integrate key growth areas into our formats:** including luxury branded jewellery and pre-owned, strengthening category breadth

Over the last ten years, the Group has been investing in modernising the showroom estate, ensuring our brands are showcased to the highest levels and client experience is world-class. In FY26, we delivered 12 showroom elevations across the US and UK. As of 3 May 2026, our showroom elevation programme is 86% complete in the US and 82% complete in the UK.

Together, these elements make our showroom investment strategy a clear competitive advantage – deepening brand partnerships, enhancing client satisfaction and reinforcing our position as the leading luxury watch and jewellery retailer in the US and UK.

CASE STUDY:
SHOWROOM EXPANSIONS AND RELOCATIONS

The following are examples of how we are modernising our showroom estate, to provide best-in-class luxury watch and jewellery retailing in the US and UK.

MAYORS LENOX TRANSFORMATION

Following the acquisition of Mayors in 2017, the Group has invested to improve the quality and consistency of its multi-brand showroom estate across Florida and Georgia. Early investment focused on expanding and upgrading existing locations to improve layout, presentation and client service.

The Lenox location provides a clear example of how this approach has progressed. The site was initially expanded as part of the Mayors estate and was later developed into a dedicated Rolex boutique. As part of that investment, a separate Mayors multi-brand showroom was opened in FY26, allowing the two formats to be presented clearly while continuing to benefit from shared operations. The Mayors showroom features a Roberto Coin shop-in-shop concept alongside a Rolex Certified Pre-Owned space.

CASE STUDY:
GOLDSMITHS LUXURY

Since the launch of the Goldsmiths Luxury concept in FY22, the Group has continued to upgrade existing Goldsmiths showrooms across the UK. Investment has focused on refreshing legacy environments, improving layout and flow, and strengthening brand presentation. This has resulted in a more consistent luxury experience across the estate, delivered through a disciplined and repeatable approach to investment.

CASE STUDY:
MAPPIN & WEBB CONTEMPORARY – YORK

The Mappin & Webb Contemporary concept has modernised the presentation of the brand, whilst maintaining its heritage and history. In York, we relocated the Mappin & Webb showroom to a larger space, including hospitality areas. A similar concept has been rolled out to our Guernsey, Glasgow and Bluewater showrooms.

CASE STUDY:
NEW SHOWROOMS

The Group works closely with property consultants to identify prime locations where key luxury watch brands have limited representation. The key focus is on high visibility, high footfall locations with luxury adjacencies.

Watches of Switzerland Soho, New York

Watches of Switzerland Hudson Yards, New York

Watches of Switzerland Southdale, Minneapolis

DISCIPLINED PAYBACK CRITERIA

We apply clear payback criteria to all showroom investments. Returns are driven by increased brand allocation, improved presentation, higher conversion, greater appointment capacity and a strengthened product mix, including luxury branded jewellery and pre-owned watches.

Typical payback periods are two to three years for relocations, expansions and refurbishments, and three to four years for flagship projects. These outcomes reflect the strength of the luxury watch category and our disciplined approach to capital allocation, supported by the Group's consistently strong long-term return on capital employed (ROCE) performance. The Group usually enters into lease agreements with a maximum lease term of ten years with a break clause after five years. This gives the Group flexibility to future-proof the estate.

FY26 PROGRESS

£66 million of expansionary capex invested into developing our portfolio, including:

- New Watches of Switzerland Southdale, Minneapolis
- Relocation of Mayors Lenox, Georgia
- Relocation of Mayors University Town Center, Florida
- New Roberto Coin boutiques in Hudson Yards, New York; Forum Shops at Caesars Palace, Las Vegas; and Miami Design District, Florida
- Expansion and conversion of Mappin & Webb Birmingham
- Relocation of Goldsmiths Merry Hill
- Expansion and conversion of Goldsmiths Oxford
- Refurbishment of Northern Goldsmiths, Newcastle
- Expansions and relocations of a further five UK showrooms
- New Mappin & Webb Luxury Jewellery boutique, Manchester
- New Audemars Piguet, AP House, Manchester operating as a joint venture

FY27 PRIORITIES

£70 million projected capex spend, including the following projects:

- Expansion of Mayors Avalon, Georgia; Summer 26
- Expansion of Watches of Switzerland and introduction of Mayors, Marlton, New Jersey; Autumn 26
- Refurbishment of flagship Betteridge showroom in Greenwich, Connecticut; Winter 26
- New Roberto Coin boutique, Tampa, Florida; Winter 26
- Refurbishment of Goldsmiths Watford and Chelmsford; Summer 26
- Expansion of Rolex boutique, Glasgow; Autumn 26
- Relocation of Goldsmiths Nottingham; Autumn 26
- Relocation of Rolex boutique in Heathrow T5; Spring 27

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Read more on pages 64 to 68 and 142 to 147

STRATEGIC PILLAR 2:

PRE-OWNED

Pre-Owned continues to be an important part of our growth strategy, strengthening our luxury watch proposition and deepening client engagement across the US and UK. While the Group has operated in the pre-owned category for many years, the introduction of Rolex Certified Pre-Owned in July 2023 significantly increased the maturity, visibility and structure of the secondary luxury watch market.

Pre-Owned is our second largest brand and broadens our ability to serve clients across a wider range of price points and product types, from first-time buyers to experienced collectors. Offering authenticated, warrantied watches within a luxury retail environment provides reassurance to clients who previously avoided unregulated channels. Together with our long-standing experience in pre-owned and vintage through Analog:Shift, this enables the Group to offer a clear and comprehensive proposition across both new and pre-owned watches.

Rolex Certified Pre-Owned – fully serviced, authenticated and backed by a two-year international Rolex guarantee – continues to generate strong demand. Market data highlights strong growth in Rolex Certified Pre-Owned within the secondary luxury watch market, reflecting sustained client interest and a more disciplined pricing environment relative to much of the broader market. Rolex Certified Pre-Owned is only available in authorised Rolex distributors and can also be transacted online.

A DISTINCTIVE COMPETITIVE ADVANTAGE FOR THE GROUP

Significant scale and trusted capability: We are among the largest operators of pre-owned and Rolex Certified Pre-Owned globally. Our scale enables breadth of choice, visibility and liquidity for clients. This is supported by established sourcing processes and strong marketing reach across both physical and digital channels. The Group's dedicated luxury watch service centres in the US and UK enable the Group to meticulously examine, repair and service pre-owned watches in-house, improving turnaround times and margins.

The Group's Rolex Certified Pre-Owned programme is available in 100% of its Rolex agencies in the US (excluding the recently acquired Deutsch & Deutsch showrooms) and 77% in the UK.

A consistent luxury retail experience: Pre-owned shop-in-shops reflect the same high standards of new-watch retailing, supported by in-house servicing capability, warranty backing and after-sales support. Presentation, quality and service are consistent across the estate, including flagship locations such as Rolex Old Bond Street, which acts as a centre of excellence for Rolex Certified Pre-Owned, supporting education, presentation and client engagement at the highest level.

A strong contributor to new-client acquisition: Pre-owned provides a secure entry point for clients who value the assurance of an authorised retailer. The combination of visible inventory, professional presentation, warranty protection and access to specialist advice supports confidence at the point of purchase and helps expand the Group's client base, supporting long-term engagement. Pre-owned is also a strong enabler for the watch collector community, offering rare and discontinued pieces, broadening choice beyond the new watch portfolio.

Specialist expertise through Analog:Shift: Analog:Shift strengthens the Group's pre-owned proposition through specialist market knowledge, sourcing expertise and a curated, provenance-led approach to pre-owned and vintage watches, with the flexibility to respond quickly as client preference evolves, supporting confidence in quality and authenticity.

Selective presentation: Inventory is presented selectively, reflecting the role of scarcity and desirability in the luxury watch market, while maintaining access to broader supply across the Group's network.

CASE STUDY:
ANALOG:SHIFT

Acquired in September 2020, Analog:Shift brings established expertise in pre-owned and vintage watches. Its approach to sourcing, authentication and provenance supports confidence in quality and authenticity, particularly for collectors. This specialist capability strengthens the Group's broader Pre-Owned proposition and complements the authorised retail offer.

CASE STUDY:
ROLEX OLD BOND STREET

Rolex Certified Pre-Owned forms part of the offering at the Group's Old Bond Street flagship, which opened in March 2025, with its own dedicated floor. Clients are able to access authenticated, fully serviced pre-owned watches within a luxury retail environment that mirrors the standards of new-watch retailing. Presentation, service and after-sales support follow the same approach, reinforcing confidence and demonstrating how pre-owned watches can be integrated clearly and credibly within the showroom.

PROVEN GROWTH ENGINE

The Pre-Owned category represents a substantial growth opportunity for the Group – reaching clients who may previously have been hesitant to engage with the open market and supporting longer-term relationships through a broader, trusted offer. Our scale, reputation and established client base position the Group as a leading operator of pre-owned in both the US and UK. Together with our long-standing experience in pre-owned and vintage through Analog:Shift, this enables the Group to offer a clear and comprehensive proposition across both new and pre-owned watches.

Pre-owned continues to perform strongly for the Group and is firmly established as our second largest luxury watch brand with further expansion and integration across the estate planned. In FY19 less than 2% of the Group's revenue was from Pre-Owned, this is now heading towards 10%.

FY26 PROGRESS

- Pre-Owned is firmly established as the Group's second largest luxury watch category
- Rolex Certified Pre-Owned is available in 100% of the Group's Rolex agencies in the US (excluding the recently acquired Deutsch & Deutsch showrooms)
- Expanded the UK showrooms with Rolex Certified Pre-Owned to 30
- Exclusive client events showcasing pre-owned products
- Expanded sourcing avenues in the UK market

FY27 PRIORITIES

- Two additional Rolex Certified Pre-Owned locations in the UK (Glasgow Rolex Boutique and Goldsmiths Chelmsford)
- Sale of Rolex Certified Pre-Owned through newly acquired Deutsch & Deutsch showrooms in the US
- Continue to build awareness of the Pre-Owned category across marketing and events

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STRATEGIC PILLAR 3:

ECOMMERCE

Ecommerce is a core part of our growth strategy for the Group, supporting an increasingly multi-channel luxury client journey and playing a critical role in driving revenue growth and client engagement. Our digital platforms extend product availability, strengthen brand presentation and provide integrated service capabilities, reinforcing our position as a modern, digitally enabled luxury retailer. Ecommerce complements our showroom network and supports every stage of the client relationship – from discovery and research through to purchase and after-sales care.

CASE STUDY:
VIRTUAL BOUTIQUE

The Luxury Watch and Jewellery Virtual Boutique comprises of fully trained sales professionals who bridge the gap between the showroom experience and online. Offering real-time expert advice and guidance, our in-house experts guide clients through their own personalised shopping experience from the comfort of their own home or office. This includes personalised pre-owned consultations, after-sales or help with selling pre-owned watches to the Group.

Our Visiodome experience uses high-definition cameras with studio quality lighting to enable clients to fully appreciate the intricate mechanisms of a luxury watch or the fine detail of a high-end piece of jewellery.

STRONGER OMNI-CHANNEL CAPABILITY

Our digital investments continue to enhance our multi-channel model. During FY26, digital capability progressed further, supported by continued investment in platform performance, content and service integration, which improved how clients engage with the Group across channels.

In the US, the re-platforming of the Roberto Coin ecommerce site improved site speed, resilience and user experience, driving growth and conversion. In parallel, the Group expanded its US-based ecommerce team to support ongoing optimisation and localisation, strengthening day-to-day trading performance.

In the UK, ecommerce continues to play an increasingly important role in client research and pre-purchase engagement, enabling broader product discovery, supporting online enquiries and appointment bookings, and strengthening the link between digital engagement and showroom visits.

The Group also continues to strengthen integration across ecommerce, its Luxury Watch and Jewellery Virtual Boutique, showrooms and after-sales services. This includes improving the consistency of product information and availability across channels, enhancing enquiry handling and appointment journeys, and strengthening the tools and data that support colleagues in serving clients. These developments support a more connected, service-led client experience and provide clearer insight into the relationship between digital engagement and showroom activity.

Across both markets, improved integration between our showroom and digital channels supports:

- Client analytics with correlation between online research and showroom visits
- Editorial content driving client engagement in the category
- 'By Personal Appointment' – our enhanced appointment booking for showrooms
- Luxury Watch and Jewellery Virtual Boutique client experience
- Web enabled sales – with real-time stock availability across showrooms, enabling product to be sourced across the network to meet client demand
- Integrated after-sales support
- Click & Collect

The Group continues to enhance fulfilment capabilities that better connect ecommerce with showroom operations, including ship from store. This supports faster and more flexible fulfilment, improves stock access and availability for online clients, and strengthens the Group's ability to serve clients consistently across channels while maintaining high presentation and service standards.

The Group is also incorporating AI tools to support both operational efficiency and the client experience. During FY26, this included enhancements in areas such as product content creation, trading analysis and fraud detection. Across the Group, enhancements to fraud detection have improved the client experience by increasing checkout authorisation rates and reducing friction for genuine clients, while maintaining strong controls.

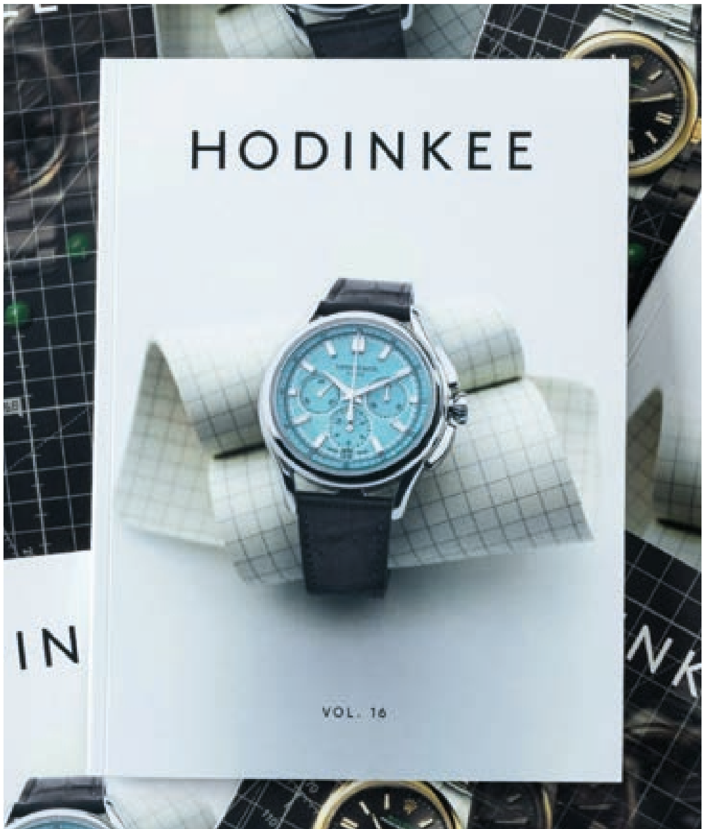
In FY27, the Group will continue to test and refine AI-enabled features that support product discovery and purchasing decisions, including enhancements such as dynamic merchandising and AI-powered search.

Together, these developments ensure that clients receive a consistently high standard of service, however they choose to engage with us.

MARKET LEADERSHIP AND GROWTH OPPORTUNITY

In the UK, we are the market leader in multi-brand luxury watch and jewellery retailing, with ecommerce representing an established and meaningful part of sales.

In the US there is no clear market leader, providing a significant opportunity to step into that position. Ecommerce currently represents a smaller proportion of sales in the US, highlighting a significant runway for growth. In order to capitalise on this opportunity, we have invested in a dedicated ecommerce team within the US market, expanded our distribution centre capabilities and enhanced our Roberto Coin US ecommerce site, improving client dwell time and conversion, with the Watches of Switzerland, Mayors and Betteridge sites to follow.



CASE STUDY:
HODINKEE AND DIGITAL ENGAGEMENT

Hodinkee has become the go-to, global destination for luxury watch enthusiasts offering digital print and video content, and limited edition watch collaborations alongside watch and jewellery insurance services.

Acquired by the Group in October 2024, Hodinkee attracts a growing, engaged audience, with 56.1 million views annually and 1.8 million social media followers. Hodinkee strengthens the Group's client engagement and broadens our digital reach. As a well-established editorial platform within the luxury watch community, Hodinkee provides specialist insight, collector credibility and a highly engaged audience.

In April 2026, Hodinkee launched an upgraded app for its global community of watch enthusiasts. The app allows readers to move directly from editorial content to shopping with Watches of Switzerland, without leaving the app. This functionality is supported by our ecommerce re-platforming, enabling a direct connection between editorial content and retail platforms. This provides a clearer connection between content, discovery and purchase, and creates a platform to introduce Hodinkee readers to our retail offering over time.

FY26 PROGRESS

- Group ecommerce sales were +21% versus prior year (constant currency), following the investment in US ecommerce
- Re-platforming of select US websites, improving performance, stability and user experience
- Expansion of the US ecommerce team to support localisation and ongoing optimisation
- Deployment of AI agents to improve efficiency, including support for AI generated product descriptions (with appropriate human review) and faster reporting to spot near real-time trading trends
- Improved UK checkout authorisation rate by around 11% through the use of AI fraud detection, reducing friction for genuine customers while maintaining strong controls
- Launch of the upgraded Hodinkee app in April 2026, to drive client loyalty and allow Hodinkee followers to transact directly with Watches of Switzerland
- Launch of the 'Curated by Hodinkee' collection on Watches of Switzerland US
- Ongoing advancement of fulfilment and service capabilities across channels, including ship from store expansion

FY27 PRIORITIES

- Platform optimisation and resilience: continue to improve site speed, stability and release discipline across US and UK platforms, with clear performance KPIs and incident management
- Trading and conversion: deepen merchandising, search and navigation, on-site content and personalisation to improve conversion and support high-value journeys, including appointment-led intent and enquiry capture
- Omni channel journeys: strengthen links between online research and showroom outcomes through improved appointment booking, lead management, stock visibility and consistent product information across channels
- Data and reporting: improve data quality, product attributes and structured feeds, while enhancing reporting capability to identify near real-time trading trends and opportunities and to better connect digital activity with showroom outcomes
- AI enablement: expand the use of AI agents across teams to improve efficiency in content production and day-to-day analysis, with appropriate human review and controls
- Digital capability enhancements (US): enable a range of improvements across the ecommerce platform, including areas such as dynamic merchandising and search, as priorities are refined to support trading performance and client engagement
- Future-ready client experiences (UK): enhance our existing virtual try-on tool through AI-enabled augmented reality features embedded within the product gallery, alongside the development of onsite tools to support clients through discovery, comparison and purchase decisions, governed by clear testing and brand standards

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UNIVERSAL
GENÈVE

STRATEGIC PILLAR 4:

LUXURY BRANDED JEWELLERY

Luxury Branded Jewellery is a core part of our growth strategy for the Group. While jewellery has long been part of our offering, the market has traditionally been shaped by family jewellers and unbranded product. Recently, there has been a clear consumer demand shift towards branded, design-led jewellery, with branded pieces taking an increasing share of the global market. This shift aligns closely with our strengths in brand partnerships, showroom presentation and client service.

A GROWING OPPORTUNITY

Luxury Branded Jewellery provides a clear opportunity for continued expansion. We have built a strong jewellery business, and as clients increasingly seek recognisable, design-led brands, we are well positioned to strengthen our presence across this category.

To support this, we are investing in enhanced jewellery environments. During FY26, we opened our first dedicated jewellery-only showroom – the Mappin & Webb Luxury Jewellery boutique in Manchester. This boutique provides geographical exclusivity for several luxury jewellery brands and strengthens our ability to elevate category presentation beyond London.

These developments reinforce our platform for growth in a category where design, brand identity and product distinction are becoming increasingly important to clients.

STRENGTHENING OUR BRAND PORTFOLIO

We continue to build our luxury branded jewellery portfolio to support growth across this category, to capitalise on the shift in consumer demand to branded product. To meet this demand, we continue to broaden our offering. Recent additions such as De Beers and two further David Yurman agencies in the UK strengthen our presence in contemporary and design-led luxury jewellery. This expanded assortment, together with upgraded showroom formats and improvements in digital capability, provides a strong foundation for continued growth.

ROBERTO COIN INC.

The acquisition of Roberto Coin Inc. represented a significant milestone in our jewellery strategy. Roberto Coin is a leading luxury jewellery brand in the US, with distribution across more than 400 points of sale, providing a meaningful platform in the world's largest luxury jewellery market.

The acquisition provides the Group with:

- Exclusive and perpetual distribution rights across the US, Canada, Central America and the Caribbean
- A high-performing brand aligned with global trends in branded jewellery
- Established relationships with major department stores, jewellery chains and independents
- Strong brand equity and a product range that complements our showroom and ecommerce capabilities

Roberto Coin Inc. has performed well since acquisition, supported by positive sell-out and strong feedback from its retail partners. This momentum has been supported by increased investment in the Roberto Coin brand globally, including the appointment of Dakota Johnson as global brand ambassador, alongside enhancements to brand presentation and alignment across collections.

Roberto Coin Shop-in-Shop Concept

The Roberto Coin brand is available across our Mayors and Betteridge showrooms in the US and Goldsmiths and Mappin & Webb in the UK. In the US, we have implemented fully branded shop-in-shop areas for Roberto Coin, increasing the space and visibility of the brand and product lines. This new concept has led to a more than doubling of sales for Roberto Coin in these locations.

The next step is to use this proven concept with our wholesale partners in the US, increasing space and visibility of the brand within their network and in turn increasing client engagement and sales.

New shop-in-shop concept for Roberto Coin in Mayors showrooms

Roberto Coin mono-brand boutiques

The Group has opened dedicated Roberto Coin mono-brand boutiques within its showroom network, creating focused environments for the brand's collections. These boutiques support deeper client engagement and allow the brand to be presented in line with its positioning within the wider luxury jewellery market, reflecting increased investment in brand positioning and presentation globally.

In FY26, the Group opened three Roberto Coin mono-brand boutiques in Hudson Yards, New York; Forum Shops at Caesars Palace, Las Vegas; and Miami Design District, Florida. A further boutique in Tampa, Florida is due to open in FY27.

Mayors Aventura, Miami Roberto Coin client event

Roberto Coin boutique, Miami Design District, Florida

Roberto Coin boutique, Miami Design District, Florida

CASE STUDY:
MAPPIN & WEBB LUXURY JEWELLERY BOUTIQUE

In FY26, the Group opened the Mappin & Webb Luxury Jewellery boutique in Manchester, its first dedicated jewellery-only showroom. The boutique provides an enhanced setting for branded jewellery and supports stronger presentation of the category in a key regional city.

Mappin & Webb Luxury Jewellery boutique, Manchester

Roberto Coin marketing

During FY25 and FY26, there was increased investment in marketing for Roberto Coin in the US, including a campaign featuring Dakota Johnson as global brand ambassador. Several client events were also held across the US to showcase product, and a number of key clients attended the 'Roberto Coin Venetian Ball' in Venice.

Roberto Coin boutique, Hudson Yards, New York

FY26 PROGRESS

- Implemented a shop-in-shop concept for Roberto Coin in Mayors, leading to a revenue increase of 186%
- Opened three Roberto Coin mono-brand boutiques
- Re-launch of Roberto Coin ecommerce site and global marketing campaign with Dakota Johnson as global brand ambassador
- Roberto Coin wholesale revenue +22% at constant currency
- Luxury jewellery retail sales in US +32% and UK +12% vs prior year at constant currency
- Opening of the Mappin & Webb Luxury Jewellery boutique, Manchester
- Expanding the portfolio of luxury jewellery brands to include David Yurman, Annoushka and De Beers in the UK
- Introduction of lab-grown diamonds into Goldsmiths

FY27 PRIORITIES

- Opening of the new Roberto Coin mono-brand boutique in Tampa, Florida
- Re-platforming of selected ecommerce sites
- Expanding space with wholesale partners through the application of dedicated shop-in-shops
- Introduction of lab-grown diamonds into Mappin & Webb and Mayors, together with range expansion in Goldsmiths

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Read more on pages 64 to 68 and 142 to 147

STRATEGIC PILLAR 5:

ACQUISITIONS

Acquisitions are a core part of our growth strategy for the Group and play an important role in our long-term growth. They enable us to expand our showroom network, strengthen access to leading luxury watch brands and deepen our presence in key markets – particularly in the US, where we have built a substantial footprint through the acquisition of high-quality, brand-aligned luxury watch and jewellery retailers.

Our approach focuses on acquiring showrooms already anchored by our key luxury watch brand partners, or locations where brand support is confirmed as part of the acquisition. This provides certainty around sales productivity, underpins payback and supports a resilient long-term revenue base.

EXECUTING A DISCIPLINED GROWTH STRATEGY

We apply clear and disciplined financial criteria to all acquisitions. Our typical parameters include:

– Historical payback periods of 4-4.5 years, including associated capital spend

– A defined path to performance improvement, leveraging the Group's expertise, resources and systems, enhanced brand mix through strong relationships, an elevated client experience and the realisation of cost synergies

This disciplined approach supports our long track record of successful acquisitions and ensures each transaction contributes meaningfully to long-term value creation.

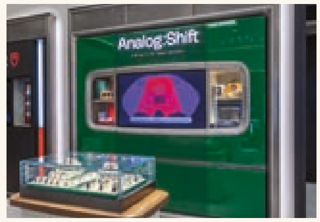
ACCELERATING OUR US PRESENCE

Strategic acquisitions have been central to expanding our presence in the US, the world's largest luxury watch market, and one that remains underinvested and highly fragmented. A significant proportion of the market remains in the hands of small, independent retailers, while leading brands have continued to rationalise their retail networks and concentrate product distribution among fewer, higher-quality partners.

US EXPANSION:

MAYORS

2017



ANALOG:SHIFT

WYNN

MINNEAPOLIS

Our US expansion has been shaped by:

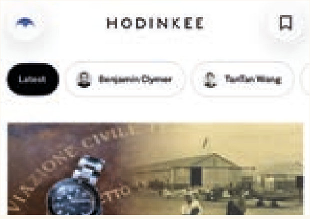
– Acquiring multi-brand luxury watch and jewellery retailers with strong regional reputations

– Delivering improvements in showroom environments and operational performance

– Deepening collaboration with Rolex, Patek Philippe and other leading brands across acquired locations

– Maintaining a strong pipeline of opportunities in high-potential markets

HODINKEE



BETTERIDGE

ROBERTO COIN INC.

2026

PLANO

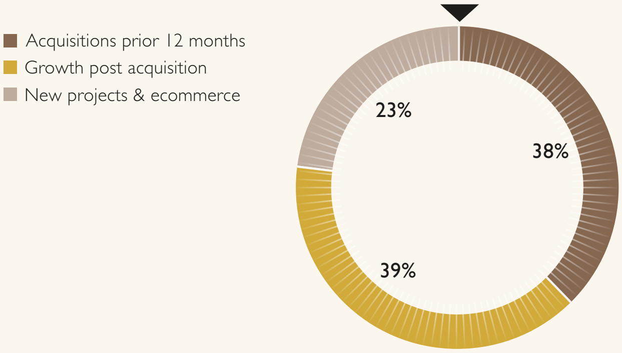
MARLTON

DEUTSCH & DEUTSCH

This strategy has enabled the Group to build a network of Rolex-anchored showrooms across major US cities – now totalling 24 locations following our most recent acquisition of a majority stake in Deutsch & Deutsch – reflecting the ongoing concentration of distribution among fewer, higher-quality retail partners in the US market.

The chart opposite demonstrates our growth in the US, which reflects a combination of acquisitions, improvements made to those businesses through investment and new projects. Since entering the US market just over eight years ago, the business has surpassed $1 billion in revenue and is now the largest part of the Group.

US REVENUE GROWTH SUPPORTED BY ACQUISITIONS

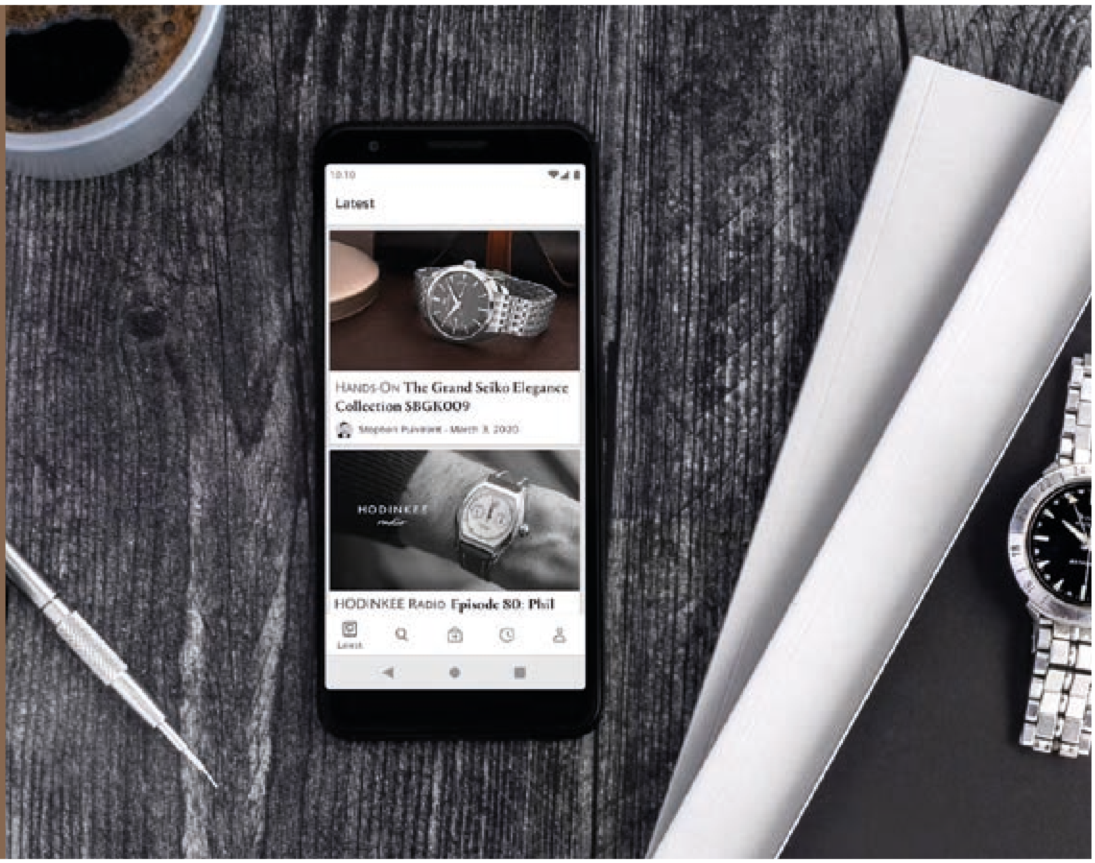


CASE STUDY:
MAYORS

Acquired in 2017, Mayors provides a clear example of the Group's long-term approach to acquisitions. Since acquisition, the Group has invested steadily to upgrade previously under-invested showrooms and improve operational performance. This has strengthened brand relationships and supported the development of a high-quality retail estate across key US markets, driving sustained revenue growth through improvements in showrooms, client service, brand line up and marketing.

CASE STUDY:
HODINKEE

The Hodinkee business was acquired to add specialist digital and editorial capability alongside the Group's retail operations. The business provides access to a highly engaged global audience and supports client engagement beyond the point of sale. This acquisition reflects the Group's disciplined approach to expanding capability where it supports long-term strategy.



CASE STUDY: PLANO, TEXAS

In October 2021, the Group acquired the Timeless luxury watch showroom in Plano, Texas. This showroom had exclusivity for luxury watches within a highly trafficked mall, but did not have the authorised line-up of brands that the Watches of Switzerland Group would typically cover. Ahead of acquisition, the Group leveraged its strong brand relationships to agree an expansion of brand line-up with key partners following an expansion of space. This is an example of how the Group can utilise its brand relationships to improve existing showrooms and drive additional value.

CASE STUDY: BETTERIDGE

The Betteridge business was acquired to strengthen the Group's presence in affluent regional markets with strong brand support. The business continues to operate with a local focus, while benefiting from the Group's systems, scale and brand relationships. Against this backdrop, strong demand for our key brands, together with our proven retail model and high standards of service, continues to create opportunities to bring well-established independent retailers into the Group and elevate their performance.

Since acquisition, the Group has expanded the Betteridge Greenwich showroom to include a dedicated Patek Philippe room. During FY27, the existing space is being renovated, to expand representation for key brands and to provide the modern, luxurious, hospitality-led environment the Group is known for. In FY25, the Betteridge Vail, Colorado showroom was expanded, leaving only Betteridge Aspen, Colorado in its existing space. During FY27, the Betteridge ecommerce site will be upgraded and re-platformed.

FY26 PROGRESS

Deutsch & Deutsch

In January 2026, the Group announced the acquisition of a majority stake in Deutsch & Deutsch, a family-owned luxury watch and jewellery retailer operating four showrooms in Texas: El Paso, Laredo, McAllen and Victoria. The business is an authorised partner for a strong roster of brands, including Rolex, Roberto Coin, Cartier, OMEGA, TUDOR, TAG Heuer, Breitling and IWC Schaffhausen.

Deutsch & Deutsch brings:

- Four luxury showrooms, two of which have recently been expanded and refurbished
- Strong regional brand equity, with showrooms continuing to trade under the Deutsch & Deutsch name
- A broad category offering, including luxury jewellery brands such as Roberto Coin
- Experienced leadership, with Tad and Aladar Deutsch remaining invested and operational in the business post-acquisition
- The business contributed revenue of £16.4 million from the acquisition date to 3 May 2026

Initial integration is progressing well, and the acquisition is expected to deliver returns in line with our established model. There are opportunities to deliver growth in Deutsch & Deutsch through the expansion of ecommerce and introduction of Rolex Certified Pre-Owned, along with the expansion and refurbishment of the remaining two showrooms.

FY27 PRIORITIES

- Leverage acquisition opportunities in the fragmented US market

LINK TO KPIS 1 2 3 4 5 6 7 9

LINK TO PRINCIPAL RISKS AND UNCERTAINTIES 1 3 9 10

Read more on pages 64 to 68 and 142 to 147

STRATEGIC PILLAR 6:

CLIENT EXPERIENCE

Client Experience is a core part of the Group's strategy and operating model and shapes how we serve clients across the business. It defines how we welcome, advise and support clients across showrooms, online channels, events and after-sales care. Whether a client is purchasing their first luxury watch or is an established collector, our aim is to deliver a consistent, high-quality experience that reflects the standards of our brand partners and our position in the luxury retail market.

Client Experience remains one of our strongest differentiators and underpins our long-term growth strategy.

ELEVATING OUR EXPERIENCE THROUGH XENIA

Xenia is our Group-wide framework for client experience. It provides structure and consistency across the business through three guiding principles: Know Me, Wow Me, Remember Me. Xenia helps our teams anticipate client needs, offer personalised support and deliver a level of service that reflects our luxury positioning. Not only does this drive financial results but it also enhances client loyalty and creates passionately engaged clients.

Over the past year, we have strengthened Xenia, introducing an enhanced approach referred to as Xenia 2.0, using insights from the flagship Rolex boutique on Old Bond Street. This showroom continues to perform strongly, supported by a high standard of hospitality, deep product knowledge and personalised service. These learnings – spanning client engagement, client experience and showroom layout – have been codified through our in-house bespoke training programmes and rolled out across 32 UK Rolex agencies, supporting consistent service delivery across the estate.

A rigorous mystery shop programme continues to support client experience, with FY26 delivering our strongest results to date across the Group's showroom network. In the US we have launched an enhanced client experience evaluation programme, focusing more deeply on the experiential and emotional drivers of performance by incorporating behaviour-led measures such as personalisation, emotional impact and lasting brand impression.

These enhancements reinforce our position as a valued partner to the world's leading luxury watch and jewellery brands and ensure that client experience continues to meet rising expectations.

A CONSISTENT EXPERIENCE ACROSS CHANNELS

Our approach to client experience extends across all areas of the business.

In-showroom hospitality

- Luxury environments designed for browsing and hospitality
- Highly trained client specialists
- Personalised support across luxury watches, jewellery and pre-owned
- Integrated after-sales advice and care

Online and omni-channel

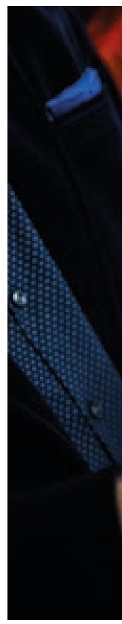
- Digital platforms that present brands and craftsmanship clearly
- Tailored online experiences and product recommendations, including the Luxury Watch and Jewellery Virtual Boutique consultations that support personalised client engagement
- Editorial integration through Hodinkee to support learning and discovery
- Clear correlation between online research and showroom appointments

Relationship-led clienteling

- Personalised communications, events and previews
- Strong understanding of client preferences
- Long-term client relationships
- Exclusive client events and dinners held across the US and UK, including at iconic venues, to strengthen relationships and deepen engagement

CASE STUDY:
CLIENT EVENTS

The Group regularly hosts exclusive events for clients in partnership with its brand partners. During the year, this included a Rolex-hosted client event featuring Roger Federer, providing clients with access to brand ambassadors and reinforcing the strength of the Group's relationship with one of its most important partners.



Watches of Switzerland and Porsche Design event with Orlando Bloom

> "Collecting watches is about much more than purchasing a timepiece – it is about the experience, the relationships, and the passion that surrounds the brand."

FY26 PROGRESS

- Rolex Old Bond Street Net Promoter Score of 94%
- Continued to deliver a strong programme of events, focused on commercial events, brand hospitality and selected brand experiences
- The US 'Lasting Impression' dimension achieved a 91% score from over 400 evaluations spanning three campaigns
- Delivered a flagship leadership summit in partnership with a prestigious brand partner, centred on elevating client experience and coaching capability. The two day immersive programme represented a significant investment in training hours across the leadership population
- At this year's US Rolex Summit, we worked in partnership with Rolex to launch a new leadership coaching programme across our Official Rolex Jewellers in the US, a first for the brand
- Client hospitality has been undertaken in partnership with key brand partners to provide experiences for VIP clients at exclusive events across the US and UK
- Manufactures visits continue to be successful in developing our horological business with visits across many key partner brands. This continues to be an opportunity to obtain access to one-of-a-kind and rare timepieces of high value and to build client loyalty
- Formalised engagement with Roberto Coin Brand Ambassadors through a recurring insights forum, supporting luxury jewellery strategy and sales performance

FY27 PRIORITIES

- Introduction of a Net Promoter Score programme across US Rolex showrooms to assess the Registration of Interest, purchase, and after-sales service experiences and strengthen our ability to capture actionable client feedback at scale
- Launching initiatives aimed at elevating the client experience
- Roll-out of the Rolex Old Bond Street approach across all remaining UK Rolex-anchored showrooms
- After-sales providing direct access to watchmakers and reinforcing best-in-class after-care
- Enhanced data insight and analytics to support more effective clienteling

LINK TO KPIS	1 2 3 4 5 6 7 10
LINK TO PRINCIPAL RISKS AND UNCERTAINTIES	1 2 3 4 6 7 8 9

Read more on pages 64 to 68 and 142 to 147

SPOTLIGHT ON LAS VEGAS

Las Vegas represents a strategically important luxury retail market, combining high-spending international tourism with a strong base of repeat visitors and a growing position as a global entertainment and sporting destination. The Group's presence within the Wynn Resort – the luxury epicentre of the Las Vegas Strip – provides access to a highly valuable client base, including a strong proportion of collectors and repeat customers.

Las Vegas has continued to evolve, with sustained investment in major attractions such as the Sphere and AREA15, alongside global sporting events including Formula 1 and the Super Bowl. With approximately 38.5 million annual visitors, and a significant proportion from younger, high-spending demographics, the market provides an attractive opportunity for long-term growth. This is reflected in the continued investment into the Wynn Resort, which is strengthening its position as a leading luxury destination within the Las Vegas market.

Following the acquisition of two showrooms at the Wynn Resort in 2017 and the securing of exclusivity for watch retailing within the resort, the Group has executed a programme of targeted investment to enhance its presence and fully capitalise on the opportunity within this market.

The Wynn Resort, Las Vegas: Watches of Switzerland multi-brand showroom prior to investment

The Wynn Resort, Las Vegas: Watches of Switzerland multi-brand showroom following investment

SHOWROOM INVESTMENT AND BRAND PRESENTATION

The Group has undertaken significant investment to elevate both its multi-brand and mono-brand environments. This includes the relocation and expansion of the multi-brand showroom to improve visibility, flow and product presentation, bringing the Group's modern approach to luxury retailing into this high-profile destination.

This has been complemented by the expansion of the Rolex boutique to approximately 4,000 sq ft, enabling representation of the brand to the highest standard. The introduction of Rolex Certified Pre-Owned in 2024 has further strengthened the offer, and since launch, it has become the second-largest revenue brand within the multi-brand showroom.

Rolex boutique, The Wynn Resort, Las Vegas

BRAND PARTNERSHIPS AND CATEGORY EXPANSION

Through strong brand partnerships and investment in its showroom estate, the Group has expanded the breadth and quality of its offering in Las Vegas. Las Vegas has become the centre of the Group's niche and independent brand offering in the US, including brands such as Jacob & Co, MB&F and Bovet, reflecting the high number of collectors travelling to the market. Independent brand sales are +1,621% compared to the first full year post-acquisition.

The Group has also leveraged its exclusivity within the Wynn Resort to introduce mono-brand boutiques, including OMEGA and Breitling, the top performing locations for each brand within the Group's US network. In FY26, the Group further expanded its presence in the Las Vegas market with the opening of a Roberto Coin boutique in The Forum Shops at Caesars Palace, strengthening its luxury branded jewellery offering.

Within the Wynn Resort, the Group will build on this momentum in FY27 with the introduction of a Roberto Coin pop-up, expanding its jewellery presence in this key location.

Watches of Switzerland multi-brand (above), OMEGA and Breitling boutiques (below), the Wynn Resort, Las Vegas

CLIENT EXPERIENCE AND ENGAGEMENT

Delivering a differentiated client experience is central to the Group's success in Las Vegas. The retention of local expertise following acquisition, combined with the Group's clienteling capabilities, including Xenia, has enabled strong client relationships and high levels of repeat engagement.

This is reflected in the continued contribution of key colleagues from the original acquisition. Michael Ryan, Head of Watches at the Wynn Resort, joined the business with eight years' experience and has since spent a further nine years with the Group. Michael has played a central role in the development of the Las Vegas business and now manages ten showrooms with the Group, demonstrating the strength of local expertise and career development opportunities within the organisation.

Las Vegas is also a key location for client events, reflecting both its global destination status and a strong base of returning clients. In FY26, the Group hosted several events for VIP and returning clients, further strengthening engagement and repeat purchases, demonstrating the effectiveness of the Group's relationship-led approach.

Since acquisition, the Wynn Resort and Las Vegas boutiques have consistently ranked in the top national percentile for overall client experience, including multiple first-place and top three national placements within the Group's internal evaluation programme, reflecting sustained execution and service quality.

Client events and hospitality experiences drive engagement and repeat business

FINANCIAL PERFORMANCE AND RETURNS

The Group's strategy in Las Vegas has delivered strong financial outcomes. Since acquisition, sales have increased by 341%, with showroom EBITDA up 664%, and a cash payback period of 3.8 years. FY26 EBITDA represented approximately 120% of the original purchase price.

These results demonstrate the effectiveness of the Group's approach to capital allocation, combining showroom investment, brand partnerships, category expansion and client experience to drive sustainable growth in a strategically important market. Together, this represents a clear example of the Group's strategy in action, delivering strong returns through disciplined investment and consistent execution across multiple growth pillars.

HOW THE GROUP MEASURES PERFORMANCE

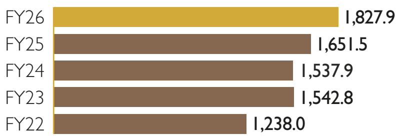
Key Performance Indicators (KPIs) are designed to measure the development, performance and position of the business. Certain KPIs are Alternative Performance Measures (APMs). The Directors use these measures as they provide additional useful information and analyses on the underlying trends, performance and position of the Group. The APMs are not defined by IFRS and therefore may not be directly comparable with other companies' APMs. These measures are not intended to be a substitute for, or superior to, IFRS measures.

FINANCIAL PERFORMANCE

REVENUE

PERFORMANCE (£ MILLION)

£1,827.9



DEFINITION AND PURPOSE

Revenue is stated exclusive of sales taxes and is measured in accordance with IFRS 15 'Revenue from contracts with customers'.

Growing revenue is key to our business strategy.

COMMENTARY

Group revenue increased 13% versus the prior period in constant currency (+11% reported), with UK +5%, US retail +25% in constant currency (+19% reported), and US wholesale +22% in constant currency (+16% reported).

Further details on the revenue performance in the year can be found in the Financial Review section on pages 69 to 74.

LINK TO STRATEGIC PILLARS

1 2 3 4 5 6

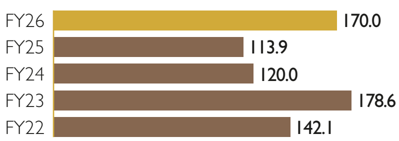
LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 3 4 8 9

OPERATING PROFIT

PERFORMANCE (£ MILLION)

£170.0



DEFINITION AND PURPOSE

Operating profit is presented on the face of the Consolidated Income Statement representing Profit/Earnings Before Interest and Taxation.

Growing profit is key to our business strategy.

COMMENTARY

Operating profit increased by 49% in the year, ahead of revenue growth. The reported number is after the impact of £8.8 million of exceptional costs (see note 4 in the Consolidated Financial Statements for details).

Further details on profit performance in the year can be found in the Financial Review section on pages 69 to 74.

LINK TO STRATEGIC PILLARS

1 2 3 4 5 6

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 3 4 8 9 10

ADJUSTED EBIT

PERFORMANCE (£ MILLION)

£154.8

DEFINITION AND PURPOSE

Operating profit before exceptional items and IFRS 16 impact. This is a measure of profitability that excludes one-off exceptional items and IFRS 16 adjustments to allow for comparability between years.

This measure is defined as segment profit under IFRS 8 'Operating segments' and is reconciled to Profit Before Taxation on an IFRS basis in note 2 to the Consolidated Financial Statements.

Growing profit is key to our business strategy.

This measure was linked to the performance target for the Executive Directors' FY26 annual bonus. Further detail can be found in the Remuneration Committee Report on page 184.

COMMENTARY

Adjusted EBIT increased by 3% versus the prior year, behind revenue growth.

Further details on profit performance in the year can be found in the Financial Review section on pages 69 to 74.

LINK TO STRATEGIC PILLARS

1 2 3 4 5 6

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 3 4 8 9

PRINCIPAL RISKS AND UNCERTAINTIES

1 Business strategy execution and development
2 Key suppliers and supply chain
3 Client experience and market risks
4 Colleague talent and capability
5 Data protection and cyber security
6 Business interruption
7 Regulatory and compliance
8 Economic and political
9 Brand and reputational damage
10 Financial and treasury
11 Climate change

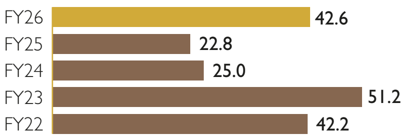
STRATEGIC PILLARS

1 Showroom Investment
2 Pre-Owned
3 Ecommerce
4 Luxury Branded Jewellery
5 Acquisitions
6 Client Experience

BASIC EARNINGS PER SHARE

PERFORMANCE (p)

42.6



DEFINITION AND PURPOSE

Basic Earnings Per Share (EPS) is a statutory measure defined by IAS 33. EPS is a direct measure of profitability per share held in the Group.

Growing Basic EPS is key to our business strategy.

COMMENTARY

Basic EPS has increased from 22.8p to 42.6p in the year, reflecting the increased profitability in the year (inclusive of exceptional costs detailed in note 4 in the Consolidated Financial Statements).

For further detail please refer to note 9 in the Consolidated Financial Statements.

LINK TO STRATEGIC PILLARS

1 2 3 4 5 6

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 3 4 8 9 10

ADJUSTED EARNINGS PER SHARE

PERFORMANCE (p)

45.2

DEFINITION AND PURPOSE

Basic EPS adjusted for exceptional items as disclosed in note 4 to the Consolidated Financial Statements. This measure is reconciled to statutory measures in note 9 to the Consolidated Financial Statements.

This is a measure of profit per share held in the Group, excluding exceptional items and IFRS 16 adjustments. This presents the Group's underlying performance without distortion from one-off or non-trading events to provide comparability between years.

Growing Adjusted EPS key to our business strategy. This measure is linked to the Executive performance target for the LTIP incentives.

Further detail can be found in the Remuneration Committee Report on page 184.

COMMENTARY

Adjusted EPS has increased from 41.6p in the prior year to 45.2p in the current year, reflecting the increased underlying profitability in FY26.

For further detail please refer to note 9 in the Consolidated Financial Statements.

LINK TO STRATEGIC PILLARS

1 2 3 4 5 6

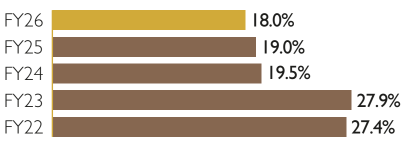
LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 3 4 8 9 10

RETURN ON CAPITAL EMPLOYED

PERFORMANCE (%)

18.0%



DEFINITION AND PURPOSE

Return on Capital Employed (ROCE) is defined as Adjusted EBIT divided by average capital employed. Average capital employed is total assets less current liabilities on a pre-IFRS 16 basis. The calculation for ROCE is included in the Glossary on page 263, where a reconciliation to post-IFRS 16 ROCE can also be found.

ROCE demonstrates the efficiency with which the Group utilises capital, and is key to our business strategy.

This measure is linked to the Executive Directors' performance target for the LTIP incentives. Further detail can be found in the Remuneration Committee Report on page 185.

COMMENTARY

ROCE has reduced by 100bps to 18.0% in the year. Whilst Adjusted EBIT has increased versus the prior year, the decrease is reflective of the higher average capital employed to achieve this.

Further details on performance in the year can be found in the Financial Review section on pages 69 to 74.

LINK TO STRATEGIC PILLARS

1 2 3 4 5 6

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

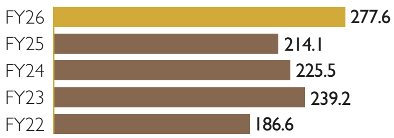
1 2 3 8 10

FINANCIAL PERFORMANCE

CASH GENERATED FROM OPERATIONS

PERFORMANCE (£ MILLION)

£277.6



DEFINITION AND PURPOSE

Cash generated from operations is defined under IAS 7 'Statement of Cash Flows'. This is a direct measure of cash generation from the operations of the business excluding financing, investing, tax and defined benefit pension contributions.

COMMENTARY

Cash generated from operations increased by £63.5 million to £277.6 million in the year.

Further details on cash flow performance in the year can be found in the Financial Review on pages 69 to 74.

LINK TO STRATEGIC PILLARS

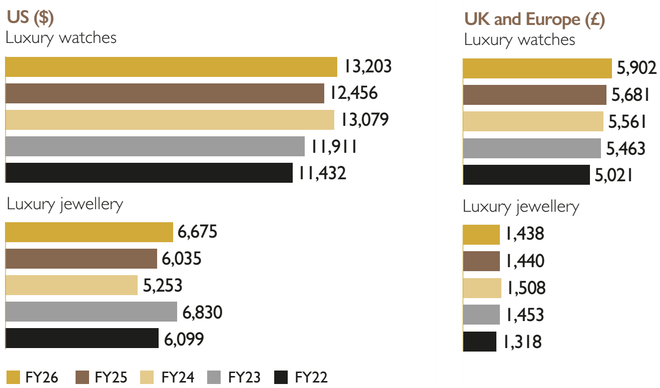
1 2 3 4 5 6

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 8 10

AVERAGE RETAIL SELLING PRICE

PERFORMANCE



DEFINITION AND PURPOSE

Average retail selling price (ASP) represents gross revenue generated in the period from sales of the category, divided by the total number of units of such products sold during the period. This metric is a measure of sales performance.

Luxury watches and luxury jewellery are defined in the Glossary on page 262, which also details the change in definition of luxury watches which has been applied in the current and prior periods.

COMMENTARY

The data reflects the ASP changes seen in the year as a result of the mix of products sold in each geography, and the impact of pricing changes.

LINK TO STRATEGIC PILLARS

1 4

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 8

PRINCIPAL RISKS AND UNCERTAINTIES

1 Business strategy execution and development
2 Key suppliers and supply chain
3 Client experience and market risks
4 Colleague talent and capability
5 Data protection and cyber security
6 Business interruption
7 Regulatory and compliance
8 Economic and political
9 Brand and reputational damage
10 Financial and treasury
11 Climate change

STRATEGIC PILLARS

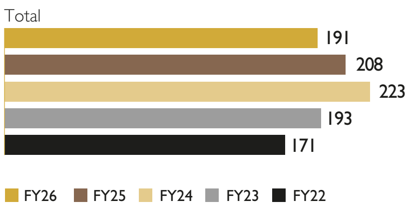
1 Showroom Investment
2 Pre-Owned
3 Ecommerce
4 Luxury Branded Jewellery
5 Acquisitions
6 Client Experience

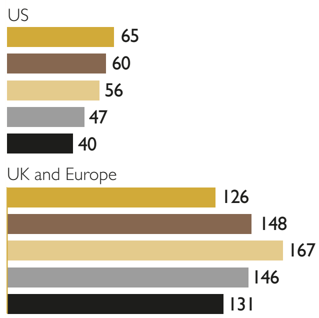
NON-FINANCIAL PERFORMANCE

NUMBER OF SHOWROOMS

PERFORMANCE

191





DEFINITION AND PURPOSE

Number of showrooms at the end of the financial year. This metric demonstrates the Group's size and scale.

COMMENTARY

In the US, the Group opened four, acquired four, and closed three showrooms. In the UK and Europe, the Group opened one new showroom, and closed 23 showrooms. The closures have taken place as we continually assess our operations to remain as efficient and productive as possible.

Our 191 showrooms include 81 dedicated mono-brand boutiques.

LINK TO STRATEGIC PILLARS

1 5

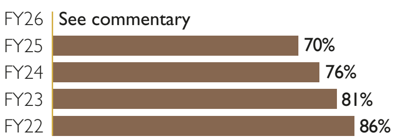
LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

1 2 4 11

COLLEAGUE ENGAGEMENT SURVEY

MOST RECENT PERFORMANCE

70%



DEFINITION AND PURPOSE

Strong engagement is an important indicator of culture, retention, productivity and ultimately business performance.

The FY25 prior year was the first year that we partnered with Great Place To Work® and completed the related employee survey. Comparative survey results are therefore not shown on a like for like basis.

COMMENTARY

During this period, we have focused on implementing the actions as a result of our last Colleague Engagement Survey, supported by smaller 'pulse' surveys in departments. We were pleased to be recognised in the Great Place To Work® index in the UK Large Employer category in 2025. This accolade demonstrates our commitment to create a positive employee experience and an enjoyable working environment.

We will undertake our next Group-wide Colleague Engagement Survey in FY27 and the results will be published at a later date. Further detail can be found in the Environmental, Social and Governance section on page 91.

LINK TO STRATEGIC PILLARS

6

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

4 11

PRINCIPAL RISKS AND UNCERTAINTIES

1. Business strategy execution and development
2. Key suppliers and supply chain
3. Client experience and market risks
4. Colleague talent and capability
5. Data protection and cyber security
6. Business interruption
7. Regulatory and compliance
8. Economic and political
9. Brand and reputational damage
10. Financial and treasury
11. Climate change

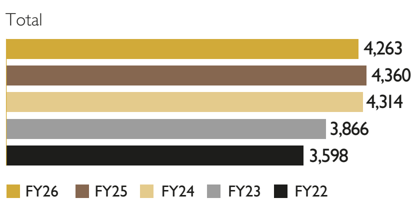
STRATEGIC PILLARS

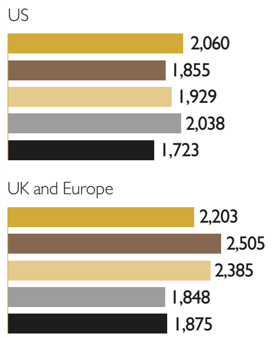
1. Showroom Investment
2. Pre-Owned
3. Ecommerce
4. Luxury Branded Jewellery
5. Acquisitions
6. Client Experience

NON-FINANCIAL PERFORMANCE

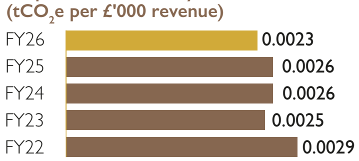
ESG – CARBON EMISSIONS

PERFORMANCE (tCO_2e)





Scope 1 and 2 intensity ratio (tCO_2e per £'000 revenue)



DEFINITION AND PURPOSE

The Board has made a commitment to aim to achieve net-zero emissions by 2050. This KPI reflects the Group's near-term commitment to reduce Scope 1 and 2 carbon emissions by 50% by 2030. The KPI reported is the total gross Scope 1 and Scope 2 emissions (tCO_2e).

In January 2026, the Science-Based Targets initiative (SBTi) provided external validation of our near-term emissions reduction target.

COMMENTARY

Combined Scope 1 and 2 carbon emissions have decreased by 2% in the year. Further details can be found in the Environmental, Social and Governance (ESG) section on page 99.

LINK TO STRATEGIC PILLARS

1 2

LINK TO PRINCIPAL RISKS AND UNCERTAINTIES

7 8 9 11

ESG – CIRCULARITY

PERFORMANCE (%)

39%

DEFINITION AND PURPOSE

Supporting circularity of luxury watches, measured by the number of watches repaired, serviced or resold as a percentage of the number of new watch sales. This metric aligns to our sustainability pillars.

COMMENTARY

This indicator links to our goal to extend the life of luxury watches.

The ratio has decreased, despite significant growth in pre-owned in both the US and UK in the year, due to the relative increase in new watch sales and a reduction in repair volumes in line with market conditions.

LINK TO STRATEGIC PILLARS

2

LINK TO KEY PRINCIPAL RISKS AND UNCERTAINTIES

8 9 11

FINANCIAL REVIEW

ANDERS ROMBERG
CHIEF FINANCIAL OFFICER

An extract of the Group's Consolidated Income Statement is shown below which is presented including IFRS 16 'Leases' and exceptional items.

Income Statement – post-IFRS 16 and exceptional items (£million)	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025	YoY variance
Revenue	**1,827.9**	**1,651.5**	**11%**
Operating profit	**170.0**	**113.9**	**49%**
Net finance cost	(36.5)	(38.0)	4%
Profit before taxation	**133.5**	**75.9**	**76%**
Taxation	(34.5)	(22.1)	(56)%
Profit for the financial period	**99.0**	**53.8**	**84%**
Basic earnings per share	**42.6p**	**22.8p**	**87%**

Management monitors and assesses the business performance on a pre-IFRS 16 and exceptional items basis, which is shown below. This aligns to the reporting used to inform business decisions, investment appraisals, incentive schemes and debt covenants. A full reconciliation between the pre- and post-IFRS 16 results is shown in the Glossary.

Income Statement – pre-IFRS 16 and exceptional items (£million)	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025	YoY variance
Revenue	**1,827.9**	**1,651.5**	**11%**
Net margin[1]	**651.3**	**598.6**	**9%**
Net margin %	*35.6%*	*36.3%*	*(70)bps*
Showroom costs	(313.7)	(292.7)	(7)%
Overheads	(129.4)	(106.5)	(22)%
EBITDA[1]	**208.2**	**199.4**	**4%**
Showroom opening and closing costs	(6.0)	(6.9)	12%
Share of result of joint venture and associates	–	(0.2)	- %
Adjusted EBITDA[1]	**202.2**	**192.3**	**5%**
Adjusted EBITDA margin %	*11.1%*	*11.6%*	*(50)bps*
Depreciation, amortisation and loss on disposal of fixed assets	(47.4)	(42.6)	(11)%
Adjusted EBIT[1] (segment profit)	**154.8**	**149.7**	**3%**
EBIT margin %	*8.5%*	*9.1%*	*(60)bps*
Net finance costs	(11.4)	(13.6)	17%
Adjusted profit before taxation	**143.4**	**136.1**	**5%**
Adjusted earnings per share[1]	**45.2p**	**41.6p**	**9%**

1 This is an Alternative Performance Measure and is shown on a pre-IFRS 16 basis. Refer to the Glossary on pages 261 to 265 for definition, purpose and reconciliation to statutory measures where relevant

REVENUE

Revenue by geography and category

53 weeks ended 3 May 2026 (£million)	UK and Europe	YoY % Reported	US	YoY % Reported	Total	YoY % Reported	Mix
Luxury watches[2 & 3]	769.7	4%	737.3	18%	1,507.0	10%	82%
Luxury jewellery[2 & 3] retail	70.7	12%	50.5	26%	121.2	17%	7%
Luxury jewellery wholesale	–	–	126.9	16%	126.9	16%	6%
Eliminations	–	–	(10.2)	–	(10.2)	–	–
Services/other[2]	60.3	-%	22.7	26%	83.0	6%	5%
Total revenue	**900.7**	**4%**	**927.2**	**18%**	**1,827.9**	**11%**	**100%**

Group revenue of £1,827.9 million increased by 13% at constant currency, +11% at reported rates from prior year, driven by a strong performance in our US market. Excluding the FY26 53rd week, Group revenue was +11% in constant currency (+8% reported).

Group revenue from luxury watches grew by 10% on the prior year. Demand for our key brands, particularly products on registration of interest lists, continues to be strong, with consistent additions and conversions. We remain encouraged by the performance of our pre-owned business with sales growth of 22% on the prior year. Rolex Certified Pre-Owned is available across all US agencies, except the recently acquired Deutsch & Deutsch showrooms, and is present in 30 UK agencies, with plans for a full roll-out to all agencies. Luxury watches made up 82% of revenue in line with the prior year.

Luxury jewellery revenue, excluding wholesale, increased by 17% on the prior year, with growth +12% in the UK and +26% in the US. In addition to Roberto Coin, the majority of luxury jewellery sold by the Group is retailed under our house brands of Goldsmiths, Mappin & Webb, Mayors and Betteridge. Our strategy is to grow our luxury branded jewellery offering where we partner with other major luxury jewellery brands. Luxury branded jewellery sales continue to outperform non-branded jewellery. In the second half of the year, we launched a lab-grown diamonds range within Goldsmiths to complement our existing range.

Services/other revenue, consisting of servicing, repairs, insurance services and the sale of fashion and classic watches and other non-luxury jewellery, grew by 6% in the year.

Group ecommerce[4] sales increased by 21% compared to the prior year in constant currency (+19% reported). Investment in the US drove strong growth including the successful re-platforming of the Watches of Switzerland and Roberto Coin US ecommerce sites. We continue to be the market leader in ecommerce for luxury watches and jewellery in the UK and growth was seen across all product categories in the year.

US revenue increased by 24% year-on-year in constant currency (+18% reported) and the US business made up 51% of the Group's revenue in FY26 (FY25: 48%). Luxury watch sales remained strong across brands and price points. Several brands raised prices in the period in response to ongoing cost pressures from gold and exchange rates, alongside additional tariffs on the landed cost of Swiss exports. Client demand and interest in the category remained positive throughout the period.

During the year, a refurbished Mayors multi-brand showroom opened in Lenox, Atlanta following the opening of the standalone Rolex boutique in FY25 and we relocated our Mayors showroom in University Town Center, Sarasota, Florida. In October 2025, we opened a new Watches of Switzerland in Southdale, Minneapolis and work is progressing on the refurbishment of Betteridge Greenwich, Connecticut, due to open in Autumn 2026. On 22 January 2026, the Group completed the acquisition of a majority stake in Deutsch & Deutsch, which comprised four showrooms. The business comprises four Rolex agencies in Texas and delivered revenue of £16.4 million in the period since acquisition.

We continue to integrate Roberto Coin Inc. into the business in our first full year of ownership. Wholesale revenue in the period grew by 22% at constant currency, +16% at reported rates. Updated product ranges and a new advertising campaign received positive feedback from partners. Within our retail network the implementation of shop-in-shop displays in our Mayors retail network has generated strong returns. Three new Roberto Coin mono-brand showrooms were opened: Hudson Yards, New York and The Forum Shops, Caesars Palace, Las Vegas both started trading in December 2025; followed by Miami, Design District, Florida in January 2026.

UK and Europe revenue increased by 4% during the period, +7% when the impact of showroom closures is reflected. This was a good performance in a challenging retail environment. Strong momentum was seen across our flagship boutiques, with Rolex Old Bond Street outperforming expectations. Sales in the UK continue to be driven by a domestic clientele with ongoing tourist sales significantly below performance seen when tax free shopping was available.

In September 2025, we opened our new concept Mappin & Webb Luxury Jewellery boutique in Manchester to strong client feedback. 21 UK non-core showrooms were closed in the year, 10 in the first half with the balance towards the end of the year. This was in addition to the 14 closed in FY25, which allowed us to consolidate our portfolio and drive productivity across our UK estate.

Nine projects were completed in the UK, enhancing our existing estate to further elevate the partner brands we display in those showrooms and advance our client experience. These included our first ever Rolex agency on Blackett Street, Newcastle and rebranding of our Watches of Switzerland showroom in Birmingham to Mappin & Webb. Our two remaining European showrooms were divested to brand partners during the period and the Group is no longer trading in Europe.

2 In the period, the Group has reclassified the sales of certain goods and services between categories to reflect how results are reported to the CODMs. The 52-week period ended 27 April 2025 has been re-presented to allow for comparison
3 Refer to the Glossary on pages 261 to 265 for definition
4 Ecommerce sales are sales which are transacted online

PROFITABILITY

Group Adjusted EBIT of £154.8 million was +6% vs prior year in constant currency, +3% at reported rates. Adjusted EBIT margin % was 8.5%, a reduction of 60bps vs prior year due to gross margin rates, product mix and one-off write down of trade receivables. The US was the major growth area and represented 51% of Group sales and 62% of Group Adjusted EBIT.

US Income Statement – pre-IFRS 16 and exceptional items (£million)

	US Retail			US Wholesale			Eliminations		US Total		
	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025	YoY variance	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025	YoY variance	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025	YoY variance
Revenue	810.5	680.7	19%	126.9	109.8	16%	(10.2)	(4.9)	927.2	785.6	18%
Net margin[1]	282.5	242.1	17%	53.5	44.5	20%	–	–	336.0	286.6	17%
Net margin %	34.9%	35.6%	(70)bps	42.2%	40.5%	170bps	–	–	36.2%	36.5%	(30)bps
Adjusted EBIT[1]	71.1	61.2	16%	25.0	23.9	5%	–	–	96.1	85.1	13%
Adjusted EBIT %	**8.8%**	**9.0%**	**(20)bps**	**19.7%**	**21.8%**	**(210)bps**	**–**	**–**	**10.4%**	**10.8%**	**(40)bps**

Total US Adjusted EBIT for FY26 was up 13% to £96.1 million, with Adjusted EBIT margin % down 40bps to 10.4%. Within US retail, Adjusted EBIT for FY26 was £71.1 million, an increase of £9.9 million (+16%) versus last year, this equated to an Adjusted EBIT margin % of 8.8%, 20bps adverse to last year. Net margin % was 34.9%, down 70bps in the period driven by product mix and reduction in brand margins following the imposition of US tariffs and higher gold prices. Where retailer margins were reduced, the offset from RRP increases ensured that retailer cash margins were maintained or improved.

Fixed cost leverage was gained on the sales increase of 19%, with costs rising at a slower rate than sales. Cost increases were driven from the annualisation of associated overheads from the acquisition of the Hodinkee business in FY25, variable costs from sales growth (predominantly commission and credit card fees), and investment into ecommerce to support the roll out of the new Watches of Switzerland and Roberto Coin US websites.

US wholesale Adjusted EBIT of £25.0 million was an increase of £1.1 million (+5%) versus last year after the one-off write off of a department store debtor, this equated to an Adjusted EBIT margin % of 19.7% versus 21.8% in the prior year. Net margin % was up 170bps to 42.2% driven by the benefit of selling through existing inventory following price increases implemented during the period due to increases in gold prices. The Group invested into additional marketing in Roberto Coin, including the Dakota Johnson marketing campaign, which has supported sales growth during the period.

UK and Europe Income Statement – pre-IFRS 16 and exceptional items (£million)

	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025	YoY variance
Revenue	900.7	865.9	4%
Net margin[1]	315.3	312.0	1%
Net margin %	35.0%	36.0%	(100)bps
Adjusted EBIT[1]	65.9	70.0	(6)%
Adjusted EBIT %	7.3%	8.1%	(80)bps

Adjusted EBIT FY26 was £65.9 million, a reduction of £4.1 million (6%) versus last year, this equated to an Adjusted EBIT margin % of 7.3%, 80bps adverse to last year. Net margin % was 35.0% in the period, 100bps adverse to last year, driven by product mix and reduction in brand margins following gold price increases.

Exceptional items

Exceptional items are defined by the Group as those which are significant in magnitude or are linked to events which are expected to be infrequent in nature. Total exceptional items decreased profit by £8.8 million.

Exceptional items (£million)	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025
Rolex Old Bond Street	–	(4.2)
Showroom impairment	(6.5)	(44.5)
Showroom closures	(1.7)	(6.2)
European showroom divestment	0.4	(0.7)
Business acquisition costs	(1.0)	(2.1)
Total exceptional items	**(8.8)**	**(57.7)**
Of which impacts:		
Operating profit	(8.8)	(55.5)
Net finance costs	–	(2.2)

Showroom impairment

The current macroeconomic environment, including higher interest and inflation rates than at the time of some initial project appraisals, gave rise to indicators of impairment in the period. Consequently, the Group performed discounted cash flow impairment testing on relevant Cash-Generating Units (CGUs) with indicators of impairment. This resulted in a net non-cash impairment charge of £6.5 million, comprising gross impairment charges of £8.8 million (2025: £43.6 million), partially offset by impairment reversals of £2.3 million (2025: £nil), relating to showrooms where revised future cash flow projections support their carrying value.

Showroom closure costs

In March 2026, the closure of a number of UK showrooms was announced as the Group continually assesses its operations to remain as efficient and productive as possible. The exceptional costs reflect asset write downs, other onerous contract provisions and redundancy costs.

European showroom divestment

As announced in 2024, the Group's intention has been to reallocate investment from Europe into the US and UK. During the period, our two remaining European showrooms were divested to brand partners.

Business acquisition costs

Professional, legal expenses and integration expenses in relation to business combinations have been expensed to the Consolidated Income Statement as an exceptional cost as they are regarded as non-trading, non-underlying costs and are considered to be material by nature.

Adjusted EBIT and operating profit

As a result of the items noted above, Adjusted EBIT was £154.8 million, an increase of £5.1 million, +3.4% on the prior year. After accounting for exceptional losses of £8.8 million and IFRS 16 adjustments of £24.0 million, operating profit as presented on the face of the Consolidated Income Statement was £170.0 million, an increase of £56.1 million, +49.3% on the prior year.

Finance costs

Net finance costs (£million)	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025
Pre-IFRS 16 net finance costs, excluding exceptionals	**11.4**	**13.6**
IFRS 16 interest on lease liabilities	25.5	22.2
Reversal of pre-IFRS 16 onerous lease interest	(0.4)	–
Total net finance costs, excluding exceptionals	**36.5**	**35.8**

Interest payable on borrowings decreased in the period following a reduction of net debt and interest rates. The impact was a net decrease in the pre-IFRS 16 interest charge of £2.2 million to £11.4 million. The IFRS 16 interest on lease liabilities increased by £3.3 million driven by the annualisation of prior year openings.

Taxation

The pre-IFRS 16 effective tax rate for the period before exceptional items was 26.7%. The statutory (post-IFRS 16 and including exceptionals) effective tax rate was 25.8%. This is higher than the applicable UK corporation tax rate for the year of 25.0% as a result of higher chargeable taxes on US profits and the impact of expenses disallowed for corporation tax. Further detail can be found in note 8 in the Consolidated Financial Statements.

Profit before tax

Group profit before tax increased by 76% year-on-year to £133.5 million, primarily driven by a £48.9 million reduction in exceptional items and a £5.1 million improvement in Group Adjusted EBIT.

BALANCE SHEET

Balance Sheet (£million)	3 May 2026	27 April 2025
Goodwill and intangibles	319.7	304.1
Property, plant and equipment	217.0	192.4
Right-of-use assets	338.2	358.6
Investment in joint venture and associates	0.5	0.5
Inventories	458.1	447.4
Trade and other receivables	53.0	60.5
Trade and other payables	(251.2)	(259.5)
Lease liabilities	(427.6)	(454.6)
Net debt	(57.0)	(96.2)
Other	(22.0)	(13.6)
Net assets	**628.7**	**539.6**

Goodwill and intangibles increased by £15.6 million as a result of the Deutsch & Deutsch business acquisition in the year which gave rise to £18.9 million of goodwill and brand assets, offset by a £3.1 million adverse exchange impact, and £1.3 million amortisation of brands and agency agreements. A further £3.3 million of computer software additions were made in the year as part of ongoing IT investments, offset by amortisation of £2.2 million.

Property, plant and equipment increased by £24.6 million during the period, primarily reflecting additions of £68.3 million and £6.5 million of assets acquired through the Deutsch & Deutsch acquisition, offset by depreciation of £43.4 million, a net impairment charge of £3.5 million, disposals of £1.6 million and adverse foreign exchange movements of £1.7 million.

Including software costs, which are disclosed as intangibles, capital additions (including accruals) were £71.6 million in the period, of which £68.6 million was expansionary capex[3]. In the period, the Group opened four new showrooms and refurbished 12 showrooms. Investment in our portfolio is paramount to our strategy, driving sales and returns. The Group follows a disciplined payback policy when making capital investment decisions, the internal hurdle for showroom investments is a cash payback of under three years (investment in fixed assets and inventory divided by showroom EBITDA).

Right-of-use assets decreased by £20.4 million in the period to £338.2 million. Additions to the lease portfolio along with lease renewals or other lease changes were £40.6 million. This has been offset by depreciation of £53.9 million and a net impairment charge of £4.1 million. The remaining movement is a £3.0 million adverse foreign exchange impact.

Lease liabilities decreased by £27.0 million in the period. The portfolio changes noted above increased the lease liability by £35.0 million and interest charged on the lease liability was £25.5 million. Lease payments were £83.9 million and there was a £3.6 million favourable foreign exchange impact giving a final lease liability balance of £427.6 million.

Inventory levels increased by £10.7 million (2.4%) compared to FY25. The increase of inventory relates to the acquisition of Deutsch & Deutsch (£8.7 million), targeted investment in strategic brand partnerships, and the introduction of lab-grown diamonds, partially offset through a reduction in underlying inventory to maintain stock turn at appropriate levels. The inventory obsolescence risk remains low for the Group.

Trade and other receivables decreased by £7.5 million compared to FY25. The notable reason for the decrease being £8.2 million of monies held in escrow in relation to business combinations which has been paid in the period. The balance represents prepayments, rebate receivables, rent deposits and other ad hoc receivables such as property contributions.

Trade and other payables decreased by £8.3 million compared to FY25. Notable reasons for the decrease being: £7.4 million of contingent consideration paid in relation to acquisitions, in addition to the £2.1 million net working capital true up payment (see note 25 of the Consolidated Financial Statements) and payment of £8.2 million of acquisition balances held in third-party escrow accounts as noted above. This was offset by the recognition of an £8.9 million liability relating to the purchase commitment for the Deutsch & Deutsch non-controlling interests.

Other includes taxation balances, defined benefit pension and capitalised finance costs.

Net debt and financing

Net debt on 3 May 2026 was £57.0 million, a decrease of £39.2 million since 27 April 2025. The strong free cash flow of £161.7 million was utilised for £65.9 million of expansionary capex and £39.3 million in relation to acquisitions. We completed the £25.0 million share buyback programme in the period, with the final £13.8 million being paid in the first half of the year. Net debt/EBITDA leverage ratio[1] was 0.38 at year end.

Net debt post-IFRS 16 was £483.0 million. The value comprises the pre-IFRS 16 net debt of £57.0 million and the £427.6 million lease liability, offset by capitalised transaction costs of £1.6 million.

The Group's maximum amount available under its committed facility was £367.1 million at 3 May 2026.

Facilities held	Expiring	Amount (million)
Multicurrency revolving loan facility – UK SONIA +1.50% to +2.575%	May 2028	£275.0
Multicurrency term facility – US SOFR +1.65% to +2.70%	May 2028	$125.0/ £92.1

£122.1 million of these facilities were drawn down at 3 May 2026. Liquidity headroom (defined as unrestricted cash plus undrawn available facilities) was £290.2 million. Further detail with regards to covenant tests and liquidity headroom can be found within the going concern section of note 1 of the Consolidated Financial Statements.

CASH FLOW

Cash flow (£million)	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025
Adjusted EBITDA[1]	**202.2**	**192.3**
Share-based payment charge	1.8	1.8
Share of result of joint venture and associates	–	0.2
Working capital	(4.3)	(52.2)
Defined benefit pension scheme contributions	(0.7)	(0.7)
Taxation	(23.3)	(29.7)
Cash generated from operating activities	**175.7**	**111.7**
Maintenance capex[1]	(3.0)	(2.8)
Net interest	(11.0)	(11.1)
Free cash flow[1]	**161.7**	**97.8**
Free cash flow conversion[1]	**80%**	**51%**
Expansionary capex[3]	(65.9)	(72.6)
Acquisitions (inc. contingent consideration)	(39.3)	(106.9)
Investment in joint venture and associates	–	(0.7)
Share buyback	(13.8)	(11.3)
Costs directly attributable to raising new loan facility	–	(1.5)
Disposal of property, plant and equipment	0.4	2.7
Exceptional items – cash	(5.0)	(8.6)
Cash flow	**38.1**	**(101.1)**
Net (repayment)/proceeds of borrowings	(71.7)	85.7
Net decrease in cash and cash equivalents	**(33.6)**	**(15.4)**

Free cash flow increased by £63.9 million to £161.7 million in the period to 3 May 2026 and free cash flow conversion was 80% compared to 51% in the prior year, primarily as a result of a lower working capital outflow in the period through disciplined inventory management.

Expansionary cash capex of £65.9 million included the opening of four new showrooms and the refurbishment of 12 showrooms.

£13.8 million of shares were paid for in the period as part of the £25.0 million share buyback programme.

Exceptional cash items of £5.0 million, includes showroom exit costs and business acquisition and integration costs, as detailed in note 4 to the Consolidated Financial Statements.

RETURN ON CAPITAL EMPLOYED (ROCE)[1]

ROCE (%)	53 weeks ended 3 May 2026	52 weeks ended 27 April 2025
Pre-IFRS 16	18.0%	19.0%
Post-IFRS 16	15.4%	15.3%

FY26 Pre-IFRS 16 ROCE is 18.0%, a decrease of 100bps in comparison to the prior year. Adjusted EBIT increased by 3.4% to £154.8 million, however average capital employed during this period increased by 8.8% leading to the reduction.

Post-IFRS 16 ROCE for FY26 was 15.4%, an increase of 10bps compared to the prior year. This reflects EBIT growth of 5.6% to £178.8 million, which exceeded the 4.8% increase in average capital employed.

CAPITAL ALLOCATION

The Group has a clear framework of capital allocation and is focused on optimising capital deployment for the benefit of all our stakeholders, with a focus on long-term sustainable growth in the business. It is also important for the Group to maintain financial and operational flexibility to be able to react tactically to opportunities, such as strategic acquisitions, at speed. Our capital allocation framework is as follows:

1. Showroom investments – given the attractive returns from showroom investments, this is our key focus area to allocate capital to. In FY26, the Group spent £65.9 million in expansionary cash capex
2. Strategic acquisitions – this is a key pillar of our growth strategy. Acquisitions must deliver return on investment in line with our disciplined financial criteria, within an appropriate timeframe. In FY26, the Group acquired a majority stake in Deutsch & Deutsch
3. Returns to shareholders – in the event of surplus capital above and beyond the requirements of the business for investment into showrooms or strategic acquisitions, we would consider returns to shareholders either through share buybacks or dividends, with the appropriate mechanism to be decided at the appropriate time by the Board. During the prior period to 27 April 2025, the Group announced a £25.0 million share buyback programme. £12.1 million of shares were purchased in FY25, with an additional £12.9 million purchased in FY26. The programme completed in June 2025

SHOWROOM PORTFOLIO

As at 3 May 2026, the Group had 191 showrooms. The movement in showroom numbers is included below:

	UK multi-brand showrooms	UK mono-brand boutiques	Europe mono-brand boutiques	Total UK and Europe	US multi-brand showrooms	US mono-brand boutiques	Total US	Total Group
27 April 2025	**89**	**57**	**2**	**148**	**25**	**35**	**60**	**208**
Openings	1	–	–	1	1	3	4	5
Acquisitions	–	–	–	–	4	–	4	4
Closures	(9)	(12)	(2)	(23)	(1)	(2)	(3)	(26)
3 May 2026	**81**	**45**	**–**	**126**	**29**	**36**	**65**	**191**

Certain financial data within this section has been rounded. Growth rates are calculated on unrounded numbers.

NON-FINANCIAL AND SUSTAINABILITY INFORMATION STATEMENT

The following table sets out where stakeholders of Watches of Switzerland Group PLC can find relevant non-financial and sustainability information within this Annual Report and Accounts further to the Financial Reporting Directive requirements contained in Sections 414CA and 414CB of the Companies Act 2006.

This Non-Financial and Sustainability Information Statement highlights information necessary for an understanding of the Company's development, performance, position and impact of its activity, and information relating to environmental, colleagues, social matters, respect for human rights, anti-bribery, corruption and fraud matters. The information listed below is incorporated by cross references to other areas of the Annual Report and Accounts and the Company website where further information can be found.

ENVIRONMENT

Key matters	Relevant policies and procedures which govern our approach	Page(s)
Climate-related financial disclosures	Task Force on Climate-Related Financial Disclosures report	108 to 125
	Analysis of resilience	116 to 119
	Risk Management	120 and 121
	Companies Act 2006	122
Taking action on climate change	Our Supplier Sustainability Standards set out our net-zero GHG emissions goal and the actions we need to take within our value chain to achieve them	99 to 101
Reducing our impact on the environment*	Our Environment Policy, Vendor Code of Conduct and Supplier Sustainability Standards promote the efficient use of resources and energy in our supply chain and ensure a Group-wide commitment to continual improvement and compliance with environmental legislations and regulations	136 and 137
Providing sustainable solutions*	Our Modern Slavery Statement includes key performance indicators	136

COLLEAGUES

Key matters	Relevant policies and procedures	Page(s)
Encouraging colleagues to raise matters of concern*	Where colleagues have concerns about suspected wrongdoing, misconduct or malpractice connected to the Group they can report such concerns on a confidential and anonymous basis, and without fear of retaliation, using our Whistleblowing Policy and procedures	136 and 137
Investing in our people and a diverse workforce	Our Diversity & Inclusion Policy ensures that colleagues are treated fairly and equally and that diversity and inclusion is embraced	188
Providing our colleagues with a safe working environment	We are committed to maintaining safety standards that comply with legislation and enable colleagues to be confident that their workplace is safe	137

SOCIAL MATTERS

Key matters	Relevant policies and procedures	Page(s)
Developing responsible supply chains*	Our Vendor Code of Conduct and Supplier Sustainability Standards include measures taken to ensure that products are sourced responsibly and that adequate standards are maintained throughout our supply chain	134 and 135
Promoting a healthy corporate culture	Our Values underline the way we conduct business and recognise we will only continue to be successful if we grow profitability and conduct our business in a way which impacts all of our stakeholders in a positive way	84
Business standards of behaviour*	Our Code of Ethics ensures that all business is conducted in a fair and ethical manner with the highest levels of integrity and professional standards globally	136

ANTI-BRIBERY, CORRUPTION AND FRAUD

Key matters	Relevant policies and procedures	Page(s)
Prevention of bribery, corruption and fraud*	Our Anti-Bribery, Corruption & Fraud Policy outlines the behaviours and principles required of colleagues to prevent any form of bribery, corruption or fraud	136
Promoting ethical supply chains*	Our Vendor Code of Conduct defines the principles and standards we expect suppliers to understand and adhere to	136

RESPECT FOR HUMAN RIGHTS

Key matters	Relevant policies and procedures	Page(s)
Approach to human rights and modern slavery*	Approved annually, by the Board, our Modern Slavery Statement sets out the steps that we take to ensure, as far as possible, that slavery and trafficking do not exist in our supply chain or in any part of our business	130 and 131
	Human Rights Policy	

A description of our business model can be found on page 24.

Where principal risks have been identified in relation to any of the matters listed above, these can be found on page 142.

Our non-financial key performance indicators can be found on pages 67 and 68.

* **Find out more** about our policies in the Governance section on our corporate website thewosgroupplc.com

HOW WE ENGAGE WITH OUR STAKEHOLDERS

We believe that in order to maximise value and deliver long-term success, it is critical that we understand who our key stakeholders are. This enables us to build relationships, to engage in proactive and constructive dialogue, and to ensure we deliver on what is important to them. To that end, engagement with all of our stakeholders plays a vital role in delivering our Group strategy. The Board has carried out a stakeholder mapping exercise, which it reviews annually. The stakeholders below have been identified as those most likely to be affected by its principal decisions.

STAKEHOLDER MAPPING

COMMUNITIES
Our communities are made up of those who live in the areas in which we operate.

COLLEAGUES
All colleagues work through a network of showrooms, Support Centres, repair centres and distribution centres.

INVESTORS
Our shareholders are the owners of our Company, ranging from institutional investors to private individuals and colleagues.

CLIENTS
Our clients are a range of shoppers attracted to luxury watches and jewellery, who can become repeat clients spanning age, income groups and genders.

BRAND PARTNERS & OTHER SUPPLIERS
Our brand partners and other suppliers are comprised of all third-parties who support the business and provide goods and services.

Section 172(1) of the Companies Act 2006 requires that the directors of a company must act in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, having regard to each of its stakeholders and taking into account the factors listed in Section 172(1) (a) to (f). The Board therefore considers the views of each of its stakeholders as part of the decision-making process. Examples of Governance In Action can be found on pages 162 and 164.

STAKEHOLDER DESCRIPTIONS

Our Colleagues – The strength of our business is built on the hard work and dedication of all our colleagues. We give colleagues every reason to join, grow and stay with our Group through attracting and retaining talent, building an organisation fit for the future and leveraging our unique culture.

Clients – Our clients remain at the centre of everything we do. By purchasing our products, our clients ensure our viability as a business. We strive to meet and exceed our clients' expectations through our Xenia Client Experience Programme by providing them with highly creative products of exceptional quality.

Brand partners and other suppliers – Our brand partners are an integral part of our business to manufacture and allocate their product to us. Our other suppliers provide us with the products and services that are essential to operate our business.

Investors – All investors are treated fairly and have equal access to both Company information and our Board of Directors. We also engage with the investment community, advisers and potential shareholders.

Communities – Communities and the wider public expect us to act as a responsible company and neighbour. We strive to drive positive change in our communities through our volunteering programme, supporting The Watches of Switzerland Group Foundation and acting as a responsible employer.

Colleagues	S172(1) (b) The interests of the company's employees
Clients	S172(1) (c) The need to foster the company's business relationships with suppliers, customers and others S172(1) (e) The desirability of the company maintaining a reputation for high standards of business conduct
Brand partners and other suppliers	S172(1) (c) The need to foster the company's business relationships with suppliers, customers and others S172(1) (e) The desirability of the company maintaining a reputation for high standards of business conduct
Investors	S172(1) (e) The desirability of the company maintaining a reputation for high standards of business conduct S172(1) (f) The need to act fairly between members of the company
Communities	S172(1) (e) The desirability of the company maintaining a reputation for high standards of business conduct S172(1) (d) The impact of the company's operations on the community and the environment

S172(1) (a) In each part of the Board's decision-making it considers likely consequences in the long-term and not just the short-term.

Below, and on the next pages, we identify why and how the Company actively engages with our stakeholders, how we measure success and summarise some of the outcomes of our engagement. Further information can be found in the Corporate Governance Report on pages 152 to 170.

COLLEAGUES

Stakeholder priorities
- Job security, future prospects with learning and development opportunities
- Fair compensation and benefits
- Being part of a diverse, equitable and inclusive workplace
- Regular and relevant communications and engagement with management
- Meritocracy and equal access to opportunity, support and development
- Taking a position on the environment, sustainability and giving back to the community

Why we engage
- To give our colleagues every reason to join, grow and stay with our Group
- To ensure our colleagues are kept informed about the business and how any changes may affect them
- To fulfil our commitment to our purpose and values
- To continually develop, attract and retain talented people
- To develop good business practices to ensure the wellbeing of our colleagues remains at the forefront of what we do

How we engage
- Presentations by Executive Directors and Senior Management, at US and UK Town Halls, providing business updates with the opportunity for questions and discussions
- Regular development reviews, performance discussions and face-to-face training
- Conducted Pulse Engagement Surveys to understand the progression, development and actioning of colleague points of view on matters which affect them
- Regular engagement with the Diversity Council and Employee Resource Groups including the development of 'In Conversation' with Senior Leaders and the Designated Non-Executive Director for Workforce Engagement (DNED)
- Having an innovative, accessible and collaborative two-way communication platform called CONNECT

Monitoring the impact of our engagement – outcome
- Continued our focus on high performance culture including regular talent and succession session
- Received feedback from the DNED and Senior Management leading to informative discussions in the boardroom
- Pulse surveys provided affirmation that management are implementing plans and doing the right thing
- Delivery of management principle training to line managers was completed – an action identified by the most recent Great Place To Work® survey. This enables focus on 'Everyday Leadership' and the development of knowledge and skills, setting clear expectations, motivation and coaching
- Feedback from colleagues led to a review and subsequent change to benefit offerings. Improvements have already been identified as a result of the changes

CLIENTS

Stakeholder priorities
- Exceptional client experience through Xenia, the Group's Client Experience Programme
- Receive a memorable experience which positively differs from our peers
- Receive expert knowledge and advice
- Dedicated life-cycle and support service throughout the life of the product
- To be enabled to make sustainable decisions

Why we engage
- Our clients are central to all we do, building relationships and understanding clients is key
- Our Purpose is to WOW our clients while caring for our colleagues, our communities and our planet
- Our Values support this Purpose to create a seamless and positive client experience
- Placing clients at the heart of our business is key to deliver on our growth and long-term strategy
- By putting the value we provide to clients at the forefront we believe we will earn a greater share of our clients' spend
- Ensure clients or potential clients are supported from the very beginning of their lifetime journey with us

How we engage
- Teams liaise directly with clients and potential clients with the aim of providing a differentiated client experience
- One-to-one clienteling takes place between showroom colleagues and clients to engage on product launches and service
- Through a variety of client surveys, reviews and mystery shoppers
- Supporting clients with their buying journeys, both in showrooms and online with the Luxury Watch and Jewellery Virtual Boutique in the UK
- Engaging through informative and inspiring multiple marketing channels
- Continuing with strong client event programmes
- If something goes wrong, engaging with our clients, through our Client Recovery Team

Monitoring the impact of our engagement – outcome
- Discussions at each Board meeting focus on client behaviour and sentiment and provide insight as to how clients and future clients can be best supported
- Continuous improvement of our client experience training through Xenia measured through a focus on key performance indicators
- Implementing and integrating common systems and processes throughout the Group. Improve efficiency and deliver improved lead times and an enhanced client experience
- As a result of the successful delivery of the client experience introduced in the flagship Rolex boutique, Old Bond Street, London, demonstrated by the client satisfaction statistics, this elevated programme was rolled out to 32 UK Rolex boutiques

BRAND PARTNERS AND OTHER SUPPLIERS

Stakeholder priorities
- Relationships are built on mutual trust and respect, we recognise the responsibility we undertake to represent the brands and contribute to their long-term value appreciation
- Working together in a collaborative manner, co-op marketing activities, incentives and training opportunities
- Clear and accessible information about our required specifications, guidance, policies and standards
- Remaining compliant and vigilant to the risks relating to modern slavery and human trafficking

Why we engage
- Our brand partners and other suppliers play an integral role in our ability to deliver product and experiences to our clients
- Regular engagement ensures relationships are underpinned by clear and open communication
- Facilitate a two-way understanding of issues that may arise and the ease with which we can work together to solve them
- Work closely with our brand partners and other suppliers to support them on their sustainability journey

How we engage
- Regular top-to-top meetings locally and in brand partner head offices, alongside regional and local brand partner and supplier events and attendance of industry fairs
- Ongoing dialogue, including the launch of exclusive ranges and actively identifying distribution opportunities
- At a Board meeting in Manchester, spent time with a key brand partner
- Carry out independent on-site audits of key and high-risk suppliers, focusing on social, environmental and ethical conduct, alongside technical and operational capabilities
- Distribution of, and obtaining acknowledgement of, our Supplier Sustainability Standards and Vendor Code of Conduct (or equivalent)
- Collaborating with our brand partners on the end-to-end go-to-market processes to ensure product is presented in line with our strategy and their brand stories

Monitoring the impact of our engagement – outcome
- Ongoing relationships enabled us to explore opportunities with brand partners to develop products, including packaging, using innovative and responsibly sourced raw materials and expanding our circular business model, including pre-owned
- Efficient and timely flow of product into the showrooms, including limited editions, exclusives and first to market products
- 100% of our key watch and jewellery suppliers, onboarded in FY26, have accepted the terms of the Vendor Code of Conduct or have an equivalent standard
- On-site independent audits ensure that where suppliers do not meet expectations, improvements are made within a strict timetable, or arrangements are put in place for supplier agreements to be terminated
- In-person and on-site meetings with brand partners enhances an understanding of relationships

INVESTORS

Stakeholder priorities

- Delivery of the long-term strategy which aligns with the Group's purpose and values and culture
- Creation of long-term and sustainable shareholder value and clear reporting on the Group's performance
- A return on investment, a clear and disciplined capital allocation framework
- Meaningful engagement with the Board and the upholding of good governance practices

Why we engage

- Understand and value the importance of engaging with investors' views, priorities and values
- Build trust and secure ongoing support
- Two-way engagement enables the Board to take into account investor views within its wide strategic decision-making
- Ensure current and potential investors understand our business, long-term strategy and objectives
- Promote a strong and robust corporate governance framework

How we engage

- Ongoing dialogue between investors, the CEO and CFO including investor roadshows, plus engagement between major shareholders and the Chair
- Hosting investor days with guided showroom tours in the US and in the UK along with other in-person events
- Having the opportunity to meet with shareholders, in person, at the Annual General Meeting
- Regular results and reporting, press releases, results briefings and participation in investor conferences
- Our corporate brokers attended a number of Board meetings during the year giving a range of updates and presentations
- Key stakeholders were given the opportunity to engage with the Chair of the Remuneration Committee on the new Remuneration Policy which was presented for approval at the 2025 AGM

Monitoring the impact of our engagement – outcome

- During FY26, our Chair, CEO, CFO and Group Finance and Investor Relations Director attended over 200 meetings with over 250 separate institutions globally
- 2025 AGM saw all resolutions passed with votes in favour ranging from 88% to 100%, including the approval of the new Remuneration Policy
- Direct engagement with shareholders offers our Directors an ideal opportunity to understand key areas and common themes of interest, which were discussed by the Board during FY26
- Investor feedback was considered by the Board when reviewing investor relations and capital allocation strategies, including the completion of the share buyback programme

COMMUNITIES

Stakeholder priorities

- Understand the differing needs and priorities of our local communities and how we can best support them
- Provide local employment and investment to help our local communities thrive
- Create positive environmental and social impact, enabling a sustainable future

Why we engage

- One of our core values is that we care for our communities by engaging and actively supporting those in need
- We make a positive social impact by being a good corporate citizen and paying our taxes to contribute to society in the countries in which we operate
- We understand the importance in recruiting and retaining diverse talent from our local communities
- Both the Company and our Foundation donate directly into the local communities in which we operate to seek to make a difference

How we engage

- Support The Watches of Switzerland Group Foundation ('The Foundation') to drive positive change
- Consider the social impact of our business decisions, discussed at the ESG Committee and the Board
- Support through promoting payroll charity giving, volunteering at community projects and other organisations
- Entering into sponsorships agreements with certain charity partners
- Establishing volunteering programmes in our communities
- Being signatories and members of organisations who aim to make a difference in the responsible business network

Monitoring the impact of our engagement – outcome

- Increased participation in charitable activities through fundraising and increased volunteering hours and number of locations
- Multiple events held with members of the Senior Leadership Team (alongside a number of the Trustees from The Foundation) to support charities
- Raising awareness and funds through sponsorship of the 'Change a Girl's Life' campaign and collaboration with a brand partner
- Functional volunteering by colleagues to support charities introduced by The Foundation
- External Fair Tax Mark accreditation from the Fair Tax Foundation, independently certifying we operate at the highest levels of responsible tax conduct
- Foundation activities are shared on internal channels, LinkedIn and other social media channels

ENVIRONMENTAL, SOCIAL AND GOVERNANCE

This report covers the Watches of Switzerland Group PLC (the 'Group') for the reporting period from 28 April 2025 to 3 May 2026.

It incorporates activities and operations over which the Group has direct control or significant influence. This includes all owned and operated showrooms and service centres in the US and UK, our offices and regional headquarters and distribution and logistics centres under operational control of the Group.

Performance data and disclosures are reported for all consolidated subsidiaries within the Group's financial reporting boundary. Environmental data includes Scope 1 and Scope 2 emissions across directly controlled locations, and Scope 3 data includes emissions from supply chain logistics and transportation. Social and governance data includes all directly employed colleagues across our Group operations.

During the reporting period, the Group announced the acquisition of a majority stake in Deutsch & Deutsch, a family-owned luxury watch and jewellery retailer, and as a result, the scope of our reporting has grown to include the performance of these newly acquired showrooms from the date of acquisition onward. Historical data from prior periods does not include this business unless otherwise specified. Any minor updates or methodological adjustments are noted within the relevant sections of this report.

A look back at the year from our Head of Sustainability and ESG

SUSTAINABILITY MOMENTS

"Our underlying value is to do the right thing, always. This shapes the way we make decisions, how we work with others and how we run our everyday business.

Looking back across the year, what stands out to me are the moments that brought this philosophy to life – some significant, others less visible – but each representing a step towards our long-term sustainability goals.

The following timeline is my reflection of our progress, our priorities and our determination to WOW our clients, while caring for our colleagues, our communities and our planet."

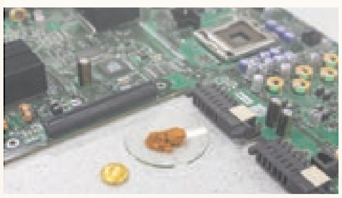
Kesah Trowell
Head of Sustainability and ESG participating in the Palace to Palace cycle ride in October 2025

2025

MAY

The Group began FY26 with eligibility for a 2025 Equileap Gold Seal, awarded to top-performing global companies for their commitment to gender equality, including pay gap, leadership balance, and policies.

Our net-zero commitment was approved by the ESG Committee, who also gave the green light to extending the roll-out of our Energy Operating System (EnOS™) within an additional 48 sites across the Group.



Our first fully recyclable packaging for Goldsmiths was launched – alongside a fully traceable jewellery range through a partnership between 886 at The Royal Mint and Mappin & Webb to produce products from 'urban mined' precious metals using recovered and recycled sources.

To help strengthen legal guidance, education and advocacy across our value chain, we became members of the Jewelers Vigilance Committee – a US based, non-profit legal trade association for the jewellery and watch sectors.

JUNE

For Volunteers Week, we continued to empower colleagues to help people who have been adversely impacted by poverty through charity partnerships including Habitat for Humanity in the US and the Trussell Trust in the UK.

During London Climate Action Week I joined a panel to discuss how we are leveraging data and technology to reduce energy and optimise building performance – while key colleague environmental leads reviewed progress across our environmental actions and targets.

LONDON CLIMATE ACTION WEEK

The Group tested the effectiveness of governance controls to support future compliance, transparency and accountability, while aligning material ESG issues.

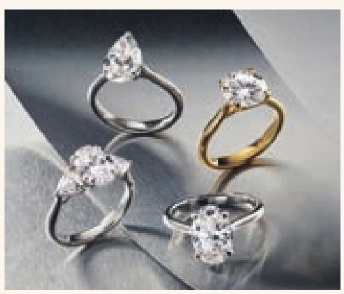
As we encourage suppliers to align with relevant sustainability standards and certifications, we congratulated the accessories brand WOLF on achieving Positive Luxury's Butterfly Mark and partnered with jewellery brand, Annoushka, who are also part of this certification scheme, which signals high sustainability standards and ethical business practices.

JULY

After a successful roll-out across our retail teams, our Everyday Leadership programme was widened to include support centre managers with the aim of creating leaders who can coach, develop, set goals and ultimately inspire positive behaviours and action.

Our net-zero commitments were approved by the Science-based Targets initiative (SBTi), reinforcing the credibility and ambition of our decarbonisation plans, and we continued to strengthen our initiatives including a Transition Planning Workshop, to assess current climate-related risks and opportunities.

To support our goal to improve product traceability and sourcing standards, we launched the Goldsmiths Signature Diamond – our first fully traceable diamond collection, featuring Diamond Trading Company (DTC), natural diamonds and Tracr™ technology.



AUGUST

To promote our burgeoning pre-owned watch business, an in-person and online event was held to engage colleagues with the environmental and circular economy benefits of this lower carbon product option.

In line with our responsible sourcing and human rights commitments, Slave-Free Alliance facilitated a workshop for key colleagues aimed at understanding how to spot and report modern slavery risks and formalise escalation processes.

To strengthen oversight and accountability for our long-term climate commitments, our ESG Steering Group approved our proposed net-zero targets.

SEPTEMBER

We welcomed the Executive Director of the Watch & Jewellery Initiative 2030 (WJI 2030), Iris Van Der Veken, as a guest of our ESG Steering Group, to discuss how this multi-stakeholder initiative was accelerating the achievement of United Nations Sustainable Development Goals (UNSDGs) across our industry.

During New York Climate Week, we showed our support for achieving the UNSDGs by collaborating with eco-innovative watch brand, ID Genève, to hold an event in our US Watches of Switzerland Soho showroom where we hosted representatives from the UN General Assembly, VIP clients, and other high-profile delegates and change makers.

Information to improve client-facing colleagues' understanding of responsible sourcing was also reviewed and updated, and we launched our first unattended Robotic Process Automation (RPA) or 'AI Bot' to support and accelerate warranty checks.

OCTOBER

Over 80 colleagues walked or cycled from Buckingham Palace to Windsor Castle to fundraise for The King's Trust – enhancing their own health and wellbeing, while raising over £50,000 for programmes to support young people who are facing challenges.

Our net-zero emissions target was approved by our ESG Committee, along with our human rights priorities and colleague incentive criteria – plus I participated in an expert panel as part of London Packaging Week to share how we are transitioning to more sustainable packaging methods and materials.

NOVEMBER

We conducted energy audits and identified cost effective energy-saving opportunities to support compliance with the UK Energy Savings Opportunities Scheme and tied the launch of our enhanced Travel and Expenses Policy to a colleague incentive to encourage environmentally responsible travel options when travelling for work.

During Modern Slavery Week, colleagues heard about our human rights initiatives, relevant colleagues received training and our procurement analyst attended Slave Free Alliance's annual members conference aimed at building supply chain resilience through meaningful stakeholder engagement and strategies to improve ethical practices.

DECEMBER

Engaging with industry bodies and initiatives helps us to keep pace with innovation as well as industry expectations and challenges. I was therefore honoured to represent the Group as a guest at the WJI 2030 Leadership Forum to hear sustainability insights from our industry, along with experts, including the Chairman of Cartier Culture & Philanthropy and the Founder of the United Nations Global Compact.

I was also delighted to attend an induction with the Responsible Jewellery Council (RJC) Standards Committee after being appointed as a Guest of the Committee, to represent retail and help the RJC promote trust, transparency and sustainability by ensuring ethical, social, and environmentally responsible practices across the value chain.

2026

JANUARY

It was a happy new year after the Group acquired a majority stake in Texas-based luxury watch and jewellery business, Deutsch & Deutsch.

The SBTi verified our net-zero targets and CDP awarded our climate change disclosures an A- (followed by an A for stakeholder engagement in February).

A physical climate risk assessment was completed across all of our locations and we aligned cross-functional stakeholders through our Planet Working Group to support the development of a clearer roadmap towards our sustainability objectives and targets.

FEBRUARY

Our business stepped forward to raise more funds for young people through The King's Trust Future Steps challenge, and we surveyed colleagues across our Group to understand the sustainability impact of their commute.

We also completed the UK roll-out of our new EnOS™ and switched on our first solar array at our Carlton Park Support Centre in Leicester, UK.

The Group was recognised by a global ratings provider as an ESG Industry Leader and we continued to advocate for our industry with a feature in Retail Jeweller magazine's Sustainability edition.

MARCH

We celebrated International Women's Day with internal and external panel events and hosted a string of 'Brilliant Breakfasts' as headline sponsors of The King's Trust's Change a Girl's Life campaign.

We also conducted a colleague survey to understand what clients want when it comes to sustainability, and joined a panel as part of the Retail Jeweller Festival to discuss recycled precious metals propositions.

To further improve our supply chain management system, we introduced a new integrated supplier-invoicing tool to improve how we manage invoicing and supplier information.

APRIL

To mark Earth Day, Analog:Shift partnered with Citizen Watches on a vintage trade-in programme and exclusive capsule launch at Citizen's New York flagship store. Guests were invited to trade in vintage Citizen timepieces in exchange for a credit towards a curated collection of historically significant models – bringing vintage watches back into circulation and extending product life cycles.

APRIL (continued)

A tour of Heathrow airport's recycling centre was taken to see how waste is managed and understand some of the challenges with measuring waste when operating within shared facilities.

To further strengthen our integrity in relation to evolving industry requirements, we reviewed and revised our Supplier Operating Manual to include the latest sustainability guidance and practices.

Finally, our responsible approach to sustainability received the ultimate seal of approval, when the Royal Household granted our Mappin & Webb business a Royal Warrant to Her Majesty Queen Camilla – ending the year on a highness!

Mappin & Webb

OUR SUSTAINABILITY STRATEGY

Guided by Our Purpose, our strategy is to build a more sustainable, valuable business.

OUR PURPOSE

To WOW our clients while caring for our colleagues, our communities and our planet

Our Purpose is an inextricable part of how we do business. Environmental, social and governance factors are considered in our decision-making processes at every level of our business.

OUR VALUES

Our Values shape our culture and behaviour, driving performance and purposeful action. They are the cornerstone of our Code of Ethics and truly represent who we are.

WE EARN TRUST & CONFIDENCE

WE TREAT EVERYONE WITH RESPECT

WE DO THE RIGHT THING, ALWAYS

WE CARE FOR OUR COMMUNITIES

WE PROTECT OUR PLANET

WE ADVOCATE FOR OUR INDUSTRY

OUR SUSTAINABILITY STRATEGY

With our highly engaged colleagues and brand partners, scale and expertise, we are uniquely positioned to achieve this.

Our sustainability strategy has evolved to focus on key material issues in line with best practice and global reporting frameworks, with input from key stakeholder groups.

It is underpinned by clear priorities and ambitious targets to safeguard against environmental, social and governance risk, while leveraging opportunities to secure a more sustainable future.

OUR SUSTAINABILITY PILLARS

Our foundational pillars provide a strategic framework and guiding principles to help streamline our decision-making and ensure everyone across our Group works towards common goals.

PEOPLE

GOALS

- Give our people every reason to join, grow and stay with our Group, through attracting and retaining talent, building an organisation fit for the future and leveraging our unique culture
- Support our local communities

SUPPORTING UN SDGS[1]

PLANET

GOALS

- Achieve net-zero carbon by 2050
- Build climate resilience
- Preserve natural resources

SUPPORTING UN SDGS[1]

PRODUCT

GOALS

- Improve our traceability and sourcing standards and highlight the sustainable attributes of our watches and jewellery
- Support circularity in watches and jewellery through repairs, servicing and our Pre-Owned business

SUPPORTING UN SDGS[1]

1 United Nations Sustainable Development Goals.

DELIVERING SUSTAINABLE VALUE FOR OUR STAKEHOLDERS

We WOW clients with the finest selection of luxury watches and jewellery, together with world-class service.

We provide colleagues with rewarding careers, support a thriving economy and care for our communities through rigorous ESG standards and The Watches of Switzerland Group Foundation.

Colleagues

Communities

Clients

Investors

Brand partners and other suppliers

Engaging stakeholders with sustainability goals

DRIVING SUCCESS

We track our progress holistically, across non-financial and financial performance.

Our commitment to a more sustainable future is reinforced through the inclusion of ESG targets in our colleague bonus structure, supported by financial and non-financial incentives.

In addition, our existing loan facility is linked to the achievement of our near-term science-based emission reduction targets and circularity goals.

Our ESG performance is recognised through inclusion in the FTSE4Good Index series and independent assessments by leading ESG rating organisations, including MSCI, S&P and ISS ESG.

ISS ESG is the provider of the ISS ESG Corporate Rating and the use of the ISS ESG Prime badge does not constitute an endorsement, recommendation or investment advice. FTSE Russell (the trading name of FTSE International Limited and Frank Russell Company) confirms that Watches of Switzerland Group PLC has been independently assessed according to the FTSE4Good criteria, and has satisfied the requirements to become a constituent of the FTSE4Good Index Series. Created by the global index provider FTSE Russell, the FTSE4Good Index Series is designed to measure the performance of companies demonstrating strong Environmental, Social and Governance (ESG) practices. The FTSE4Good indices are used by a wide variety of market participants to create and assess responsible investment funds and other products.

ESG GOVERNANCE

The Group operates an ESG Governance framework to ensure the business takes a long-term perspective, engages with a broad group of stakeholders, considers impacts beyond traditional financial performance, collaborates cross-functionally and remains focused on delivering material environmental and social priorities, including our transition to net-zero emissions by 2050.

With the regulatory landscape continuing to rapidly evolve, in FY26 we further strengthened our ESG governance as part of a wider programme to enhance the Group's Governance, Risk and Compliance framework. This work has resulted in an improved approach to how we identify, monitor, escalate and manage sustainability-related risks and has strengthened the alignment between our material ESG topics, principal risks, and strategic objectives. This work also supports the integration of sustainability-related risks and opportunities into governance, strategy, risk management, and metrics and targets and we continue to evolve our processes to enhance the consistency, comparability, and decision-usefulness of our disclosures for investors and other stakeholders.

APPROACH

Inspired by our Value to 'do the right thing, always', we operate a responsible and ethical business by aspiring to best practice and understanding stakeholder expectations, then making sure we reflect this in our decision-making processes.

Our approach is built on three core governance pillars of People, Planet and Product. Board oversight is supported by our ESG Committee, to ensure ESG related priorities remain aligned with the Group's wider business strategy, brand values and long-term objectives.

Executive-level accountability occurs through our ESG Steering Group, while operational integration is driven by our Trading Board and delivered through dedicated working groups, comprising senior leaders who each represent key business functions.

Through defined responsibilities, regular reporting and cross-level functional collaboration, our ESG governance framework ensures risks and opportunities are identified, managed and aligned with the Group's long-term strategy, regulatory obligations and stakeholder expectations.

We regularly gauge our performance internally through key performance indicators and peer benchmarking, and externally through ESG rating agencies, such as MSCI and ISS ESG. We also participate in recognised reporting frameworks such as the CDP questionnaire on climate change.

FRAMEWORKS

The Group's business strategy is aligned with the UNSDGs and we support the principles of the UN Global Compact, which aims to prioritise and mobilise efforts to drive business action to achieve these goals by 2030.

We remain members of the UK Government's All-Party Corporate Responsibility Group, facilitated by Business in the Community, and the British Retail Consortium, who provide regulatory guidance and represent our sector's interests in policy discussions.

TAX MATTERS

As part of our commitment to good governance, transparency and responsible business practices, we are proud to hold the Fair Tax Mark certification, which demonstrates that we pay the right amount of tax in the right place, at the right time and that we openly communicate our tax affairs with the relevant authorities.

MATERIALITY ASSESSMENT

With hundreds of ESG indicators potentially impacting our business, we prioritise the issues that matter most to our stakeholders and long-term success by means of a materiality assessment.

We conducted our first materiality assessment in FY24, identifying 19 material ESG topics through comprehensive stakeholder engagement, an internal risk and impact analysis, and peer and regulatory benchmarking. The outcomes of our initial assessment were reviewed in FY25 and with all identified issues remaining relevant, no updates were made.

In FY26, we sought to evolve our approach towards a more consistent, comparable, and decision-useful governance framework by considering ESG issues as part of our Group-wide risk analysis, and integrating key priorities into our controls framework, including links to Group activities under Provision 29 of the UK Corporate Governance Code 2024.

This work included mapping material ESG topics against the Group's principal and emerging risks, as well as to key strategic priorities and business objectives. This alignment included merging or deprioritising certain issues, resulting in a strengthened ESG and enterprise risk management process as well as improved oversight by Senior Management and the Board – ensuring material ESG issues are embedded within core decision-making processes and are subject to more consistent governance, controls and monitoring.

To enhance the clarity of our disclosures, from these material topics, we have prioritised six ESG areas for our external reporting which have been reviewed by key stakeholders, including our ESG Steering Group and approved by the ESG Committee in February 2026.

These six topics reflect the areas of greatest strategic importance and potential impact on our long-term success. Each priority area is aligned to our principal risks, strategic objectives, and performance indicators. See 'Key ESG Priorities' table on next page.

ESG GOVERNANCE

The Group is committed to high standards of environmental and social governance and our Board Governance Structure can be found on page 159 and page 110 of our TCFD disclosure.

The Board has overall responsibility for oversight of ESG-related risks and opportunities and is supported by the dedicated ESG Committee, chaired by Baroness (Rosa) Monckton MBE, Non-Executive Director.

Our ESG Committee meets a minimum of three times a year, plus, where appropriate, additional meetings are held dedicated to training and awareness. The Committee plays an active role in the development and delivery of the Group's ESG Strategy by considering best practice, ratifying key decisions, and providing accountability against KPIs in relation to our three Sustainability Pillars of People, Planet and Product.

The ESG Committee is supported by an ESG Steering Group, which is comprised of members of Senior Management, each with formal operational responsibility for the management of environmental, social and governance issues. The ESG Steering Group is chaired by our CFO, Anders Romberg, and driven by our experienced Head of Sustainability and ESG, Kesah Trowell.

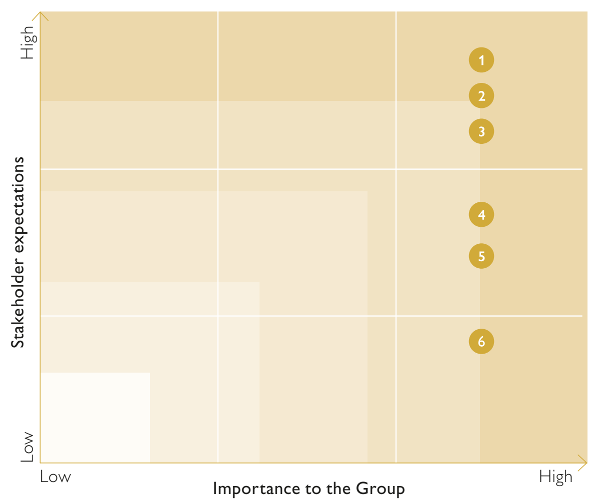
The ESG Steering Group aims to meet monthly and exists primarily to help mitigate risk, and to oversee the development of a progressive ESG Strategy and ensure its successful delivery across the Group.

MAPPING OF FY25 MATERIAL ESG RISKS

FY25	Material issue	Principle risk	Reason for change to ESG materiality	FY26 ESG priority	FY26
1	**Brand and Reputation**	Business Strategy Execution and Development	Broad category considered across all ESG impacts and managed through risk and material controls framework	–	–
2	**Data Protection & Cyber Security**	Data Protection and Cyber Security	Remains a key business priority and managed through risk and material controls framework	Data Protection and Cyber Security	2
3	**Colleague Engagement**	Colleague Talent and Capability	A broad people issue considered across all ESG impacts and managed through risk and material controls framework	Learning and Development	6
4	**Anti-Bribery Corruption & Fraud**	Regulatory and Compliance	Supported through ESG Governance structure and managed through risk and material controls framework	Regulatory and Compliance	3
5	**Anti-Money Laundering**	Regulatory and Compliance	Supported through ESG Governance structure and managed through risk and material controls framework	Regulatory and Compliance	3
6	**Health, Safety and Wellbeing**	Colleague Talent and Capability	Managed through risk and material controls framework, with ESG focus on holistic colleague awareness and compliance training	Learning and Development	6
7	**Climate Action**	Climate Change	To manage environmental impacts and support decarbonisation goals and compliance, a holistic approach is required	Climate Transition	5
8	**Circularity (Repairs/Pre-owned)**	Business Strategy Execution and Development	Keeping products in circulation is a key strategic opportunity, managed through our business strategy. ESG focus extended to include more lower-carbon products	Lower-Carbon Products	4
9	**Training & Education**	Colleague Talent and Capability	Training is a key enabler to achieving sustainability goals and is managed through our risk and material controls framework. Focus on holistic colleague awareness and compliance training	Learning and Development	6
10	**Energy Management**	Climate Change	Managing energy in isolation risks missing opportunities to reduce the overall footprint through coordinated actions	Climate Transition	5
11	**Supply Chain Engagement**	Key Suppliers and Supply Chain	Holistic approach to support traceability, quality and continuity of supply, while mitigating reputational, legal and operational risks and meeting stakeholder expectations	Supply Chain Transparency	1
12	**Sustainable Procurement**	Key Suppliers and Supply Chain	Holistic approach to support traceability, quality and continuity of supply, while mitigating reputational, legal and operational risks and meeting stakeholder expectations	Supply Chain Transparency	1
13	**Biodiversity & Nature**	Climate Change	To manage environmental impacts and support decarbonisation goals and compliance, a holistic approach is required	Climate Transition	5
14	**Social Impact**	Business Strategy Execution and Development	A positive social impact protects the Group's 'licence to operate' and reputation and is considered across all ESG impacts	–	–
15	**Diversity & Inclusion**	Colleague Talent and Capability	Attracting diverse talent and respecting and protecting cultural heritage in line with human rights principles is a business priority. ESG focus on colleague awareness and training to support human rights compliance	Learning and Development	6
16/17	**Transparency and Reporting/Traceability of Raw Materials**	Key Suppliers and Supply Chain	Holistic approach to support traceability, quality and continuity of supply, while mitigating reputational, legal and operational risks and meeting stakeholder expectations	Supply Chain Transparency	1
18	**Whistleblowing & Grievance Procedures**	Regulatory and Compliance	Clear escalation processes for any ESG issues arising through the Group's established whistleblowing and grievance processes	Regulatory and Compliance	3
19	**Packaging**	Business Strategy Execution and Development	Transition to fully sustainable packaging practices in progress to meet regulatory requirements and align with stakeholder expectations	Lower-Carbon Products	4

KEY ESG PRIORITIES

FY26	Material issue	More information
1	**Supply Chain Transparency**	Page 127
2	**Data Protection and Cyber Security**	Page 137
3	**Regulatory and Compliance**	Page 136
4	**Lower-Carbon Products**	Page 128
5	**Climate Action**	Page 101
6	**Learning and Development**	Page 91



SUSTAINABILITY GOALS

Guided by our purpose and values to 'do the right thing, always', we operate a responsible and ethical business by aspiring to best practice and understanding stakeholder expectations, then making sure this is reflected in our business decisions. Through collaboration across our industry and engagement with key stakeholders, we aim to promote sustainability at every stage of our operations and value chain.

COLLEAGUES

FY26

We are committed to building a high performance, motivated and inclusive culture where colleagues can thrive. Our sustainability strategy is directly linked to our Purpose, helping us to translate environmental and social goals into meaningful action.

During the year we engaged colleagues through a variety of channels and activities, including our intranet, regular town hall meetings, subject matter expert panel briefings, workshops, working groups, surveys, events and community fundraising activities.

During the year we provided training to support ESG compliance and create visible opportunities for colleagues to contribute ideas and actions. Our colleague ESG bonus underpin is linked to achieving ESG goals.

More information on colleague engagement is reported on page 77.

Future Plans

- Conduct a Group-wide colleague engagement survey
- Build on role-specific training and action plans, with a company-wide colleague engagement programme, to support climate transition planning and changes in legislation
- Engage key colleagues with our Modern Slavery Escalation Process and evolve training

CLIENTS

FY26

As sustainability, ethical sourcing and transparency become increasingly important in client purchasing decisions, we are committed to reassuring clients the products they buy from us are responsibly and ethically sourced and manufactured.

We help clients reduce their environmental impact by promoting lower-carbon product options, such as lab-grown diamonds, pre-owned watches and jewellery, and by offering repairs, servicing and designer jewellery refurbishment. We also highlight innovations in circular design and materials through our sales channels.

During the year, selected clients were consulted during a review of our materiality assessment, we enhanced our training modules for client-facing colleagues to improve client engagement with our ESG standards and product knowledge, and featured recycling information on our new packaging range to help clients minimise end-of-life impacts. We consulted, with a number of colleagues, to gain a better understanding of client expectations when it comes to sustainability.

More information on client engagement is reported on page 78.

Future Plans

- Continue to offer clients products that represent individual values
- Improve insights into client product preferences

BRAND PARTNERS AND OTHER SUPPLIERS

FY26

Collaboration with product and service suppliers, including landlords and logistics providers, is key to achieving our sustainability goals and ensuring robust traceability mechanisms, reducing emissions and protecting nature and biodiversity.

Our onboarding process includes collecting and analysing key ESG data, and all suppliers must acknowledge our Supplier Sustainability Standards.

We partner with third-party experts, such as Slave-Free Alliance who support our approach to upholding human rights.

Suppliers are encouraged to align with relevant, well-recognised sustainability standards and certifications, and we participate in industry events and multi-stakeholder initiatives.

We continue to partner with the non-profit Académie Horlogère Des Créateurs Indépendants to help preserve traditional watchmaking, support talented watchmakers and promote quality, innovation and creativity.

During the year, we updated our Supplier Operating Manual for product suppliers to include evolving industry guidance in relation to issues including green claims and lab-grown diamonds.

More information on brand partners and other suppliers engagement is reported on page 78.

Future Plans

- Engage UK product suppliers with our revised UK Supplier Operating Manual and review and update our US version
- Continue to engage through the Responsible Jewellery Council Standards Committee and with the National Association of Jewellers and Jewelers Vigilance Committee

INVESTORS

FY26

We are committed to strengthening investor confidence in our ability to protect our reputation, build brand trust and grow a more valuable business over the long term. We engage with investors, analysts and ESG rating agencies to provide balanced insight into our strategy, governance, sustainability priorities and operational performance.

During the year, we continued to improve transparency and support comparability by responding to the CDP questionnaire on climate change, as well as maintaining strong ESG rating scores from leading providers.

Regular gap analysis and feedback gathered through these processes help identify and inform our material priorities while strengthening our approach to risk management and meeting evolving expectations.

More information on investors is reported on page 79.

Future Plans

- Continue to with engage investor groups and improve our disclosures, through regular benchmarking and gap analysis
- Align our sustainability reporting with best practice frameworks and prepare for UK SRS 1 and 2 reporting requirements

Supplier Engagement Leader

CDP

2025

COMMUNITIES

FY26

We are committed to being a responsible corporate citizen and building a meaningful and lasting positive social impact within the communities we operate in.

As a local employer, we support the long-term prosperity of local high streets and communities and participate in local forums, such as the New West End Company, a not-for-profit organisation focused on driving growth, safety, and investment in key London shopping streets, including the locations of flagship showrooms in Regent Street, and Old Bond Street.

Through our business and The Watches of Switzerland Group Foundation, we enjoy long-standing partnerships with a number of charities including Habitat for Humanity in the US, and Crisis and The Trussell Trust in the UK, as well as The King's Trust in both the US and UK.

During the year, we continued to support good causes and community initiatives aligned to our values and alleviating the impact of poverty, donating £1.5 million in financial support, and encouraging colleague participation in a variety of fundraising and volunteering activities.

More information on communities is reported on page 79.

Future Plans

- Ongoing engagement with local communities to better understand local needs, strengthen trust in our brand and ensure we continue to make a positive contribution in the areas where we live and work
- Continued social impact through our charity partnerships

> "70% of retail colleagues told us clients are willing to spend more on products with a strong sustainability story."

OUR PEOPLE

Our colleagues are at the heart of our success. Their expertise, passion and client focus continue to define our reputation as the market leader in luxury watch and jewellery retail. We remain committed to creating a workplace where every colleague can join, grow and stay with our Group, supported by a culture that is high-performing, inclusive and values-driven.

OUR COMMITMENT TO CULTURE IS UNDERPINNED BY OUR PURPOSE AND FOUR CORE VALUES:

- WE EARN TRUST & CONFIDENCE
- WE TREAT EVERYONE WITH RESPECT
- WE CARE FOR OUR COMMUNITIES
- WE DO THE RIGHT THING, ALWAYS

These values guide behaviours, strengthen decision-making and form the foundation of our culture.

Colleagues report high levels of meaning, pride and motivation, and the results of our most recent Colleague Engagement Survey confirms that 80% of colleagues are proud to work for us and 74% of colleagues feel that they make a difference. Our most recent inclusion score of 77% demonstrates our strong foundations.

During this period, we have focused on implementing the actions as a result of our most recent Colleague Engagement Survey, supported by smaller 'pulse' surveys in departments. We were pleased to be recognised in the Great Place To Work® index in the UK Large Employer category in 2025. This accolade demonstrates our commitment to create a positive colleague experience and an enjoyable working environment. We will undertake our next Group-wide Colleague Engagement Survey in Autumn 2026 and the results will be published at a later date.

We continue to integrate colleagues from previously acquired businesses and this year, 63 Deutsch & Deutsch colleagues have been welcomed into our Group.

GOALS AND STRATEGIES

GOAL

– To give colleagues every reason to join, grow and stay with our Group

STRATEGIES

- LEVERAGE OUR UNIQUE CULTURE
- BUILD AN ORGANISATION FIT FOR THE FUTURE
- ATTRACT AND RETAIN TALENT

FY26 PERFORMANCE

52%	OF SHOWROOMS WITH AT LEAST ONE FEMALE IN LEADERSHIP (2025: 50%)
41%	COLLEAGUES FROM MINORITY ETHNIC BACKGROUNDS (2025: 38%)
26,562	GLOBAL TRAINING HOURS
52%	INCREASE IN VOLUNTEERING HOURS TO 1,726 HOURS (2025: 1,133 HOURS)
20%	GROUP ATTRITION (2025: 20%)

WE ARE BUILDING A MERITOCRACY DEMONSTRATED BY

INCLUSION
77% inclusivity score

GENDER BALANCE
Leadership teams are gender balanced

REPRESENTATION
Leadership teams are representative of the local community

DIVERSITY AND INCLUSION PILLARS

CARE
Leaders visibly champion D&I

RESPECT
Strengthen our inclusive culture

HARNESS
The power of brands and our communities

EQUIP
End-to-end policy and process alignment

For the third year, we are proud to have been listed as a top ten employer in the Women Leaders FTSE 250 index.

We champion meritocracy and representation across all markets. Our Employee Resource Groups – Cultural Awareness, Gender, LGBTQ+ and Wellbeing & Disability – continue to deliver impactful campaigns across Pride, Black History Month, Diwali and employee representation and more. This year, the chairs and sponsors of our representative groups met to discuss and build our diversity, inclusion and equal opportunities strategy for the next three years which will be published at a later date.

Our 'In Conversation With' series expanded global dialogue on topics such as financial wellbeing, female leadership, cyber security and strengthening inclusion across the Group.

External accreditations this year include: rated '1' by ISS ESG Social QualityScore, ranked #8 by FTSE Women Leaders Review and maintained GOLD status in the annual Inclusion review.

TALENT, CAREERS & LEADERSHIP DEVELOPMENT

We continue to invest significantly in talent attraction, development and progression across all regions. Our talent processes ensure robust leadership pipelines across retail and support functions.

Highlights:

- 75% completion of UK retail performance reviews
- 30,500 colleague recognitions through VibE platform
- 53% of all new hires in the UK were female

In support of our ongoing commitment to Xenia, we have rolled out 518 hours of enhanced client experience training to 32 Rolex showrooms in the UK.

Career pathways have been strengthened through a new channel available to colleagues internally which brings together career, training, vacancies and competencies. Our 'Brilliant Careers' communications platform showcases diverse colleague journeys, inspiring growth and career progression and mobility.

Early careers investment includes increasing UK apprenticeships for 15 colleagues, three new apprenticeship pathways and continued expansion of US watchmaker apprenticeships.

Leadership development continues to evolve and we narrowed our focus this year to Xenia Client Experience Programmes, US management induction, UK management principles training and over 11,306 hours of brand and product training across 41 luxury brands.

We have developed a Roberto Coin e-learning app for our US business showcasing the rich history of the brand and its extensive range. This was launched in May 2026.

We offer a competitive global reward package covering financial, mental and physical wellbeing. Benefits include commission and bonus schemes, health and wellbeing programmes, sharesave schemes, pension contributions and enhanced support across regions.

Significant enhancements and focus areas in the last year include integrating US colleagues from Roberto Coin into the US benefit plans and renewing private health insurance cover for all US colleagues.In the UK, the 'top seller' commission structure was expanded further and achieved 96% retention, and the mean gender pay gap improved from 16% to 15%. We were pleased to pay maximum annual bonus to colleagues across our retail and support operations in both the US and UK this year.

ORGANISATION, COMMUNICATIONS AND COMMUNITY

Our organisational development strategy strengthens leadership, operational clarity and acquisition integration across the US and UK.

We have prioritised investment in IT, ecommerce, data and analytics and AI and we also have invested in retail capability in both regions.

In addition, we have hired significant leadership positions in the US including a new President of North America, new VP Marketing and new VP Finance. In the UK, we have hired a new UK Retail Director.

We continue to integrate Roberto Coin Inc., the Hodinkee business and the newly acquired majority stake in Deutsch & Deutsch, with a focus on preserving culture, strengthening retention and improving cross-functional collaboration.

Communication improvements include the utilisation of CONNECT, increased town halls, anonymous feedback channels and an enhanced internal communications strategy. In addition, Baroness (Rosa) Monckton MBE hosted skip level meetings with colleagues in each region this year and discussed key engagement themes such as recognition, feedback and culture.

We prioritised colleague relations during the recent showroom rationalisation, ensuring 47% redeployment of affected UK retail colleagues.

HEALTH & SAFETY AND WELLBEING

We are committed to maintaining safety standards that comply with legislation and enable colleagues to be confident that their workplace is safe. Our Health & Safety Policy applies to all business activities and premises to ensure the health, safety and welfare of our colleagues, clients and visitors. A Health & Safety Committee comprising senior leaders from our US and UK operations meets regularly and a rolling review and audit programme is in place. A formal mechanism for reporting accidents is in place and we work closely with a third-party provider. Areas completed in FY26 are noted below.

- Annual retail raid training delivered in selected locations and in partnership with our security partners
- Low colleague accident rate of 5.3 accidents per 200,000 hours globally including near misses
- Low sickness absence of <2.4% in the UK
- Our EAP in both regions provides access to mental health services and the UK has enhanced access to counselling services
- 91% of colleagues agree that this is a physically safe place to work in the most recent Great Place To Work® survey


THE

OUR COMMUNITY

The Foundation brings most of the Group's charitable activities under one umbrella. Since 2021, the Group has donated a total of £10.0 million to charitable causes, supporting three pillars: the prevention or relief of poverty; the advancement of education; and the relief of those in need by reason of youth, age, ill-health, disability, financial hardship or other disadvantage.

Of the £10.0 million donated by the Group to charitable causes since 2021, £9.3 million was contributed to The Watches of Switzerland Group Foundation ('The Foundation'). In turn, The Foundation has so far donated a total of £7.4 million to charity partners. In FY26, £1.2 million was donated to UK partners and $0.8 million was donated to US partners.

These donations include sponsorship of key events with The King's Trust such as Enterprise Challenge in the US and the UK, the Palace to Palace cycling event, and the Group was headline sponsor of the Change a Girl's Life campaign for a second consecutive year. In addition, colleagues have increased volunteering hours by 52% by spending time supporting food banks, Crisis and Habitat for Humanity, amongst others. In FY27, we will launch our new Foundation website which will bring the impact of The Foundation to life in more detail.

THE WATCHES OF SWITZERLAND GROUP

FOUNDATION

Helping our communities

Further details can be found on thewosgroup.com.

	FY26	2021 to date
Amount donated by Group to charitable causes	£1.5m	£10.0m
Donations from The Foundation to charities	£1.8m	£7.4m
Number of people helped	89,569	294,640
Volunteering hours	1,726	4,423
Other Group donations (including payroll giving and employer matching)	£17,723	£392,141

UK STRATEGIC PARTNERS

- The King's Trust
- Local food banks and Trussell Trust
- Fuel Bank Foundation
- Crisis

US STRATEGIC PARTNERS

- The King's Trust
- Habitat for Humanity
- Feeding South Florida
- New York and Las Vegas food banks

651,000

MEALS PROVIDED IN FY26

THE FOUNDATION – TRUSTEES OF THE BOARD

The Trustees meet at least quarterly and have committed to an engagement calendar with our strategic partners for FY27 which includes inspirational sessions and judging panels.

Brian Duffy
Watches of Switzerland Group CEO, Chair of The Foundation

Ruth Benford
Watches of Switzerland Group Executive Director of Marketing

David Gandy
Model and fashion expert

John Hannah
BAFTA-nominated actor

Terence Parris
Sports, brands and diversity expert

Johnathan Joseph
(also known as DJ Spoony)
DJ and radio presenter


GOLDSMITHS
LAB GROWN DIAMONDS

OUR PLANET

We strive to operate to the highest levels of environmental stewardship, while safeguarding against climate-related risk and supporting a more circular economy, through our after-sales and servicing and pre-owned businesses.

To support our transition to a low-carbon future, in FY26 our long-term net-zero targets were validated by the Science-based Targets Initiative (SBTi) and we are beginning to see the benefits from our investments into improving energy efficiency.

GOAL AND STRATEGIES

We continue to work with stakeholders to develop a climate transition plan that integrates decarbonisation across our operations and supply chain. This work includes prioritising energy efficiency, improving data quality and engaging with suppliers to reduce value chain emissions.

GOALS

– Achieve net-zero emissions by 2050
– Build climate resilience
– Preserve natural resources

STRATEGIES

WE PROTECT OUR PLANET

By working with our industry and other stakeholders to minimise our impact on the environment

WE DO THE RIGHT THING, ALWAYS

By making the right decisions for the benefit of our colleagues, stakeholders and wider society

WE ADVOCATE FOR OUR INDUSTRY

By proactively promoting the interests and responsibilities of the luxury watch and jewellery sectors in our markets

FY26 KEY PERFORMANCE HIGHLIGHTS

– Recognised as a 2025 Low-Carbon Leader by a leading global ratings provider
– Installed our first on-site solar array – which serves as a visible reminder of our commitment to clean and reliable energy sources while cutting costs and reducing emissions

A-	SCORE FROM CDP FOR OUR RESPONSE TO THEIR QUESTIONNAIRE ON CLIMATE CHANGE
A	LEADERSHIP SCORE FROM CDP ON CLIMATE ISSUES FOLLOWING THEIR SUPPLIER ENGAGEMENT ASSESSMENT
-2%	REDUCTION IN COMBINED SCOPE 1 AND 2 LOCATION-BASED EMISSIONS

OVERVIEW

During the year we continued to understand our decarbonisation levers with the aim of strengthening our pathway to net-zero and enhancing the resilience of our Group to climate-related risks and opportunities.

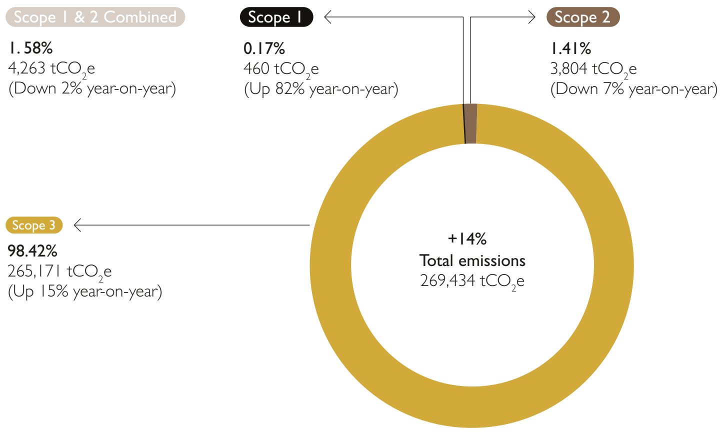
Our emissions performance reflected strong business growth, continued progress in operational emissions management and the ongoing challenge of decarbonising our value chain.

Group revenue increased by 13% year-on-year at constant currency, driven in part by 24% growth in the US market on the same basis. Against this backdrop, our total emissions increased by 14%, reflecting higher sales volumes and associated value chain activity – as well as increases in emissions factors within key categories such as Purchased Goods and Services, which remained the overwhelmingly dominant source of our emissions.

Our absolute Scope 3 emissions increased by 15% year-on-year and we recognise deep cuts will be required to achieve our near-term science-based targets. See more information on the following page.

Our operational emissions performance was more positive, with our combined Scope 1 and Scope 2 emissions reducing by 2% year-on-year. Scope 1 emissions, however, increased by 82%, largely due to showroom upgrades. Tracking these emissions is a key area of focus for us in FY27, despite accounting for just 0.17% of our Group carbon footprint.

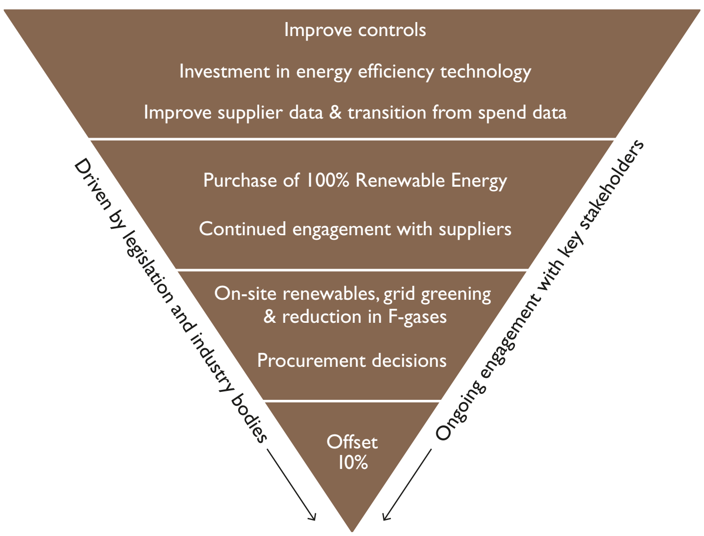
HEADLINE PERFORMANCE



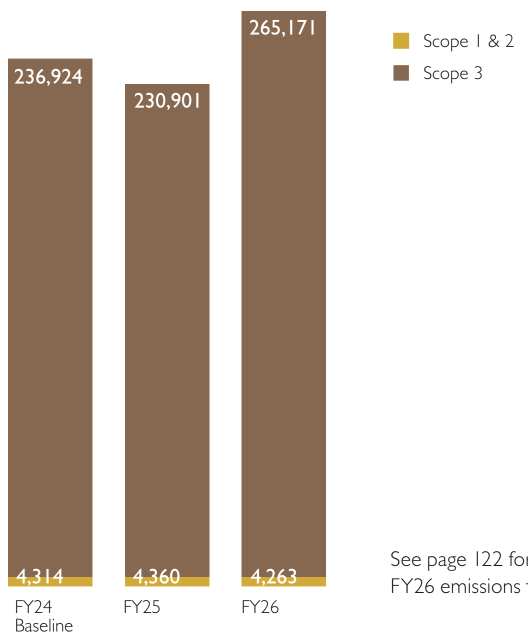
- Scope 1 emissions represent less than 0.2% of our total Group footprint
- Scope 2 emissions represent 1.4% of our Group footprint
- Our primary focus remains on managing and reducing Scope 3 emissions which represent 98.4% of our total carbon footprint

NET-ZERO PATHWAY HIERARCHY

Our net-zero pathway hierarchy shows how we are targeting true reductions in impacts, primarily emissions resulting from 'Purchased Goods and Services', as well as energy consumption, which is a major contributor to emissions from our direct operations.



GROUP EMISSIONS tCO_2e



See page 122 for our FY26 emissions table

CLIMATE ACTION

Engagement with SBTi during the net-zero verification process resulted in a change of Baseline Year from FY20 to FY24. This change aligns with updated SBTi guidance and allows us to measure performance relative to the scale of our current operations and gauge future performance against a higher quality dataset.

Our Scope 1 and Scope 2 emissions targets have been disaggregated to improve transparency, accountability and alignment with distinct decarbonisation pathways, with a market-based Scope 2 target to support significant reductions in energy-related emissions. Pre-owned products are now classified as zero emissions, reflecting new updates in product classification and further incentivising our circularity strategy.

OVERALL NET-ZERO TARGET:

The Group is committed to achieving net-zero greenhouse gas (GHG) emissions across the value chain by 2050.

NEAR-TERM TARGETS:

– Reduce absolute Scope 1 GHG emissions 42% by FY30 from a FY24 base year
– Source 100% renewable electricity through to 2030
– Reduce absolute Scope 3 GHG emissions 42% by FY30 from a FY24 base year

LONG-TERM TARGETS:

– Reduce absolute Scope 1 GHG emissions 90%* by 2050 from a FY24 base year
– Source 100% renewable electricity through to 2050
– Reduce absolute Scope 3 GHG emissions 90%* by 2050 from a FY24 base year

* We will aim to offset the residual 10% of emissions through permanent removal and storage of carbon.

SCENARIO ANALYSIS

During the year, we refreshed and updated our Climate Scenario Analysis (CSA) across all Group locations to reflect updated market, policy and technology assumptions and further strengthened our emissions measurement methodologies and internal controls.

We also continued to engage relevant stakeholders through workshops and one-to-one interviews to identify emerging climate-related transition risks and opportunities.

SCOPE 1 AND 2 EMISSIONS

Within our own operations, Scope 1 and 2 emissions reduced by 97 tCO_2e overall.

Scope 1 emissions increased by 208 tCO_2e which was primarily driven by refrigerants use due to estate change activity and this is a key area of focus for us in FY27.

Scope 2 emissions decreased by 305 tCO_2e demonstrating continued progress through energy sourcing and efficiency initiatives.

SCOPE 3 EMISSIONS

Our reported increase in emissions should be considered in the context of market-driven price movements. Where spend-based factors are used to calculate Scope 3 emissions, the cost of tariffs and rising precious metal prices associated with premium products can result in higher reported emissions. Consequently, we may report higher emissions for lower volume high-value product sales, compared with larger volumes of lower-value products – even where the underlying physical emissions associated with those products are not directly reflected by the spend-based methodology.

Purchased Goods and Services (Category 1) contributed 231,897 tCO_2e, representing 87% of Scope 3 emissions and 86% our total Group footprint. As a result, supply chain decarbonisation and transparency are the most important levers in achieving our science-based emissions reductions targets.

During the period we continued to strengthen the quality and coverage of our supplier emissions' data – increasing our use of primary data where available to improve the accuracy and representativeness of our emissions. However, our emissions profile remains highly concentrated, with an absence of primary data for two of our highest spend suppliers having a significant impact on our emissions. Where primary emissions data is not currently available, emissions are estimated using spend-based methodologies aligned to recognised accounting standards. In FY26, applicable spend-based emissions factors increased by 19%, which also contributed to higher Category 1 emissions. This emissions factor adjustment, combined with strong sales resulted in the steep year-on-year increase in our Scope 3 emissions.

While the above factors affected our reported emissions performance in FY26, they also provide greater visibility into our value chain and support more targeted supplier engagement. Expanding primary data coverage, strengthening supplier collaboration and the introduction of emissions estimation methodologies in line with the GHG Reporting Protocol in FY27 should improve the accuracy of our reporting and support progress towards achieving our science-based targets.

In addition, continued business growth and an increase in emissions factors for various commodities led to an overall increase in capital goods expenditure, resulting in an annual 4% increase in Category 2 emissions.

As well as improved controls and supplier engagement, we anticipate ongoing regulatory developments and the continued maturation of sustainability reporting frameworks will support greater consistency and transparency across our supplier base.

The table on page 122 provides a detailed breakdown of our Scope 1, 2 and 3 GHG emissions by activity, calculated with reference to the GHG Protocol.

ENVIRONMENTAL IMPACTS AND PERFORMANCE

Activity	Impacts	Commitment and action
Energy Management	Direct energy use accounts for the majority of Scope 2 emissions, while energy price volatility can increase operating costs. Our retail estate uses the most energy, where lighting, heating, ventilation, air conditioning, and payment and security systems are essential to product presentation, client experience and asset protection.	We are committed to using energy in an efficient, cost-effective and responsible way throughout our estate. Our energy management system includes improving data collection and use, and implementing energy efficient technologies such as LED lighting and motion sensors to reduce energy waste. We are also gaining real-time insights through smart metering and EnOS™ platforms to enhance billing accuracy and performance, and identify opportunities to generate energy onsite. Our efforts to conserve energy and reduce GHG emissions are continually reviewed and supported by colleague awareness initiatives and targeted training.
Refrigerants Use	Refrigerant use was the primary driver of the 82% increase in Scope 1 emissions during the year. While Scope 1 emissions represent less than 0.2% of the Group's total carbon footprint, effective management remains important as refrigerants can have a high global warming potential and even small leaks can result in disproportionately large emissions.	We are committed to the safe, environmentally responsible and legally compliant management of refrigerants used in our heating, ventilation and air conditioning (HVAC) systems. We invest in lower-GWP (Global Warming Potential) systems across all new sites and regularly service HVAC systems in line with manufacturers' specifications. We regulate HVAC temperatures and use R32 refrigerant gas, while maintaining R410 in existing equipment. We proactively manage recharging and review reactive repairs case by case, upgrading our equipment where it makes business sense.
Facilities Management	Effective property management and strong relationships with landlords are fundamental to the smooth running of our properties and achieving environmental goals.	When searching for new premises and negotiating leases, we prefer properties with green building certifications, which demonstrate a landlord's commitment to environmental performance, including energy efficiency, water use and the sustainability of raw materials. Our in-house facilities management teams proactively engage landlords to ensure properties are well maintained. They also ensure negative environmental impacts such as HVAC leaks, waste management, disruptions to water supplies or irregular energy use, are mitigated and managed. All sites are subject to regular, internal and independent assessments to ensure conformance with all relevant national and international laws, and our own health, safety and environmental standards.
Water	As a retailer, our direct water use is relatively low with an estimated 175,000m³ consumed across our Group. Potential impacts include rising water costs, inability to trade due to supply disruptions and regulatory penalties. Over the longer term (>10 years), risk of water stress resulting from extreme heat in some US sites has been identified. Water security poses a significant risk in our supply chain, where refining metals and polishing gemstones are water intensive.	We are committed to reducing water use, managing local water risk and improving water stewardship across our operations and supply chain. We seek to reduce water use wherever possible and leverage available water meter data to identify sites with excessive water use and resolve issues, such as leaks. To date, we have not yet aggregated and reported water use for all sites, due to poor data quality in some locations, for example, where water supply is billed directly to a landlord. All suppliers are required to address the prevention, mitigation and control of serious environmental and health impacts resulting from their operations in relation to water use. They are also expected to assess exposure to water risks, monitor consumption, minimise waste and conduct wastewater quality testing and/or monitoring as required by local law.
Waste Management	We generate comparatively low waste volumes in our operations, accounting for less than 1% of Scope 3 emissions. However, ineffective waste management systems can expose us to regulatory and reputational risks, environmental harm and increased costs through waste collection, recycling and landfill charges.	We are committed to the responsible collection, transportation, monitoring, disposal and recycling of waste, and have waste management arrangements in place with landlords and certified waste management companies at all sites. Where specific site data is unavailable, such as shared waste management facilities, we continue to record waste volumes on-site, supported by waste management awareness training. In addition to minimising waste and promoting circularity, we are working to more accurately quantify our waste volumes to gain a better understanding of the types of materials recycled and resources diverted from landfill.

Metrics and targets	FY26 developments	FY26 performance	FY27 actions
– Reduce energy intensity year-on-year on a like for like basis – Source 100% renewable energy, backed by guarantees of origin across our Group	– Rolled out EnOS™ to 45 UK sites – Compliance with Phase 3 of the UK Energy Savings Opportunity Scheme (ESOS) – First solar array installed in February 2026 generating energy on-site at our Carlton Park Support Centre (See page 106 and 107)	– Total KWh across the Group reduced by over 6% year-on-year, with a 10% increase in the US, largely due to the opening of three Roberto Coin showrooms and our acquisition of four Deutsch & Deutsch showrooms – Sourced 100% renewable energy, backed by guarantees of origin, across our Group	– Complete roll-out of EnOS™ system across 11 US sites – Continue to source 100% renewable energy – Consider wider roll-out of EnOS™ across the Group
– Reduction in fluorinated gases (F-gases) to align with net-zero by 2050	– Continued investment in low-GWP HVAC systems in new and refurbished showrooms – Introduced EnOS™ in highest energy-consuming sites to monitor HVAC use at an asset level	– 82% increase related to refrigerant emissions reflecting estate change activity, including site/showroom refurbishments, showroom closures and strip-out works, as well as a refrigerant leak and recharge event. Emissions were also influenced by legacy equipment using higher-GWP R410A refrigerant	– Formalise Refrigerant Management Policy – Schedule investment in replacement of low-GWP HVAC systems by 2050
– All sites reviewed for exposure to extreme weather events and appropriate contingency plans in place until lease expiry – Engage landlords with green building certifications and standards	– Updated UK internal Health, Safety and Environment Policy	– 100% sites reviewed for exposure to extreme weather events – 81% of landlords report holding green building certifications	– Formalise Showroom Fit Out and Refurbishment Policy – Update US internal Health, Safety and Environment Policy
– Measure freshwater intensity across all sites by 2030 and monitor usage – Improve transparency and reporting	– Identified UK sites with poor water data availability – Assessed all Group sites against the physical risk of water stress over the short, medium and long term	– Identified suitable Automated Meter Reading (AMR) technology to monitor water use, improve data accuracy and performance – Identified a risk of water stress in some US sites – No incidents of non-compliance with water quality or quantity permits, standards or regulations reported	– Install AMR technology into 51 UK locations, monitor and report use – Understand impact on US sites from water stress – Continued supply chain engagement on water use
– Zero waste to landfill across our Group by 2030 – Report waste streams where data is available	– Continued engagement with landlords and waste management companies – Visited Heathrow Airport recycling facility to understand waste management practices within shared facilities	– Improved waste management practices resulted in a 44% decrease in waste tonnage – 1% of Group waste was diverted to landfill	– Ongoing engagement with landlords and waste management companies to more accurately record and monitor waste streams and volumes

ENVIRONMENTAL IMPACTS AND PERFORMANCE

Activity	Impacts	Commitment and action
Hazardous Waste	A small amount of hazardous waste, such as chemicals, metal residues and cleaning agents is generated in our silver workshop and repair centres. The overall volume of WEEE we handle is very low and is predominantly old office technology due to the mechanical nature of the majority of watches we sell.	We comply with all applicable national and international environmental laws and regulations, including the collection, treatment and disposal of hazardous waste. We enable and encourage WEEE recycling and in the US, we recycle all electronics to the standards of the Environmental Protection Agency (EPA), Occupational Safety and Health Administration (OSHA), and federal and state laws. We also partner with licensed contractors who operate an infrastructure of ISO 9001, ISO 14001 and OSHAs accredited hazardous waste treatment sites.
Air Pollution	Our direct operations produce minimal air pollution, with our biggest impact from transport and our wider supply chain.	We monitor and report relevant emissions such as refrigerant leaks (HFCs) and transport-related air pollutants where applicable, in line with regulatory requirements. Fine metal particles are filtered at source and collected for recycling within our silver workshop.
Packaging	Packaging (together with batteries and leather) accounts for just 0.011% of Scope 3 'End-of-Life' emissions yet is a highly visible part of our brand identity – and subject to reputational and legislative impacts if not produced to a high standard in an environmentally sustainable way. It is used for wholesale distribution, retail shopping bags, and as own brand product presentation boxes. Many branded watch boxes are considered part of the product and retained as storage.	We are committed to introducing high-quality, sustainable packaging solutions where possible, while reducing any excess packaging to help reduce waste, conserve resources and minimise pollution. In the UK, our Goldsmiths packaging is now fully recyclable and FSC certified, with all other Group brands using recyclable materials that must be separated before disposal. In the US, we continue to work through packaging stocks and engage packaging suppliers with our sustainability standards to ensure consistency and leverage the cost benefits of scale. Our principal packaging suppliers operate to ISO 9001 and ISO 14001 quality standards, and we are fully compliant with The UK Producer Responsibility Obligations (Packaging Waste) Regulations 2007, through the registered compliance scheme.
Biodiversity and Nature	While our direct impact on nature is very low, there is a greater risk of negatively impacting natural capital within our supply chain. Identified impacts include the extraction of metals and gemstones, freshwater processing, obtaining leather for watch straps, and deforestation to provide paper and wood for packaging and store fixtures.	We are committed to protecting nature and biodiversity and continue to understand related risks and opportunities within our value chain, to ensure they are incorporated into our strategic planning, risk management and asset allocation decisions. Biodiversity and nature impacts are an important factor when procuring products and services, as well as in the design and modification of our showrooms, offices, equipment and processes. We will not tolerate any harsh or inhumane treatment of animals, and all suppliers must conform to relevant international laws and have processes in place to protect endangered species and habitats.
Transportation	Transport accounts for 3% of our Scope 3 emissions including Upstream Transport and Distribution (1.1%), Business Travel (0.7%) and Colleague Commuting (1.4%). These journeys can take place by road, rail, sea and air. Our vehicle fleet is operational in the UK only, with the exception of one lease car within our Roberto Coin Inc. business.	Within our direct operations, initiatives to reduce road and air travel include transitioning to a fully electric or alternative fuel vehicle fleet, limiting colleague air travel, and encouraging car sharing and the use of public transport wherever practical. We operate a salary sacrifice car benefit scheme in the UK, offering colleagues the option of leasing a tax-efficient low emission vehicle. In addition, our cycle to work scheme allows colleagues the opportunity of purchasing a tax efficient bicycle and accessories. Video conferencing capabilities support flexible working and digital meetings, and our Luxury Watch and Jewellery Virtual Boutique allows clients to interact with expert sales assistants and purchase products without the need to travel to showrooms. Within our supply chain, supplier partners are encouraged to continually improve the environmental efficiency of their transportation and logistics, such as committing to EV100, and have mitigations in place should severe weather impact on our ability to deliver on our clients' expectations and transport products.

Metrics and targets	FY26 developments	FY26 performance	FY27 actions
– Improve reporting of hazardous waste volumes – Donate unwanted office technology to local causes	– Old office technology was donated to local causes or salvaged and resold. No devices were sent to landfill	– Within the UK, 36 retired laptops were donated to local charities and over 400 devices were salvaged and resold	– Aggregate and report hazardous waste volumes across the US and UK – Coordinate US and UK charitable donations
– Zero non-conformances with air pollution regulations and standards		– Zero non-conformances with air pollution regulations and standards	– Formalise Refrigerant Management Policy
– Fully recyclable own-brand packaging across the Group	– First fully recyclable own brand packaging rolled out across our UK Goldsmiths business	– Fully recyclable own-brand packaging rolled out across our UK Goldsmiths business	– Transition to fully recyclable packaging in our Mappin & Webb business – Progress transition to fully recyclable packaging in the US
– Alignment with the recommendations of The Taskforce on Nature-Related Financial Disclosures (TNFD) by 2027	– Continued to offer a range of product options to suit individual client values – Incorporated our policy on animal welfare and the Convention on International Trade in Endangered Species (CITES) in the revision of our Supplier Operating Manual	– Nature and Biodiversity assessed for materiality	– Formalise Showroom Fit Out and Refurbishment Policy – Continue to engage suppliers to ensure they consider the protection of nature throughout their operation and supply chain
– 100% of Group vehicle fleet EV or hybrid – Year-on-year increase in home deliveries by EVs – 100% of logistics companies with emissions reductions targets	– New Travel and Expense Policy requires colleagues to consider more sustainable travel options – Partnered with Trainline for Business as the preferred method for booking rail travel and Booking.com for Business to improve operational efficiency and sustainability	– 95% of Group vehicle fleet EV or hybrid (98)% in the UK), resulting in a 39% decrease in related emissions – 11% decrease in emissions from colleague commuting – 1 tCO_2e diverted through low emission taxis booked via Uber for Business – 38% of home deliveries in the UK made by EVs, marginally increasing year-on-year and avoiding approximately 1.9 tCO_2e – 100% of logistics companies with emissions reduction targets	– Tender for online travel booking tool to drive operational efficiencies across the Group and enhance our emissions reporting

IMPROVING OUR OPERATING PERFORMANCE

To support our decarbonisation goals and transition to a cleaner, greener business, we continue to invest in initiatives to reduce our operational impact throughout our estate.

Our Carlton Park Support Centre was identified as one of the most energy intensive buildings in our portfolio and now benefits from multiple technological enhancements – driving down energy costs and carbon emissions, while protecting us against energy volatility.

SOLAR INSTALLATION

Our first solar array will generate approximately 300,000 kWh of renewable electricity on-site and power over 30% of the building's energy every year, while cutting energy costs, reducing our reliance on grid energy and supporting energy resilience. The 696 solar panels will also prevent almost 52,500 kg of CO_2e from entering our atmosphere.

RENEWABLE ENERGY

All our sites are powered by 100% renewable energy, backed by guarantees of origin in line with our science-based Scope 2 target to continue to source clean energy until 2050.

EV CHARGERS

95% of our Group vehicle fleet is now electric or hybrid, supported by charging points across key Support Centre sites on a preferential tariff for colleagues. We also operate a salary sacrifice car benefit scheme in the UK, providing colleagues with the option of leasing a tax-efficient low emission vehicle.

2%
REDUCTION IN GROUP ELECTRICITY, GAS AND FLEET (KWH)

11%
DECREASE IN EMISSIONS FROM COLLEAGUE COMMUTING ACROSS OUR GROUP

44%
LOWER WASTE GENERATED IN OUR GROUP OPERATION (TONNES)

95%
GROUP VEHICLE FLEET EV OR HYBRID

VARIABLE REFRIGERANT FLOW SYSTEM AND HEAT PUMP
Our Variable Refrigerant Flow (VRF) system automatically adjusts output to match real-time building demand, while a heat pump provides hot water by using electricity to extract existing thermal energy from the outside air and transferring it indoors.

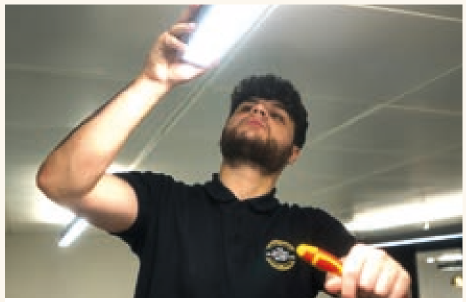
SMART METERING
Half hourly (HH) smart meters help us gain real-time insights into energy use – helping to improve billing accuracy and highlight cost saving opportunities. To date, over 40% of properties in the UK record energy consumption on a half hour basis, with the remaining 60% planned for FY27.

CYCLE TO WORK
Changing facilities and cycle parking support a lower emission commute. We also operate a tax efficient cycle to work scheme.

MOTION SENSORS
All Group sites are fitted with motion sensor technology which automatically turns lights on when they sense activity and off when spaces are unoccupied. These sensors typically save between 30% and 60% on lighting energy in indoor spaces and up to 90% in areas with less activity such as storerooms.

ENERGY OPERATING SYSTEM (ENOS™)
An EnOS™ uses intelligent data-driven insights to reduce energy consumption and related emissions at an asset level. This system is supporting energy optimisation through actionable insights and automated savings across 45 UK sites identified as having the highest energy consumption. Since our initial ten site trial in October 2024, the system has delivered a 19% reduction in energy use, £115,000 of cost savings and avoided approximately 80 tCO_2e of emissions. 11 US sites will benefit from this technology early in FY27. We anticipate achieving estimated energy savings of 8-10% over a three-year period across our portfolio.

PROCUREMENT FUNDS
We leverage energy procurement funds to buy gas and electricity more efficiently. This enables us to combine buying power with other businesses and gain access to wholesale energy prices with the help of energy experts. These funds shield us from price increases, while allowing us to take advantage of market dips and allowing us to benefit if prices fall. In FY26, we saved over £220,000 in the UK with this approach.



LIGHT-EMITTING DIODES (LEDS)
Across our Group, almost all properties we control are fitted with LEDs – highly efficient electrical components that convert electricity directly into light rather than wasting most of it as heat.

WASTE
Waste is separated on-site and collected by waste management companies. During the year, we reduced our Group waste intensity ratio per square foot from 0.0005 in FY25 to 0.0004 with just 1% being diverted to landfill.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES

Climate change remains a principal risk and strategic consideration for our business, our stakeholders and the markets we operate in.

The following disclosure is intended to provide transparent, decision-useful information to investors and other stakeholders regarding climate-related risks and opportunities. It has been prepared in alignment with the recommendations of the Task Force on Climate-Related Financial Disclosures (TCFD), which underpin the global baseline established by the International Sustainability Standards Board.

COMPLIANCE STATEMENT

In meeting the requirements of the UK Listing Rules 6.6.6R(8), we conclude we are fully aligned with the TCFD reporting recommendations for the accounting period ended 3 May 2026.

In the table below, we set out details of the TCFD reporting recommendations against the 11 disclosure requirements, along with the UK Government's ten Climate-Related Financial Disclosure (CFD) requirements. In doing this, we referred to the documents in the UK Listing Rules guidance notes, taking into account the 2021 TCFD all sector guidance.

Pillar	Disclosure	Recommendation/Requirement	Aligned	Read more
Governance	TCFD (1)	Describe the Board's oversight of climate-related risks and opportunities	●	Page 109
	CFD (1)	Describe the Group's governance arrangements in relation to assessing and managing climate-related risks and opportunities	●	Page 109
	TCFD (2)	Describe management's role in assessing and managing climate-related risks and opportunities	●	Page 109
Risk Management	TCFD (3)	Describe the organisation's processes for identifying and assessing climate-related risks	●	Page 111
	CFD (2)	Description of how the Group identifies, assesses, and manages climate-related risks and opportunities	●	Page 111
	TCFD (4)	Describe the organisation's processes for managing climate-related risks	●	Page 111
	TCFD (5)	Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management	●	Page 111
	CFD (3)	Description of how processes for identifying, assessing, and managing climate-related risks are integrated into the Group's overall risk management process	●	Page 111
Strategy	TCFD (6)	Describe the climate-related risks and opportunities the organisation has identified over the short, medium, and long term	●	Page 112
	CFD (4)	Description of 1) the principal climate-related risks and opportunities arising in connection with the Group's operations, and 2) the time periods by reference to which those risks and opportunities are assessed	●	Page 112
	TCFD (7)	Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning	●	Page 112
	CFD (5)	Description of the actual and potential impacts of the principal climate-related risks and opportunities on the Group's business model and strategy	●	Page 112
	TCFD (8)	Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario	●	Page 112
	CFD (6)	An analysis of the resilience of the Group's business model and strategy, taking into consideration different climate-related scenarios	●	Page 112
Metrics and Targets	TCFD (9)	Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process	●	Page 120
	CFD (7)	KPIs used to assess progress of targets used to manage climate-related risks and realise climate-related opportunities and a description of the calculations on which those key performance indicators are based	●	Page 120
	TCFD (10)	Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 GHG emissions, and the related risks	●	Page 120
	TCFD (11)	Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets	●	Page 120
	CFD (8)	Description of the targets used by the Group to manage climate-related risks and to realise climate-related opportunities and of performance against those targets	●	Page 120

Key ● Yes ● No

Annual performance

FY26 goal	Complete	Progress update
Set a net-zero science-based target across all Scopes and re-apply to the SBTi for approval	●	Targets validated by SBTi in January 2026
Switch from location-based to market-based near-term emissions reduction targets	●	New Scope 2 SBT to source 100% renewable electricity across our Group through to 2050
Renew Climate Scenario Analysis (CSA) of our business operations including Roberto Coin Inc.	●	CSA of all US and UK sites completed in December 2025. The four newly acquired Deutsch & Deutsch showrooms will be included in our FY27 analysis
Roll out EnOS™ technology in our most energy intensive sites to improve energy efficiency	●	EnOS™ technology operational across key locations in the UK and US
Generate on-site renewable energy at our Carlton Park Support Centre	●	Generating renewable energy on-site from February 2026
Continue to develop our strategic Climate Transition Plan aligned with Transition Plan Taskforce (TPT) recommendations	●	Internal plan drafted in line with key TPT guidance
Maintain or improve on our CDP climate change B score and continue to identify areas for improvement	●	Achieved A- for climate change and A for Stakeholder Engagement in 2025

GOVERNANCE

TCFD (1) Board's oversight of climate-related risks and opportunities

CFD (1) Governance arrangements in relation to assessing and managing climate-related risks and opportunities

TCFD (2) Management's role in assessing and managing climate-related risks and opportunities

The Board holds overall responsibility for risk management and oversight of climate-related risks and opportunities, including physical and transition risks. It meets quarterly and ensures climate-related considerations and goals are incorporated into the Group's strategic decision-making, including long-term risk assessment, enterprise risk management, long-term planning and capital allocation.

Oversight is supported by relevant committees, primarily our Audit & Risk Committee which monitors environmental stewardship and principal risks as part of the Group's broader risk management framework. Our ESG Committee is where other identified climate-related risks are assessed and monitored. This approach ensures the Board is kept informed and regularly reviews climate-related matters, including regulatory requirements and progress against metrics and targets.

The Group's annual bonus scheme is based on Adjusted EBIT and includes an ESG underpin of 10%. For more details see the Directors' Remuneration Committee report on page 184. Achievement of our targets is further incentivised through the Group's sustainability linked loan facility, which aligns with our net-zero trajectory through to 2028. The Group's net-zero target was approved by the ESG Committee in October 2025, followed by approval of our annual sustainability performance targets in January 2026. The Group's governance structure is illustrated on page 110.

On 19 February 2026, Paul Edgecliffe-Johnson joined the Board as a Non-Executive Director and, from 1 March 2026, assumed the role of Chair of the Audit & Risk Committee, bringing extensive experience in climate-related matters and associated financial disclosures.

As part of our ongoing risk identification and management framework described on page 111, the Group undertakes regular horizon scanning to assess potential inherent climate-related risks and opportunities that could impact on our business and/or wider industry. To properly understand these risks and identify opportunities, we use qualitative and quantitative CSA considering different climate-related scenarios, detailed on pages 113 to 115.

Responsibility for judging the severity of the impact of climate-related issues on our business sits with key Senior Management, who possess practical working knowledge and key management collaborates as part of a cross-functional Planet Working Group, which is supported by specialist experts who help conduct our analysis.

The Planet Working Group regularly interacts and formally meets bi-monthly to assess, monitor and manage climate-related risks and opportunities across the Group's operations and supply chain. Progress updates are reported into the executive-level ESG Steering Group to ensure climate-related issues and opportunities are monitored and escalated appropriately, sustainability considerations are embedded into operational decision-making, and that the Board maintains oversight of the Group's exposure to risks and opportunities.

During the year, the Group undertook work to support future reporting under UK Sustainability Reporting Standards (SRS) S1 & S2 climate-related disclosures, including enhancements to our climate-related financial impact assessment, scenario analysis and risk quantification methodologies. Given our operations in the US, the ESG Committee also assessed the potential applicability of the California Climate Corporate Data Accountability Act and the California Climate-Related Financial Risk Act to support compliance where required. The Group's climate strategy was found to be aligned with requirements.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES
CONTINUED

The following governance structure shows the responsibilities of individual Committees and Working Groups as well as the frequency of discussions to ensure climate governance is embedded within corporate decision-making. More detailed information about the wider role of the Board and Board Committees can be found on page 159 of these Annual Report and Accounts.

MEETING FREQUENCY

Q	Quarterly / four times a year
AW	As and when required
W	Weekly
3X	At least three times a year
6X	At least six times a year

BOARD

Chaired by Ian Carter and attended by Non-Executive Directors, CEO Brian Duffy and CFO Anders Romberg
Overall responsibility for climate-related policy, mitigation of key climate-related risks and leveraging opportunities

ESG COMMITTEE 3X

Chaired by Non-Executive Director, Baroness (Rosa) Monckton MBE

- Meets at least three times a year, with an additional meeting for training where appropriate
- Ensures alignment between the Group's Purpose and business strategy
- Assesses the effectiveness of sustainability strategy and governance, including climate-related issues
- Approves Climate Strategy and related targets
- Reviews progress against set targets
- Reviews key climate-related risks and opportunities
- Oversees adaptation and mitigation strategies
- Ensures appropriate action to meet goals and KPIs
- Ensures adequate resource and funding is in place

REMUNERATION COMMITTEE 3X

Chaired by Non-Executive Director, Tea Colaianni MBE

- Considers climate-related targets when determining the ESG underpin related to the Group annual bonus
- Ensures incentive framework motivates colleagues
- Renews and approves performance measures for incentive schemes to align with strategic objectives

AUDIT & RISK COMMITTEE Q

Chaired by Non-Executive Director, Paul Edgecliffe-Johnson

- Considers climate-related risks as part of the review of principal and emerging risks
- Oversees compliance and progress on reporting
- Reviews internal controls and provides accountability

ESG STEERING GROUP 6X

Chaired by CFO, Anders Romberg

- Defines climate-related goals, targets and KPIs over the short, medium and long term and monitors progress
- Ensures actions to manage identified climate risks and opportunities are embedded into Group risk management processes, core business strategy and financial decision-making

TRADING BOARD W

Chaired by CEO, Brian Duffy

- Agrees environmental goals, targets and KPIs
- Embeds actions to manage climate-related risks and opportunities into core business strategy

KEY COLLEAGUE LEADS & EXPERTS AW

Coordinated by Head of Sustainability and ESG, Kesah Trowell

- Identifies climate-related risks and opportunities and assesses how they impact the business and value chain in the short, medium and long term
- Develops action plans to deliver environmental targets, and tracks progress against targets
- Establishes and reviews effective mitigation and controls to manage climate risks
- Day-to-day delivery of climate goals and management of climate-related risks and opportunities

PLANET WORKING GROUP Q AW

Led by CFO, Anders Romberg

- Supports delivery of actions to meet goals and targets
- Identifies opportunities to increase climate resilience and leverage opportunities and assesses how they impact the business and value chain in the short, medium and long term
- Champions positive behaviour changes
- Embeds climate change culture and mindset

PRODUCT WORKING GROUP Q AW

Led by Executive Director Global Buying and Merchandising, Jim Crichton

- Supports delivery of actions to meet goals and targets
- Identifies opportunities to collaborate across the value chain to increase climate resilience and create shared value
- Advocates climate resilience for our industry

PEOPLE WORKING GROUP Q AW

Led by Human Resources Executive Director, Philippa Jackson

- Helps achieve goals and feedback areas for improvement

ALL COLLEAGUES

- Help achieve goals and feedback areas for improvement

All members of the Audit & Risk Committee and the majority of the ESG Committee are Non-Executive Directors to ensure an independent perspective on the governance of climate-related risks and opportunities. More information about their responsibilities can be found on pages 156 and 157. Details of our risk management processes and governance can be found on page 138 to 140.

RISK MANAGEMENT

TCFD (3) Processes for identifying and assessing climate-related risks

CFD (2) Identifying, assessing and managing climate-related risks and opportunities

TCFD (4) Processes for managing climate-related risks

TCFD (5) Processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management

CFD (3) Processes for identifying, assessing, and managing climate-related risks are integrated into the Group's overall risk management process

The Group considers climate change as a principal risk. As such, our approach to the identification, assessment, mitigation and management of climate-related risks, is integrated into our established enterprise risk management framework and embedded into our core business strategy and operation.

Our principal risk management process is led by the Director of Audit & Risk, with key risks and mitigations reported to the Audit & Risk Committee. This process is detailed on the opposite page. We use the TCFD reporting framework to identify specific climate-related transition risks (political and legal, technology, market and reputation) and physical risks (acute and chronic), along with opportunities arising from the transition to a low-carbon economy (resource efficiency, energy source, products/services, markets and resilience) across our value chain.

All geographies are considered during our climate-related risk identification process, which includes:

- Ongoing assessments of current and emerging climate-related regulation
- Mapping of critical business functions, such as logistics
- Supplier screening using agentic AI to monitor climate risks and resilience measures
- Quantitative and qualitative CSA across strategic locations as appropriate

During our climate-related risk management process, we:

- Identify and examine the impact of current and emerging climate-related issues on our business strategy and operation
- Gather and assess stakeholder insights to define the size and scope of climate-related risks against the Group's risk assessment criteria
- Prioritise risks based on materiality (likelihood versus impact) and time horizons
- Register identified risks and assign risk owners and metrics to monitor risk management progress
- Evaluate the effectiveness of controls on an ongoing basis
- Engage relevant leadership teams and experts (where necessary) for further insight and accountability

Identified climate-related risks sit within detailed risk classification frameworks with financial boundaries. The severity of physical and transition climate-related risks are determined by considering the likelihood of the risk materialising within a specified time horizon, along with any potential legislative, operational, reputational and/or financial impacts. The financial impact of a risk includes potential costs, including risk mitigation and management, as well as any possible repair or replacement costs or loss of revenue.

This holistic approach provides us with an overall risk severity score from 'negligible' to 'severe' to allow for the prioritisation of mitigations within our business strategy, and ensure any necessary funding is assigned and integrated into our financial planning.

Our Group risk classification scoring is as follows:

	Financial impact	EBIT impact
1	Negligible	< 1% of EBIT
2	Minor	1-5% of EBIT
3	Moderate	5-10% of EBIT
4	Major	10-20% of EBIT
5	Severe	> 20% of EBIT

	Likelihood
1	Rare
2	Unlikely
3	Moderate
4	Likely
5	Almost certain

Climate-related risks are prioritised using impact ratings of Low, Medium or High, with High risks being escalated to the Board through the Audit & Risk Committee and ESG Committee, to be governed as principal risks. Key opportunities are also highlighted.

Low and Medium risks are captured in our ESG risk register, with key management leads taking responsibility for integrating mitigating actions into the Group's business strategy and day-to-day operation to minimise any adverse exposures and ensure opportunities are fully explored and leveraged.

Risks are mapped to metrics, which are assigned to responsible business owners to allow for progress to be monitored in line with our risk management process and business strategy and planning.

Our ESG Steering Group meets at least six times a year to provide Executive-level oversight, including the consolidation and consideration of insights regarding current and emerging climate-related risks and opportunities. It provides transparency of progress against metrics and prioritised actions by reporting key updates to our Trading Board to ensure alignment with the Group's financial planning and business strategy.

Climate-related risks and opportunities are monitored on an ongoing basis, enabling us to identify changes quickly and respond effectively.

During the year, the Group refreshed and updated its CSA to reflect updated market, policy, and technology assumptions, and further strengthened our emissions measurement methodologies and internal controls.

We also continued to engage relevant stakeholders through workshops and assessments to identify emerging climate-related transition risks and opportunities, and conducted CSA screening across all Group locations (including all sites of our Roberto Coin Inc. business) to assess the exposure to all 28 physical climate hazards listed under the EU taxonomy. Our findings are reported on pages 102 to 105.

In January 2026, the Group completed the acquisition of a majority stake in Deutsch & Deutsch, a family-owned luxury watch and jewellery business operating four showrooms across Texas. As part of the integration process, assets will be assessed under the Group's TCFD-aligned framework.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES

CONTINUED

STRATEGY

TCFD (6) Climate-related risks and opportunities identified over the short, medium, and long term

CFD (4) Principal climate-related risks and opportunities arising in connection with the Group's operations, and the time periods by reference to which those risks and opportunities are assessed

TCFD (7) Impact of climate-related risks and opportunities on our businesses, strategy, and financial planning

CFD (5) Actual and potential impacts of the principal climate-related risks and opportunities on the Group's business model and strategy

TCFD (8) Resilience of our strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario

CFD (6) Analysis of the resilience of our business model and strategy, taking into consideration different climate-related scenarios

The Group operates as a retailer of luxury watches and jewellery, which are high-value, low-volume products designed for longevity. We lease and maintain a network of 191 showrooms across the US and UK, supported by 12 non-showroom locations. Our supply chain is primarily concentrated in Switzerland, as well as other international manufacturing locations with strong regulatory compliance and sourcing standards.

Our principal exposure to climate-related risks arises through our upstream value chain, which is responsible for 98% of our Scope 3 emissions, alongside exposure to physical and transition risks within our retail and distribution network.

We consider climate-related risks and opportunities across the short (<5 years), medium (5-10 years) and long term (>10 years) in alignment with our five-year business planning cycles. These time horizons were considered according to our sector, the life span of our assets, the type of the climate-related risks and opportunities we face, and the geographies in which we operate.

Impact time horizon	Year from	Year to	Duration	Summary of potential financial impacts
Short-term	FY27	FY31	<5 years	Transition risks during this period include evolving regulatory requirements, such as mandatory energy efficiency and climate disclosures, increased operating costs associated with energy use and reputational damage arising from unsubstantiated environmental claims. Physical risks are limited but include acute weather events that may disrupt showroom operations and logistics. Opportunities include near-term energy efficiency improvements and cost savings, as well as the sale of low-carbon products.
Medium-term	FY31	FY36	5-10 years	Transition risks are expected to increase over the medium to long term, including tighter environmental regulation, heightened stakeholder expectations regarding sustainability and transparency. Supply chain risks may arise from climate impacts on the extraction and processing of raw materials. Opportunities include enhanced brand differentiation through responsible procurement and promotion of low-carbon products.
Long-term	FY37	FY37+	>10 years	Acute physical risks, including increased frequency and severity of extreme weather events, may disrupt global supply chains and distribution networks. Resource scarcity could affect the availability and pricing of key materials. Strategic opportunities include adapting sourcing strategies to prioritise lower-carbon products and highlighting the longevity of well-maintained, certified products.

Identified climate-related risks and opportunities

Reaching net-zero GHG emissions by 2050 and managing emerging risks associated with a changing climate presents both physical and transition risks, as well as opportunities through adaptation to a low-carbon economy. All identified climate-related risks, opportunities and impacts are captured in our ESG risk register and reviewed annually as part of our risk management process.

Risk	Scope/Function	Time horizon*	Potential business impacts	Group mitigations	Priority areas	Targets
R1 Compliance with environmental legislation **Transition risk:** Policy and legislation	Group – Governance	S / M	Emerging climate-related disclosure laws, such as UK SRS S1 and S2, and increasing compliance requirements are expected to raise the Group's reporting, audit, and adaptation and mitigation implementation costs. Failure to comply with these evolving obligations could lead to fines or penalties, as well as missed investor opportunities and reputational impacts. Operational expenditure required to ensure awareness and compliance.	– Internal resource and governance framework in place to monitor, report and escalate requirements and potential impacts Supported by: – Digital tools, e.g. Governance Risk Platform (GRC) and Agentic AI – External expertise and guidance – Representation in industry bodies – Investment in colleague training	Governance Stakeholder engagement	Full legislative compliance with no non-conformance
R2 Energy efficiency and energy resilience **Transition risk:** Market	Group – Direct Operations	S / M	Sustained increases in long-term energy costs and greater volatility in energy supply.	– Implementation of energy efficiency technology, smart metering and energy management systems – On-site energy generation – Securing long-term, fixed price energy contracts to reduce exposure to cost increases and market volatility – Installation of Uninterruptible Power Supplies (UPS) at key sites	Energy security Emissions reduction	Aim to reduce Scope 1 emissions by 42% by 2030 from a FY24 baseline Continue to source 100% renewable energy across our Group to 2050
R3 Changing temperature **Physical risk:** Chronic	Group – Direct Operations	M / L	Increased energy consumption associated with heating and cooling, as well as increased risk of energy blackouts.	– Implementing energy efficiency technologies, such as LED lighting, smart metering and energy management systems – Adopting on-site energy generation – Securing long-term, fixed price energy contracts to reduce exposure to cost increases and market volatility – UPS installed at key sites – Ongoing engagement with landlords to adopt BREEAM or LEED best practices	Energy security Energy consumption reduction	Year-on-year energy reduction per square foot
R4 Risk of reputational damage from non-compliance or unsubstantiated environmental claims **Transition risk:** Reputation	Group – Governance	M / L	Customers are increasingly expecting businesses to commit publicly to sustainability measures. Any commitments not met or inaccuracy in claims may lead to negative reputational impacts.	– Continue development and implementation of Climate Transition Plan – Stakeholder engagement with decarbonisation goals, green claims and progress delivering decarbonisation targets – Continue to strengthen procurement practices and supplier selection and retention processes	Emissions reduction Accurate climate-related disclosures and commitments	Accurate climate-related reporting and achieving net-zero targets

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES
CONTINUED

Risk	Scope/Function	Time horizon*	Potential business impacts	Group mitigations	Priority areas	Targets
R5 Extreme weather events **Physical risk:** Acute	UK and US – Supply Chain / Logistics	S / M / L	Our analysis of key third-party logistics sites under both high- and low-carbon scenarios identified potential delivery disruptions. For example, precipitation was identified at two UK supplier sites while in the US extreme heat was reported at one third-party site and cyclones and hurricanes were reported at one third-party site.	– Ability to switch logistics partners and delivery locations – Budget timelines include costs related to increased insurance premiums that may occur – Contractual and legal processes such as long-term purchase agreements and limiting minimum quantity contracts. This ensures sufficient inventory is kept in warehouses controlled by the Group	Supplier engagement	Suppliers on net-zero journey
R6 Extreme weather events – cyclone, hurricane, typhoon **Physical risk:** Acute	US – Direct Operations	S/ M / L	In the US (particularly Florida) hurricanes occur annually, with potential to disrupt logistics hubs, product deliveries and client fulfilment.	– Contingency plans and physical controls in place within all sites at risk – Insurance policies to cover financial losses, either partially or fully and are based on international spread and our showroom presence – Suppliers able to send products directly to showrooms	Stakeholder engagement	Annual assessment of values associated with the insurance of all locations
R7 Extreme weather events disrupting offices and distribution centres **Physical risk:** Acute	Group – Direct Operations	S/ M / L	Extreme rainfall could lead to flash flooding and increased fluvial flooding at US and UK sites.	– Showrooms not identified as a 'stranded asset' due to short leases <10 years and ability to relocate site if identified as high risk – Risk assessments conducted at individual sites as leases expire, with option to relocate where necessary. Potential new sites also assessed – Budget allocated to maintain and repair any sites impacted by unexpected weather impacts	Stakeholder engagement	Periodic review of new and existing sites
R8 Raw material extraction **Physical risk:** Acute	Supply Chain	M / L	Raw material extraction disrupted. For example, through extreme heat.	– Build climate-related clauses into relevant contracts, expand product offering of lower-carbon products, e.g. pre-owned watches and jewellery – Enhanced stakeholder engagement supporting supply chain transition to lower-carbon products – Strengthened procurement processes and data capture improving climate-related decisions	Supplier engagement	Diversification of suppliers through improved procurement practices

*S = Short-term, M = Medium-term, L = Long-term

To test the resilience of our business strategy and understand which climate-related risks and opportunities could have a material financial impact on our Group, we have conducted qualitative and quantitative CSA across our business operations. This allows us to highlight specific climate-related risks and opportunities, test the robustness of our assets and business strategy across a range of potential temperature outcomes, and understand where and when our value chain might be impacted.

Our climate scenarios reflect a broad range of possible climate outcomes and use data from publicly available third-party sources to ensure active and holistic management of all climate-related risk components. Our emissions reduction pathways consider both the direct and supply chain impacts on biodiversity, s well as the effects of a changing climate on our business initiatives.

Scenario	Transition scenario	Physical scenario
1.5°C – Rapid transition to a global low-carbon economy – Unified regulations and ambitious climate policies are implemented immediately and smoothly	NGFS net-zero GHG emissions by 2050	Not considered*
Below 2°C – Steady transition to a global low-carbon economy – Required by the TCFD recommendations – Aligns with the Group's net-zero GHG emissions target	NGFS below 2 degrees	IPCC SSP1-2.6
2-3°C disorderly transition – Delayed and disorderly transition leading to notable transition and physical impacts	NGFS delayed transition	IPCC SSP2-4.5
4°C – Business-as-usual emissions – Assumes climate inaction – No additional policies are implemented to address the climate agenda and temperatures rise to 4°C above pre-industrial levels	NGFS current policies	IPCC SSP5-8.5

* Below 2°C scenario has been used which is also a low-carbon scenario.

During FY26, we identified emerging climate-related transition risks, including the potential for sustained increases in long-term energy costs, greater volatility in energy supply and the risk of reputational damage arising from non-compliance or unsubstantiated environmental claims.

Our physical climate-related risks were also assessed to make sure they remain relevant and are managed appropriately. In partnership with environmental consultants, we deployed SE Advisory's specialised Climate Risk Platform to map each of our sites against the 28 physical climate hazards listed by the EU taxonomy. Each site was screened for exposure to impacts such as flooding, heatwaves and wildfires.

The results showed that material physical climate risks (hurricanes, flooding, extreme heat and changing temperature) first identified in FY22, remain applicable and material to the Group. However, a new risk of water stress within a number of US sites was flagged as a potential material issue over the long term (>10 years). Given we have not assessed water stress before, further investigations will be conducted to establish the full impact on our operations.

All risks identified in FY26 will be subject to further analysis, and any updates to materiality and financial impacts will be incorporated into future reporting.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES
CONTINUED

HIGH CLIMATE-RELATED RISKS RELATED TO OUR DIRECT OPERATIONS

Changes in climate-related risks and opportunities

During the period, we refreshed our assessment of climate-related risks and opportunities in line with evolving guidance, improved data availability and our objective to provide a more concise, decision-useful report.

As a result, the following risks disclosed in our Annual Report and Accounts 2025 have been updated or are no longer disclosed as principal climate-related risks to the Group. All identified risks and opportunities continue to be monitored within the Group's risk management frameworks and will be redisclosed if re-identified as material in future periods.

	Risk	Change	Reason for change
R1	Cost of non-compliance with environmental legislation	Compliance with environmental legislation	Combined two separate risks to streamline reporting.
R4	Expectations for preparedness and responsible conduct from stakeholders, including investors, lenders and clients	Risk of reputational damage from non-compliance or unsubstantiated environmental claims	Preparedness is now considered business-as-usual and too broad to provide meaningful insight. This risk has been updated to focus specifically on reputational damage from unsubstantiated claims.
R5	A changing climate and extreme weather events such as heatwaves have the potential to affect logistics hubs	Removed	Not considered a principal climate risk. Adaptation measures in place.
Not material	The Group is liable to pay carbon tax on energy consumption and direct emissions (fleet) and indirect emissions (supply chain)	Removed	Carbon tax assessment conducted in 2021, with a subsequent tax workshop in 2024 concluding minimal impact. Risk of increased energy costs and supply volatility are now more relevant and material than the carbon tax.
Not material	Changing consumer preferences	Removed	It is now captured under risk of reputational damage from non-compliance or unsubstantiated environmental claims.

	Opportunity	Change	Reason for change
O1	Promoting the prolonged lifetime of watches and jewellery to encourage clients to retain and repair watches and jewellery instead of disposing of them	Lower-carbon products	Broadening product range to include lower-carbon products such as lab-grown diamonds.
O2	Proactive collaboration with suppliers to reduce energy	Proactive collaboration with suppliers to reduce emissions	Mitigation measures in place to reduce the cost of energy contracts. Deep supply chain emissions reductions necessary to achieve net-zero SBTs.

ACTUAL AND POTENTIAL IMPACT OF HIGH CLIMATE-RELATED RISKS

The following table includes our analysis of current high-rated climate-related risks and opportunities. We recognise more significant impacts will be experienced for climate-related physical risks under high-carbon scenarios, whereas transition risks impacts will be more significant under low-carbon scenarios.

R1. Group – Governance	Risk category	Scenario	Time horizon: Short	Medium	Long
LEGISLATIVE Compliance with environmental legislation	Transition	● <2°C			
			Magnitude of impact post-mitigation: Negligible	**Likelihood of impact post-mitigation:** Likely	**Financial impact post-mitigation:** <1% EBIT

R2. Group – Direct Operations	Risk category	Scenario	Time horizon: Short	Medium	Long
ENERGY COSTS AND SUPPLY Energy efficiency and energy resilience	Transition	● <2°C			
			Magnitude of impact post-mitigation: Negligible	**Likelihood of impact post-mitigation:** Moderate	**Financial impact post-mitigation:** <1% EBIT

R3. Group – Direct Operations	Risk category	Scenario	Time horizon: Short	Medium	Long
CHRONIC PHYSICAL Changing temperature	Physical	● <2°C ● 4°C			
			Magnitude of impact post-mitigation: Negligible	**Likelihood of impact post-mitigation:** Moderate	**Financial impact post-mitigation:** <1% EBIT

R4. Group – Governance	Risk category	Scenario	Time horizon: Short	Medium	Long
REPUTATION Risk of reputational damage from non-compliance or unsubstantiated environmental claims	Transition	● <2°C			
			Magnitude of impact post-mitigation: Moderate	**Likelihood of impact post-mitigation:** Negligible	**Financial impact post-mitigation:** 1-5% EBIT

R6. Group – Direct Operations	Risk category	Scenario	Time horizon: Short	Medium	Long
ACUTE PHYSICAL Extreme weather events – cyclone, hurricane, typhoon	Physical	● <2°C ● 4°C			
			Magnitude of impact post-mitigation: Minor	**Likelihood of impact post-mitigation:** Likely	**Financial impact post-mitigation:** 1-5% of EBIT

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES
CONTINUED

R7. Group – Direct Operations	Risk category	Scenario	Time horizon: Short	Medium	Long
ACUTE PHYSICAL Extreme weather events disrupting offices and distribution centres	Physical	● <2°C ● 4°C			
			Magnitude of impact post-mitigation: Minor	**Likelihood of impact post-mitigation:** Likely	**Financial impact post-mitigation:** 1-5% of EBIT

R8. Supply Chain	Risk category	Scenario	Time horizon: Short	Medium	Long
ACUTE PHYSICAL Raw material extraction	Physical	● <2°C ● 4°C			
			Magnitude of impact post-mitigation: Minor	**Likelihood of impact post-mitigation:** Likely	**Financial impact post-mitigation:** 1-5% of EBIT

ACTUAL AND POTENTIAL IMPACT OF HIGH CLIMATE-RELATED OPPORTUNITIES

O1. Group – Governance	Opportunity category	Possible impact	Time horizon: Short	Medium	Long
DOWNSTREAM Lower-carbon products	Products / Services	5-10% EBIT			

DETAIL

Enhanced brand differentiation through the sale and promotion of low-carbon products and responsible procurement.

Strategy to realise opportunity

- Drive increased sales of pre-owned watches and jewellery through investment in marketing, enhanced digital channels and in-showroom displays
- Broaden low-carbon product offering, such as lab-grown diamonds
- Improve product traceability and awareness through procurement decisions, supply chain engagement and industry collaboration

O2. Group – value Chain	Opportunity category	Possible impact	Time horizon: Short	Medium	Long
SUPPLY CHAIN Proactive collaboration with suppliers to reduce emissions	Products/ Services	<1% EBIT			

DETAIL

The Group has an SBT to reduce Scope 3 emissions by 42% by 2030 from a FY24 baseline. Achievement of this target will support brand differentiation and reduce any future impact of carbon pricing.

Strategy to realise opportunity

- Continuous improvement in supplier data as we improve our reporting and action internal decarbonisation plans
- Improving upstream and transportation data to transition away from spend to actual activity data
- Continued engagement with logistics suppliers to include route optimisation, implementation of sustainable alternative aviation fuel and the future electrification of transportation fleets
- Improving colleague commuting response data and incentivising more sustainable commuting methods

O3. Group – energy efficiency	Opportunity category	Possible impact	Time horizon: Short	Medium	Long
DIRECT OPERATIONS Energy efficiency in showrooms, offices and distribution centres and use of renewable energy in showrooms and offices	Energy source and resource efficiency	<1% EBIT	●	●	●

DETAIL

Use of lower-emission sources of energy. Reduction in energy consumption.

Strategy to realise opportunity

- Invest in initiatives to reduce our operational impact throughout our US and UK estate
- 100% of properties powered by renewable electricity backed by guarantees of origin
- 94% of properties across our Group use LED lighting and this is standard in all new properties
- EnOS™ system delivered a 19% average reduction in energy consumption across 45 contracted sites, with 79.8 tCO_2e reduced and approximately £115,000 in cost savings delivered across contracted sites
- Solar array on our Carlton Park Support Centre complete and set to generate renewable energy on-site and reduce energy costs by over £16,500 per annum

Business resilience in summary

As jurisdictions progress toward lower-carbon economies, the Group anticipates a continued rise in the breadth and complexity of climate-related disclosure rules and environmental legislation, such as the upcoming UK SRS S1 and S2 disclosures. These emerging obligations, which increasingly include enhanced reporting expectations, verification requirements and jurisdiction-specific mandates, may drive higher internal costs associated with data gathering, assurance, and compliance activities. Meeting these evolving requirements may require additional resource investment, new processes, and/or system upgrades. Conversely, any failure to comply could expose the Group to regulatory sanctions, limit access to certain investors, or create reputational challenges.

The Group's Sustainability function, led by an experienced Head of Sustainability and ESG, is supported by established governance forums, specialist external advisers, and digital tools to monitor regulatory changes and assess their implications for the business. Regulatory obligations are actively tracked, integrated into planning cycles, and supported by structured decision-making frameworks to ensure the Group responds promptly and appropriately to new requirements.

AI-enabled platforms assist in identifying relevant legislative changes, assessing potential compliance gaps, and escalating issues through governance processes for timely management action. Recent enhancements to our procurement function and the introduction of an AI-supported supply chain management system, help ensure our partners are aligned with our Supplier Sustainability Standards, and broader compliance commitments detailed within our Supplier Operating Manual.

Our operation is not highly energy intensive, reducing our vulnerability to immediate impacts related to the climate transition impacts and our low direct emissions profile by (approximately 2%) and asset-light retail model support our ability to transition to ethically sourced, low-impact products.

Across our portfolio, showrooms are typically located in major global cities with robust infrastructure, and our logistics operations are resilient due to the ability to quickly adapt to change. Our assessments also found key suppliers have well-established climate risk mitigation and adaptation actions in place, which is supported by findings from our supplier screening capability provided by Agentic AI technology.

In FY27, we aim to better understand the risk exposure of our key brand partners to extreme heat in sourcing locations and pass through cost increases resulting from higher energy costs and carbon pricing, with the aim of fully understanding our vulnerability and overall risk to these climate hazards.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES
CONTINUED

METRICS AND TARGETS

TCFD (9) Metrics to assess climate-related risks and opportunities in line with strategy and risk management process

CFD (7) KPIs used to assess progress of targets used to manage climate-related risks and realise climate-related opportunities and a description of the calculations on which those key performance indicators are based

TCFD (10) Scope 1, Scope 2, and Scope 3 GHG emissions and related risks

TCFD (11) Targets to manage climate-related risks and opportunities and performance against targets

CFD (8) Targets used to manage climate-related risks and realise climate-related opportunities and of performance against those targets

We use a range of quantitative and qualitative metrics to assess and manage climate-related risks and opportunities across our operations and value chain, which are integrated into our risk management and strategic decision-making processes.

This includes the measurement and reporting of our Scope 1 (direct), Scope 2 (indirect) and Scope 3 (value chain) GHG emissions in accordance with the GHG Protocol and measuring and monitoring energy use across our portfolio.

In January 2026, the SBTi validated the following net-zero goals aligned to a 1.5°C trajectory.

OVERALL NET-ZERO TARGET:

The Group is committed to achieving net-zero greenhouse gas emissions across the value chain by 2050.

NEAR-TERM TARGETS

- Reduce absolute Scope 1 GHG emissions 42% by 2030 from a FY24* base year
- Source 100% renewable electricity through to 2030
- Reduce absolute Scope 3 GHG emissions 42% by 2030 from a FY24* base year

LONG-TERM TARGETS

- Reduce absolute Scope 1 GHG emissions 90%** by 2050 from a FY24* base year
- Source 100% renewable electricity through to 2050
- Reduce absolute Scope 3 GHG emissions 90%** by 2050 from a FY24* base year

* Engagement with the SBTi during the net-zero verification process resulted in a change of baseline year from FY20 to FY24. This change aligns with updated SBTi guidance and allows the Group to measure performance relative to the scale of our current operations and gauge future performance against a higher quality dataset.

** We will aim to offset the residual 10% of emissions through permanent removal and storage of carbon.

As part of our strategy to achieve net-zero GHG emissions by 2050, we have implemented several emission reduction initiatives across our operations and value chain, including sourcing 100% renewable energy backed by guarantees of origin across our Group, implementing an energy management system in sites with the highest energy consumption across the US and UK, transitioning to a hybrid or electric vehicle fleet, introducing fully recyclable packaging and engaging suppliers with our goals through improved procurement practices and supply chain engagement.

Our existing loan facility is aligned with our near-term science-based emission reduction trajectory and circularity goals, which are supported by the ESG bonus underpin and colleague incentives. Please see page 184 for additional details on how sustainability targets influence remuneration.

During FY26, we met our goal to maintain or improve our B rating, achieving an A- for disclosure and an A for supply chain engagement. We continue to review our performance and build further areas of improvement into our Climate Strategy as we strive to achieve net-zero emissions in line with a credible Climate Transition Plan aligned with the recommendations of the Transition Planning Taskforce.

Metrics to assess climate-related risks and opportunities

Goals used to manage climate-related risks and opportunities can be found within the right-hand column of our identified climate-related risks and opportunities table on pages 113 to 119. The following table summarises key metrics and performance indicators used to monitor the management of high climate-related risks and opportunities.

Risk	Scope	Metrics to monitor risks	Targets to monitor risks	FY24	FY25	FY26	YoY trend
R1 **Compliance with environmental legislation**	Group	Review alignment with climate-related disclosures and compliance requirements globally, where applicable	Full legislative compliance with no non-conformances	Compliant	Compliant	Compliant	●
R2 **Energy efficiency and energy resilience**	Group	Reduce energy consumption (per sq ft) year-on-year	Transition to 100% renewable energy wherever possible (including landlord energy supplies) by 2025	70%	100%	100%	●
R3 **Changing temperature**	Group	Monitor and regulate HVAC systems at an asset level	% energy reduction across 45 contracted sites with EnOS™ from FY25 base year	–	Baseline	-19%	●
R4 **Risk of reputational damage from non-compliance or unsubstantiated environmental claims**	Group	Deliver training on green claims for all sourcing, marketing and client-facing colleagues	All relevant colleagues receive training on green claims	–	–	Baseline	●
R5*							
R6 **Cyclone, hurricane, typhoon**	Group	Monitoring the cost of extreme weather damage across sites on an annual basis	Annual assessment of value associated with the insurance of all locations	Complete	Complete	Complete	●
R7 **Extreme weather events disrupting offices and distribution centres**	Group	Strategic sites reviewed annually and appropriate contingency plans in place until lease expiry	All properties reviewed annually for exposure to extreme weather events	50%	100%	100%**	●
R8 **Raw material extraction**	Supply Chain	Engagement with brand partners and other suppliers to range more lower-carbon products	Increase sales of lab-grown diamonds year-on-year from a FY26 baseline	–	–	Baseline	●
O1 **Lower carbon products**	Products	Increased sales of lower-carbon products	Increase sales of pre-owned watches year-on-year	Baseline	+39%	+21%	●
O2 **Proactive collaboration with suppliers to reduce emissions**	Supply Chain	42% reduction in Scope 3 emissions by 2030 from a FY24*** baseline	Annual reduction in Scope 3 intensity ratio****	Baseline	-1%	+4%	●
O3 **Energy efficiency in showrooms, offices and distribution centres**	Group	Reduce Scope 1 & 2 intensity ratio****	Scope 1 and 2 intensity ratio****	Baseline	+3%	-12%	●

Key ● Improved/ Compliant ● No change ● Missed target

* Risk R5 has not been included in the above table as it is no longer considered a principal climate risk as reported on page 116

** Excludes four newly acquired Deutsch & Deutsch showrooms

*** Baseline updated to 2024 in line with net-zero targets

**** tCO_2e per £'000 revenue

Changes

FY25 metric	FY26 change	Reason for change
Increased energy requirements: a) % of electricity from renewable sources	a) Energy reduction across sites equipped with EnOS™ technology	Transitioned to 100% renewable energy across our Group in FY25. New metric measures ROI of energy management systems (EnOS™).
b) Number of properties we control fitted with LED lighting removed	b) Removed	LED lighting now standard in properties we control and where installation is financially and practically viable.
Changing consumer preferences: a) Number of product repairs, servicing and sales of pre-owned watches as a % of new watch sales	a) Increase sales of pre-owned watches year-on-year from a FY24 baseline	Updated to reflect change in strategy to sell more affordable luxury watches and align with new ESG bonus underpin target, approved by the Remuneration Committee in FY26.
b) 50% of product suppliers to align with relevant, well-recognised sustainability standards or certifications by 2025	b) Removed	67% of suppliers align with well-recognised sustainability standards or certifications. A new metric to support our goal to offer clients more lower-carbon products has been introduced.
Raw material extraction disrupted	Year-on-year increase in avoided emissions through increased sales of lower-carbon products	Updated metric to support changing consumer preferences and reporting requirements, as well as sales of lower-carbon products such as verified lab-grown diamonds.
Carbon price introduced	Risk of reputational damage from non-compliance or unsubstantiated environmental claims	Risk of increased energy costs and supply volatility are now more relevant and material to the Group than carbon tax.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES
CONTINUED

EMISSIONS TABLE

Global GHG emissions data	FY – 2026				FY – 2025				FY – 2024 baseline			
	UK	Europe	US	Total	UK	Europe	US	Total	UK	Europe	US	Total
Scope 1: Direct combustion from owned and controlled sources (tCO_2e)	321	3	136	**460**	194	0	59	**252**	162	–	85	**247**
Scope 2: Indirect emissions from the generation of purchased electricity, heat, steam or cooling (Location-based) (tCO_2e)	1,875	5	1,924	**3,803**	2,292	19	1,797	**4,108**	2,194	*29*	1,844	**4,067**
Scope 2: *Indirect emissions from the generation of purchased electricity, heat, steam or cooling (Market-based) (tCO_2e)*	–	–	–	**–**	–	–	–	**–**	–	*33*	*1,574*	***1,607***
Total Gross Scope 1 and 2 (tCO_2e) Location-based	**2,195**	**8**	**2,060**	4,263	**2,486**	**19**	**1,855**	4,360	**2,356**	**29**	**1,929**	4,314
Total Gross Scope 1 and 2 (tCO_2e) Market-based	*321*	*3*	*136*	**460**	*193*	*0*	*59*	**252**	*162*	*34*	*1,659*	***1,855***
Total KWh (Electricity, gas and fleet)	***10,957,851***	***50,048***	***5,599,486***	***16,607,385***	***11,489,198***	***174,752***	***5,272,306***	***16,936,256***	***11,144,098***	***264,590***	***5,285,657***	***16,694,345***
Scope 3 emissions												
Category 1 – Purchased Goods and Services (1)	116,537	33	115,327	**231,897**	103,286	541	97,276	**201,103**	100,035	988	103,471	**204,494**
Category 2 – Capital Goods (2)	9,646	–	14,289	**23,935**	9,434	–	12,059	**21,493**	16,734	555	6,147	**23,436**
Category 3 – Fuel- and energy-related activities (3)	636	2	480	**1,118**	684	8	433	**1,125**	744	16	435	**1,195**
Category 4 – Upstream Transportation and Distribution (4)	321	0	2,473	**2,794**	423	5	967	**1,395**	781	10	1,604	**2,395**
Category 5 – Waste Generated in Operations (5)	1.31	0.0	0.34	**2**	5	0	1	**6**	8	0	2	**10**
Category 6 – Business Travel * (6)				**1,750**				**1,654**	–	–	–	**2,362**
Category 7 – Employee Commuting (7)	2,565	2	1,052	**3,619**	3,104	41	933	**4,078**	1,845	918	121	**2,884**
Category 11 – Use of Sold of Products * (8)				**26**				**10**	–	–	–	**6**
Category 12 – End-of-life treatment of Sold Products (9)	23	0	7	**30**	30	–	7	**37**	109	32	1	**142**
Total Gross Scope 3 (tCO_2e)				265,171				230,901				236,924
Total Gross Emissions (tCO_2e) Location-based				269,434				236,691				241,238
Total Gross Emissions (tCO_2e) Market-based				265,631				232,582				238,779

Emission intensities	FY – 2026			FY – 2025			FY – 2024		
	UK and Europe	US	Total	UK and Europe	US	Total	UK and Europe	US	Total
Revenue (£'000)	900,700	927,200	**1,827,900**	865,874	785,627	**1,651,501**	846,043	838,360	**1,684,403**
Scope 1 & 2 Intensity Ratio (tCO_2e per £'000 revenue)	0.0024	0.0022	**0.0023**	0.0029	0.0024	**0.0026**	0.0028	0.0023	**0.0026**
Scope 3 Intensity Ratio (tCO_2e per £'000 revenue) *			**0.1451**			**0.1398**			**0.1407**
Scope 3 Intensity Ratio (tCO_2e per Sqf) *			**0.4233**			**0.2895**			**0.3215**
Total Emissions Intensity Ratio (tCO_2e per £'000 revenue)			**0.1474**			**0.1433**			**0.1432**
Total Emissions Intensity Ratio (tCO_2e per Sqf)			**0.4301**			**0.2968**			**0.3274**

* Calculated as Group Figure.

Certain FY25 and FY24 Scope 3 comparative figures have been re-stated where required by the methodology detailed on the next page

Methodology

The Group's approach to calculating and reporting its Greenhouse Gas (GHG) emissions follows the WRI.WBCSD GHG Protocol Corporate Accounting and Reporting Standards (Revised) on how to measure and monitor GHG emissions.

Scope 1 and 2 emissions have been reported above where the Group has operational control of a property or an asset. This includes properties which the Group operates but which are not included as leases within the financial statements on account of the substitution rights the landlords have (as noted within note 1 of the Consolidated Financial Statements).

The Group uses six external data sources for emissions factors, being:

1. UK Government GHG conversion factors for company reporting (2025 Department for Business, Energy & Industrial Strategy (BEIS) condensed set, full set and methodology). These are used to convert our car fleet mileage to kWh and tCO_2e, and our electricity, gas and refrigerant usage to tCO_2e.
2. US Environmental Protection Agency (EPA) (eGRID) emissions factors for greenhouse gas inventories for US electricity generation (eGRID 2025).
3. Manufacturers' emissions factors for cars, uplifted for the UK real-world factor (2025 BEIS Government GHG conversion factors for company reporting).
4. European Environment Agency GHG emission intensity for conversion of electricity kWh to tCO_2e for Denmark and Germany.
5. CEDA ("Comprehensive Environmental Data Archive") EEIO (Environmentally-Extended Input Output) country specific spend-based emission factors. Where the country the service took place was known, purchaser price country specific emissions factors were used, and if not, U.S. based producer price emissions factors were used.

All Scope 3 emission calculations follow the guidelines and methodologies that are outlined in the Greenhouse Gas Protocol. The Greenhouse Gas Protocol is the most widely used greenhouse gas accounting standard. It provides a framework for businesses and governments to measure and report their greenhouse gas emissions.

See below more information regarding the methodology and data sources that were used for the Scope 3 calculations.

For Category 1, pre-owned emissions are excluded

1. A combination of supplier-specific data using CDP and Annual Report data, alongside spend-based emission factors from the Environmentally Extended Input Output CEDA 2025 version database have been employed for the emission calculations.
2. Spend-based emission factors from the Environmentally Extended Input Output CEDA 2025 database have been employed for the emission calculations.
3. Well-To-Tank and Transmission (WTT) and Distribution (T&D) emissions have been calculated using the BEIS and IEA emission factors for the Group's electricity, natural gas and fuel used in company owned vehicles.
4. A combination of BEIS 2025 freight and Well-To-Tank (WTT) freight emission factors, alongside CEDA 2025 spend-based emission factors have been utilised to complete the calculations for Category 4 – Upstream Transportation & Distribution.
5. Emissions related to the Group's offices and showrooms' waste disposal activity. Emissions calculations have taken into consideration the share of waste landfilled (1%) and the share of waste diverted from landfill (99%). BEIS emission factors have been used. Moreover, no waste data was provided for Roberto Coin; however, it is included in the purchase ledger.
6. Business travel emissions considers the emissions from Hotel Stays, Flights, Taxi rides as well as Tube/Rail journeys. A combination of both CEDA, 2026 for spend-based and BEIS emission factors, for the distance based calculations, was used.
7. Home working emissions have been calculated using a mix of assumption-based calculations for homeworking using EcoAct's proprietary Homeworking emissions Whitepaper (https://info.eco-act.com/en/homeworking-emissions-whitepaper-2020). Employee commuting was calculated using the commuter survey provided by WOSG, to create estimates per FTEs in each region and utilising BEIS emissions factors.
8. Emissions related to the energy consumed from the Group's Quartz, Smart, and Other watches that require electricity for the charging of their battery. Total quantity per watch type has been multiplied by emission factors calculated based on publicly available data and Life Cycle Assessments
9. Emissions relating to the disposal of product packaging. BEIS emission factors are used for UK operations, while EPA factors have been used for US operations; these have been applied to packaging quantities. To note that emissions relating to the disposal of watches and jewellery have been excluded from the calculation, as these products are high in value and are either repurposed or resold.

The Scope 1, 2 and 3 emissions and energy consumption data for FY26 and the restated FY24 emissions have been independently assured through a limited assurance engagement conducted in accordance with International Standard on Assurance Engagements (ISAE) 3410 'Assurance Engagements on Greenhouse Gas ' by BDO LLP.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES
CONTINUED

EMISSIONS REBASELINING POLICY

The baseline for our metrics is FY24. In line with the Greenhouse Gas Protocol, to ensure fair comparison over time, the Group will rebaseline previously reported figures in subsequent annual reporting, when a material change occurs due to:

- Structural changes that affect the inventory boundary (such as mergers, acquisitions or divestments)
- Changes in calculation methodologies
- Granulation (such as improvements in data quality)
- Scope of emissions boundary changing
- Identification of historical errors

The Group defines a material difference, which would trigger a rebaselining exercise, as one resulting in a variance of greater than or equal to 5% as per best practice guidance from the SBTi.

GOAL AND STRATEGIES

The timeline below summarises progress and key steps taken by the Group to ensure climate-related risks and opportunities are identified and managed in a structured, transparent and measurable way:

FY21

- ESG Committee established
- First qualitative and quantitative CSA of our operation
- First voluntary TCFD disclosure

FY22

- Climate change classified a principal risk
- Head of Sustainability appointed
- Scope 3 emissions measured for the first time and all Scopes externally verified
- Public commitment to set near-term SBTs

FY23

- SBTi approves near-term SBTs aligned with the Paris Climate Agreement
- Quantitative CSA across our value chain
- Climate-related mitigations and investment embedded into financial planning process
- First CDP climate change disclosure (C score)

FY24

- Sustainability Linked Loan linked to SBTs
- Explored carbon pricing mechanisms
- Introduced AI to support supply chain adaptation
- CDP climate change disclosure (B score)

FY25

- Sourced 100% renewable energy across our Group
- Key logistics routes assessed for risks and opportunities in low and high climate scenarios
- Stakeholder engagement with development of Climate Transition Plan
- Successfully trialled EnOS™ technology across 10 UK sites
- Head of Procurement appointed
- Modelled a net-zero target aligned to market-based factors
- CDP climate change disclosure (B score for climate change and A for supply chain engagement)

FY26

- Net-zero SBT approved and verified by SBTi
- Scope 1 and Scope 2 emissions targets disaggregated
- CSA to assess physical risks conducted across all sites
- EnOS™ technology installed in Group sites with highest energy consumption
- First solar installation at our Carlton Park Support Centre
- Continued development of Climate Transition Plan
- CDP climate change disclosure (A- score for climate change and A for stakeholder engagement)

FY27 GOALS

- Ongoing monitoring of climate-related risks and opportunities across our Group
- Expand CSA to incorporate recent Deutsch & Deutsch showrooms acquisition
- Investigate the vulnerability of sites to water stress over the longer-term
- Increase the use of primary data to calculate Scope 3 emissions, using activity data where key supplier emissions data is unavailable
- Continue development and implementation of the Group's Climate Transition Plan to reduce emissions across all Scopes and further prepare the Group for the impacts of climate change
- Maintain or improve on CDP A- score for climate change
- Better understand risk exposure of key brand partners with the aim of fully understanding our vulnerability and overall risk to extreme heat, carbon pricing and increased energy costs


ID
GENEVE
SUSTAINABLE
DEVELOPMENT
GOALS
CIRCULAR SWISS MADE

OUR PRODUCTS

Our supply chain is integral to our business, with our long-term success dependent on our ongoing ability to build trusted supplier relations, source the highest-quality luxury watches and jewellery and delight clients with reputable products that are verifiably safe, ethical and environmentally sustainable.

Supply chain transparency is a key priority for the Group as it provides us with the foundation for delivering our sustainability strategy, including our transition to net-zero and supporting a more circular economy.

Understanding multi-tier supply chains also enables us to identify, assess and mitigate risks, while supporting compliance with evolving regulatory requirements and industry standards. In addition, it strengthens product traceability, supplier accountability and responsible sourcing practices, which are increasingly important to our stakeholders.

The Group also recognises compliance risks related to service providers we contract with and takes steps to identify and mitigate them. These suppliers support our organisation within areas including the cleaning of our showrooms and support centres, as well as construction, waste management, events and hospitality.

GOALS AND STRATEGIES

GOALS

- Improve our traceability and sourcing standards
- Promote the sustainable attributes of our watches and jewellery
- Increase sales of lower-carbon products year-on-year from a FY24 baseline

STRATEGIES

WE ADVOCATE FOR OUR INDUSTRY

By proactively promoting the interests and responsibilities of the luxury watch and jewellery sectors in our markets

WE EARN TRUST & CONFIDENCE

By being true to ourselves and honest and transparent with our colleagues, our clients and our brand partners

WE TREAT EVERYONE WITH RESPECT

By working together to cultivate a secure and supportive workplace, with equal opportunities and respect

FY26 KEY PERFORMANCE HIGHLIGHTS

- Continued to strengthen our procurement practices to support sustainability goals and mitigate against related risks, including a revision of our Supplier Operating Manual
- Increased sales of lower-carbon products, including lab-grown diamonds and pre-owned watches
- Mappin & Webb awarded Royal Warrant to Her Majesty Queen Camilla

8%	INCREASE IN NUMBER OF PRE-OWNED LUXURY WATCHES SOLD
67% (+22%)	PRODUCT SUPPLIERS OVER £500K SPEND IN FY26 REPORT HOLDING AT LEAST ONE SUSTAINABILITY STANDARD OR CERTIFICATION
34% (+18%)	PRODUCT SUPPLIERS OVER £500K SPEND REPORT CARRYING OUT ETHICAL OR SOCIAL AUDITS OF THEIR SUPPLIERS
52% (+12%)	PRODUCT SUPPLIERS OVER £100K REPORT HAVING A HUMAN RIGHTS POLICY

LOWER-CARBON PRODUCTS AND CIRCULARITY

We continue to make it easier for clients to make more sustainable choices by improving colleague knowledge, extending our range of lower-carbon products to include lab-grown diamond jewellery and supporting a more circular economy through sales of pre-owned luxury watches.

With society placing a greater value on lower-carbon products, we are helping to extend the already long lifespan of luxury watches and jewellery by increasing sales of pre-owned luxury watches and investing in our repairs service.

Pre-owned products remove the need for raw materials, as well as energy and waste from mining and manufacturing processes and support our strategy to keep more products in circulation. They also support our decarbonisation strategy, with pre-owned watch sales (excluding necessary repairs, servicing and any spare parts) being reclassified as zero emissions by the SBTi during our recent net-zero verification process, removing related emissions from our Group footprint.

We are realising identified opportunities by continuing to drive sales of pre-owned watches through dedicated business operations in the US and UK, resulting in an increase in the number of units sold by 8% year-on-year.

Through these businesses, clients are offered a curated collection of pre-owned and vintage watches from luxury brands, including Rolex, with the Group being proud to be a part of a limited network of retailers authorised to sell Rolex Certified Pre-Owned watches.

Our US-based pre-owned watch business, Analog:Shift, specialises in catering to clients wanting rare, pre-owned and vintage pieces that reflect their individual style and values. At the same time, engaging digital editorial content available through Hodinkee presents opportunities to engage global horology enthusiasts with the enduring value of pre-owned watches.

Pre-owned watches are on display and available to purchase within an increasing number of showrooms, with an extended collection available to view and buy online through our ecommerce channels.

Throughout FY26, we elevated our pre-owned watch offering, to attract more clients and encourage existing clients to expand their collection by utilising prime window space and dedicating showroom floor areas to showcase the diversity and long-term value of these products. This activity was supported by a variety of pre-owned events, with some featuring a watchmaker at work, promoting the art of watchmaking and importance of regular servicing.

We will continue to support pre-owned growth in FY27, anticipating a further increase in sales, driven by targeted social media campaigns and visual showroom enhancements, including shop-in-shop experiences.

REPAIRS AND AFTER-SALES

Every pre-owned watch we sell requires an element of repair and/or servicing to ensure it is in the best possible condition and works perfectly, and in FY26 approximately a third of our repairs operation was dedicated to supporting the growth of pre-owned sales.

Our global repairs and servicing operation comprises four main repairs and servicing centres – Manchester and Leicester in the UK, and Florida and Connecticut in the US – with on-site technicians a popular feature in key showrooms.

We also operate two Rolex Authorised Service Centres in Birmingham and Newcastle in the UK and look forward to adding a new workshop within our new Glasgow Rolex boutique in September 2026, when visiting clients will be able to see our expert watchmaking team at work from the service lounge.

Client after-sales saw a slight 1% increase in value, however, repairs units dropped by 5% year-on-year, as we continue to contend with the challenges of an uncertain economy and higher living costs.

To remind clients of the importance of professionally servicing luxury watches to ensure they remain at their optimum performance and highest value for as long as possible, we continue to promote repairs in showrooms and online.

PRE-OWNED AND REFURBISHED JEWELLERY

Our support of a more circular economy is further enhanced in the US by vendors such as Windsor, our Estate Jewellery offering and our Betteridge business, which specialises in the restoration of vintage designer jewellery. Deutsch & Deutsch also has jewellers specialising in jewellery repair.

In FY26, we successfully introduced UK clients to a limited range of branded pre-owned jewellery from brands including Cartier. For FY27, it is anticipated we will offer clients a wider range from more designer brands as part of a six-month trial within selected UK showrooms, including our prestigious Luxury Jewellery boutique in Manchester, which is part of our Mappin & Webb business and online.

We are proud to employ the Crown Jeweller within our Mappin & Webb business, where we also hold a Royal Warrant to His Majesty King Charles III, who is widely recognised for his long-standing advocacy of sustainability and environmental stewardship. In April 2026, we were delighted and honoured to receive a Royal Warrant to Her Majesty Queen Camilla after completing a comprehensive sustainability assessment as part of our application.

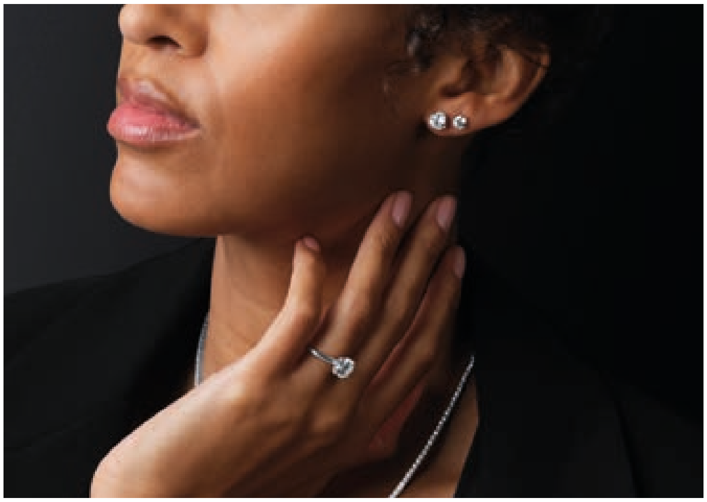
Mappin & Webb's skilled craftsmen and women can restore jewellery and silverware items of any age, make or design to their original glory, and we offer clients a range of repair, cleaning, restoration and renovation services, alongside the latest branded and fine jewellery collections. Items can be skilfully modernised and customised to complement individual tastes and lifestyles, while reducing the reliance on raw materials.

In July 2025, we extended the lower-carbon products we offer to include lab-grown diamonds. Clients were offered a range of lab-grown diamond jewellery items in 70 selected showrooms and online through our Goldsmiths brand, with an option to Click & Collect from any location. Sales are supported by online marketing campaigns, and we work closely with suppliers to ensure any sustainability claims are verifiable.

LAB-GROWN DIAMONDS

70

GOLDSMITHS SHOWROOMS OFFERING LAB-GROWN DIAMONDS IN FY26



While some reports claim lab-grown diamonds can carry up to 90% fewer emissions than mined diamonds (using methodology based on cradle-to-gate life cycle assessments), we understand actual emissions reductions depend on the energy source used to grow them – as well as any materials used for jewellery settings and packaging.

For FY27, we will offer lab-grown diamonds to our US clients and continue to engage suppliers and further improve client-facing colleagues' understanding of lab-grown diamonds including certification standards, growth methods, treatments, testing instruments, required markings and type of energy used in the manufacturing process.

CIRCULAR DESIGN

We range watches designed and manufactured by ID Genève, whose mission it is to cultivate a new generation of climate solutions that meet the highest standards of excellence and contribute positively to our planet.

We stock three models from their 'Circular' design series, which have a lower-carbon footprint than the industry average. For example, the carbon footprint of their surgical grade steel is 165 times lower than standard steel used in the production of luxury watches.

PRODUCT IMPACTS AND PERFORMANCE

Activity	Impacts	Commitment and action
Procurement	As well as helping to achieve greater value for money, responsible sourcing strengthens supply chain due diligence and can encourage competition and sustainability innovation. It also protects us against reputational damage, operational issues, regulatory fines and supply chain disruptions.	We are committed to working with suppliers who share our values, behave ethically, apply high standards of company conduct and fully comply with all relevant law. Our tendering and onboarding process includes comprehensive data capture, allowing us to screen and verify a supplier's legal and financial status and prevent any dealings with politically exposed persons or sanctioned individuals. During this process, we also assess how well prospective suppliers govern matters including data protection, human rights and environmental impacts. To uphold our requirements, relevant colleagues regularly participate in industry working groups and multi-stakeholder initiatives to further understand and promote sector-wide responsible sourcing practices.
Compliance with supply chain legislation	Full legal compliance protects us against potential financial penalties and reputational damage and supports responsible, sustainable business practices.	We conduct regular horizon scanning and have subscriptions to specialist legal and advisory services to help identify disclosure and transparency requirements. We also carry out in-house assessments using an industry recognised end-to-end, data driven risk and compliance platform that enables us to screen, assess, onboard and continuously monitor third-parties. In addition, we participate in industry working groups, consult with subject matter experts and carry out regular policy reviews.
Supply chain management	We depend on our suppliers to help us operate ethically, minimise environmental harm and meet client expectations. Through ongoing supply chain management, we ensure suppliers meet regulatory obligations, as well as operating and sustainability standards.	We are committed to building and maintaining a responsible, resilient and transparent supply chain that upholds the highest standards of ethics, sustainability and operational performance from onboarding to beyond order fulfilment. We use Agentic AI to support transparency and help understand a supplier's ESG maturity against our Supplier Sustainability Standards and identify areas for further engagement and improvement.
Human rights and modern slavery	The highest risk of human rights violations occurs in the lowest tiers of our supply chain and has the potential to impact the Group's operations and reputation. There could also be direct legal implications under legislation such as the UK Modern Slavery Act 2015.	We are committed to ensuring nobody involved in the production, distribution or sale of our products, or delivery of our services, is a victim of any form of modern slavery or any other form of human rights violation. We have measures in place to identify, assess and mitigate potential labour and human rights abuses across our value chain and continue to improve colleague awareness and understanding through internal engagement platforms and targeted training. Identified human rights and modern slavery risks and mitigations within our business and supply chain are reported in our annual Modern Slavery Transparency Statement, available at thewosgroupplc.com.
Animal welfare	While we have limited direct exposure to animal welfare impacts, there is a small indirect impact through the supply of leather watch straps and products that may contain leather or other animal-derived materials. We recognise increasing regulatory and stakeholder expectations regarding ethical sourcing and traceability of animal-derived materials.	The Group is committed to responsible sourcing and compliance with applicable animal welfare standards. We will not tolerate any harsh or inhumane treatment of animals and buy products through the most reputable manufacturers. All watch and accessories suppliers must provide written confirmation that any animal skins used are humanely sourced from farmed and sustainably managed sources, and conform to relevant international laws, including the Convention on International Trade in Endangered Species (CITES). We continue to grow our range of more socially and environmentally friendly product options, including watch straps made from vegan-friendly materials.

Metrics and targets	FY26 developments	FY26 performance	FY27 actions
– All product suppliers engaged with our operating requirements and Supplier Sustainability Standards – Compliance assessments of all prospective suppliers completed – Central database of signed Vendor Code of Conducts or evidence of a publicly available equivalent	– Global Procurement Analyst appointed – UK Supplier Operating Manual updated with full details of our requirements in line with evolving industry standards	– Developed digital solution to support compliance with our Vendor Code of Conduct and operating standards	– Ongoing compliance checks and monitoring – Engage relevant product suppliers with updated UK Supplier Operating Manual – Review and revise US Supplier Operating Manual – Digitally capture and store signed Vendor Code of Conducts
– Regular horizon-scanning and annual review of key policies by ESG Steering Group	– Partnered with the Jewellers Vigilance Committee (JVC) – Representation on the RJC Standards Committee	– All relevant policies approved by ESG Committee	– Ongoing horizon scanning – Gap analysis of UK SRS S1 and S2 reporting standards
– 100% of suppliers periodically screened against our Supplier Sustainability Standards – Product suppliers aligned with relevant sustainability standards and certifications – Zero instances of supply-chain related non-conformances	– Continued to implement and uphold effective controls to ensure all supplier partners adhere to the highest environment and social standards – Continued to cease trade in diamonds, coloured gemstones and precious metals such as gold, silver and platinum from sanctioned Russian sources	– 100% of suppliers screened against our Supplier Sustainability Standards – 67% of suppliers over £100k spend in FY26 aligned with relevant sustainability standards and certifications – No reported instances of supply-chain related non-conformances detected or reported	– Increase overall audit completion to 12% of jewellery suppliers by turnover – Extend supplier audits to include accessories manufacturers – Assess product range to understand products with full or part traceability
– Publish an annual Modern Slavery Statement on gov.uk – Annual review of our Group Human Rights Policy – Modern Slavery training delivered to 100% of colleagues with a responsibility for sourcing on an annual basis – Zero human rights violations within our value chains	– Developed a Modern Slavery and Human Rights Escalation Policy and Processes – UK Supplier Operating Manual updated to reinforce our requirements – Conducted a workshop in partnership with Slave-Free Alliance to review our framework for handling disclosures and strengthen our escalation process	– Published a Modern Slavery Statement on gov.uk – Group Human Rights Policy approved by ESG Committee – Modern Slavery e-learning available to all colleagues and enhanced training for all colleagues with a responsibility for sourcing – No human rights violations within our value chain detected or reported	– Engage key colleagues with our modern slavery escalation process and evolve training – Revise US Supplier Operating Manual to reinforce our human rights requirements
– Compliance with CITES animal welfare requirements for relevant suppliers – Monitoring of traceability for animal-derived materials where used and records kept – Range vegan friendly product options to support individual client values – Zero breaches of animal welfare requirements	– UK Supplier Operating Manual updated with full details of our requirements	– Conformance with CITES animal welfare requirements for relevant suppliers – Monitoring of traceability for animal-derived materials where used and records kept – Vegan friendly product options available to clients – No breaches of animal welfare requirements detected or reported	– Continue supplier engagement to improve transparency and compliance standards – Extend audit schedule to accessories suppliers – Engage UK product suppliers with the updated UK Supplier Operating Manual – Review and update US Supplier Operating Manual

PRODUCT IMPACTS AND PERFORMANCE

Activity	Impacts	Commitment and action
Gold and precious metals	Verified precious materials present opportunities for premium positioning, with reclaimed gold providing a lower-carbon option. Associated risks include conflict, environmental damage resulting from mining and processing, and price volatility affecting margins. There are also legal requirements related to product description with penalties for non-compliance, as well as reputational risks linked to provenance.	We are committed to providing clear client disclosure on precious metal purity, treatments, and origin where available. All precious metals supplied to us must demonstrate legal compliance according to all the provisions of the financial market supervisory authority and be sourced from verifiable refineries on the London Bullion Market Association Good Delivery List or the UAE Gold Good Delivery Scheme. Every product supplied to us must be hallmarked via UK Assay Offices and accurately described per Federal Trade Commission (FTC) jewellery guides and we continue to encourage the use of recycled or single origin gold in production processes and finished products.
Natural diamonds and gemstones	Clients expect every product they buy from us to be authentic, ethically sourced and not to have funded civil wars or rebel groups in war-torn countries. In addition to human rights risks, there is a potential for environmental impacts from mining as well as regulatory and reputational risks if provenance or enhancements are not disclosed.	We are committed to sourcing natural diamonds and gemstones with trusted provenance and certified quality. All suppliers of natural diamonds, or jewellery incorporating diamonds, must comply with the Kimberley Process Certification Scheme (KPCS), as well as all laws in relation to this scheme and the World Diamond Council System of Warranties Assurance (WDC SoW). We require suppliers to follow trade association resolutions and mandate training on government restrictions prohibiting the trade in conflict diamonds. To support greater transparency, we are introducing natural diamonds with blockchain technology which provide a traceable and tamper-proof record of a diamond's provenance as it progresses from rough to polished to retail. Our quality control team inspect diamonds following delivery for authenticity using detection equipment, or through the digital identity if blockchain is used.
Lab-grown diamonds	During the year we introduced the sale of lab-grown diamond jewellery, providing clients with a more accessible and sustainable option to natural diamonds. Lab-grown diamonds also feature within a small number of luxury watch faces. There are potential risks linked to 'green claims' and product disclosure, for example, where high energy use occurs and is not disclosed, as well as a risk of client confusion or mis-selling between lab-grown and natural stones. There may also be a reputational impact if origin, growth method or treatments are unclear.	We are committed to ensuring every lab-grown diamond we sell is independently certified, fully disclosed as laboratory created and fully traceable. All lab-grown diamonds supplied to the Group must be clearly, consistently, and unambiguously disclosed at every stage in the supply chain and be accompanied by verifiable documentation that explicitly states their lab-grown origin, growth method (Chemical Vapour Deposition or High Pressure High Temperature), grading details and treatment methods. With the manufacture of lab-grown diamonds requiring electricity for high-pressure, high-temperature processes, we also source from suppliers who utilise, or are transitioning to renewable energy sources. Information about the claims being made, including details to support the verification of the claims, and the systems in place to achieve them, is available to clients at the point of sale.
Product disclosure	Sourcing risks related to high-value watches and jewellery include authenticity, counterfeiting, and product safety. There is also regulatory exposure in relation to consumer protection, hallmarking, FTC Guidance and product safety. Additionally, reputational risks can occur if provenance, materials or warranties are unclear, resulting in financial impacts from returns, recalls, litigation, and loss of consumer trust.	The Group is committed to ethical marketing and advertising practices, which includes a clear, accurate and honest representation of our products. All product suppliers must comply with internationally accepted standards and existing obligations under consumer protection law and safety legislation. Before any products are ranged, suppliers must disclose product details as well as compliance and warranties. Sustainability and provenance claims must be verifiable, and any health and safety risks must be disclosed, allowing us to help clients make more informed purchasing decisions and protect them from any negative consequences or disappointment. We carry out quality control checks to ensure the specifications declared by the supplier are accurate and fully compliant with our requirements to ensure clients are provided with accurate product information, supported by clear pricing and after-sales policies.
Green claims	Tightening regulation as well as complex supply chains put us at risk of misleading environmental claims. Growing client expectations for sustainable products, credible sustainability differentiation and reduced life cycle impacts also presents commercial opportunities.	The Group takes a zero-tolerance approach to misleading product representation. Claims about the environmental aspects or performance of our products must be accurate and substantiated using robust and verifiable methods. We require records on aspects such as product composition, testing and provenance and have systems in place for verifying environmental claims, such as documentation from certification schemes.

Metrics and targets	FY26 developments	FY26 performance	FY27 actions
– All gold sourced from UAE Gold Good Delivery Scheme or LBMA conformant refiners – Encourage product suppliers to consider using recycled metals in the manufacture of products	– Our requirements are stipulated on all orders and included in our General Conditions of Purchase – Engagement with jewellery industry to standardise terminology to describe recycled precious metals content	– Supplier conformance to source gold from UAE Gold Good Delivery Scheme or LBMA-conformant refiners	– Maintain 100% LBMA-conformant sourcing – Continue engagement with jewellery industry to help standardise terminology for recycled precious metals content
– All product suppliers compliant with KPCS – Traceability coverage to country of origin for all purchased natural diamonds – Quality control checks on all samples and every product line containing natural diamonds in line with sampling plan	– Launched first natural diamond range incorporating Diamond Trading Company diamonds and Tracr™ technology	– Supplier conformance with KPCS – Quality control checks on all samples and every product line containing natural diamonds in line with sampling plan	– Extend showroom and online training on natural diamonds and other gemstones, including terminology, treatments and traceability
– All products with explicit lab-grown disclosure – All product sustainability claims supported with documented evidence	– Lab-grown diamond training developed and delivered to relevant colleagues	– Supplier conformance with explicit lab-grown disclosure – Certification from reputable gemmological laboratories for all lab-grown diamonds over 0.50ct+	– Formalise and engage key stakeholders with lab-grown diamond policy – Extend colleague training on lab-grown diamonds to US
– All product lines checked to ensure they conform to specifications agreed with the supplier	– UK Supplier Operating Manual updated with full details of our requirements, including lab-grown diamonds	– All product lines checked to ensure they conform to specifications agreed with the supplier	– Engage UK product suppliers with updated UK Supplier Operating Manual – Review and update US Supplier Operating Manual
– All product sustainability claims supported with documented evidence	– Suppliers encouraged to attain relevant sustainability standards or certifications	– 67% of suppliers over £500k spend in FY26 aligned with relevant sustainability standards and certifications	– Formalise Responsible Marketing Policy in line with CMA and FTC guidance

SUPPLY CHAIN DUE DILIGENCE

SUPPLY CHAIN PROFILE

During the year, we transacted with approximately 1,358 product and non-product suppliers (over £50k annual spend) worldwide, including approximately 200 watch and jewellery brands.

IMPROVING SUPPLIER STANDARDS

Through our Supplier Sustainability Standards, we ask supplier partners to follow the Organisation for Economic Co-operation and Development (OECD) Due Diligence Guidance and implement the OECD 5-Step guidance. This risk-based approach is designed to help organisations avoid contributing to conflict, serious human rights impacts and financial crime through their operations. The framework includes embedding strong management systems, identifying risks, independent third-party audits and transparency.

We also continue to encourage all suppliers to align with relevant, well-recognised sustainability standards and certifications. For watch and jewellery manufacturers, we promote membership of the Responsible Jewellery Council (RJC). At the time of this report, 38% of our watch and jewellery suppliers are accredited members of the RJC and, as such, are subject to rigorous independent audits to ensure compliance with their standards.

As part of our onboarding process, suppliers are asked to provide specific information about their business to help ensure compliance with our terms and identify any 'red flags', including but not limited to, sanctions, politically exposed persons and negative reputational issues. They are also required to have appropriate Cyber Security and Data Protection measures and systems in place.

Suppliers must also read and understand relevant Watches of Switzerland Group policies, which underpin our Code of Ethics and set out the behaviours expected to help ensure that risks from unethical conduct and illegal business practices are reduced and eliminated as far as possible.

During the year, we transitioned to a new supply chain management system, which deploys AI agents to retrieve and assimilate publicly available information and is customised to assess the level of supplier alignment with our Supplier Sustainability Standards. Scores relative to the level of performance against multiple indicators are automatically calculated, and areas for further engagement and improvement are highlighted.

To monitor our supply chain performance and manage compliance with our standards, colleagues with a responsibility for sourcing are trained to assess social and environmental risks and work collaboratively to address areas for improvement.

ON-SITE AUDITS

We want to build strong, long-term relationships with all supplier partners, and will always collaborate to resolve issues wherever possible. However, if we find evidence of a serious breach of our terms, we will not hesitate to terminate our contract and, if necessary, notify the relevant authorities.

Suppliers considered 'High Risk' in our screening will be asked to present evidence to support compliance with our terms. This can include a valid third-party audit report, supported by any completed corrective action plans.

If this evidence is unavailable or considered unsatisfactory, we will conduct our own on-site audit. On-site audits are carried out by specialist, independent, third-party auditors who hold an ISO 17020 certification for social audit services and have expert knowledge of local laws and practices.

Historically, jewellery suppliers present a higher risk profile, therefore, during the year, we audited 10.4% of our jewellery suppliers by turnover and implemented 5 corrective action plans. In FY27, we will increase the number of factory audits to 12% and expand our audit schedule to include accessories suppliers.

Factory Audits and Corrective Actions

	Facilities audited	After corrective action
Total factories audited	6	6
Low risk	1	4
Intermediate risk	3	0
High risk	1	Corrective actions in progress
Critical risk	1	Corrective actions in progress
Corrective action plans completed	3	
Corrective plans in progress	2	
Delisted/not approved	0	0

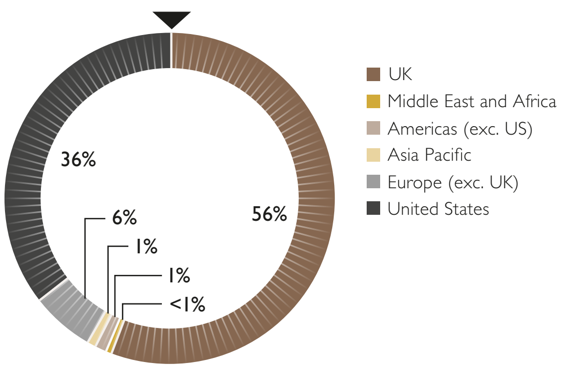
During the reporting period, our auditors identified one high risk finding, and one critical risk finding, requiring corrective action.

The high risk finding related to incomplete environmental and product disclosure information. A corrective action plan is in progress, including enhanced supplier engagement and ongoing data collection to improve the completeness, quality and transparency of disclosure.

The critical finding related to labour law compliance and health and safety practices. A corrective action plan has been initiated with the supplier, focused on strengthening compliance controls, improving health and safety management practices, and increasing visibility and traceability of sourcing documentation to support effective remediation.

Progress against both corrective action plans is being actively monitored through ongoing supplier engagement and follow-up review processes.

SUPPLY CHAIN BY REGION

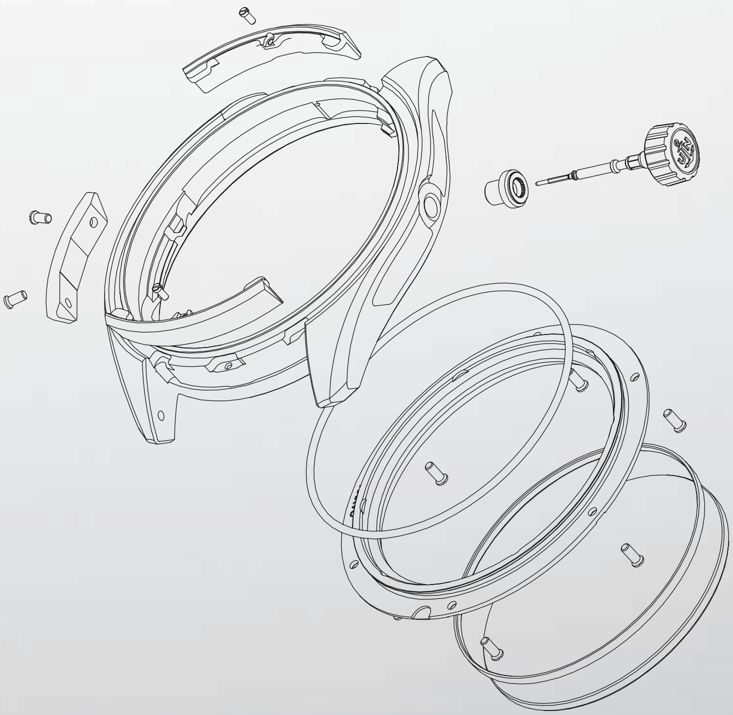


SUPPLIERS BY TYPE

PRODUCT INNOVATION

The year 2026 marked two major milestones for Ulysse Nardin:
180 years of legacy and 25 years of the Freak.

To celebrate these milestones, the manufacture unveiled a year marked by Freak novelties and continued innovation, including a complete re-engineering of the Freak X. More compact in design, more advanced in engineering, and enhanced in finishing, the new Freak X combines high horology with high technology, with both case and integrated metal bracelet crafted from 80% recycled steel sourced from production waste. Rubber straps and ethically sourced leather options are also available to suit individual client preferences.



GOVERNANCE AND COMPLIANCE

As the laws and regulations governing businesses become ever more complex we need to ensure the judgements and decisions we make are taken with both the knowledge and application of the highest ethical principles.

The Corporate Governance Report that begins on page 151 sets out how the Board and its Committees operate and apply the provisions and principles of the UK Corporate Governance Code 2024 and other regulation and best practices.

The Watches of Switzerland Group has in place a number of policies and procedures to ensure risks from unethical conduct and illegal business practice are reduced and eliminated as far as possible. These underpin our Code of Ethics, which together with our Vendor Code of Conduct and Supplier Sustainability Standards, set out the behaviours expected of our colleagues and third-parties we do business with.

The Environmental, Social and Governance section which starts on page 80 provides information regarding the management of ESG issues, specifically our approach to climate and transition planning, health and safety, data protection, human rights and sustainable business practices, whilst reinforcing accountability and long-term value creation for our stakeholders and includes key performance data as well as our full TCFD disclosures.

HUMAN RIGHTS AND MODERN SLAVERY

We remain committed to ensuring nobody involved in the production, distribution or sale of our products, or delivery of our services, is a victim of any form of modern slavery or any other form of human rights violation, and have measures in place to identify, assess and mitigate potential labour and human rights abuses across our value chain. This includes a commitment to protect women's rights across our operations and supply chain.

Our Human Rights Policy was reviewed and approved by the Board in October 2025, and applies to all global business activities and everyone who works for us, and everyone we do business with.

Our Vendor Code of Conduct includes specific requirements founded on the conventions of the ILO, which are guided by international human rights principles and encompassed by the Universal Declaration of Human Rights.

We continue to partner with Slave-Free Alliance (SFA), who provide expert support by reviewing and assisting in the development of our policies, processes and practices, which include forced labour risk assessments and specialist training.

In line with the requirements of the UK Modern Slavery Act 2015, the Group is committed to continuous review of human rights and modern slavery mitigations within our business and supply chain and our mitigations are reported in our annual Modern Slavery Transparency Statement, available at thewosgroupplc.com

Oversight of the operation of the Group's key policies in this area is the responsibility of the Board. Where requested by the Board, the Audit & Risk Committee or ESG Committee will review the adequacy and security of the arrangements in place.

CODE OF ETHICS

Our governance framework is underpinned by our Code of Ethics which is comprised of a number of additional standalone policies covering bribery and corruption, fraud, competition law and data protection, information security and cyber security protection. Taken together these policies ensure that we operate in an open, fair and honest manner in all of our business dealings.

During the year, the Board reviewed and approved the Code of Ethics, which can be found on the corporate website thewosgroupplc.com.

ANTI-BRIBERY, CORRUPTION & FRAUD

The Company maintains a zero-tolerance approach to all forms of corruption, including, but not limited to, bribery and fraud. The Board has overall responsibility for the Anti-Bribery, Corruption & Fraud Policy, which is regularly reviewed by Senior Management and the Audit & Risk Committee. The Policy reinforces the Board's commitment to conducting the Group's business affairs to ensure that it does not engage in or facilitate any form of corruption. The aim of the Policy is to ensure compliance with applicable anti-bribery and corruption legislation and regulations and to ensure colleagues act responsibly and ethically at all times when conducting business. The Policy sets out the Group's protocols in relation to hospitality and gifts.

The Group's Company Secretary and General Counsel has day-to-day responsibility for the Policy and reports to the Chair of the Audit & Risk Committee and to the Board as required. Colleagues are required to complete mandatory e-learning covering anti-bribery, corruption and fraud risks annually. High risk locations undertake additional face-to-face training on an annual basis.

During the year, the Policy was reviewed and approved by the Board and amended to provide additional clarity and reinforcement of the Company's aversion to and strict protocols regarding fraud and the receiving and giving of gifts and hospitality.

ANTI-MONEY LAUNDERING AND SANCTIONS

The Company has rigorous processes and procedures which operate alongside n Anti-Money Laundering (AML) Policy which was reviewed by the Board during the year. The Policy enforces a strict regime in the prevention of money laundering. The Group Policy is supported by internal operational and local territory specific business policies.

TAX TRANSPARENCY

We seek to build strong, transparent, and constructive working relationships with all tax authorities. The Group has held the Fair Tax Mark since February 2022, and achieved recertification from the Fair Tax® Foundation in March 2025. The Fair Tax Mark is the gold standard of responsible tax conduct and demonstrates that the Group pays the right amount of corporate income tax at the right time and in the right place. The Group pays corporation tax on all operations and does not utilise any tax havens for the purposes of tax evasion or financial secrecy. It also does not engage in aggressive tax planning or use any tax avoidance schemes.

The Board renamed the Corporate Criminal Offence Policy to Anti-Facilitation of Tax Evasion Policy, which was felt to better reflect its purpose. The updated policy, which sets out the Group's zero-tolerance approach to tax evasion was reviewed and approved by the Board during the year. The policy sets out the relevant legal framework, and outlines how the Group identifies potential tax evasion risks.

During the year, anti-facilitation of tax evasion training was delivered to relevant colleagues, including those in support and retail, and the Directors were provided with awareness documentation, as it is recognised this is an important part of the legislation and HMRC expectations. Further information on our Tax Strategy, our Fair Tax Mark Statement and Anti-Facilitation of Tax Evasion Policy can be found at thewosgroupplc.com.

PAYMENT PRACTICES

We understand the importance of maintaining good relationships with suppliers and have transparent payment terms and payment procedures to ensure prompt payment. It is Group policy to agree appropriate terms and conditions for transactions with suppliers (ranging from standard written terms to individually negotiated contracts) and for payments to be made in accordance with these terms, provided the vendor has complied with its obligations.

Our payment practices report is available at check-payment-practices.service.gov.uk/search, which showed the Group took on average 26 days to pay in the six-month period to the end of FY26.

RETAIL RETURNS POLICY

The business operates a standard, client-facing Retail Returns Policy. The manufacturer's warranty for product varies by brand and style, however, most warranties are usually valid for two years from the date of purchase, with three years of extended warranty for certain watch brands. If a product malfunctions, or is not 'fit for purpose', we will, at our discretion, repair or replace as appropriate.

DATA PROTECTION, INFORMATION SECURITY AND CYBER SECURITY

The Group has a responsibility to protect client and colleague personal data, and use it fairly and appropriately in line with the applicable law and regulation in each country in which we operate. We have a Group Data Protection Officer with oversight of all data protection matters, and a Cyber Security Team responsible for security measures across our networks and systems. The two work closely together to ensure a joined-up, risk-based approach.

The Group's data protection framework continues to mature to meet the needs of a growing global business and evolving legal landscape. We have in place a broad range of measures designed to meet our data protection and security obligations, including policies and processes, governance and oversight measures, and mandatory annual training. Alongside this, we employ a suite of technical controls to detect and protect against known and emerging security threats. Further information on how we govern associated risks can be found on page 145. The Group has not experienced any reportable personal data breaches over the last three years.

The Company is continually improving its cyber security and significant improvements have been made during the year, including enhanced controls around passwords and access requests, increased penetration testing and social engineering simulations to minimise the risk of access exploitation.

HEALTH AND SAFETY

The Company has a Group Health & Safety Statement and governance processes in place to ensure the Board is updated regularly on health and safety activities and on any accidents or incidents that occur.

During the year, the Group reviewed and made a number of changes to the Statement to ensure it remained up to date and relevant. The Board approved the Statement which can be found at thewosgroupplc.com. Alongside the Group Statement each territory operates within local policies which provide additional information on day-to-day management in this area.

Further information on the Company's health and safety activities can be found on page 94.

The Group complies with relevant legislation regarding product safety and legislation.

We continually review legislation and requirements and work with our brand partners to ensure early and ongoing compliance.

WHISTLEBLOWING

It is important for the business to have an open and transparent work culture. We aim to conduct our business with the highest standards of honesty and integrity every day. The Board has overall responsibility for this policy and the Director of Internal Audit & Risk has day-to-day operational responsibility. The Chair of the Audit & Risk Committee receives a summary of all protected whistleblowing reports for communication to the Board.

Under the Policy, whilst colleagues are encouraged to report any concerns or complaints, without fear of recrimination, the Board acknowledges there may be circumstances where internal reporting lines may not be suitable or may discourage colleagues from speaking out. We use a third-party to provide an independent reporting system. This is a global facility for colleagues to raise concerns confidentially, with the option of maintaining anonymity. Colleagues are required to complete mandatory e-learning training on whistleblowing protocols annually.

The Company has a number of other Group policies, all of which can be found on its corporate website, thewosgroupplc.com.

RECOGNISING EFFECTIVE RISK MANAGEMENT

"Effective risk management enables us to act with confidence, protect what matters most, and deliver sustainable growth."

BRIAN DUFFY
CEO

The Watches of Switzerland Group defines risk as uncertainty around the organisation's ability to achieve its objectives and execute its strategy effectively.

Risks can be positive (opportunities) and negative (threats) and are a combination of the likelihood of an event and the impact of the consequence.

Risk is inherent in both the Group's operations and strategic decision-making. Risks and uncertainties could impact the delivery of strategic and operational objectives. Effective risk management helps support the successful delivery of the Group's objectives. The Board's role is central to understanding and providing oversight into how risks are being managed and addressed. The Board has established a framework of prudent and effective controls which enable risk to be assessed and managed. The Board takes responsibility for the management of risk and internal control systems throughout the business. This includes determining the nature and extent of the principal risks the Board is willing to take in achieving strategic objectives (the Board's risk appetite), and challenging management's implementation of effective systems of risk identification, assessment, prioritisation and management.

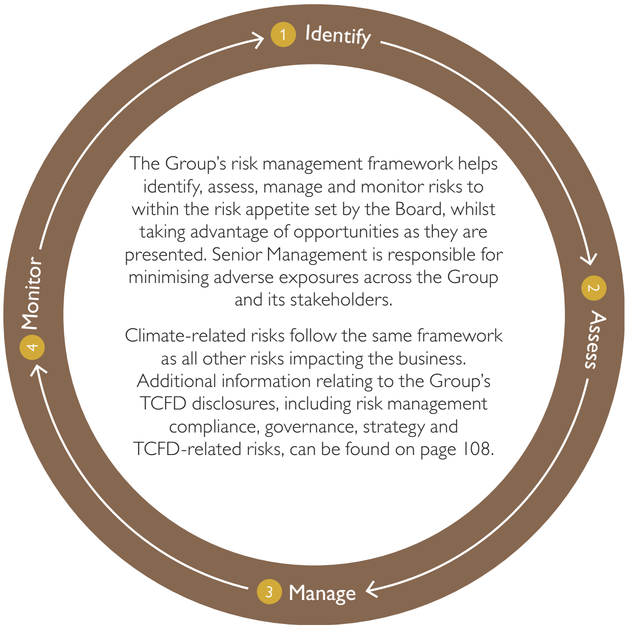
The Audit & Risk Committee, on behalf of the Board, has responsibility for maintaining oversight of the Group's framework for risk management. Whilst ultimate responsibility for the oversight of risk management rests with the Board, the effective day-to-day management of risk is embedded within the business through a layered assurance approach.

The Board recognises that risk management is a fundamental part of good corporate governance and management practice and to be effective, should be embedded within the organisation's culture. The Board is, therefore, committed to ensuring that risk management forms an integral part of its philosophy, practices and business plans rather than being viewed or practised as a separate programme and that responsibility for implementation is accepted at all levels of the organisation.

During the year, the Board reviewed the effectiveness of the Group's risk management and internal controls systems and began implementing a monitoring programme aligned to the requirements of Provision 29 of the UK Corporate Governance Code 2024 (the 'Code'). This review included the discussion and review of risk registers and the internal controls across all business functions as part of an annual exercise facilitated by the Internal Audit team.

RISK MANAGEMENT PROCESS

The Group's established framework for managing risks has continued to be in place across the business throughout this financial year, with responsibility to implement the Board's policies on risk management and internal control sitting with management.



1 IDENTIFY

- Risk registers are completed by each business function, identifying the risks in their areas of control
- The Audit & Risk Committee and Board identify key risks within the Group's strategic priorities
- Horizon scanning takes place periodically with Senior Management

2 ASSESS

- The likelihood of risk occurrence and the potential impact of the risk are assessed. This assessment takes place before and after consideration of mitigating controls
- The risks are reviewed to determine their categorisation, including financial, operational, client, regulatory and reputational
- Appetite for each key risk is assessed with a target risk position agreed to reflect the level of risk that the business is willing to accept

3 MANAGE

- Controls and mitigation plans are implemented to manage the risks
- Consideration is given to the Board's risk appetite to help determine the appropriate risk management strategy
- Actions are agreed to further manage the identified risks, in line with risk appetite and according to risk strategy

4 MONITOR

- Continued oversight and tracking of identified risks. These are presented to the Trading Board, the Audit & Risk Committee and the Board
- The Internal Audit Teams review the effectiveness of controls and identify gaps in control, requiring further action
- Risk incidents are reviewed, and the lessons learned drive further mitigation

WHAT WE MONITOR

GROUP RISK REGISTER

Summary of the key risks facing the Group, prepared through review of departmental risks identified through the bottom-up risk identification process, and the Group-level risks identified and owned by the Trading Board senior leaders.

OUR RISK LANDSCAPE

Current risks: risks we are managing now that could stop us from achieving our strategic objectives.

Emerging risks: risks with a future potential impact from external or internal opportunities or threats.

WHAT WE ASSESS

- **Risk ownership:** each risk has a named owner
- **Likelihood and impact:** globally applied scoring scale
- **Gross risk:** before mitigating controls
- **Mitigating controls:** subject to Internal Audit review
- **Net risk:** after mitigating controls applied
- **Risk movement:** any change in risk score since previous assessment
- **Risk appetite:** defined at subcategory level
- **Target risk:** overall target risk score
- **Actions:** for further mitigation, if required

OUR IDENTIFIED RISKS

Risks are categorised into one of six categories:

- Financial
- Operational
- Client
- People
- Regulatory
- ESG

DEPARTMENTAL RISK REGISTERS

Owned by individual departments and teams across the Group. These identify specific risks and mitigating controls arising from day-to-day operations.

HOW WE MONITOR

Set out below are the key responsibilities and key activities of the various functions of the Group in relation to risk management:

BOARD
Collective responsibility for the management of risk throughout the business

– Oversees the adoption of appropriate risk management systems that identify emerging and established risks facing the Group and its stakeholders
– Determines the nature and extent of the principal and emerging risks faced by the Group and those risks which the business is willing to take in achieving its strategic objectives (determining its risk appetite)
– Agrees how the principal risks should be managed or mitigated and over what timeframe to reduce the likelihood of their incidence or the magnitude of their impact
– Establishes clear internal and external communication channels on the identification of risk factors
– Determines the monitoring and review process

TRADING BOARD
Managing the risk management process on a day-to-day basis

– Conducts reviews of the risk register and principal risks
– Members have responsibility for managing risk within their areas of responsibility
– Identifies new and emerging risks

AUDIT & RISK COMMITTEE
Oversees risk management systems and process, under delegation from the Board

– Assists the Board to fulfil its corporate governance responsibilities in relation to financial reporting, internal controls and the risk management framework
– Conducts formal reviews of the principal and emerging risks twice a year, one of which is in connection with the consideration of the Viability Statement
– Reviews and oversees the Group risk register and risk management framework and assesses their effectiveness in mitigating Group-level risks
– Reviews key risk areas with relevant management to understand the nature of the risks and adequacy of the mitigations and controls in place
– Annually reviews and approves the Group Risk Management Policy

OPERATIONAL MANAGEMENT
Identifying and managing risks on a day-to-day basis

– Maintains the business function risk registers
– Identifies and assesses risk within business functions and implements actions to reduce risk exposure to an acceptable target level
– Embeds and manages internal controls and risk management processes as part of business-as-usual operations

OPERATIONAL AUDIT, LOSS PREVENTION AND SECURITY TEAM
Reviews compliance with certain key internal procedures in showrooms and at other locations

– Provides an objective compliance and monitoring overview
– Identifies non-compliance with key business processes

INTERNAL AUDIT TEAM
Provides assurance to the Audit & Risk Committee through independent reviews of agreed risk areas

– Ensures that principal risk topics are scheduled for regular review
– Facilitates updates to the corporate and business function risk registers in partnership with operational management
– Presents the outcome of the risk review to the Trading Board and the Audit & Risk Committee
– Shares risk management information and best practice across the Group

RISK APPETITE

THE UK CORPORATE GOVERNANCE CODE 2024 REQUIRES COMPANIES TO DETERMINE THEIR RISK APPETITE

Risk appetite is an expression of the amount and types of risk that the Group is willing to take to achieve its strategic and operational objectives. The Group accepts that it cannot achieve its long-term strategic objectives without being exposed to an element of risk.

Understanding current and emerging risk is therefore integral to the Group's decision-making process. The Board determines the amount of risk the Group is willing to accept in the pursuit of the Group's strategic objectives, dependent on the type of risk. In exploring risks and opportunities, we prioritise the interests and safety of our clients and colleagues and seek to protect the long-term value and reputation of the brand and the brands we partner with, while maximising commercial benefits to support responsible and sustained growth.

The Group assesses the level of risk exposure against its associated risk appetite to ensure that we appropriately prioritise our resources to manage risks within our risk appetite. Where the residual risk remains outside the Board's risk tolerance, additional actions are identified to further mitigate the risk down to an acceptable target level. The Group's risk appetite and tolerance levels were considered and approved by the Board and are reviewed annually. These are used to set tolerance limits and target risks for each of the principal risks and refine mitigation plans where appropriate.

IDENTIFICATION, EVALUATION AND MANAGEMENT OF THE GROUP'S RISKS

The Board is responsible for determining the nature and extent of the principal risks it is willing to take in achieving its strategic objectives and maintains sound risk management and internal control systems. With the implementation of Provision 29 of the UK Corporate Governance Code 2024 (the 'Code') the Board will also be responsible for assessing the effectiveness of the Group's material controls over its principal risks and disclosing their effectiveness from FY27.

In preparation for the disclosure, the Group continues to build on good progress, bringing together a cohesive Risk & Material Controls framework that structures controls and mitigations across its key risks and activities. As part of this process the Board has completed its assessment of the Group's risk landscape and has identified the most significant risks and uncertainties and related material controls.

The Group recognises that the profile of risks constantly changes, and additional risks not presently known, or that may be currently deemed immaterial, may also impact the Group's business objectives (as detailed on page 35) and performance.

The Risk & Material Controls framework is therefore designed to manage rather than eliminate the risk of failure to achieve business objectives, and, as such, can only provide reasonable and not absolute assurance against these principal uncertainties impacting business performance.

The Board confirms that it has carried out a robust assessment of the principal risks facing the Group, including those that would threaten its business model, future success, solvency or liquidity.

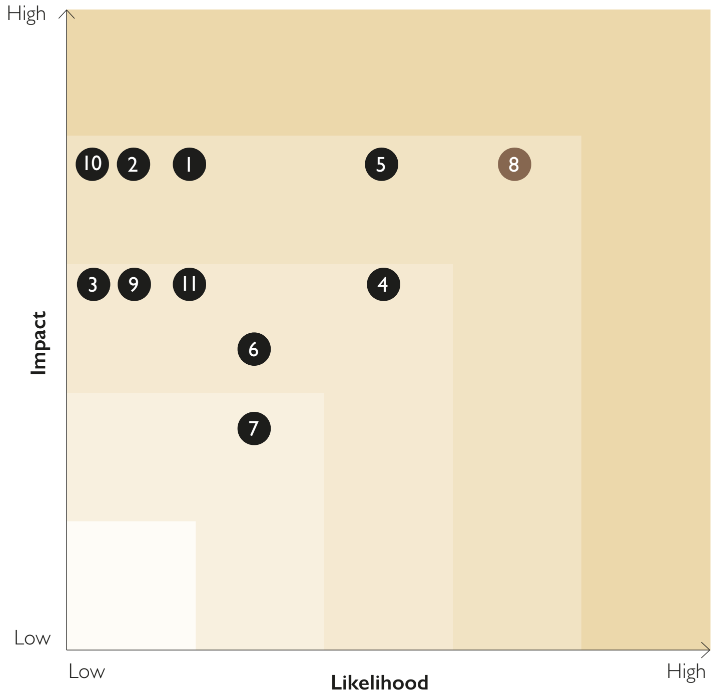
EMERGING RISKS

As part of the ongoing risk management framework described above, the Group identifies emerging risks and determines their potential impact on the business. The Group undertakes horizon scanning to monitor any potential risks that could change our industry and/or our business, looking at both the inherent risk and opportunity. Emerging risks are new and evolving, and thus their full potential impact is still uncertain. The Group defines emerging risks as newly developing risks that are often difficult to quantify but may materially affect our business. Emerging risks are usually highly uncertain risks which are external to the Group, and we take a proactive approach to the emerging risk management processes, with the objective of enabling us to:

- Identify, manage and monitor a broad range of potential emerging risks
- Mitigate the impact of emerging risks which could impact the delivery of the Group's strategy
- Record each emerging risk within an Emerging Risk Register

The Board's assessment of the principal risks and uncertainties facing the Group and the mitigations in place are set out opposite.

HEAT MAP (POST-MITIGATION)



Risk		
1	Business strategy execution and development	1
2	Key suppliers and supply chain	2
3	Client experience and market risks	3
4	Colleague talent and capability	4
5	Data protection and cyber security	5
6	Business interruption	6
7	Regulatory and compliance	7
8	Economic and political	8
9	Brand and reputational damage	9
10	Financial and treasury	10
11	Climate change	11

● Indicates increasing risk

To support our assessment of risk, the heat map above shows the relative likelihood and impact of the Group's principal risks post-mitigation i.e. after the effects of our control activities. The graph also indicates those risks that have seen significant movement during the year. A more detailed assessment of each principal risk is provided over the following pages.

LINKS TO KPIS

1 Revenue	7 Cash Generated from Operations
2 Operating Profit	8 Average Retail Selling Price
3 Adjusted EBIT	9 Number of Showrooms
4 Basic Earnings Per Share	10 Colleague Engagement Survey
5 Adjusted Earnings Per Share	11 ESC Carbon Emissions
6 Return on Capital Employed	12 ESG Circularity

STRATEGIC PILLARS

1 Showroom Investment
2 Pre-Owned
3 Ecommerce
4 Luxury Branded Jewellery
5 Acquisitions
6 Client Experience

1. BUSINESS STRATEGY EXECUTION AND DEVELOPMENT

Principal risk description

If the Board adopts the wrong strategy or does not implement its strategy effectively, the business may suffer. The Group's growth strategy exposes it to risks and the Group may encounter setbacks in its ongoing expansion in the US and UK. The Group's significant investments in its showroom portfolio, IT systems, colleagues and marketing may be unsuccessful in growing the Group's business as planned. As the Group continues to make acquisitions, these may prove unsuccessful or divert its resources. Further growth through acquisition is dependent upon the Group's ability to identify suitable targets, conduct effective due diligence, negotiate transactions on favourable terms, complete such transactions and successfully integrate the acquired businesses. The Group may fail to respond to the pressures of an increasingly changing retail environment effectively and rapidly. The re-evaluation of priorities and their delivery, including the consideration of initiatives to respond to permanent changes in client behaviours or to change working practices, is paramount in the current environment.

How we manage or mitigate the risk

- The Board reviews its business strategy on a regular basis to determine how sales and profit can be maximised, and business operations can be made more efficient
- The Board has significant relevant experience, including in the international retail and luxury markets
- The CEO provides updates to the Board on key development opportunities and initiatives
- Expansion of the property portfolio or potential acquisitions are subject to strict payback criteria. Return on investment is monitored closely
- Key management information is provided to the Board on a regular basis to help inform strategic decision-making
- The Group has adapted its strategy to take advantage of online trading and client appointments and, maintains the Luxury Watch and Jewellery Virtual Boutique to maximise sales
- The Group has diversified its operations through expansion into wholesale, ecommerce platforms and enhanced luxury branded jewellery offers. There is international market diversification reducing reliance on one territory

Change in risk

No change

Links to strategic pillars

1 2 3 4 5 6

Links to KPIs

1 2 3 4 5 6
7 8 9 10 11 12

2. KEY SUPPLIERS AND SUPPLY CHAIN

Principal risk description

The manufacture of key luxury watch brands is highly concentrated among a limited number of brand partners and the production of luxury watches is limited by the small number of master watchmakers and the availability of artisanal skills. Owners of luxury watch brands control distribution through strict Selective Distribution Agreements.

Consequently, the relationship with owners of luxury watch brands is crucial to the Group's success. Some of the Group's distribution agreements with luxury watch brands provide owners of such brands with a right to terminate the agreement in the event of a change of control and/or management of the Group. The Group is subject to the risk that owners of luxury watch brands may decide to terminate these contracts or otherwise not to renew them upon expiry, or to reduce the number of agencies they grant to the Group. The Group's distribution agreements with suppliers do not guarantee a steady supply of merchandise. The Group's business model may also come under significant pressure should the owners of luxury watch and jewellery brands choose to distribute their own watches, increasingly or entirely by-passing third-party retailers such as the Group.

How we manage or mitigate the risk

- The Group fosters strong relationships with brand partners and other suppliers, many of which have been held for a significant length of time
- Supplier distribution contracts are closely monitored to ensure continued compliance with contractual obligations
- The Group works collaboratively with brand partners to identify product trends and forward demand
- Continued focus on providing exceptional client experience, representing the brands in the best possible way
- Client experience is further elevated through new, larger showrooms that are supported by the brands
- In-depth training for showroom colleagues is provided, including specific training provided by the brand partners
- The Group strives to ensure a broad-based sales mix, with less reliance on individual brands to drive success
- Review opportunities to extend our expertise into complementary business and service models

Change in risk

No change

Links to strategic pillars

1 3 4 6

Links to KPIs

1 2 6 8 9 10

3. CLIENT EXPERIENCE AND MARKET RISKS

Principal risk description

An inability to maintain a consistent high-quality experience for the Group's clients across the sales channels, particularly within the showroom network, could adversely affect business. The increased number of registration of interest (ROI) watches could adversely impact the perceived client experience. The Group faces competition and any failure by the Group to compete effectively could result in a loss of market share or the ability to retain supplier agencies. Long-term consumer attitudes to diamonds, gold and other precious metals and gemstones could be affected by a variety of issues, including concern over the source of raw materials, the impact of mining and refining of minerals on the environment, labour conditions in the supply chain, and the availability and perception of substitute products, such as cubic zirconia. Equally, longer-term consumer attitudes to more technologically advanced watches, such as 'smart watches', could reduce consumer demand for luxury watches.

How we manage or mitigate the risk

- The Group provides the ultimate luxury environment for its clients to feel welcome, appreciated and supported
- Our Xenia Client Experience Programme further elevates and differentiates our client experience proposition
- Our brand partners audit and assess our client experience enabling us to independently benchmark and evaluate our performance
- Exceptional training is provided for our showroom colleagues, and other client-facing colleagues, to allow them to provide the best client service, along with in-depth product knowledge
- The CRM database allows the Group to engage with the client on their journey from potential to loyal client
- The Group continues to invest in and develop its product offering to improve the value offered to consumers, retailers and manufacturers
- Competitor activity is monitored in detail, enabling strategic decision-making on key market positions
- Our Luxury Watch and Jewellery Virtual Boutique experience is a unique differentiator and recognised as a competitive advantage, as is the Group's scale and technological capabilities
- Consumer trends are monitored to ensure product ranges remain aligned to client demand

Change in risk

No change

Links to strategic pillars

1 2 3 4 5 6

Links to KPIs

1 2 6 8 9 10 11 12

4. COLLEAGUE TALENT AND CAPABILITY

Principal risk description

The Group depends on the services of key talent to manage its business, and the departure of such colleagues or the failure to recruit and retain suitable personnel could adversely affect the Group's business. Client experience is an essential element in the success of the Group's business, where many clients prefer a more personal face-to-face experience and have established strong relationships with the Group's retail colleagues. An inability to recruit and retain suitably qualified colleagues, especially with specialised knowledge of luxury watches and jewellery, would have a material impact on the Group.

How we manage or mitigate the risk

- The Nomination Committee considers succession planning for the Board, and Senior Management
- The Trading Board considers the development of Senior Management to ensure there are opportunities for career development, promotion and appropriate succession
- Company recognition programmes are in place to incentivise and motivate colleagues
- A wide range of training and development programmes are available to colleagues
- The remuneration and benefits packages for all colleagues are annually reviewed
- We utilise CONNECT, a two-way, engaging, global platform to underpin Group communications to colleagues

Change in risk

No change

Links to strategic pillars

6

Links to KPIs

1 2 4 5 10

LINKS TO KPIS		STRATEGIC PILLARS
1 Revenue	7 Cash Generated from Operations	1 Showroom Investment
2 Operating Profit	8 Average Retail Selling Price	2 Pre-Owned
3 Adjusted EBIT	9 Number of Showrooms	3 Ecommerce
4 Basic Earnings Per Share	10 Colleague Engagement Survey	4 Luxury Branded Jewellery
5 Adjusted Earnings Per Share	11 ESC Carbon Emissions	5 Acquisitions
6 Return on Capital Employed	12 ESG Circularity	6 Client Experience

5. DATA PROTECTION AND CYBER SECURITY

Principal risk description

The increasing sophistication and frequency of cyber-attacks, coupled with data protection laws, highlight the escalating information security risk facing all businesses. As the Group operates in the US and UK markets, the regulatory environment surrounding these areas is considered more complex. Security breaches and failures in the Group's IT infrastructure and networks, or those of third-parties, could compromise sensitive and confidential information and affect the Group's reputation. Theft or loss of Company or client data or potential damage to any systems from viruses, ransomware or other malware could result in fines and reputational damage to the business that could negatively impact on our sales.

How we manage or mitigate the risk

- Significant investment in systems development and security programmes
- Systems vulnerability and penetration testing is carried out regularly
- The Group's Data, Cyber and AI Steering Group meets regularly to review related processes and emerging risks
- Continuous and dynamic training, and enhanced anti-phishing awareness campaigns are rolled out to all colleagues
- Enhanced multi-factor authentication is enforced across the key Group entities
- Next generation email security system implemented
- A 24/7 security operations centre is in place
- Reporting capabilities allow all colleagues to promptly report any suspicious content or activity they encounter
- External maturity assessment framework is used to validate continuous security improvement programme

Change in risk

No change

Links to strategic pillars

3

Links to KPIs

1 2 3 6 7 9 10

6. BUSINESS INTERRUPTION

Principal risk description

Adverse weather conditions, travel disruption, natural disasters, terrorism, acts of war, pandemics or other external events could adversely affect consumer discretionary spending or cause a disruption to the Group's operations. The inability of the Group to be able to operate showrooms or a significant reduction in available colleagues to operate the business, such as during a material pandemic, would significantly impact the operations of the business. The Group offers flexible delivery options (home delivery or Click & Collect in showroom) and its online operations rely on third-party carriers and transportation providers. The Group's shipments are subject to various risks, including labour strikes and adverse weather. The Group may experience significant theft of products from its showrooms, distribution centres or during the transportation of goods. Loss of high-value low-availability pieces could damage our reputation and our clients may become less inclined to visit our showrooms. Disruptions to, or failures in, the Group's IT infrastructure and networks, or those of third-parties, could disrupt the Group's operations, especially during periods of increased reliance on these systems such as those experienced during the pandemic lockdowns. The Group relies on IT networks and systems, some of which are managed by third-parties, to process, encrypt and transmit electronic information, and to manage or support a variety of business processes and activities, including sales, supply chain, merchandise distribution, client invoicing and collection of payments.

How we manage or mitigate the risk

- The Group has a framework of operational procedures and business continuity plans that are regularly reviewed, updated and tested
- The multi-channel model allows clients to continue their relationship with us and to purchase in the event of disruption to any single channel
- Robust security arrangements are in place across our showroom network to deter and prevent crime and, in the event of an incident, protect people and products
- A comprehensive insurance programme is in place to offset the financial consequences of insured events
- A detailed IT development and security roadmap is in place, aligned to our strategy
- Reliable and reputable third-party logistic partners have been engaged to ensure the secure transportation of goods
- The Group has in place action plans to effectively deal with the impact of a pandemic on business operations
- A Group-wide crisis response programme is in place and is tested regularly

Change in risk

No change

Links to strategic pillars

6

Links to KPIs

1 2 3 4 5 6 7 8 9 10

7. REGULATORY AND COMPLIANCE

Principal risk description

Fines, litigation and reputational damage could arise if the Group fails to comply with legislative or regulatory requirements including, but not limited to, consumer law, health and safety, employment law, data protection, anti-bribery and corruption, competition law, anti-money laundering and supply chain regulations. As the Group continues its US expansion and trades in increasing state jurisdictions, there is a risk the business lacks the detailed knowledge of local US laws and regulations resulting in a breach, significant fine and reputational impact.

How we manage or mitigate the risk

- The Group actively monitors regulatory developments in the US and UK as well as reviewing compliance with existing obligations
- Experienced in-house legal team supplemented with external expertise as needed, including when operating in new jurisdictions
- Clear Group policies and procedures are in place, including, but not limited to, anti-bribery, corruption and fraud, whistleblowing, data protection and information security
- Mandatory induction briefings and training for all colleagues on appropriate regulations and associated compliance
- The established culture and values foster open, honest communication
- Regulatory compliance reviews form part of the rolling Internal Audit plan

Change in risk

No change

Links to strategic pillars

6

Links to KPIs

1 2 3 4 5 7 8 9 10 11 12

8. ECONOMIC AND POLITICAL

Principal risk description

The Group's business is geographically concentrated in the US and UK. Any significant disruption, sustained stagnation or deterioration in the luxury watch or jewellery markets or decline in consumer spending in these markets could have a material adverse impact on the Group's business. The Group or its suppliers may not be able to anticipate, identify and respond to changing consumer preferences in a timely manner, and the Group may not manage its inventory in line with client demand. Established geopolitical trading relationships and structures may shift resulting in unforeseen barriers to free trade and movement of goods that significantly impact Group costs and consumer demand. Ongoing legal, political and economic uncertainty in the US, UK and international markets could give rise to significant currency fluctuations, interest rate increases, adverse taxation arrangements or affect current trading and supply arrangements.

How we manage or mitigate the risk

- Regular monitoring of economic and political events
- Focus on exceptional client service to attract and retain clients
- Fostering brand loyalty and exclusivity
- The Group updates internal return on investment hurdles and criteria to reflect changing market environments
- Detailed sales and inventory data is analysed to anticipate future trends and demand, taking into consideration the current economic environment
- Regular review of supply chain and sourcing options
- Through continued expansion in the US, the Group is not wholly dependent on the economic or political environment in one single territory

Change in risk

Instability in the Middle East is impacting global supply chains, energy and commodity prices and consumer confidence across our markets and those of our suppliers

Links to strategic pillars

6

Links to KPIs

1 2 3 4 5 6 7 8 9 11 12

9. BRAND AND REPUTATIONAL DAMAGE

Principal risk description

The Watches of Switzerland Group's trading brands and its corporate brand are an important asset, and failure to protect the Group's reputation and brand could lead to a loss of trust and confidence. This could result in a decline in the client base, affect the ability to recruit and retain the best people, and damage our reputation with our brand partners, suppliers and investors.

How we manage or mitigate the risk

- The Group has a clear and open culture with a focus on trust and transparency
- Excellent client experience is a key priority of the Group and subject to independent scrutiny by our major brand partners through mystery shopping programmes
- The Group undertakes regular client engagement to understand and adapt the product, offer and showroom environment
- The use of impactful, digital-led marketing, along with an in-depth knowledge of products, makes the Group an authority in the markets in which it operates
- Training and monitoring of adherence by colleagues to Group policies and procedures
- Ongoing monitoring of social media and digital channels for abuse of Group copyright and disreputable content
- The Group has conducted a materiality assessment to understand the priorities and focus areas of its stakeholders, including colleagues, brand partners and other suppliers, investors and community groups

Change in risk

No change

Links to strategic pillars

1 2 3 4 5 6

Links to KPIs

1 2 3 4 5 6 7 8 9 10 11 12

LINKS TO KPIS

1 Revenue	7 Cash Generated from Operations
2 Operating Profit	8 Average Retail Selling Price
3 Adjusted EBIT	9 Number of Showrooms
4 Basic Earnings Per Share	10 Colleague Engagement Survey
5 Adjusted Earnings Per Share	11 ESC Carbon Emissions
6 Return on Capital Employed	12 ESG Circularity

STRATEGIC PILLARS

1 Showroom Investment
2 Pre-Owned
3 Ecommerce
4 Luxury Branded Jewellery
5 Acquisitions
6 Client Experience

10. FINANCIAL AND TREASURY

Principal risk description

The Group's ability to meet its financial obligations and to support the operations and expansion of the business is dependent on having sufficient funding over the short, medium and long term. The Group is reliant on the availability of adequate financing from banks and capital markets to meet its liquidity needs. The Group's level of indebtedness could adversely affect its ability to react to changes in the business and may limit the commercial and financial flexibility to operate the business. The Group is exposed to foreign exchange risk and profits may be adversely impacted by unforeseen movements in foreign exchange rates. Significantly reduced trading over an extended period could impact the Group's ability to operate within committed credit facilities.

How we manage or mitigate the risk

- The Group had a total of £367.1 million in available committed facilities at 3 May 2026 with facilities due to expire in May 2028
- The Group's net cash position and available funding is actively managed through a Group Treasury policy and cash flow projections are regularly monitored by management and the Board
- Exchange and interest rates are regularly reviewed to determine if hedging should be put in place
- A three-year strategic cash flow is prepared and stress-tested, including the impact on covenant calculations

Change in risk

No change

Links to strategic pillars

5

Links to KPIs

1 2 3 4 5 6 7 8 9 11 12

11. CLIMATE CHANGE

Principal risk description

The increased frequency of extreme weather events may lead to the significant disruption of retail showrooms, offices and distribution centres, through flooding and strong winds. The supply chain may also be impacted through transporting goods to showrooms and directly to our clients. In a changing climate, there is the potential for higher insurance premiums across business operations, especially those taking place in geographies particularly impacted by extreme weather events. The increasing cost of energy and potential regulatory mechanisms on direct carbon emissions may impact business financials and profit if the Group cannot transition to a low-carbon business model. The Group's reliance on premium raw materials, which are a finite resource, increases its exposure to resource scarcity, and the potential increased cost of obtaining these resources in a challenging and competitive supply chain environment. The Group may fail to implement its mitigation strategy to reduce its impact on the climate and manage the risk appropriately, leading to increased scrutiny from stakeholders and investors, resulting in reputational damage.

How we manage or mitigate the risk

- The ESG Committee monitors and challenges the Group on progress against climate-related goals and targets
- Key climate-related risks and opportunities are governed via our Audit & Risk Committee along with the accuracy of and compliance with ESG-related disclosures, including TCFD
- To respond to the rapidly evolving ESG agenda, annual training for Board members is maintained to ensure that they have sufficient knowledge for effective decision-making
- The Group has a dedicated Head of Sustainability and ESG, who has significant experience in relation to climate change and its impact on supply chain and retail markets
- The ESG Steering Group is responsible for assessing and managing climate-related risks and opportunities against KPIs aligned to our Sustainability pillars of People, Planet and Product to ensure operational matters in respect of our ESG Strategy are fully embedded into our business strategy and operation, including an underpin to Group bonus arrangements (refer to page 184)
- The Group undergoes numerous external assessments on climate and sustainability activities

Change in risk

No change

Links to strategic pillars

1 2

Links to KPIs

1 2 3 6 7 8 9 10 11 12

GOING CONCERN

The Directors consider that the Group has, at the time of approving the Group Consolidated Financial Statements, adequate resources to remain in operation for the foreseeable future and have therefore continued to adopt the going concern basis in preparing the consolidated information.

At the balance sheet date, the Group had a total of £367.1 million in available committed facilities, of which £122.1 million was drawn down. Net debt at this date was £57.0 million. Liquidity headroom (defined as unrestricted cash plus undrawn available facilities) was £290.2 million. All bank facilities run coterminously and are due to expire in May 2028. Further detail with regards to covenant tests can be found in borrowings note 19 within the Group Consolidated Financial Statements.

The key covenant tests attached to all Group facilities are a measure of net debt to EBITDA, and the Fixed Charge Cover Ratio (FCCR) at each April and October. The facility covenants are on a pre-IFRS 16 basis and exclude share-based payment costs. Net debt to EBITDA is defined as the ratio of total net debt at the reporting date to the last 12-month Adjusted EBITDA. This ratio must not exceed 3. The FCCR is the ratio of Adjusted EBITDA plus rent to the total finance charge and rent for the 12 months to the reporting date. This ratio must exceed 1.6. At 3 May 2026 the Group comfortably satisfied the covenant tests with net debt to EBITDA being less than 3 and the FCCR exceeding 1.6.

In assessing whether the going concern basis of accounting is appropriate, the Directors have reviewed various trading scenarios for the period to 31 October 2027 from the date of this report. These included:

(i) The FY27 base case budget which aligns to Guidance given on page 9, plus a further six-month period which for the purpose of this test assumes no additional sales or profit uplift. These included the following key assumptions:
- A continued strong luxury watch and jewellery market in the US and UK
- Revenue forecast supported by expected luxury watch supply
- Impact of all known US tariffs as at the date of this report
- Increased cost base in line with macroeconomic environment, employment taxes and environmental targets

Under the base case forecast, the Group has significant liquidity and complies with all covenant tests to 31 October 2027. The forecast reflects current visibility of supply from key brands and confirmed showroom refurbishments, openings and closures, and excludes uncommitted capital projects and acquisitions which would only occur if expected to be incremental to the business.

(ii) Severe but plausible scenarios of:
- 10% reduction in sales against the base case forecast as a result of consumer confidence, macroeconomic and governmental factors. This scenario did not include cost mitigations which are given below
- The realisation of material risks detailed within Principal Risks and Uncertainties on pages 142 to 147 (including regulatory and compliance, business interruption, and data protection and cyber security), and also environmental risks highlighted on pages 113 to 121

Under these scenarios the net debt to EBITDA and the FCCR covenants would be complied with.

(iii) Reverse stress-testing of cash flows during the going concern period was performed. This determined what level of reduced EBITDA and worst-case cash flows would result in a breach of the liquidity or covenant tests. The likelihood of this level of reduced EBITDA is considered remote taking into account liquidity and covenant headroom, as well as mitigating actions within management's control (as noted below) and that this would represent a significant reduction in sales and margin from prior financial years.

Should trading be worse than the outlined severe but plausible scenarios, the Group has the following mitigating actions within management's control:
- Reduction of marketing spend
- Reduction in the level of inventory holding and purchases
- Rationalisation of the business with headcount and showroom operations savings
- Redundancies and pay freezes
- Reducing the level of planned capex

The Directors also considered whether there were any events or conditions occurring just outside the going concern period that should be considered in their assessment, including whether the going concern period needed to be extended. None were noted.

As a result of the above analysis, including potential severe but plausible scenarios and the reverse stress test, the Board believes that the Group and Company are able to adequately manage its financing and principal risks, and that the Group and Company will be able to operate within the level of its facilities and meet the required covenants for the period to 31 October 2027. For this reason, the Board considers it appropriate for the Group and Company to adopt the going concern basis in preparing the Consolidated Financial Statements.

VIABILITY STATEMENT

In accordance with UK Corporate Governance Code 2024 (the 'Code'), the Directors are required to issue a Viability Statement declaring whether the Directors believe the Group is able to continue to operate and meet its liabilities over a period greater than 12 months, taking into account its current position and principal risks.

ASSESSMENT OF PROSPECTS

The Directors have assessed the prospects of the Group by reference to its current financial position, its recent and historical financial performance, its forecasts for future performance, its business model (pages 24 and 25), strategy (pages 34 to 35) and its principal risks and mitigating factors (pages 142 to 147). In addition, the Board regularly reviews the financial position of the Group, its liquidity and financial forecasts.

The base case budget for FY27 aligns to Guidance given on page 9, and the other two years have prudently assumed no further sales or profit uplift for the purposes of our viability assessment.

ASSESSMENT PERIOD

The Directors have assessed the prospects of the Group over a three-year period to April 2029. This period is considered an appropriate timeframe to assess the Group's prospects and is consistent with the Group's business model, strategic planning period, management incentive schemes and medium-term financing considerations.

The strategic planning process reviewed by the Board is over a three-year period. In determining the appropriate assessment period, the Board considered the uncertainty regarding a number of global economic events, including the level of inflation and the impact of US tariffs, geopolitical tensions, and a number of environmental matters.

CURRENT FINANCING

At the balance sheet date, the Group had a total of £367.1 million in available committed facilities, of which £122.1 million was drawn down. Net debt at this date was £57.0 million. Liquidity headroom (defined as unrestricted cash plus undrawn available facilities) was £290.2 million. All bank facilities run coterminously and are due to expire in May 2028. Further detail with regards to covenant tests can be found in borrowings note 19 within the Group Consolidated Financial Statements.

The key covenant tests attached to all Group facilities are a measure of net debt to EBITDA, and the Fixed Charge Cover Ratio (FCCR) at each April and October. The facility covenants are on a pre-IFRS 16 basis and exclude share-based payment costs. Net debt to EBITDA is defined as the ratio of total net debt at the reporting date to the last 12-month Adjusted EBITDA. This ratio must not exceed 3. The FCCR is the ratio of Adjusted EBITDA plus rent to the total finance charge and rent for the 12 months to the reporting date. This ratio must exceed 1.6. At 3 May 2026 the Group comfortably satisfied the covenant tests with net debt to EBITDA being less than 3 and the FCCR exceeding 1.6.

During the three-year viability period, the Group anticipates that it will comfortably comply with the net debt to EBITDA and FCCR covenants at each six-month interval.

The Directors have considered the Group's committed funding arrangements and associated maturity profile as part of the viability assessment. While certain facilities fall due for renewal in May 2028 within the viability period, the Directors have a reasonable expectation that such facilities would be renewed or refinanced on a timely basis. This expectation is supported by the Group's strong banking relationships, historical track record of successful refinancing, and the Group's forecast financial performance and credit rating.

ASSESSMENT OF VIABILITY

During the normal cycle of strategic planning, budgets and forecasts are approved by the Board at the start of each financial year.

In making the Viability Statement, the Board carried out a robust assessment of the principal risks and uncertainties facing Group as described on pages 142 to 147. In addition to the uncertainties noted above, the key risks identified that would have a material impact on the long-term viability of the Group were the loss of a key supplier and the impact of a potential penalty for statutory breaches.

The scenarios assessed in relation to viability were:

- Severe but plausible scenarios of:
  - 10% reduction in sales against the base case forecast. This scenario did not include cost mitigations which are given below
  - The realisation of material risks detailed within the Principal Risks and Uncertainties on pages 142 to 147 and environmental risks highlighted on pages 113 to 121

These scenarios would still result in the net debt to EBITDA and the FCCR covenants all being complied with.

- Reverse stress-testing of this plan to determine what level of reduced EBITDA and other possible cash outflows would result in a breach of the lending requirements during the three-year period. This level of reduced EBITDA and other possible cash outflows is considered to be remote
- The loss of a key supplier to the business. Whilst this scenario would have a significant adverse impact on the Group, management consider that the strength of the current supplier relationship combined with the historic showroom investment and revenue growth achieved means that this scenario is not plausible, and therefore would not result in a covenant breach during the viability assessment period
- The severe impact of any statutory non-compliance has been evaluated and would not result in a breach of the facility covenants

Whilst global economic factors could impact the Group, the long-term strategy for value creation in the US and UK remains unchanged. The advantages of the Group's multi-channel operating model coupled with its scale and technological expertise should enable the business to outperform the market, take market share and capitalise on the material growth opportunities in the US.

The financial impact of actions being taken by the Group to achieve its climate change commitment have been included in future cash flows and stress testing.

CONCLUSION

Based upon this assessment, the Directors confirm that they have a reasonable expectation that the Group will be able to continue in operation to meet its liabilities as they fall due over the three-year assessment period.

APPROVAL OF STRATEGIC REPORT

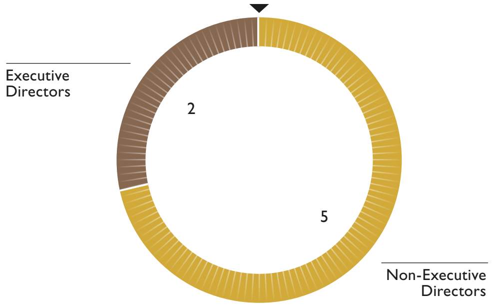
Approved by the Board and signed on its behalf:

BRIAN DUFFY
CHIEF EXECUTIVE OFFICER
13 July 2026

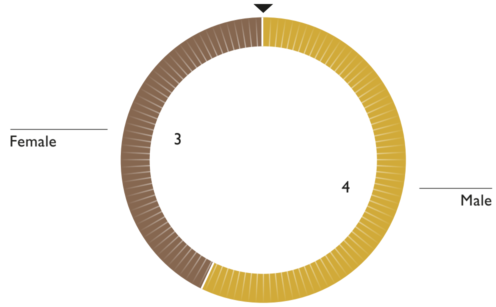
CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE AT A GLANCE

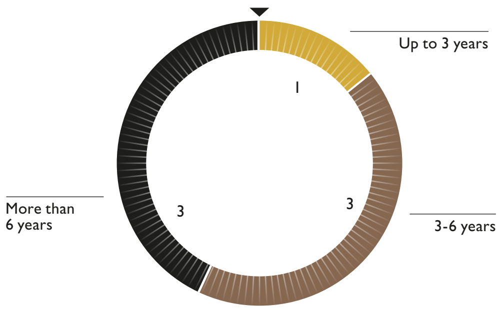
BALANCE OF THE BOARD



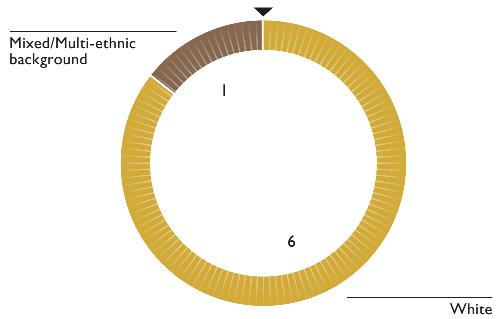
BOARD MEMBERS BY GENDER



DIRECTOR TENURE[1]



BOARD MEMBERS BY ETHNICITY



BOARD SKILLS MATRIX

1 As at the date of this report.

BOARD AND COMMITTEE ATTENDANCE

	Board		Audit & Risk		Remuneration		Nomination		ESG	
Director	Held	Attended	Held	Attended	Held	Attended	Held	Attended	Held	Attended
Ian Carter	6	6	n/a	n/a	3	3	3	3	3	3
Brian Duffy	6	6	n/a	n/a	n/a	n/a	n/a	n/a	3	3
Anders Romberg	6	6	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Tea Colaianni MBE	6	6	4	4	3	3	3	3	3	3
Paul Edgecliffe-Johnson[1]	1	1	1	1	–	–	1	1	1	1
Baroness (Rosa) Monckton MBE	6	6	4	4	3	3	3	3	3	3
Chabi Nouri	6	6	4	4	n/a	n/a	n/a	n/a	3	3
Robert Moorhead[2]	4	4	2	2	2	2	1	1	2	2

1 Appointed 19 February 2026
2 Resigned 19 November 2025

MATTERS RESERVED FOR THE BOARD

Below is a summary of the key matters reserved for the Board. The full document can be viewed on the corporate website thewosgroupplc.com

STRATEGY AND MANAGEMENT

- Overall leadership of the Group and its subsidiaries
- Annual budgets and business plans
- Establish, promote and articulate the Group's culture and assess and monitor how the desired culture has been embedded into the Group
- Extension of the activities into new areas or territories and cessation of operations of material parts
- Ensure necessary resources, policies and practices are in place to meet the Group's objectives and measure performance against them

CAPITAL ALLOCATION AND STRUCTURE

- Changes relating to the Group's capital or material corporate structure
- Major capital projects or property leases
- Significant acquisitions or disposals
- Changes to the Group's management and control structure
- Dividend Policy, dividend payment recommendations and share buyback decisions

FINANCIAL REPORTING, RISK AND CONTROL

- Financial results and announcements relating thereto
- Policies and procedures to ensure independence and effectiveness of internal and external audit functions
- External Auditor appointment or removal
- Establish and maintain an effective risk and internal control framework
- Monitor and review at least annually the Group's risk management and internal control systems including financial, operational and compliance controls

CORPORATE GOVERNANCE

- Delegation of authorities, including the division of responsibilities between the Chair of the Board and the CEO and Delegated Levels of Authority
- Policies and practices to ensure consistency with the Company's purpose, values and strategy
- Material Group policies and statements and any major changes
- Review of the Group's overall corporate governance arrangements

STAKEHOLDER ENGAGEMENT

- Approve matters requiring shareholder approval
- Review circulars and significant shareholder communications
- Ensure effective engagement and participation from stakeholders
- Ensure the Annual Report and Accounts describe how stakeholders' interests and the matters set out in Section 172 of the Companies Act 2006 are considered in Board discussions and decision-making

PEOPLE AND LEADERSHIP

- Board and Committee constitutions and Committee Terms of Reference
- Annual Board Performance Review facilitation
- Appointment or removal of Directors and the Company Secretary
- Non-Executive Director fees
- Ensure the Board and its Committees have a combination of skills, experience and knowledge

CHAIR'S INTRODUCTION

"The Board recognises the importance of culture – the tone we set as a Board shapes Group expectations and behaviours"

Welcome to the Corporate Governance Report, which I am pleased to present on behalf of the Board for the financial year ended 3 May 2026.

This Report, in conjunction with the other Committee reports, provides a clear and transparent overview of the Board's oversight, including details of our robust governance and risk management and our effective engagement with stakeholders and compliance with the principles and provisions of the UK Corporate Governance Code 2024 (the 'Code').

Strong governance is essential to sustaining our reputation and delivering long-term sustainable success. This year, we have continued to evolve our governance framework in line with the Code, with particular focus on culture and the effectiveness of our material controls.

The luxury watches and jewellery market demands exceptional standards of integrity, authenticity and client service. These expectations shape not only how we operate but also how we govern the business. The Board remains committed to ensuring that our governance practices reflect the business we operate within, and the responsibilities that come with it.

Throughout the year, the Board and its Committees have been highly engaged and played a key role in overseeing and shaping the strategic direction of the Group and supporting management. The Board aims to ensure the business remains sustainable over the long term and is ready to respond to external factors which may affect it. With the continuing challenging macroeconomic environment, the Board has focused on supporting the business to mitigate the ongoing impact of the economic environment whilst delivering its strategy. The business continues to be resilient and agile and the Board believes our strategy remains the right one for its long-term success and that the right team is in place to deliver it. To achieve this, it is essential for the Board to ensure appropriate governance is in place to act as a framework for business growth.

CULTURE AND THE BOARD'S RESPONSIBILITIES

The updated Code places greater emphasis on the Board's responsibility for overseeing and assessing corporate culture. As such during the year, the Board has strengthened its oversight of culture through:

- **Approving and publishing, on our internal communication platform CONNECT, our Board Culture Statement** which reinforces the values of our Board and our business
- **Enhancing our oversight and monitoring of culture**, drawing on insights from colleague engagement, client satisfaction metrics, mystery shopping programmes and whistleblowing data
- **Embedding cultural alignment in leadership**, with the Nomination Committee ensuring that any senior appointments and succession plans reflect the behaviours and leadership style required in a luxury retail environment
- **Continuing workforce engagement**, including visits to a number of showrooms. We also redefined the way our Designated Non-Executive Director for Workforce Engagement engages with colleagues across the business. Further information can be found on page 187.

The Board is satisfied that our culture remains strong and aligned with our strategic pillars.

NEW PROVISION 29 – MATERIAL CONTROLS

Mandatory risk management and internal control framework reporting will start from FY27. The Board will be required to provide its first declaration of the effectiveness of the Group's material controls.

Our control framework has always been of paramount importance as a luxury retailer – where inventory is high value, supply chains are tightly controlled, and brand reputation is paramount – maintaining robust and effective material controls is essential.

During the year, the Board oversaw the development of a structured and comprehensive programme to document those controls that are material to managing our risks, including:

- **Clear definition of material controls** linked to the Group's Principal Risks as reported on page 142 to 147
- **Formalisation of the internal Provision 29 controls assurance process** with updated documentation, clear ownership and testing methodologies
- **Reporting on these material controls**, enabling the Audit & Risk Committee to receive more granular insights into control performance
- **Embedding accountability**, ensuring all Senior Management, regional leaders and functional heads understand their responsibilities for maintaining and reporting on effective controls
- **Developing control enhancements** where gaps have been identified, and remediation monitoring in Board and Audit & Risk Committee updates

This remains an area of ongoing focus, and we will continue to refine our approach to ensure our control environment remains robust, proportionate and aligned with the expectations of all our stakeholders.

BOARD EFFECTIVENESS AND OVERSIGHT

Beyond culture and material controls, the Board has continued to focus on long-term value creation. During the year we:

- Completed an internal Board Performance Review, which confirmed strong Board effectiveness and identified opportunities to further enhance strategic oversight. Further information can be found on page 171
- Oversaw the continued development of our leadership pipeline
- Strengthened our approach to risk management, including cyber security, and the protection of client data

COMMITMENT TO STAKEHOLDERS

Our stakeholders – clients, colleagues, brand partners and other suppliers, and communities – are central to our success, and we take our responsibilities to them very seriously, continuing to strengthen our understanding of the Company's different key stakeholder groups and ensuring their views, whether complementary or diverging, are understood and embedded into Board discussions and decision-making. We also consider the impact of the Group's activities on the communities within which it operates, the environment and the Group's reputation for high standards of business conduct.

Relationships with our key stakeholders are reviewed at each Board meeting and updates provided of activities undertaken. During FY26, the Board held one of its meetings in Manchester, which was the perfect opportunity to meet with our colleagues and a key brand partner. Further information on this visit can be found on page 163.

Baroness (Rosa) Monckton MBE, continues as our Designated Non-Executive Director for Workforce Engagement, providing information to the Board on areas of interest and concern from our colleagues. Rosa's attendance at the new Skip-level meetings, both in the US and the UK, ensures the Board remains increasingly visible amongst our colleagues. After each meeting, Rosa reports back to the Board on her findings.

Rosa's feedback, along with Colleague Engagement Surveys, helps ensure our colleague perspectives are considered by the Board and Committees during their decision-making processes.

More information on the Board's decision-making, engaging with stakeholders, as well as the interests of each of its stakeholders, can be found on pages 76 to 79.

PEOPLE CHANGES

Robert Moorhead resigned from the Board in November 2025. Tea Colaianni MBE assumed the role of Interim Chair of the Audit & Risk Committee until a permanent successor was found.

The Nomination Committee undertook a thorough search using an executive search firm and we were pleased to report the appointment of Paul Edgecliffe-Johnson in February 2026. Paul brings extensive experience in both the luxury consumer segment and the US market. Paul's breadth and wealth of experience constitutes a valuable addition to the Board. Paul was appointed as the Chair of the Audit & Risk Committee, effective from 1 March 2026, and has significant recent and relevant financial experience. Further information on Paul's experience can found on page 157 and information on his appointment and induction can be found in the Nomination Committee Report on page 174.

During the year, the Nomination Committee held a dedicated session on Senior Management succession and talent mapping in order to strengthen and promote key positions as appropriate.

Further information on the role of the Nomination Committee and its activities can be found on pages 172 and 173.

Given the growth of the organisation, in the US, a new role was created, President North America, and Jack Gaffaney was appointed in January 2026. This enables the Deputy CEO to focus on Group operations and best practice alongside mergers and acquisition project work and support the CEO in this role. Both individuals are flourishing in their new roles and changes made to the organisation's structure have proved to be effective.

AGM

I look forward to engaging with you at the forthcoming AGM which is scheduled to take place on 3 September 2026, commencing at 2.30pm, and will be held at 36 North Row, London W1K 6DH. Full details including the resolutions to be proposed to our shareholders can be found in the Notice of AGM, which will be communicated to shareholders and made available on our corporate website thewosgroupplc.com.

FOCUS FOR FY27

The Board is confident that the Company is well positioned for the future and will continue to evolve our governance practices in line with regulatory expectations and the unique demands of the luxury retail sector. Culture, strategy execution and material controls will remain central pillars of our oversight as we continue to protect and enhance the reputation of our brand.

On behalf of the Board, I would like to thank our colleagues for their dedication and professionalism. Their commitment to excellence is the foundation of our culture and our continued success.

IAN CARTER
CHAIR
13 July 2026

EXPERIENCED LEADERS GUIDING OUR FUTURE

			
	IAN CARTER Chair	**BRIAN DUFFY** Chief Executive Officer Executive Director	**ANDERS ROMBERG** Chief Financial Officer Executive Director
APPOINTED	1 November 2020	7 May 2019	12 May 2023
	Ian brings over 30 years of international and retail experience, having held a number of senior positions at consumer-facing and luxury companies. Ian currently serves as a non-executive director with Servpro Industries, LLC, owned by Blackstone, where he is the Chair of the Audit Committee, and is Chair of Eataly USA LLC. Ian joined Hilton International as CEO in London in 2005, becoming an integral part of the team that took Hilton Worldwide private and then public in 2013. Prior to joining Hilton, Ian served as an Officer and President of Black & Decker Corporation. Ian has significant experience as a non-executive director having served on a number of boards in the UK and the US, including Burberry Group PLC and Chair of the Del Frisco Restaurant Group Inc., listed in the US.	Brian has served on several boards across the fashion, retail and sports sectors and has been the CEO of the Group since 2014. Brian has previously served on the boards of several subsidiaries of Ralph Lauren, as well as on the board of Celtic PLC. Brian is an ICAS Chartered Accountant and holds an Honorary Doctorate from Glasgow Caledonian University. Brian is the Chair of The Watches of Switzerland Group Foundation and previously the Chair of The King's Trust Retail, Leisure and Hospitality Fundraising Leadership Group, stepping down in December 2024.	Anders was reappointed to the Board in 2023 as Chief Financial Officer. Anders was previously the CFO at the Watches of Switzerland Group from 2014 to 2022, transforming the business globally and taking the Company from private to public. Before this, Anders was with Ralph Lauren serving as Chief Financial Officer and Chief Operating Officer for Europe, Middle East and Africa, and Chief Operating Officer for Asia Pacific. Anders has previously held senior finance roles at Gillette and Duracell.
INDEPENDENT	Yes	No	No
PRINCIPAL EXTERNAL APPOINTMENTS	Servpro Industries, LLC Eataly USA LLC	The Watches of Switzerland Group Foundation	None
RELEVANT SKILLS AND EXPERIENCE	Ian brings to the Board a wealth of international and retail experience and a deep understanding of the global luxury industry. Ian has considerable experience in the understanding of matters of a strategic nature and significant experience as a non-executive director.	Brian brings to the Board significant retail and international experience, financial acumen and in-depth understanding of the global luxury watch and jewellery sector. Brian's corporate experience is relevant to the governance of a listed company and includes culture and stakeholder considerations.	Anders brings to the Board extensive experience at Senior Management level of accounting and operational matters, including IT and cyber, and has extensive experience in the international luxury retail sector.
COMMITTEE MEMBERSHIP	– Nomination (Chair) – Remuneration – ESG	– ESG	

TEA COLAIANNI MBE

Senior Independent Director
Non-Executive Director

7 May 2019

Tea has more than 30 years' experience in international human resource positions, within consumer-facing industries, and served as a non-executive director on multiple boards including DWF Group Plc, Bounty Brands and Mothercare Plc, and also as the Chair of the Remuneration Committees. Tea is currently serving on the board of SD Worx NV as an Executive, and has held senior roles at Merlin Entertainments and Hilton Hotels Corporation.

Tea is the Founder and Chair of WiHTL – Diversity in Hospitality, Travel and Leisure and Diversity in Retail (DiR) and was awarded an MBE for services to inclusion across hospitality, travel, leisure and retail in the 2026 New Year Honours List.

Tea is a qualified lawyer.

Yes

SD Worx NV

Tea brings to the Board a wealth of experience in HR strategy governance and consumer-facing industries as well as extensive DEI expertise. Tea's significant experience as a non-executive director, including extensive and current experience of all remuneration matters, enables her to carry out her role as Chair of the Remuneration Committee.

- Audit & Risk
- ESG
- Nomination
- Remuneration (Chair)

BARONESS (ROSA) MONCKTON MBE

Independent Designated Non-Executive Director for Workforce Engagement

7 May 2019

Rosa has over 20 years' experience in the luxury jewellery and watch sectors. Rosa's experience includes setting up Tiffany & Co in the UK, and serving as Chief Executive Officer and then Chair of Asprey & Garrard. Rosa also has experience in the charity sector, and campaigns on behalf of disabled children and adults, through her role as Chair and Founder of Team Domenica.

Rosa is a member of the House of Lords having been granted peerage in January 2024 for her work as a charity founder and advocate for inclusion and equal opportunity for people with special educational needs.

Yes

Team Domenica

Rosa brings to the Board significant experience of the luxury jewellery and watch industry. Rosa's environmental, social and governance (ESG) experience includes diversity and inclusion initiatives and a deep understanding of the charity sector, which enables her to carry out her role as Chair of the ESG Committee.

- Audit & Risk
- ESG (Chair)
- Nomination
- Remuneration

PAUL EDGECLIFFE-JOHNSON

Independent Non-Executive Director

19 February 2026

Paul was appointed as a Non-Executive Director and Chair of the Audit & Risk Committee in February 2026 and is currently the Chief Financial Officer of Rentokil Initial plc (Rentokil). Prior to joining Rentokil, Paul served as Chief Financial Officer of Flutter Entertainment plc, which now has its primary listing on the New York Stock Exchange. Previously Paul was the Chief Financial Officer and Group Head of Strategy at InterContinental Hotels Group plc, and also an Associate Director in Corporate Finance at HSBC Holdings plc.

Yes

Rentokil Initial plc

Paul brings to the Board over 30 years of financial and commercial experience in both the luxury consumer segment and the US market. Paul's recent, relevant and up-to-date financial experience enables him to carry out his role as Chair of the Audit & Risk Committee. Paul brings significant experience as a director on listed plc boards. Paul is a qualified chartered accountant and a member of the Association of Corporate Treasurers.

- Audit & Risk (Chair)
- ESG
- Nomination
- Remuneration

CHABI NOURI

Independent Non-Executive Director

1 May 2022

Chabi has over 20 years' experience in the luxury jewellery and watch sectors and was appointed as a Non-Executive Director in 2022. Chabi has particular experience in the jewellery sector for marketing and merchandising, being responsible for Cartier's creative and fine jewellery collections and in watches, serving as the Chief Marketing Officer of Piaget, before being appointed as Chief Executive Officer of the company in 2017. Chabi is currently non-executive director of Lucid Group, Inc., an automotive and luxury consumer goods business listed on the US Stock Exchange., and a non-executive director of Gens Aurea SpA. Previously, Chabi was the Global CEO of Bonhams and a Private Equity Partner with Mirabaud Asset Management.

Yes

Lucid Group, Inc.

Chabi brings to the Board significant international experience of the luxury watches and jewellery retail industry. Chabi has relevant experience and acumen in strategic matters.

- Audit & Risk
- ESG

CORPORATE GOVERNANCE STATEMENT

This Corporate Governance Statement explains key features of the Group's governance structure and how the Group measures itself against the standards set out in the UK Corporate Governance Code 2024 (the 'Code'), as required by the Listing Rules of the Financial Conduct Authority, the accepted standard of good governance practice in the UK. A copy of the Code can be found on the Financial Reporting Council's website at frc.org.uk.

We believe that good governance provides the framework for stronger value creation and lower risk for shareholders. It is the Board's responsibility to instil and maintain a culture of openness, integrity and transparency throughout the business, through our actions and conduct, policies and communications.

We apply corporate governance guidelines in a way that is relevant and meaningful to our business and consistent with our culture and values. If we decide that the interests of the Company and its shareholders can be better served by doing things in a different way, we will explain the reasons why.

COMPLIANCE WITH THE UK CORPORATE GOVERNANCE CODE 2024

The Board confirms that, throughout the year, and as at the date of this Report, the Company has complied with the provisions set out in the Code issued by the FRC in July 2024, except for provisions 24 and 32 during the period from 19 November 2025 to 19 February 2026. We have provided a full explanation for these below.

The requirements under Provision 29 took effect for the Group from 4 May 2026. This means the Board will provide its first declaration on the effectiveness of material controls in our Annual Report and Accounts 2027. The Audit & Risk Committee has received regular updates on the Company's readiness for the new Provision 29, including the internal controls assurance work underway to support the future declaration. These updates have been conveyed to the Board after each Audit & Risk Committee meeting. The Company has taken steps to ensure it is well positioned for these requirements, reflecting the existing internal control and assurance arrangements that have been previously established to meet its regulatory obligations.

On 19 November 2025, Robert Moorhead stepped down from his role as Chair of the Audit & Risk Committee with immediate effect. The Board commenced a search for his replacement. In the interim period, while a new permanent head of the Audit & Risk Committee was being appointed, Tea Colaianni MBE, the Senior Independent Director, chaired the Audit & Risk Committee, having been a member of this Committee for the last seven years. At all times, Tea worked closely with the Watches of Switzerland Group's finance, legal, IT and internal audit teams, and took advice from external professional firms as required. Discussions were also held with the External Audit partner.

During this period, one Audit & Risk Committee meeting was held, it was the Board's opinion that there were sufficient channels in place to ensure that the Audit & Risk Committee operated as per its Terms of Reference and was chaired effectively through appropriate challenge and oversight, albeit that from 19 November 2025 to 19 February 2026 no member had recent and relevant financial experience as per the Code.

Paul Edgecliffe-Johnson has since been appointed as a Non-Executive Director and member of the Committee on 19 February 2026 and as Chair of the Audit & Risk Committee on 1 March 2026, bringing recent and relevant financial experience.

Additionally, during the period from 19 November 2025 to 19 February 2026 the Remuneration Committee operated with three members, as per its Terms of Reference. However, given the departure of Robert Moorhead the Committee operated with only two independent directors for the purposes of the Code. One Remuneration Committee was held during this time. Since Paul Edgecliffe-Johnson's appointment on 19 February 2026 the Remuneration Committee has included three independent non-executive directors.

The information set out in the Corporate Governance Statement (on pages 159 to 197) and the Directors' Report on pages 198 to 203, including the various Board Committee Reports (on pages 172 to 197), is intended to provide an explanation of how the Code's principles were applied practically throughout the year.

STATUTORY INFORMATION

Disclosures required by the Disclosure Guidance and Transparency Rules DTR 7.2.6 with regard to share capital are presented in the Directors' Report on page 200. Disclosures required by DTR 7.2.8A relating to our Diversity & Inclusion Policy are presented in the Nomination Committee Report on page 173. Information concerning diversity, including gender and ethnicity, as required under UK Listing Rule UKLR 16.3.29R(2) can be found on page 169 and in the Nomination Committee Report on page 173.

Statutory information	Section of report	Page
Internal control and risk management	Risk Management	138
Securities carrying special rights with regard to the control of the Company	Directors' Report	200
Restrictions on voting rights	Directors' Report	200
Appointment and replacement of Directors and amendments to the Company's Articles	Directors' Report	198
Powers of the Company's Directors relating to transactions in own shares	Directors' Report	199
Purpose, values and culture	Environmental, Social and Governance	84

BOARD APPROVAL FOR THE CORPORATE GOVERNANCE STATEMENT 2026

This Corporate Governance Statement is approved by the Board and signed on behalf of the Board by the Chair and by the Company Secretary.

IAN CARTER
CHAIR
13 July 2026

LAURA BATTLEY
COMPANY SECRETARY
13 July 2026

GOVERNANCE FRAMEWORK

The Board facilitates the operation of an open and straight-forward governance framework without complex hierarchy or over-delegation of responsibilities.

Top-down approach

SHAREHOLDERS

BOARD
The Board of Directors is led by the Chair.

The Board is collectively responsible for the long-term success of the Company and the Group. The business of the Group is managed by the Board who may exercise all the powers of the Company. The Board delegates certain matters to the Board Committees, and delegates the detailed implementation of matters approved by the Board and the day-to-day operational aspects of the business to the Executive Directors and other members of Senior Management. There is a schedule of matters specifically reserved for the Board which is available on the corporate website thewosgroupplc.com.

BOARD COMMITTEES

The Terms of Reference for each Committee are documented and approved by the Board. They are reviewed annually and where necessary updated. They are available on the corporate website thewosgroupplc.com.

The key responsibilities of each Committee are set out below.

NOMINATION COMMITTEE
Page 172

Ensures the membership and composition of the Board, including the combination of skills, experience and diversity, remains appropriate.

Regularly reviews the talent pipeline and succession planning of Executive Directors and Senior Management.

AUDIT & RISK COMMITTEE
Page 175

Reviews and reports to the Board on the Group's financial reporting, internal control and risk management systems and the independence and effectiveness of the External Auditor. Reviews and approves the responsibilities of the Internal Audit function and ensures the necessary resources and access to information are in place.

REMUNERATION COMMITTEE
Page 184

Determines the policy for remuneration, bonuses, long-term incentive arrangements, contract terms and other benefits in respect of the Executive Directors, the Chair, the Company Secretary and General Counsel and Senior Management. Reviews workforce remuneration, incentive plans and related policies.

ESG COMMITTEE
Page 181

Provides oversight on behalf of the Board in relation to the Group's ESG Strategy and activities, oversees any ESG strategic goals, targets and Key Performance Indicators.

Bottom-up approach

EXECUTIVE DIRECTORS
The Executive Directors are the CEO and the CFO, who are responsible for the day-to-day operational running of the business.

Further information on their respective roles and responsibilities can be found on page 165.

TRADING BOARD
The CEO has delegated authority for the day-to-day management of the business to operational management comprising the CFO, the Company Secretary and General Counsel and members of Senior Leadership Team, in the US and the UK, who have responsibility for their respective functions.

The Trading Board meets weekly and considers key business matters including weekly trading, capital expenditure and business reviews whilst also focusing on risk management of the business areas, client experience, people matters, strategy preparation and implementation, merchandising and specific areas of training, such as competition compliance.

US AND UK SENIOR LEADERSHIP TEAMS
The Company has a UK Senior Leadership Team and a US Leadership Team made up of colleagues within their respective businesses.

The UK Senior Leadership Teams meets at least monthly.

The US Senior Leadership Team meets at least weekly.

KEY STEERING GROUPS, SUB-COMMITTEES AND WORKING GROUPS
Underneath the Leadership Teams, there are a number of key steering groups made up of Senior Management and other colleagues, who are tasked with delivering key projects or ensuring compliance and the monitoring of risks within important business areas including ESG, data, AI and cyber; regulatory business, and health & safety. There are also a number of functional working groups which support the Steering Groups. For further information on the ESG Governance Framework see page 86.

PRINCIPAL AREAS OF BOARD FOCUS

BOARD MEETINGS THROUGHOUT THE YEAR

The Board has an annual calendar and agenda. Items are curated to ensure the Board reviews progress against financial and non-financial KPIs and progress on strategic initiatives, whilst regularly considering all key stakeholders either annually, bi-annually, or as and when required. The standing agenda items for each meeting include updates from the CEO, CFO and business reviews, as well as progress against strategic initiatives.

The Board receives updates from Committee Chairs after each Committee meeting.

Other regular presentations include, Investor Relations, People & Culture, Cyber and Legal and Regulatory updates and horizon scanning.

The Executive Director HR presented an overview of how artificial intelligence (AI) is being used across the organisation, together with a roadmap for further capability development. AI is being explored across the Group to drive sales growth and enhance operational effectiveness, including improved personalisation, optimisation, and applications within procurement. The CFO is the executive sponsor for the Group's AI strategy and operation and regular updates will be presented to the Board going forward.

As well as the Group's principal external advisers, other external presenters join Board meetings, to ensure the Board benefits from their perspectives.

MAY 2025
LONDON SUPPORT CENTRE

AREAS OF BOARD FOCUS
- Colleague engagement – update on new method of engagement going forward
- Hodinkee integration
- Jewellery Strategy
- Board composition, including diversity demographics skills and tenure
- Board responsibility for culture – UK Corporate Governance Code 2024 changes
- Cyber security, and awareness and insurance coverage
- UK business structure and rationalisation of support and retail functions

KEY APPROVALS
- Trading Update Q4 FY24
- Committee Terms of Reference
- Key corporate investor facing policies

JULY 2025
LONDON SUPPORT CENTRE

AREAS OF BOARD FOCUS
- Reviewed preliminary FY26 Budget assumptions
- Considered the share buyback programme impact
- Designated Non-Executive Director for Workforce Engagement feedback and future areas of focus
- Board Performance Review FY25, recommendations and proposed actions
- Diversity Council and Employee Resource Group
- 12-month post-investment review of acquisition of Roberto Coin Inc.

KEY APPROVALS
- Preliminary announcement FY25
- Annual Report and Accounts 2025
- AGM Notice of Meeting 2025
- Annual assessment of internal controls

NOVEMBER 2025
VIDEO CONFERENCE (VC)

KEY APPROVALS
- Trading Update Q2 FY26

DECEMBER 2025
KNIGHTSBRIDGE SHOWROOM, LONDON

AREAS OF BOARD FOCUS
- Community activity and key partners of The Foundation
- 12-month post-investment review of the acquisition of the Hodinkee business
- People Strategy
- Oversight of the Group's culture
- Governance review including financial controls

KEY APPROVALS
- FY26 Half Year Results
- Board Culture Statement
- The Watches of Switzerland Group Foundation Memorandum of Understanding
- Key corporate policies

SEPTEMBER 2025
LONDON SUPPORT CENTRE

AREAS OF BOARD FOCUS
- Annual General Meeting
- Group's insurance programme renewal
- Investor Relations update by brokers
- Marketing strategy update, including social media
- Introduction of culture dashboard
- Board format, agenda and papers following Board Performance Review feedback
- Key brand partner meetings in the US
- Update by UK President on UK meetings with key brand partners

KEY APPROVALS
- Budget FY26
- Trading Update Q1 FY25
- Non-Executive Director fee increase
- Levels of Group insurance cover and policies including Directors and Officers Liability Insurance
- Key corporate investor facing policies

OCTOBER 2025
MANCHESTER SHOWROOMS

AREAS OF BOARD FOCUS
- Deutsch & Deutsch acquisition, key terms and structure
- External advisors appointment
- Companies House new verification procedures
- Change in role for the Deputy CEO

KEY APPROVALS
- Modern Slavery Statement 2025
- Key corporate investor facing policies

JANUARY 2026
SUPPORT CENTRES, LONDON, CARLTON PARK, LEICESTER & VC

AREAS OF BOARD FOCUS
- Discussion of Holiday Season trading
- Notification of appointment of new President North America

KEY APPROVALS
- Acquisition of a majority stake in Deutsch & Deutsch business

FEBRUARY 2026
SUPPORT CENTRE, LONDON

AREAS OF BOARD FOCUS
- Separate strategy session
- DEI network highlights
- 24-month post-investment review of acquisition of 15 Ernest Jones showrooms
- Investor Relations – insight from corporate brokers
- Corporate training including effective governance and current themes by external law firm
- Risk management and risk appetite

KEY APPROVALS
- Appointment of Paul Edgecliffe-Johnson as Non-Executive Director and Chair of the Audit & Risk Committee
- Trading Update Q3 FY26
- UK showroom capital expenditure
- Tax Strategy
- Key corporate policies

REGULAR REPORTS

CEO Review which includes:
- Update on trading
- Update on key brand partnerships, relationships and priorities
- Progress on strategy
- Consideration and progress of acquisitions
- Organisation and People update
- Communities, including The Watches of Switzerland Group Foundation
- Other topics presented:
  - Economic, macroeconomic and geopolitical backdrop
  - Hodinkee initiatives
  - Roberto Coin Inc.
  - Lab-grown diamonds
  - US ecommerce

CFO Review which includes:
- Financial and non-financial KPIs
- Investor Relations updates including share price and market feedback
- Capex approvals
- Annual acquisition and major project reviews

US Review
- Trading performance and initiatives

UK Reviews
- Trading performance and initiatives

Key legal and regulatory updates and horizon scanning

Key corporate policies
- Board Diversity & Inclusion
- Whistleblowing
- Human Rights
- Anti-Money Laundering
- Group Health & Safety Statement
- Share Dealing Code
- Anti-Bribery, Corruption and Fraud
- Code of Ethics
- Environmental
- Anti-Trust and Competition
- Data Protection and Information Security
- Anti-Facilitation of Tax Evasion Policy

Copies of all external policies can be found on the website thewosgroup.com

GOVERNANCE IN ACTION

DEUTSCH & DEUTSCH ACQUISITION – JANUARY 2026

The Watches of Switzerland Group's priorities include growing revenue, profit and return on capital employed (ROCE).

The Board considers the views of all of its stakeholders when reviewing the acquisition opportunities that it believes will contribute towards achieving its strategy.

During FY26, the Board considered and approved the acquisition four showrooms located in Texas, trading under the name of Deutsch & Deutsch. The assets and liabilities of the showrooms were purchased. The previous owners will continue to play a key role in leading these showrooms. The showrooms increase the Group's existing presence in Texas and will continue to trade under the Deutsch & Deutsch name, reflecting the local strength of the brand as it approaches its centenary.

Acquisitions are a key pillar of the Group's growth strategy and capital allocation framework. The addition of the Deutsch & Deutsch showrooms is expected to deliver attractive financial returns, in line with the Group's successful track record of previous showroom acquisitions.

The acquisition of Deutsch & Deutsch will contribute to the Group's growth through expanding the business's geographical scope and particularly its brand partner distribution network leading to increased shareholder returns and delivering profitable sales growth. This value-accretive acquisition will be an excellent complement to the existing US showroom network, strengthening a leading position in the luxury watch and jewellery market in the US and introducing further access to other luxury watch and jewellery brands sold by the Watches of Switzerland Group.

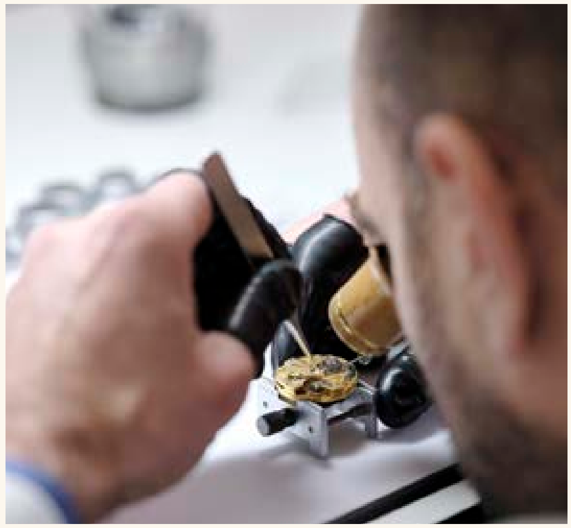
The Board received regular updates on the acquisition, from initial discussions through to signing and completion. The Board considered the location of the showrooms and that they are expansionary to the Group's existing presence in Texas. The Board discussed the benefits, challenges and integration, including lessons learnt from previous acquisitions.

Following acquisition, the Board continues to receive updates from management on the integration of the business and colleagues into the Group.

In FY27, the Board will receive a full financial review, integration and 'lessons learnt' update from Senior Management as part of the annual review of the acquisition.

In considering the transaction, the Board identified and assessed the impact on all of its key stakeholders as part of its decision-making process, including:

- Investors: business growth, increasing revenue and profits in the US luxury watch and jewellery markets. Rigorous commercial and financial evaluation to analyse return on investment
- Colleagues: experience, diversifying our talent pool further as a result of colleague transfers and integration, acquiring expertise
- Brand partners and other suppliers: strengthening brand partner relationships and further expanding brand partner presence
- Clients: expanding our client base and choice, with exposure to new geographies and demographics
- Communities: expanding our community reach with Group activities and continuing local engagement



GOVERNANCE IN ACTION

BOARD VISIT MANCHESTER – OCTOBER 2025

Engagement with stakeholders is a critical part of the role of a director. Moreover this is a requirement of, and set out in, Section 172 of the Companies Act. The Board considers the views of its stakeholders as part of its decision-making process. See page 76 for further information.

To ensure the Board is able to consider stakeholder views effectively and make decisions that support the long-term interests of the Company, it is essential the Directors maintain a deep understanding of the organisation's operations, its stakeholder groups and their key priorities. Previous Board Performance Reviews have highlighted the importance of Non-Executive Directors continuing to enhance and broaden their knowledge of the business – particularly in relation to product offerings and the Group's key brand partners. Strengthening this understanding enables the Board to provide more informed oversight, contribute to strategic discussions, and uphold the highest standards of governance.

A summary of our stakeholders and why they are important to the business can be found on page 76.

Manchester is home to a number of Watches of Switzerland Group showrooms, including Watches of Switzerland, Goldsmiths, Mappin & Webb, and mono-brand boutiques, as well as a state-of-the-art, purpose-built national service centre, designed to support the Group's network of luxury watch showrooms and after-sales care services across the UK. The Group also has a joint venture partnership with Audemars Piguet to operate the AP House Manchester.

A visit to Manchester enabled the Board to engage directly with colleagues across a wide range of business functions, as well as with clients and a brand partner. Throughout the visit, Board members met with senior leaders and colleagues in both formal and informal settings. These opportunities for meaningful interaction are invaluable, as engaging with colleagues and understanding their perspectives is of paramount importance to the Board. Such dialogue strengthens the Board's insight into the day-to-day business, supports informed decision-making, and reinforces its commitment to fostering an inclusive and collaborative organisational culture.

Repairs and Service Centre

The Manchester Service Centre has been purpose-built with a spacious workshop that offers a comfortable, high-end working environment. The Centre houses cutting-edge equipment and a team of expert watchmakers and specialists. The Group already employs more accredited watchmakers than any other UK retailer and is proud to be a brand accredited agent for leading Swiss horology houses, including Rolex, OMEGA, Breitling and Cartier. For generations, clients have trusted the Group's specialists to care for their timepieces – a tradition that the new Service Centre proudly continues.

With circularity gaining momentum across the watch industry, the Group is a leading advocate in this area within this growing line of business.

This visit marked the Board's first trip to the Service Centre, together, providing Non-Executive Directors with a valuable opportunity to see first hand the elevation and strategic importance of this part of the business. They were able to gain insight into the product, learn about the certification process, and develop a deeper understanding of modern day complications.

Service and Repairs is a key component of the Group's operations, and the visit played an important role in enhancing the knowledge and understanding of the Non-Executive Directors in this specialist area.

Showroom Visits

The Board visited Goldsmiths, located in the Trafford Centre, including the Hublot boutique and Cartier espace, Breitling and TAG Heuer mono-brand boutiques, also in the Trafford Centre, Watches of Switzerland, and Mappin & Webb. Importantly, the Board also visited the recently opened Mappin & Webb Luxury Jewellery boutique located in Manchester's historic centre, a space dedicated exclusively to the world's leading luxury jewellery brands. This showroom represents a significant milestone in advancing the Group's strategic ambition to expand its luxury jewellery presence across key regional locations in the UK. During the visit, the Board saw first hand the best-in-class client experience, Xenia, delivered within this elevated retail environment.

Brand Partnership

The Board also visited the AP House, opened in May 2025 as a joint venture with our long-standing brand partner, Audemars Piguet. During the visit, Board members met with the Audemars Piguet Managing Director for the UK, providing an opportunity for a constructive discussion on the strength of the partnership, the brand's strategic direction, and future opportunities for collaborative growth.

GOVERNANCE IN ACTION

COLLEAGUES ENGAGEMENT

The Watches of Switzerland Group has chosen to appoint a Non-Executive Director to represent colleagues in the Boardroom.

Rosa was appointed to this role of Designated Non-Executive Director for Workforce Engagement, not only due to her familiarity with the business, having been a Director of the business since 2014 – before the Company was listed – but also due to her interest in people and community matters. Rosa is dedicated to providing Board-level oversight of culture and engagement in action.

Rosa is passionate about communities and is the Founder of Team Domenica, which is a charity and Specialist Further Education College that supports people with learning disabilities and autism to unlock the skills and experiences they need to thrive in the workplace, and beyond.

Rosa attends a number of colleague engagement events within the Group enabling her to meet colleagues in formal and informal settings. Previously, this included Listening Forums, chaired by the respective Regional Presidents, and attended by members of Senior Management. As the Group and culture has continued to develop, colleague interaction has been reevaluated and, in line with the new Group Communications Strategy, this now consists of Skip-level meetings, which operate with no predetermined questions, and where levels of management are skipped so that Rosa hears directly from colleagues. Other events include Town Halls and informal meetings during showroom and repair service centre visits.

Other colleague engagement opportunities during the year included:

– Board meeting held in the Knightsbridge showroom – where the Board informally met colleagues who were located in this showroom during the day
– Manchester Board meeting – a two-day trip to Manchester where the Board visited a number of locations. Further information can be found on page 163.

Q What have you enjoyed most about your role?

A The purpose of having a colleague representative in the boardroom is to bridge the gap and ensure the workforce's view is brought to the boardroom and, ideally, contribute to discussions on wider issues.

I really enjoy meeting people and this role involves engaging with colleagues to understand their perspectives and to deliver insightful, regular dialogue on the issues they believe the Group is facing and how these may affect them. This might relate to culture, brands, communication, training or recognition.

I think it is important to make it clear that colleagues' voices, concerns, and praise will be taken back to the Board for consideration. Everybody wants a voice and it's not just about being heard, it's about actually being listened to, that's very different. I also think it helps colleagues understand that they are all part of the jigsaw, where each piece plays a very important part.

Q How has the Board reacted to your Workforce Representative role?

A The Board is really invested in this role continuing to be a success and eager to hear feedback from my meetings.

Q What colleague events have stood out for you over the past 12 months?

A There are a few, but I think the event that stood out for me was attending the graduation of the UK six-month core leadership programme. Listening to colleagues standing up and talking about the impact this course has had on them, both professionally and personally, was extraordinary and profoundly moving. The colleagues that spoke were really articulate and hugely grateful to have been included on this programme.

I also particularly enjoyed attending the US and UK Christmas Town Halls, before the anticipated trading rush. They showed management rallying and encouraging the troops – both in retail and support. There was a true sense of camaraderie and belonging.

Q What are you hoping for in FY27?

A I am looking forward to seeing the further development of the colleague recognition programme and hearing about the colleague conference, held in June 2026, which will play a huge role in aligning colleagues behind the People Strategy.

I also hope to be able to spend more time visiting showrooms and support centres, meeting more colleagues and hearing their views.

DIVISION OF RESPONSIBILITIES

KEY ROLES AND RESPONSIBILITIES

There is a clear division of responsibilities between the Chair and the CEO, which is set out in writing and has been agreed by the Board. This can be found on our corporate website at thewosgroupplc.com.

The Board biographies are included on pages 156 and 157.

Chair	– Responsible for the operation, leadership and governance of the Board – Sets the Board agenda and ensures sufficient time is allocated to ensure effective debate to support sound decision-making – Ensures the Board is fully informed of all matters and receives precise, timely and clear information sufficient to make informed judgements – Ensures each Non-Executive Director makes an effective contribution to the Board – Leads the annual Board Performance Review – Meets with the Non-Executive Directors independently of the Executive Directors
Chief Executive Officer	– Management of the day-to-day operations of the Group – Develops the Group's strategic objectives for consideration and approval by the Board – Implements the strategy approved by the Board – Leads the Trading Board and Senior Management – Manages the Company and the Group – Ensures effective and ongoing communication with investors
Chief Financial Officer	– Manages all aspects of the Group's financial affairs – Works with the CEO to develop and implement the Group's strategic objectives – Delivers the financial performance of the Group – Ensures the Group remains appropriately funded to pursue its strategic objectives – Ensures proper financial controls and risk management of the Group and compliance with associated regulation – Ensures effective and ongoing communication with investors
Senior Independent Director	– Acts as a 'sounding board' for the Chair and serves as an intermediary for other members of the Board where necessary – Leads the Non-Executive Directors in their annual assessment of the Chair's performance – Available to investors if they have concerns which the normal channels through the Chair, CEO or other Directors have failed to resolve
Non-Executive Directors	– Are all independent, experienced and influential individuals from a diverse range of industries, backgrounds and countries – Provide constructive contribution and challenge to the Executive Directors regarding the development of the strategy – Scrutinise the operational and financial performance of Senior Management – Monitor the integrity of financial information, financial controls and systems of risk management – Devote such time as is necessary to the proper performance of their duties
Designated Non-Executive Director for Workforce Engagement	– Gauges the views of colleagues and identifies any areas of concern – Ensures the views and concerns of the workforce are taken into account by the Board, particularly when they are making decisions that could affect colleagues – Ensures the Board takes appropriate steps to evaluate the impact of proposals and developments on colleagues and considers what steps should be taken to mitigate any adverse impact
Company Secretary and General Counsel	– Supports the Board and its Committees with their responsibilities and ensures information is made available to Board members in a timely fashion – Supports the Chair in setting Board agendas, designing and delivering Board inductions and Board Performance Reviews, and co-ordinates post-evaluation action plans – Advises on legal regulatory compliance and corporate governance matters – Ensures compliance with the Board's procedures and with applicable rules and regulations – Communicates with investors and organises the AGM

BOARD LEADERSHIP AND COMPANY PURPOSE

THE ROLE OF THE BOARD

The Board provides leadership to the Group and is collectively responsible for promoting its long-term success and for delivering sustainable value to all stakeholders.

The Board ensures there is a robust system of internal control and risk management in place (including financial, operational and compliance controls) and ensures the overall effectiveness and maintenance of those systems.

The Board is supported by a number of Committees, to which it has delegated certain powers. The role of these Committees, their respective memberships, responsibilities and activities, during the year, are detailed on pages 172 to 197.

Some decisions are sufficiently material or important to the Group's business that they can only be made by the Board. There is a Schedule of Matters Reserved for the Board ('Reserved Matters'), which contains items reserved for the Board to approve, relating to strategy and management, material contracts, financial reporting and controls, internal controls and risk management, Board membership and succession planning, corporate governance, structure and capital, and delegation of authority. In addition to the Reserved Matters, each Board Committee has written Terms of Reference defining its respective role and responsibilities. The Reserved Matters and the various Committees' Terms of Reference are reviewed annually, updated as appropriate and approved by the Board.

The Reserved Matters and the Terms of Reference of each Board Committee can be found on our corporate website, thewosgroupplc.com. Further details regarding the role and activities of the Board can be found on page 160 and 161.

To support with stakeholder considerations and engagement, the Board receives updates on its roles and responsibilities, including its duties under the Companies Act 2006 and, in particular, is equipped to consider S172(1) of the Companies Act 2006 when decision-making for the Group.

Group policies and processes have been drafted with these duties in mind and to ensure that there is a culture of stakeholder engagement throughout the Group. The Company's purpose and values can be found on page 84. Information on how the Board aims to monitor culture within the organisation, and how it has been embedded, can be found on page 167.

The Company Secretary and General Counsel ensures that as the Board makes decisions, the impact on any of the stakeholder groups is considered.

BOARD AND COMMITTEE MEETING ATTENDANCE

In addition to the six scheduled Board meetings, the Board held additional meetings to review the Trading Updates released to the market during the financial year and delegate to the Disclosure Committee for the final approval. A number of ad hoc meetings were also held to cover approvals which arose outside of the scheduled meetings. Additionally, a comprehensive Board strategy session was held, where the Board considered key strategic initiatives and plans for each core business area. Senior Management representing various functions across the Group presented, in person, matters which are considered to be strategically important to the Group going forward.

The table on page 153 indicates the number of scheduled Board and Committee meetings, and attendance, during the financial year.

Recognising the importance of its stakeholders, and as a mechanism to improve their understanding, the Board held one of its meetings in Manchester, home to a number of the Company's showrooms and locations including a key brand partner. One scheduled meeting was also held in our Knightsbridge, London showroom.

Further information on the Board's visit to Manchester can be found on page 163.

The Chair maintains regular dialogue with each of the Non-Executive Directors, either individually or as a group. Two formal meetings with the Non-Executive Directors took place during the year.

BOARD SKILLS AND EXPERIENCE

It is essential to have an appropriate mix of skills, experience, diversity and independence on the Board. Such diverse attributes enable the Board, as a whole, to provide informed opinions and advice on strategy and relevant topics, thereby discharging its duty of oversight. Appointments to the Board are made following consideration of the experience and expertise of existing Directors, any required skill sets or competencies, and the strategic requirements of the Company.

The principles of the Code are embodied in both the Board and the Nomination Committee's approach to Board performance and succession planning. During the year, the Board refreshed its skills survey, the results of which were considered by the Nomination Committee during its continuous process of evaluating the skills and experience it believes are required on the Board. The results of the survey will be continually assessed and taken into consideration by the Chair, during discussions on succession planning.

INFORMATION AND SUPPORT

The Board discharges its responsibilities through an annual programme of Board meetings. Papers and presentations are given to the Board (and Committees) to focus its oversight on key areas of the business, including trading, cash flows, financial and non-financial key performance indicators and financing.

This information helps to facilitate effective decision-making and input, and aids the Board's oversight and awareness of business performance or routine good governance practices operated by the Company. A selection of principal decisions taken by the Board can be found on pages 162 and 163. The Board considers how the interests of relevant stakeholders are set out in summary on pages 76 to 79.

The Board also receives daily market updates, which contain details of the share price and investor relations publications, as appropriate.

Full and timely access to all relevant information is given to the Board in advance of meetings. For Board meetings, this consists of a formal agenda, minutes of previous meetings, a matters arising schedule with details of progress made and a comprehensive set of papers including regular operational and financial reports. Where ad hoc meetings are required, outside of the scheduled meetings, the Board is sent documents in advance, for consideration and approval.

All Directors have the right to have their opposition to, or concerns over, any Board decision noted in the minutes. Directors are entitled to take independent professional advice at the Company's expense in the furtherance of their duties, where considered necessary.

All Directors have access to the advice and services of the Company Secretary and General Counsel.

PURPOSE, VALUES AND CULTURE

The 2024 Code has introduced enhanced provisions relating to the Board's oversight of culture, and the Board has increased its levels of assurance from management either internally or externally, to ensure the desired culture is effectively embedded within the organisation.

As set out in the Code, the Board is responsible for establishing the Company's purpose, values and strategy and ensuring itself that these and its culture are aligned. The Board assesses and monitors culture and how the desired culture has been embedded into the business. The Board seeks to ensure that business practices, policies and behaviours are aligned and embedded within the Company's purpose, values and culture.

During the year, the Executive Director HR updated the Board on the People Strategy, and how it was being embedded into the organisation. As part of the update, the Board considered culture, and the aim to further develop a high performing culture environment which would support the long-term success of the Company.

The Board recognises the importance of ensuring a positive and supportive culture throughout the Group, which it believes can lead to organisational resilience and superior performance. Culture is monitored through direct and indirect colleague engagement activities such as internal engagement surveys and discussions with the Executive Directors, the Executive Director HR, the Designated Non-Executive Director for Workforce Engagement and other members of Senior Management. For further information see Colleague Engagement on page 91.

During the year, the Board demonstrated ethical leadership and setting expected behaviours – tone from the top – with the publication of a new Board Culture Statement, communicated to all colleagues accompanied by a message from the Chair and available on the external corporate website. This Statement clearly sets out the cultural expectations for the entire organisation.

Additionally, the Board:

- Considered people updates, including colleague turnover, engagement and attrition
- Dedicated time for culture, people and workforce matters, including the inclusion of a Culture Dashboard at each Board meeting
- Monitored the levels and nature of whistleblowing reports through the Audit & Risk Committee and through the Culture Dashboard
- Ensured the Company strategy and business model demonstrate good culture and responsibilities and contributes to wider society through its policies such as Anti-Tax Facilitation, and donations to The Watches of Switzerland Group Foundation
- Received updates from the Audit & Risk Committee, who receive regular reports from the Director of Internal Audit & Risk, on fraud and compliance breaches and the levels and nature of whistleblowing reports
- Engaged with colleagues directly during showroom visits and other site locations
- Reviewed the Group's key colleague behaviour policies, such as the Code of Ethics, Anti-Bribery, Corruption and Fraud and HR initiatives
- Considered updates on the activities of the Diversity Council and the Employee Resource Groups

The Board is satisfied that culture policy, practices and behaviour throughout the Group are aligned with the Company's purpose, values and strategy.

During FY26, Baroness (Rosa) Monckton MBE Designated Non-Executive Director for Workforce Engagement, in conjunction with our new Communication Strategy held Skip-level meetings, for the US and the UK, in which Rosa met colleagues to discuss their work experience, without Senior Management being present.

Topics included culture, leadership, recognition and feedback. Equally colleagues had the opportunity to ask questions to Rosa from an outside-in perspective and there were no predetermined questions. Afterwards Rosa provided detailed feedback to the Board.

Rosa also attended the graduation of the UK Leadership Development programme and all of the UK Town Hall meetings, presented by the UK President, to keep up to date with day-to-day news and business updates.

The Board takes responsibility for all the Group policies which are applicable to our colleagues, and further information can be found on page 188.

STAKEHOLDER ENGAGEMENT

Our Section 172(1) Statement includes details on how the Board has had regard to the need to foster the Company's business relationships and includes a Statement of Engagement with colleagues. More information about the Board's engagement with its colleagues, clients, brand partners and other suppliers, communities and investors can be found on pages 76 to 79.

Understanding the views of the Company's stakeholders is a key priority for the Board and the business as a whole. We understand businesses can only grow and prosper responsibly over the long term if we understand and respect the views and needs of our stakeholders including colleagues, clients and the communities in which we operate, as well as our brand partners and other suppliers and investors, all of whom we are accountable to.

As part of the Board Strategy Session in February 2026, the Board considered stakeholder mapping. This enables the Board to build relationships, engage in proactive and constructive dialogue, and to deliver on what is important to our key stakeholders. To that end, engagement with all of our stakeholders plays a vital role in delivering our Group strategy. This review helped to focus the Company's resources, engagement and reporting activities by addressing issues that matter most to the Group's businesses and to the Company's wider stakeholders. Fostering strong business relationships is an intrinsic part of the Company's long established and successful compounding strategy and a key consideration in all decision-making.

During the year, the Company reviewed the results of its current materiality assessment. A materiality assessment helps an organisation identify which environmental, social, and governance issues matter most to both the business and its stakeholders, so it can focus its sustainability strategy and reporting on the topics with the greatest impact, strengthening stakeholder trust.

Further details on the key stakeholders identified can be found on page 76.

See page 77 for further information on the colleague engagement activities and resulting actions.

ENGAGING WITH INVESTORS

We welcome the opportunity to engage with our investors. The Chair has overall responsibility for ensuring the Company has appropriate channels of communication with all of its investors. Engagements include various investor meetings attended, as appropriate, by the Chair, CEO, CFO, and the former Group Finance and Investor Relations Director. A summary of key meetings and communications with investors is provided at each Board meeting.

For FY27, there will be a dedicated Investor Relations Director supporting the Chair and the Executive Directors.

The Group undertook a structured programme of engagement, including post results roadshows, investor meetings and sector conferences, and additionally we are in frequent contact with investors through a scheduled programme of communications and engagements. During the year, and before the 2025 AGM, the Chair of the Remuneration Committee engaged with a number of our key investors to provide details of the new Remuneration Policy which was put to shareholders at the 2025 AGM.

The Group also ensures that it communicates the information that investors require, using traditional methods such as the Annual Report and Accounts, Trading Updates, RNS newswires, corporate press releases and in-person meetings. The Company's corporate brokers provided regular feedback to the Board and attended two meetings. During the year, the Company changed its corporate brokers in order to refresh our investor engagement programme. Further information can be found on the Shareholder Information page 266.

The Board organises and directs the Group's affairs in a way that it believes will help the Group succeed for the benefit of its members as a whole, whilst having regard to each of its stakeholders. The Board seeks to ensure that it acts fairly between all members and considers both institutional investors and private shareholders when making decisions that impact them.

Information and feedback is provided to the Board at each meeting and on the views of investors following individual meetings, relating to the following:

- Share price performance, share price sentiment and macroeconomic conditions
- Particular elements of the Group's strategy and operations; progress on specific projects, financial performance, product development and risks
- ESG issues that affect our stakeholders, such as the environment, climate change, working conditions and relationships with brand partners and other suppliers
- Governance issues, particularly on remuneration, but also succession planning, Board diversity and expertise and independence
- Capital allocation plans, including investment priorities and share buyback activity
- Progress with the Group's long-term strategy and the execution of key strategic initiatives
- Acquisitions and integration updates of acquired businesses
- Feedback related to the AGM, including views raised by proxy advisers and major shareholders
- General investor sentiment and market expectations, as observed through roadshows and conference participation

The Chair and Senior Independent Director are available to major shareholders for governance-related discussions. Shareholder feedback continues to inform the Board's discussions on strategy, sustainability priorities, capital allocation and governance.

COMPOSITION, SUCCESSION AND EVALUATION

COMPOSITION AND INDEPENDENCE

The Code recommends that at least half of the Board, excluding the Chair, should comprise Non-Executive Directors determined by the Board to be independent. At the end of the year, excluding the Chair, the Board consists of six members, of which four members are determined by the Board to be independent Non-Executive Directors, and is supported by the Company Secretary and General Counsel.

The composition of the Audit & Risk Committee, Nomination Committee and Remuneration Committee comply in all respects with the independence provisions of the Code.

The Board is also supported by an ESG Committee, the majority of members of which are independent Non-Executive Directors.

Biographical details of the Directors of the Company are set out on pages 156 and 157.

DIVERSITY, EQUITY AND INCLUSION

The Company is committed to having a Board comprising directors from different backgrounds, with diverse and relevant experience, perspectives, skills and knowledge. During the year, the Board conducted a review of the skills and experience of the individual Directors, where Directors rate their experience and expertise. The Board and Nomination Committee use the skills review to identify areas to focus upon when considering succession planning for the Board, and to identify topics for the ongoing training and development of the Board.

We believe the Board can only adequately represent all of its stakeholder groups if collectively it has the skills, experience and background to reflect them. We believe diversity contributes towards a high performing and effective Board, and this is considered in all recruitment and succession planning discussions. We fully support the aims, objectives and recommendations outlined by the FTSE Women Leaders Review (WLR) and the Parker Review.

The Company is pleased to report that as at 3 May 2026, the Board met the targets set out in the FTSE WLR and the Parker Review, and has also met the targets set out in the UK Listing Rules 9.8.6.

We are fully committed to providing opportunities for all to promoting an inclusive culture and diverse workforce.

Further information on the Company's commitments can be found in the Nomination Committee Report on page 173.

All Board appointments are based on merit, and candidates are considered against objective criteria and with due regard for the benefits of diversity on the Board. As well as experience and track record, appointments will be made taking due account of other criteria, such as curiosity, insights, engagement, cultural contribution, personal identity and the differentiation that they could bring to the collective make-up of the Board.

In May 2026, the Nomination Committee reviewed the Board Diversity & Inclusion Policy which was approved by the Board in May 2026 and can be found on our corporate website, thewosgroupplc.com.

We are fully committed to building an inclusive culture and workforce, and our Diversity and Inclusion Strategy continues to support this aim. We believe that by treating our colleagues with respect and trust, supported by our Company purpose and values, we will build a more diverse, fair, inclusive Group, which will underpin our strategy and management decisions, actions and behaviours. It is essential that the Company continues to hold itself accountable and that we have set ourselves clear goals to help us realise our ambitions.

The Company collects both gender and ethnicity data direct from the Board members and executive management annually on a self-identifying basis in a questionnaire. The data is used for statistical reporting purposes and is provided with consent. Board members and Executive Management are asked to identify their gender and ethnicity as set out in the table opposite.

SUCCESSION PLANNING

The Nomination Committee continually reviews succession plans for Executive Directors and Non-Executive Directors. Further information on our approach to succession planning and Board appointments can be found in the Nomination Committee Report on page 172 and 173.

Additionally, the Board annually reviews the bench strength and skill set of Senior Management, taking into consideration the growth strategy of the business and the need to ensure we maintain the right levels of talent to support the future growth of the business.

ELECTION AND RE-ELECTION OF DIRECTORS

In accordance with the Code, the Board has determined all Directors will stand for election or re-election at each AGM. The Chair has confirmed the Directors standing for election or re-election at this year's AGM continue to perform effectively and they demonstrate commitment to their roles. This can be seen by the attendance record set out on page 153. The reasons why the Board considers each Director's contribution is, and continues to be, important to the Company's long-term sustainable success are set out in the Directors' biographies on pages 156 and 157.

FY26 BOARD PERFORMANCE REVIEW

The purpose of the Board Performance Review is to conduct a comprehensive review of how the Board operates, as measured against current best practice and in accordance with the Code and associated guidance.

It is the Board's policy to conduct a Board Performance Review exercise on an annual basis. In line with the Code, the Board's policy is to conduct an externally facilitated review at least once every three years.

Further information on the FY26 Board Performance Review can be found on page 171.

The Senior Independent Director conducted a performance review of the Chair.

CONFLICTS OF INTEREST

Each of the Directors has a statutory duty under the Companies Act 2006 to avoid conflicts of interest with the Company and to disclose the nature and extent of any such interest to the Board. Under the Articles, the Board may authorise any matter which would otherwise involve a director breaching this duty to avoid conflicts of interest and may attach to any such authorisation such conditions and/or restrictions on participation at relevant Board meetings. The Chair, acting reasonably, has the power to determine whether a matter is a conflict matter.

Directors are required to give notice of any potential situational and/or transactional conflicts, which are then considered by the Board and, if deemed appropriate, authorised accordingly. A Director is not however, permitted to participate in such considerations or to vote in relation to their own conflicts.

Following the last review, the Board concluded that any potential conflicts have been appropriately authorised, that no circumstances existed which would necessitate that any prior authorisation be revoked or amended and that the authorisation process continued to operate effectively.

EXTERNAL DIRECTORSHIPS

Any external appointments or other significant time commitments of the Directors require the approval by the Chair in practice.

The Board is comfortable that external appointments of the Chair and the Directors do not impact on the time that any Director devotes to the Company and there are no overboarding concerns for any of the Directors.

Review cycle

- **FY22** External performance review
- **FY23** Internal performance review
- **FY24** Internal performance review
- **FY25** External performance review
- **FY26** Internal performance review

Board and Senior Management diversity

The following tables set out the information required under the UK Listing Rule 9.8.6R(10) as at 3 May 2026. The information included supports the statements made in the Nomination Committee Report which can be found on page 173.

For the purposes of the table below, Executive Management is defined in the UK Listing Rules. In the absence of an executive committee, the Watches of Switzerland Group has defined Executive Management as the CEO and his direct reports, as per the UK Listing Rules definition and guidance.

Gender on a self-identifying basis	Number of Board members	Percentage of the Board	Number of senior positions on the Board (CEO, CFO, SID and Chair)	Number of members of Executive Management	Percentage of Executive Management
Men	4	57.1%	3	5	62.5%
Women	3	42.9%	1	3	37.5%
Not specified/prefer not to say	–	–	–	–	–

Ethnicity on a self-identifying basis	Number of Board members	Percentage of the Board	Number of senior positions on the Board (CEO, CFO, SID and Chair)	Number of members of Executive Management	Percentage of Executive Management
White British or other White (including minority-white groups)	6	85.7%	4	7	87.5%
Mixed/Multiple Ethnic Groups	1	14.3%	–	1	12.5%
Asian/Asian British	–	–	–	–	–
Black/African/Caribbean/Black British	–	–	–	–	–
Other ethnic group	–	–	–	–	–
Not specified/prefer not to say	–	–	–	–	–

TRAINING AND INDUCTION

The Directors are provided with annual refresher training on their duties and responsibilities as directors of a publicly listed company and governance and regulatory trends or updates. A comprehensive induction programme was put in place for Paul Edgecliffe-Johnson following his appointment, which included a separate session on governance and directors' duties. See page 174 for information on the induction process.

Training needs are also monitored as part of the Board Performance Review.

A number of areas for development or further understanding were presented to the Board during the year, these included: effective governance; key relevant recent legal rulings; shareholder activism landscape and key themes; directors' duties and UK Market Abuse Regulations update; use of AI in the workplace; corporate governance; Provision 29 Material Controls reporting and changes to Companies House processes and procedures, including director verification.

The Board is committed to the development of Directors to improve their knowledge of the business and the regulatory environment in which it operates. The Company Secretary and General Counsel is responsible for helping the Chair identify and organise sessions to further enhance knowledge for the Directors, which would be tailored to individual needs.

The Board acknowledges its responsibility for establishing and maintaining the Group's system of risk management and internal controls, and it receives regular reports from management identifying, evaluating and managing the risks within the business. The system of internal controls is designed to manage, rather than eliminate, the risk of failure to achieve business objectives and can provide only reasonable, and not absolute, assurance against material misstatement or loss.

REMUNERATION

The Remuneration Committee is chaired by Tea Colaianni MBE and is made up of Independent Non-Executive Directors and the Chair. Prior to her appointment as Chair of the Committee, Tea had served on a Remuneration Committee for a significant period of time, longer than the required 12 months.

The Committee has defined Terms of Reference which include assisting the Board in discharging its responsibilities with respect to:

- Determining the policy for Executive Director remuneration and setting remuneration for the Chair of the Board, Executive Directors and Senior Management
- Reviewing workforce remuneration and related policies

During the year, Robert Moorhead resigned as a member of the Remuneration Committee in November 2025. Paul Edgecliffe-Johnson was appointed as a member of the Remuneration Committee in February 2026. During this period the Remuneration Committee comprised two independent non-executive Directors only. Further information regarding compliance with the UK Corporate Governance Code 2024 in relation to the Remuneration Committee is provided on page 158.

Refer to page 184 and 185 for further details on the work of the Remuneration Committee.

AUDIT, RISK MANAGEMENT AND INTERNAL CONTROL

The Audit & Risk Committee is chaired by Paul Edgecliffe-Johnson, who was appointed in February 2026. During the year, Robert Moorhead resigned as Chair of the Audit & Risk Committee and Tea Colaianni MBE acted as Interim Chair before Paul's appointment. Further information on the UK Corporate Governance Code 2024 compliance regarding the Audit & Risk Committee can be found on page 158.

The Audit & Risk Committee is comprised entirely of Independent Non-Executive Directors.

Paul is the Chief Financial Officer of Rentokil Group plc and has recent, relevant and up-to-date financial experience. The Committee has defined Terms of Reference which include assisting the Board in discharging its responsibilities with respect to:

- Establishing formal and transparent policies and procedures to agree the independence and effectiveness of internal and external audit functions and satisfy itself on the integrity of financial and narrative statements
- Establishing and reviewing procedures to ensure the Annual Report and Accounts present a fair, balanced and understandable assessment of the Group's position and prospects
- Establishing procedures to manage risk, oversee the internal control framework and determine the nature and extent of the principal risks the Group is willing to take in pursuance of its long-term strategic objectives

Refer to pages 175 and 176 for detail on the work of the Audit & Risk Committee.

The Board is collectively responsible for determining the nature and extent of the principal risks it is willing to take in achieving its strategic objectives. The processes in place for assessment, management and monitoring of risks are described in the Risk Management section on pages 138 to 141.

The Board acknowledges its responsibility for establishing and maintaining the Group's system of risk management and internal controls, and receives regular reports from management identifying, evaluating and managing the risks within the business. The system of internal controls is designed to manage, rather than eliminate, the risk of failure to achieve business objectives and can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The Board, assisted by the Audit & Risk Committee, has carried out a review of the effectiveness of the system of risk management and internal controls during FY26 and for the period up to the date of approval of the Consolidated Financial Statements contained in the Annual Report and Accounts.

All relevant members of Senior Management completed an annual 'control certificate', to confirm the effectiveness of internal control within their respective area. The 'control certificate' asked for the disclosure of any known control failures, instances of non-compliance with legislation or regulatory requirements, instances of identified fraud or serious control breakdown, or any other relevant matters they are aware of, that may need to be considered by the Board.

In conclusion, based on the work performed, the Board is satisfied with the adequacy of the Group control framework and the Board confirms that no significant weaknesses or failings were identified as a result of the review of effectiveness.

BOARD PERFORMANCE REVIEW

FY25 EXTERNAL BOARD PERFORMANCE REVIEW

Towards the end of FY25, the Chair, alongside the Company Secretary and General Counsel, agreed the proposed approach for an external Board Performance Review with the Nomination Committee. Three expert external facilitators provided proposals for review and meetings were held with the Chair. The Company engaged Independent Audit Limited (IAL), who had carried out the previous external review in FY22. IAL is independent and does not provide any other services to the Group, and there are no connections between IAL and individual Directors to be disclosed.

A Board Performance Review questionnaire was completed to gain an insight of key levels of focus into how well the Board is performing prior to carrying out tailored one to one interviews with all Board members and the Company Secretary and General Counsel. The review also included the President of UK and the Deputy CEO (who was at the time also the President North America). IAL reviewed historic Board and Committee papers.

IAL sought views on a range of topics including the effectiveness of Board composition and culture, the relationships between the Board and executive team, implementation and oversight of the strategic objectives and progress against the agreed areas of focus following the FY24 review.

The review concluded the Board was operating effectively with a number of strengths, including; being led by a strong Chair with immense industry knowledge; a long-standing CEO who holds the confidence of the Board; a Board which is made up of strong Non-Executive Directors, who bring relevant experience; high-quality company secretarial support; and Committees which are functioning well and led by strong Chairs. The Board therefore concluded that it is operating effectively.

Whilst the evaluation concluded that the Board and its Committees were effective and operated efficiently, and with good engagement, some areas still required development. A number of recommendations were agreed and, under the supervision of the Nomination Committee, an action plan was put in place covering the priorities opposite.

Key priorities identified from FY25 Review	Progress made during FY26 on identified priorities
Further enhance the Board's oversight of culture	Demonstrated ethical leadership and setting expected behaviours – tone from the top – with the publication of a new Board Culture Statement
	Dedicated time at Board meetings for culture, people and workforce matters, including the inclusion of a Culture Dashboard at each meeting
	Ensured the Company strategy and business model demonstrated good culture and responsibilities
	DNED engagement with Skip-level meetings
Strategic initiatives (and less operational matters) to be given greater discussion and less presentation	Time was spent with Senior Management on the structure and content of Board papers
	Ensuring agendas address matters that are key to the business and make sure those areas are discussed, recognising flexibility as priorities change
	Ensuring more consistent use of executive summaries, with clear positioning
	Ensuring a balance of focus of the US business as the territory grows in size and complexity
Continued development and focus on Jewellery Strategy and the long-term view	Board visit to the Mappin & Webb Luxury Jewellery boutique, Manchester, learning and engaging first hand in the new showroom jewellery concept
	Regular updates on jewellery initiatives and performance including the introduction of lab-grown diamonds
Ongoing focus on the wider Executive team succession	Regular updates at the Nomination Committee
	Presentation from the Executive Director HR

FY26 INTERNAL BOARD PERFORMANCE REVIEW

Following recommendations made by the UK Corporate Governance Code 2024 the Company refers to the annual evaluation as a 'Board Performance Review'. This is in line with the current process where the annual board evaluation considers board succession, skills and composition.

Following last year's externally facilitated review, undertaken by IAL, the Board conducted an internal review of its effectiveness led by the Chair and supported by the Company Secretary and General Counsel. The purpose of the exercise was to conduct a comprehensive evaluation of how the Board and its Committees operate, as measured against current best practice corporate governance principles and associated guidance. The process involved a questionnaire and where necessary follow-up discussions with Board members. The Deputy CEO and the President UK were also interviewed allowing them to consider areas where improvements could be made.

Separately the Senior Independent Director conducted a performance review of the Chair.

Views were sought on a range of topics including the effectiveness of Board composition and culture, the relationships between the Board and executive team, identification of horizon scanning and training needs, key governance priorities and implementation and oversight of the strategic objectives.

The review again concluded the Board and Committees are operating effectively and are well chaired.

The following areas were identified for further development:

– Increased oversight of strategic analysis and reporting on strategic outcomes, initiatives and decisions
– Greater oversight of culture and stakeholder engagement
– Governance oversight and control environment for the US business and new business integration
– Additional horizon scanning and development on key new areas within the regulatory, legal and technology environment
– Continued Executive and Non-Executive succession planning – ensuring the Board composition and skills mix remains appropriate

NOMINATION COMMITTEE REPORT

MEMBERS

Ian Carter (Chair)
Tea Colaianni MBE
Baroness (Rosa) Monckton MBE
Paul Edgecliffe-Johnson

KEY RESPONSIBILITIES

- Review the structure, size and composition of the Board and its Committees
- Consider succession planning for the Board and other Senior Management taking into account the challenges and opportunities facing the Company, and the skills, diversity and expertise needed
- Review the leadership needs of the organisation
- Remain fully informed about strategic issues and commercial changes affecting the Company and the market in which it operates
- Identify and nominate potential Board candidates
- Evaluate the combination of skills, knowledge, experience, diversity and independence on the Board
- Review the results of the Board Performance Review process and manage any recommendations
- Support people initiatives that promote a culture of inclusion

KEY ACTIVITIES DURING THE YEAR

- Conducted a review of Executive Directors and Senior Management succession planning and talent development
- Conducted a review of Non-Executive Director succession planning
- Considered the Board composition, including the skills, diversity, tenure and expertise as well as the backgrounds of each of the Board members, when reviewing the future needs of the Board
- Recommended to the Board the appointment of Paul Edgecliffe-Johnson as Chair of the Audit & Risk Committee and Non-Executive Director
- Reviewed the FY25 Board Performance Review and agreed the resulting Action Plan
- Reviewed the Committee's Terms of Reference and recommended them to the Board for approval
- Reviewed and recommended to the Board, the updated Board Diversity & Inclusion Policy
- Agreed, with the Board, the process for the FY26 internal Board Performance Review

DEAR STAKEHOLDER

I am pleased to report the Nomination Committee (the 'Committee') remains compliant with the UK Corporate Governance Code 2024 (the 'Code'). The majority of members of the Committee are independent Non-Executive Directors.

The Company Secretary and General Counsel acts as Secretary to the Committee, Chabi Nouri attends all of the Committee meetings, and by invitation, the CEO, the Executive Director HR, and/or external advisers also attend.

ROLE

The role of the Committee is to keep the composition and structure of the Board and its Committees under review. It is responsible for leading the process for Board appointments and nominating candidates for appointment as Directors to the Board having regard to the Board's structure, size and composition (including the skills, knowledge, experience, diversity and independence of its members) ensuring that the Board and its Committees are effective in discharging their responsibilities. The Committee is tasked with ensuring succession plans are in place for the Board and Senior Management, taking into consideration the current Board composition, the leadership requirements of the Group and the wider commercial and market environment within which the Group operates.

During the year, there were no disagreements between the Committee and the Board.

TERMS OF REFERENCE

The responsibilities of the Committee are set out in its Terms of Reference, which reflect the current regulatory requirements and best practice appropriate to the Group's size, nature and stage of development. The Terms of Reference were reviewed during the year, and minor stylistic changes were made.

The Terms of Reference can be found in full at thewosgroupplc.com.

The Committee's Terms of Reference require that the Committee meets at least twice a year. During the year, the Committee met five times.

SUCCESSION

During FY26, the Committee continued to focus on succession planning in order to ensure there is an effective Board and experienced leadership in place to support the delivery of the Group's strategy.

Succession planning is the process of identifying the critical positions within our organisation and developing action plans and pipelines to fill them, thereby minimising the risk to the business of key roles being vacant. The Committee continues to ensure that succession planning for Executive Directors, Non-Executive Directors and Senior Management as well as business-critical roles is proactively reviewed.

The Committee will ensure a proper assessment as to the values and behaviours expected on the Board as part of the recruitment process. The Committee understands that a culture of inclusion and diversity is cultivated through clear tone from the top and as such takes into account a variety of factors before recommending any new appointment to the Board, including diverse mixture of skills, professional and industry backgrounds, geographical experience and expertise, gender, tenure, ethnicity, cultural and social backgrounds, and diversity of thought.

Following the resignation of Robert Moorhead in November 2025, the Committee oversaw the search for, and appointment of, a new Chair of the Audit & Risk Committee and Non-Executive Director.

Paul Edgecliffe-Johnson was subsequently appointed in February 2026. Paul brings extensive experience in both the luxury consumer segment and the US market, and his breadth and wealth of experience with publicly listed companies will constitute a valuable addition. Paul also has recent, relevant and financial experience and was appointed to the Board on 19 February 2026 and as Chair to the Audit & Risk committee, effective 1 March 2026. More details on Paul's appointment can be found on page 174.

As part of succession planning, more broadly, the Committee reviewed talent, and considered succession, for Executive Directors and Senior Management. The Executive Director HR tabled a comprehensive presentation which assessed the performance and potential of the Senior Leadership Teams, including the Trading Board members, the next level of management, and successor development plans taking into consideration the future growth strategy of the business. The Committee considered the current skills, experience and tenure of the Directors and Senior Management, and assessed future needs against the Group's strategic objectives.

Following a review of the strength of the US leadership team and structure, it was determined that there was a need for the standalone role of President, North America. During the year, the Committee was regularly updated on the search and recruitment for the new President, North America. An appointment was made in January 2026, and following a lengthy and comprehensive handover, David Hurley, the Deputy CEO relinquished his operational role within the US from 1 April 2026 whilst maintaining responsibility for the Roberto Coin Inc. and Hodinkee businesses.

DIVERSITY

The Company is fully committed to providing opportunities for all to promote an inclusive culture and diverse workforce. We believe that our culture should promote meritocracy, integrity and openness, value diversity and be responsive to the views of all our stakeholders. Ensuring a culture of fairness and equity underpins all management decisions, actions and behaviours.

The Committee recognises the importance of diversity and inclusion and equal opportunity both in the boardroom, and throughout the organisation, and understands that a diverse Board will offer wider perspectives which lead to better decision-making, enabling the Board to meet its responsibilities.

Information on Board appointments and the criteria considered can be found within the Board Diversity & Inclusion Policy, which was reviewed in May 2026 and recommended to the Board for approval. The Policy can be found on the corporate website thewosgroupplc.com.

Reporting under the Listing Rule 9.8.6 can be found within the Corporate Governance Report on page 169. The Board has chosen to align its diversity reporting reference date with the Company's financial year end and proposes to maintain this alignment for future reporting periods. As required under LR 9.8.6 R(10), further details in respect of the three targets as at 3 May 2026 are disclosed in the tables on page 169.

Further information on Company initiatives on diversity and inclusion, including implementation and progress, can be found on page 192.

EFFECTIVENESS AND COMPOSITION

The FY26 Board Performance Review was conducted by way of an internal review where Directors completed a comprehensive questionnaire. Following the completion of the questionnaire, where requested, and to provide more information, the Company Secretary and General Counsel, on behalf of the Chair of the Board, followed up with a short telephone call. Interviews also took place with the Deputy CEO and President UK, who attend each Board meeting.

Separately the Senior Independent Director conducted a review of the Chair and provided feedback to the Board.

Further details of key observations and also progress from the FY25 Board Performance Review and the process for FY26 can be found on page 171. Composition, including diversity, was included as part of the review process, to ensure the Committee is discharging its duty effectively and to manage succession issues. The performance of all of the Committees was considered as part of the Board Performance Review process. The Committee keeps the composition of the Board and its Committees under continual review, to ensure that they have a suitable balance of skills and experience to oversee and challenge the delivery of the Group's strategy, and to discharge the Committee's responsibilities effectively.

It was confirmed that the Committee operates effectively and took account of the longer-term needs of the business in its approach to Board succession planning and recruitment during the year.

The Committee will be responsible for overseeing an action plan to be put in place following recommendations from the FY26 Board Performance Review.

At the same time, 'skills data' was collected and converted into a skills matrix to help identify the Board's experience, and as part of general Board planning, gender and ethnicity data for Board members was captured, the details of which can be found on page 152.

RE-ELECTION OF DIRECTORS

The effectiveness and commitment of each of the Non-Executive Directors is reviewed by the Committee annually. The Committee has satisfied itself as to the individual skills, relevant experience, contributions and time commitment of all the Non-Executive Directors, taking into account their other offices and interests held. As detailed on page 199, the Board is recommending the election or re-election to office of all Directors at our 2026 AGM.

I will be available at the AGM to answer any questions on the work of the Committee.

IAN CARTER
CHAIR OF THE NOMINATION COMMITTEE
13 July 2026

NON-EXECUTIVE DIRECTOR APPOINTMENT

The timeline below sets out the key stages of the process that culminated in the Nomination Committee recommending the appointment of Paul Edgecliffe-Johnson to the Board. The selection process was undertaken in accordance with the Board's Diversity & Inclusion Policy, having regard to the skills and experience of existing Board members and the career paths candidates have followed, including sector and functional experience.

Timeline	Appointment process
Stage 1	**Building the Brief** The Committee agreed the attributes and skills required. These focused on strong experience in relation to risk and audit, public limited companies, luxury, the US, the characteristics of a successful NED and the ability to build effective, trusting relationships with the other Directors.
Stage 2	**Candidate Search** The Committee appointed an executive search firm, The MBS Group (MBS), to assist with the appointment process. MBS is a leading B Corp-certified executive search and leadership advisory firm working across all consumer-facing industries. MBS provided a diverse list of candidates with interviews conducted initially by the Interim chair of the Audit & Risk Committee and Senior Independent Director and the Chair. A shortlist was then selected for interviews with Committee members, the CEO and CFO. The Committee confirms that the MBS Group has no connection to the Company and has not carried out any other work for the Company in the last two years. The MBS Group is a valued strategic partner to WiHTL & Diversity in Retail, the collaboration community founded by Tea Colaianni MBE, a Non-Executive Director of the Company, to advance inclusion across the hospitality, travel, leisure and retail sectors.
Stage 3	**Review, assessment and interviews** The shortlisted candidates were interviewed by a number of Committee members as well as the CEO and CFO, and a preferred candidate was selected.
Stage 4	**Recommendation** The Committee made its recommendation to the Board to appoint Paul Edgecliffe-Johnson.
Stage 5	**Induction** Induction programme was organised by the Company Secretary and General Counsel and Chair of the Board.

INDUCTION OF PAUL EDGECLIFFE-JOHNSON

Following appointment, Paul undertook a tailored and comprehensive induction and familiarisation of the business. The programme included meeting with Senior Management, colleagues, and a thorough handover from the Interim Chair of the Audit & Risk Committee.

Timeline	Induction Process
Meeting with key stakeholders within the business	– Comprehensive briefing with the Company Secretary and General Counsel on director duties, governance standards and regulatory responsibilities – Director of Internal Audit & Risk to review the current Internal Audit plan and ways of working – Members of the finance team to gain an understanding of the finance systems – Executive Directors, Trading Board and members of Senior Management teams in the US and UK
Gaining an understanding of the business, including colleagues, product and brand partner relationships	– Visited the Support Centre in Leicester – Visited a number of showrooms – Informal interactions with colleagues
Engaging with external advisors to gain industry insights into the business	– Briefing from corporate lawyers – Session with the corporate brokers – Session with the Company's Public Relations consultant – Sessions with the Company's External Auditor
Understanding recent Board and Committee meetings considerations	– Being provided with access to minutes and matters arising from Board and Committee meetings – Reviewing the FY25 externally facilitated Board Performance Review and resulting action plan – Reviewing the FY26 Budget and presentations from the strategy session held in 2025 – Reviewing the Company's key policies and procedures

AUDIT & RISK COMMITTEE REPORT

PAUL EDGECLIFFE-JOHNSON
Chair of the Audit & Risk Committee

MEMBERS

Paul Edgecliffe-Johnson (Chair)
Tea Colaianni MBE
Baroness (Rosa) Monckton MBE
Chabi Nouri

KEY RESPONSIBILITIES

Financial reporting:

– Monitor the integrity of the Financial Statements of the Group and Company
– Review the appropriateness and consistency of significant accounting policies
– Review and report to the Board on significant financial issues and judgements
– Review the appropriateness of Task Force on Climate-Related Financial Disclosures (TCFD)

Internal control and risk management:

– Carry out a robust assessment of the Group's emerging and principal risks on an annual basis, including environmental risks and opportunities
– Review the Group's internal control and risk management systems
– Monitor and review the effectiveness of the Group's Internal Audit function
– Assess the effectiveness of whistleblowing arrangements

External audit:

– Review the effectiveness of the External Audit process
– Develop and implement policies on the engagement of the External Auditor to supply non-audit services and consider the impact they have on independence
– Review and monitor the External Auditor's independence and objectivity
– Conduct any external audit tender process and make recommendations to the Board about the appointment, reappointment and removal of the External Auditor
– Approve the remuneration and terms of engagement of the External Auditor
– Ensure the External Auditor has full access to Group colleagues and records
– Invite challenge by the External Auditor, giving due consideration to the points raised

Other:

– Engaging with shareholders on the scope of the external audit, where appropriate

DEAR STAKEHOLDER

I was appointed as Chair of the Committee in March 2026 and so this is my first report of the Committee as Committee Chair. Robert Moorhead stepped down from the Board and the Committee in November 2025 and I would like to extend my thanks to Tea Colaianni MBE for acting as Interim Chair of the Committee and her diligence in handing over to me.

The Committee plays a key role in developing the Group's governance framework. Its activities included reviewing and monitoring the integrity of financial information, the Group's system of internal controls and risk management, Internal and External Audit processes and processes for compliance with laws, regulations and ethical codes of practice. In addition, we work with other Committees and the Board to ensure that stakeholder interests are protected and support the delivery of the Group's strategy. The Committee also worked alongside the ESG Committee having regard to ESG risk management and TCFD reporting.

During the year, the Committee has had a significant focus on management's initiatives to define, structure and monitor material controls and supporting the Board's preparation to discharge future obligations under Provision 29 of the UK Corporate Governance Code 2024 (the 'Code'). Specifically, the Committee received regular updates on the internal control environment from the Director of Internal Audit and Risk as well as updates on work undertaken in relation to Provision 29.

COMMITTEE COMPOSITION

All members of the Committee are deemed Independent Non-Executive Directors. The Board considers that I have recent and relevant financial experience (as required by the Code) and the Committee has competence relevant to the sector in which the Group operates. As noted on page 158, there was a three-month period between November 2025 and February 2026 where the Committee membership did not include recent and relevant financial experience as required by the Code. This was resolved by my appointment and mitigated during the period through access to our independent Internal Audit team and other professional expertise as required. Details of the Audit & Risk Committee members' experience can be found on pages 156 and 157. The Committee's range of financial and commercial skills and experience serves to provide the necessary knowledge and ability to work as an effective committee and to robustly challenge the Executive Directors and members of Senior Management as and when appropriate. At the invitation of the Committee, the Chair of the Board, the CEO, the CFO, the Director of Internal Audit & Risk, Senior Management and the External Auditor attend meetings. The Committee has regular private meetings with the External Auditors and the Director of Internal Audit & Risk during the year. The Company Secretary and General Counsel acts as Secretary to the Committee.

TERMS OF REFERENCE

The Terms of Reference of the Committee reflect the current statutory requirements and best practice appropriate to the Group's size, nature and stage of development. The Committee met its requirement to meet at least four times a year. Details of meeting attendance can be found on page 153. The Committee reviews its Terms of Reference annually, recommending changes to the Board. Changes were made this year in response to requirements in relation to material controls under Provision 29 of the Code. These changes will ensure the Group remains aligned to the current Code guidance.

COMMITTEE EFFECTIVENESS

During FY26, an internal Board Performance Review was undertaken. The Report concluded that the Committees were thought to be operating effectively and are well chaired. Details of how the Board Performance Review was conducted can be found on page 171.

ACTIVITIES UNDERTAKEN BY THE AUDIT & RISK COMMITTEE

Financial reporting:

- Monitored the integrity of the Group's FY26 year end Results Announcement, Annual Report and Accounts, and the FY26 half year review
- Assessed and recommended to the Board that the Annual Report and Accounts are fair, balanced and understandable, including Alternative Performance Measures (APMs)
- Assessed the Going Concern and Viability Statement having reviewed supporting papers from management including the consideration of changing global trading conditions, inflationary impacts on the Group's cost base and climate change on those assessments
- Considered papers from management on the key financial reporting judgements and estimates
- Reviewed the TCFD FY26 year-end reporting, including the scenario analysis undertaken to assess the impact of climate-related risks

Internal control and risk management:

- Considered the adequacy and effectiveness of the Group's ongoing risk management systems and control processes, including environmental risks and opportunities
- Considered the Group's risk environment, including its significant and emerging principal risks and uncertainties, and reviewed the mitigating actions that management has taken, along with determining the risk appetite of the business
- Considered the organisational design, structure, resources and capabilities to manage risk with particular focus on legal, regulatory and cyber security risks
- Reviewed the Group's approach to identification and assessment of its material controls over principal risks in response to reporting changes required under Provision 29 of the Code
- Considered the results of a review of the Group's exposures to, and controls over, supplier income, US commercial and financial management structures and assurance activity
- Received deep dive presentations on key risk areas including cyber security, data governance including the approval of a Data Protection and Information Security Statement, health and safety, business interruption insurance cover and insurance policy enhancements
- Reviewed and approved the Group's Whistleblowing Policy and received and reviewed whistleblowing incidents, investigation details and follow-up actions
- Considered updates in relation to anti-bribery and corruption and anti-money laundering programmes. The Committee recommended to the Board for approval the Anti-Bribery, Corruption & Fraud Policy which includes the gifts and hospitality protocols and the Anti-Money Laundering Policy
- Considered the Group's systems and framework of controls designed to detect and report fraud including actions in response to the UK Economic Crime and Transparency Act including the Failure to Prevent Fraud Legislation
- Approved the Group Tax Strategy, received management reports on the tax affairs of the Group and recommended to the Board for approval the Anti-Facilitation of Tax Evasion Policy (formerly Corporate Criminal Offence Policy)

Internal and external audit:

- Reviewed the effectiveness of the external audit process, taking into consideration relevant UK professional and regulatory requirements
- Invited challenge by the External Auditor, giving due consideration to the accounting, financial control, and audit issues reported by the External Auditor as a result of their work
- Reviewed the Internal and External Auditor independence and objectivity including approving the policy on non-audit services
- Agreed the External Auditor engagement letter and recommended the External Auditor remuneration to the Board
- Reviewed and approved the Internal Audit Charter
- Received and reviewed the annual plan and audit reports from the Internal Audit function
- Undertook a review of the effectiveness of the Internal Audit function
- Held regular private meetings with the Internal and External Auditors, without management present
- Ensured the External Auditor had full access to Company colleagues and records

Making recommendations to the Board about the reappointment of the External Auditor:

- Reported to the Board on how the Committee has discharged its responsibilities with respect to external audit

Other:

- Reviewed controls over the recognition of revenue from supplier income
- Reviewed the Committee's Terms of Reference and approved amendments
- Monitored mandatory e-learning completion statistics for key compliance areas such as Health & Safety, Anti-Bribery, Corruption & Fraud, and Code of Ethics
- Received legal and regulatory compliance updates

GOING CONCERN AND VIABILITY STATEMENT

The Committee reviewed the process and assessment of the Group's prospects made by management, including:

- The three-year viability assessment period and alignment with the Group's internal forecasts and business model
- The assessment of the capacity of the Group to remain viable after consideration of future cash flows, financing and mitigating factors
- The modelling of the financial impact of the Group's principal risks materialising using severe but plausible scenarios

The Committee reviewed management's analysis supporting the going concern basis of preparation, including reviewing the Group's financial performance, FY27 forecasts and cash flow projections. The going concern and viability reviews by the Committee included review of the results of the reverse-stress tests performed by management, of available financing in place and of any further mitigating actions that management could take. In making its assessment, the Committee took into consideration the trading results of the Group, liquidity and covenant compliance.

As a result of the assessment, the Committee reported to the Board that the going concern basis of preparation remained appropriate and that there is a reasonable expectation that the Group will be able to continue in operation to meet its liabilities as they fall due over the three-year viability assessment period. The Going Concern and Viability Statement is set out in the Strategic Report on pages 148 and 149.

SIGNIFICANT FINANCIAL REPORTING AREAS

In preparing the Financial Statements, there are several areas requiring the exercise of judgement by management. The Committee's role is to assess whether the judgements and estimates made by management are reasonable and appropriate. To assist in this evaluation, the CFO provided an accounting paper to the Committee, setting out all the financial reporting judgements and estimates which were considered material to the Financial Statements. The main areas of judgements and estimates that have been considered by the Committee in the preparation of the Financial Statements are as follows:

Impairment of tangible and right-of-use assets

The Committee received and considered a paper from management covering the judgements made in respect of the impairment testing of the Group's property, plant and equipment, and right-of-use assets. The Committee noted that management had considered the trading results of each showroom and noted where a showroom had low profitability which was not expected to improve in the near future. The Committee also reviewed management's assessment of whether any prior impairments should be reversed. Given management has continued to report on the performance of the business on a pre-IFRS 16 (IAS 17) basis within its APMs alongside statutory measures derived under IFRS 16, the paper and discussions considered impairment assessment of these assets on both bases.

As part of their review of impairment, the Committee challenged the assumptions used in the cash flow forecasts for impairment testing, along with the disclosures made in the Financial Statements. The Committee also received and discussed a paper from the External Auditor on its work in this area, which specifically considered and reported on its challenge and assessment of the key assumptions and methodology used. The Committee was satisfied that the approach adopted by management was sufficiently robust to identify when an impairment charge or reversal for showroom assets needs to be recognised and how it should be assessed and reported.

Inventory valuation

The Committee received a paper from management on accounting for and valuation of inventory, including pre-owned inventory. It discussed the judgements made by management, with specific consideration to discontinued product and slow-moving stock. The Committee also considered the policy for, and calculation of, rebates recognised and absorbed into inventory. The Committee received a paper from the External Auditor regarding the audit work it performed over the valuation of inventory. The Committee is satisfied that the process and judgement adopted by management for the valuation of inventory is sufficiently robust to establish the value of inventory held and is satisfied as to the appropriateness of the Group's provisioning policy.

Revenue recognition

The Committee received papers from management covering the control environment relating to sales cut-off and accounting judgements in relation to the accounting for gift cards, client returns and client deposits. The Committee also received a paper from the External Auditor regarding the audit work they performed over revenue recognition, which included the use of data analytic tools. The Committee determined that the majority of the Group's revenue transactions are non-complex, with minimal judgement applied over the amount recorded. The Committee is satisfied that the approach taken by management is sufficiently robust in relation to the recognition of revenue.

IFRS 16 'Leases'

During the year, the Committee reviewed the key judgements and assumptions applied to the calculations and disclosures provided within the Financial Statements. The Committee considered and challenged the use of pre-IFRS 16 APMs within the Annual Report and Accounts and concluded that these APMs align with the management reporting used to inform business decisions, investment appraisals, incentive schemes and banking covenants.

Exceptional items

The Committee considered the presentation of the Financial Statements and in particular the use of APMs and the presentation of exceptional items in line with the Group accounting policy. This policy states that adjustments are only made to reported profit when not considered part of the normal operating costs of the business and considered exceptional due their size, nature or incidence. Each of the above areas of judgement has been identified as an area of focus and therefore the Committee has also reviewed reporting from the External Auditor on the relevant areas.

Annual Report and Accounts – fair, balanced and understandable assessment

The Committee has considered whether, in its opinion, the Annual Report and Accounts 2026, taken as a whole, are fair, balanced and understandable, and that they provide the information necessary for shareholders to assess the Group's position and performance, business model and strategy. The Group has established internal controls in relation to the process for preparing the Annual Report and Accounts. These include the following:

- Management regularly monitors and considers developments in accounting regulations and best practice in financial reporting and, where appropriate, reflects developments in the Financial Statements
- The Annual Report and Accounts are drafted by Senior Management with overall co-ordination by a member of the finance team, to ensure consistency across the relevant sections
- An internal verification process is undertaken to ensure accuracy
- Comprehensive reviews of drafts of the Annual Report and Accounts are undertaken by experienced members of Senior Leadership and members of the Committee
- The final draft of the Annual Report and Accounts is reviewed by the Committee prior to consideration by the Board

Following its review, the Committee advised the Board that the Annual Report and Accounts, taken as a whole, were considered to be fair, balanced and understandable and that they provided the information necessary for shareholders to assess the Group's position and performance, business model and strategy. The Committee was also satisfied that suitable accounting policies have been adopted and appropriate disclosures have been made in the Financial Statements.

RISK MANAGEMENT AND INTERNAL CONTROLS

The Board has ultimate responsibility for effective management of risk for the Group including determining its risk appetite, identifying key strategic and emerging risks, and reviewing the risk management and internal control framework. The Committee, in supporting the Board to assess the effectiveness of risk management and internal control processes, relies on several different sources to carry out its work including Internal Audit assurance reports, and the assurance provided by the External Auditor and other third-parties in specific risk areas.

The Committee monitors and reviews the effectiveness of the Group's risk management processes and internal financial and non-financial controls, including its material controls. The key features of risk management processes that were in place during the year are as follows:

- Key business functions conducted risk assessments based on identified business objectives, which were reviewed and agreed annually by the Senior Management of each function. Risks are considered and evaluated in respect of their potential impact and likelihood. These risk assessments are updated and reviewed at least half-yearly and are reported to the Committee
- A Group risk assessment is also undertaken by management, which considers all areas of potential risk across all systems, functions and key business processes. This risk assessment, together with the business risk assessments, forms the basis for determining priorities within the Internal Audit plan
- Climate-related physical and transition risks and opportunities, which could impact the business in the future under different climate scenarios, have been considered and incorporated into the risk management framework with oversight from the ESG Committee
- The Director of Internal Audit & Risk met with Senior Management to undertake a formal review of the internal controls across the Group. Senior executives were required to certify compliance with the Group's policies and procedures and that appropriate internal controls were in operation during the period under review. Any weaknesses were highlighted, and the results were reviewed by the Director of Internal Audit & Risk, the Committee, and the Board
- The Committee confirmed to the Board that it has reviewed the effectiveness of the systems of internal control, including financial, operational and compliance controls, and risk management for the period of this report, in accordance with the Code and the Risk Management and Internal Control Guidance

INTERNAL AUDIT

The Director of Internal Audit & Risk, who reports directly to the Committee Chair, provides assurance to the Committee through independent reviews of agreed risk areas. The Committee is responsible for overseeing the work of the Internal Audit function. It reviews and approves the scope of the Internal Audit plan and assesses the quality of Internal Audit reports, along with management's actions relating to findings and the closure of recommended actions. Each year, a carefully targeted Internal Audit plan is agreed to provide appropriate assurance to the Committee over the effectiveness of risk management and internal control processes across the Group. The Internal Audit plan is risk-based and takes an independent view of what Internal Audit considers to be the highest known and emerging risks and strategic priorities facing the business. The Committee is satisfied that the Internal Audit plan provides appropriate assurance on the controls in place to manage the principal risks facing the Group. Internal Audit resources continue to be reviewed, with an agreement that external partners would be utilised where subject matter expertise would be most appropriate.

The Director of Internal Audit & Risk:

- Attended all Committee meetings and provided reports and verbal updates to the Committee
- Had direct access to all Committee members and met with the Committee Chair and Committee members separately
- Regularly met with the Committee Chairs to carry out formal reviews of the Internal Audit function's resources, approach and audit plan
- Managed the risk register review process
- Met privately with the Committee without management being present

The assessment of the Internal Audit team covered the Internal Audit findings and reporting, Internal Audit delivery including the Internal Audit plan, and whether Internal Audit has sufficient, appropriate resources. In reviewing the effectiveness of Internal Audit, the Committee considered:

- The results of Internal Audits and reporting thereof
- Ongoing communication between the Director of Internal Audit & Risk and the Committee, including the private sessions held
- Self-assessment by the Director of Internal Audit & Risk
- Questionnaires and feedback from key stakeholders including Senior Management

Following assessment by the Committee during the year, the Committee is satisfied that the Internal Audit team has the quality, experience and expertise appropriate for the business.

EXTERNAL AUDITOR

Interaction with external audit

One of the Committee's roles is to oversee the relationship with the External Auditor, Ernst & Young LLP (EY), and to evaluate the effectiveness of the service provided and their ongoing independence. The External Auditor has attended all this year's Committee meetings and at two of those had time with the Committee without management present. The Chairs of the Committee have also met with the external audit partner to review the audit scope and audit findings. The Committee had regular open communication with the External Auditor as well as with the Group's management.

External Auditor independence and objectivity

During the year, the External Auditor reported to the Committee on its independence from the Group. The External Auditor's independence and objectivity are safeguarded by:

- A policy being in place which limits the nature of non-audit services
- The External Auditor's own internal processes to approve requests for non-audit work to the External Auditor
- Monitoring changes in legislation related to auditor independence and objectivity
- Rotation of the lead audit partner after five years
- Independent reporting lines from the External Auditor to the Committee
- Restrictions on the employment by the Group of employees of the External Auditor

The Committee and the Board are satisfied that EY has adequate policies and safeguards in place to ensure that the External Auditor's objectivity and independence are maintained. When assessing the independence of the External Auditor, the Committee considers, amongst other things, the length of tenure of the audit firm and the audit partner, the value of non-audit fees provided by the External Auditor and the relationship with the External Auditor as a whole. As part of the assessment of the External Auditor, the Committee considered whether the External Auditor had exercised professional scepticism and an appropriate degree of challenge to management.

Non-audit services provided by the External Auditor

The Committee has adopted a formal policy in respect of non-audit services provided by the External Auditor to ensure that Auditor objectivity and independence are appropriately maintained.

Non-audit services	Policy

Audit-related services
Audit-related services are services, generally of an assurance nature, provided by the Auditor as a result of its expert knowledge and experience of the Group. Audit-related services include:
– Reviews of half-year results
– Reporting required by law or regulation to be provided by the Auditor
– Reports to regulators
– Permissible non-audit services including, but not limited to:
  – Work related to mergers, acquisitions, disposals or circulars
  – Benchmarking services
  – Corporate governance advice
	The Auditor is eligible for selection to provide non-audit services to the extent that its skills and experience make it a competitive and most appropriate supplier of these services.
	Each new non-audit service must be approved by the Committee in advance of the services being commenced.
	Non-audit fees are capped to a maximum aggregate in any financial year of 70% of the average of the statutory audit fees charged in the previous three consecutive financial years. In the case of this cap, audit-related services concerning work required by national legislation are excluded.

Prohibited services In line with the FRC's Ethical Standards, services where the Auditor's objectivity and independence may be compromised by the threat of self-interest, self-review, management, advocacy, familiarity or intimidation are prohibited. Prohibited services include: – Tax services – Services that involve playing any part in the management decision-making process – Bookkeeping and preparing accounting records and financial statements – Payroll services – Designing or implementing internal controls – Valuation services (except such services that have no direct effect or are immaterial to the financial statements) – Legal, internal or human resources services – Services linked to financing, capital structure and allocation and investment strategy except providing assurance services in relation to the Financial Statements, such as the issuing of comfort letters in connection with prospectuses issued by the audited entity – Promoting, dealing in or underwriting shares in the Company	The Auditor is prohibited from performing these services for the Group or any of its subsidiaries.

Non-audit services provided by EY during the financial year ending 3 May 2026 were limited to the half year review. The fee in relation to this service was £85,100 (FY25: £73,100).

Competition and Market Authority (CMA) Order 2014 Statement of Compliance

EY was first appointed in 2019 following a competitive tender process. This means that FY26 represents EY's seventh year as the Company's External Auditor. Under UK law, as set out in the Companies Act 2006, the Company may retain its External Auditor for up to 20 years with a public tender process every ten years. The Group confirms that it was in compliance with the provisions of the Statutory Audit Services for Large Companies Market Investigation (Mandatory Use of Competitive Tender Processes and Audit Committee Responsibilities) Order 2014 during the financial year ended 3 May 2026.

EXTERNAL AUDITOR EFFECTIVENESS

It is the Committee's responsibility to assess the effectiveness of the external audit, including audit quality. The Committee assessed the External Auditor's effectiveness in September 2025 and kept this under review throughout the year taking into account the External Auditor's mindset and culture; skills, character and knowledge; quality control and judgement. The assessment included:

Reviewing the Auditor's risk assessment and audit plan

The Committee discussed EY's risk assessment and detailed audit plan in response to those risks. The proposed approach and planned scope of the audit were also reviewed including the proposed materiality. The Committee was satisfied that the audit plan was robust and covered the financial reporting risks. The Committee also considered the balance of work completed between the US and UK components along with recent acquisitions.

Proposed level of audit fees

The Committee reviewed and approved the proposed audit fees, which included a detailed breakdown of those fees. This review also considered the level of resources, senior leadership involvement and the use of specialist teams where appropriate. The Committee satisfied itself that the agreed amount represented fair value in order to deliver the quality and scale of audit sought.

Evaluation of the FRC's Audit Quality Inspection and Supervision Report on Ernst & Young LLP

The Committee reviewed the FRC's Audit Quality Inspection and Supervision Report for Ernst & Young LLP and also compared the results of the Auditor to other audit firms. EY presented to the Committee its feedback on the findings and planned actions to respond to each of those findings. The Committee was satisfied with the outcome of this review.

The Committee also considered how the External Auditor had responded to its previous assessments of audit quality.

Feedback from management and the Committee members

The Committee considers it important to gather feedback from management, particularly those who are in direct contact with the audit team. Management and Committee members completed a questionnaire and the results were reviewed by the Committee. The questions covered the following areas:

- Mindset and culture
- Skills, character and knowledge
- Quality control
- Judgement

The feedback received was positive in all areas. Each year the External Auditor meets with management to review the audit process, obtain feedback and make recommendations for improvement in the following year's audit.

Interaction with the External Auditor

Throughout the year, the Committee worked closely with EY and was able to gather a good insight into the overall quality of the audit process and the performance of key individuals within the audit team. This interaction included private sessions with the External Auditor without management present and regular meetings between the Committee Chairs and the Audit Partner. The Committee also considered the quality of the reporting provided by the External Auditor throughout the audit process. This included the robustness and perceptiveness of the Auditor in handling key judgements, responding to questions from the Committee and in its commentary where appropriate on the systems of internal control.

The Committee considered the External Auditor's use of professional scepticism throughout the audit by examining areas in which the External Auditor had challenged Senior Management's assumptions. This was particularly in relation to the key areas of judgement around the significant financial reporting areas, and the number and nature of accounting and control observations raised.

Based on these reviews, the Committee concluded that EY had applied appropriately robust challenge and scepticism throughout the audit, that it possessed the skills and experience required to fulfil its duties effectively and efficiently, and that the audit was effective.

Auditor reappointment

The Committee is responsible for considering whether there should be a rotation of the External Auditor in order to ensure continuing auditor quality and independence, including consideration of the advisability and potential impact of conducting a tender process for the appointment of a different External Auditor. The Committee is also responsible for recommending to the Board whether it should ask the shareholders to appoint, reappoint or remove the External Auditor at the AGM.

In its oversight of the external audit, the Committee reviewed the requirement to put the external audit contract out to tender at least every ten years. The Committee considered whether it would be appropriate to conduct an audit tender at this time. The Committee took into account:

- Its continued satisfaction with the quality and independence of the External Auditor's audit
- Any new External Auditor would need a transition period to develop sufficient understanding of the business given the Company's size and complexity
- Frequent changes of External Auditor would be inefficient and could lead to increased risk and the loss of cumulative knowledge
- A change in auditor would be expected to have a significant impact on the Company, including on the Company's finance function
- Any change in auditor should be scheduled to limit operational disruption

After due consideration the Committee determined it would not be appropriate to re-tender for the external audit before a tender process is required in 2029. EY has expressed willingness to continue in its capacity as independent Auditor of the Company. The Committee has recommended to the Board the reappointment of the External Auditor for the 2027 financial year and the Directors will be proposing the reappointment of EY at the forthcoming AGM. The External Auditor is required to rotate the audit engagement partner every five years. The current engagement partner, Helen McLeod-Jones, was appointed with effect from FY25.

FRC's Audit Committees and the External Audit: Minimum Standard

The Committee confirms its compliance with the FRC's Audit Committees and the External Audit: Minimum Standard, including requirements on membership, independence and financial competence, including the review of External Audit effectiveness. Members maintain their sector relevant expertise through formal training, external briefings and regular updates on emerging accounting, audit and regulatory developments.

PAUL EDGECLIFFE-JOHNSON
CHAIR OF THE AUDIT & RISK COMMITTEE
13 July 2026

ESG COMMITTEE REPORT

BARONESS (ROSA) MONCKTON MBE
Chair of the ESG Committee

MEMBERS

Baroness (Rosa) Monckton MBE (Chair)
Tea Colaianni MBE
Ian Carter
Brian Duffy
Paul Edgecliffe-Johnson
Chabi Nouri

KEY RESPONSIBILITIES

- Provide oversight on behalf of the Board in relation to the Company's ESG Strategy including activities and performance
- Oversee ESG and sustainability goals, targets and KPIs, and provide accountability for successful delivery
- Monitor the progress of the Company's ESG Strategy and climate transition planning to ensure it is embedded into core business operations, and that stakeholders are engaged with it
- Ensure the Company monitors current and emerging ESG trends and adheres to relevant international standards and legal/regulatory/ governance requirements
- Provide guidance and monitor actions and initiatives taken to prevent, mitigate and manage risks related to ESG matters which may have a materially adverse impact on the Company and its stakeholders
- Collaborate with the Audit & Risk Committee and the Remuneration Committee on matters which overlap
- Make recommendations to the Board in relation to the required resourcing and funding of ESG-related activity
- Oversee the Company's public disclosures, regarding the Company's ESG Strategy activities and performance, and review and monitor he Company's non-financial reporting with respect to ESG matters

DEAR STAKEHOLDER

It is my pleasure to present the ESG Committee Report for the period ended 3 May 2026.

During the period, the Committee has continued to provide oversight of ESG activities ensuring the Group is able to demonstrate its commitment towards delivering its ESG Strategy.

The Committee receives regular updates on current trends and developments within the ESG regulatory landscape whilst recognising there is a shift in stakeholder sentiment and scrutiny towards the ESG agenda in general, with ESG considerations being embedded within ordinary business operations. It is acknowledged that individual elements of the ESG framework remain important indicators of a responsible and ethical business and the Group continues to operate in line with its value to 'do the right thing, always' and integrate ESG best practices within its day-to-day business operation with the aim of supporting the long-term sustainability of the business. The Committee remains cognisant of the continually evolving ESG landscape and monitors these issues alongside increasing reporting regulations.

The Committee supports the Group in making progress across environmental, social and governance indicators and strategic sustainability initiatives; strengthening compliance, mitigating against risk and leveraging related opportunities. This progress is reflected in our strong rating agency scores, demonstrated by our improved A- score for our response to the 2025 CDP questionnaire on climate change, being named a 2026 ESG Industry Leader by a leading global ratings provider, and for advocating for our industry with representation on the Responsible Jewellery Council (RJC) Standards Committee.

MEMBERS

I am joined on the ESG Committee by Ian Carter, Chair of the Board, and Non-Executive Directors Tea Colaianni MBE, Paul Edgecliffe-Johnson and Chabi Nouri. Brian Duffy, the Company's CEO, is also a member of the Committee and plays an instrumental role in integrating ESG matters into the Company's business strategy and planning, demonstrating top level commitment from Senior Leaders in progressing the ESG Strategy.

Biographies of Committee members, including details of their skills and experience, can be found on pages 156 and 157.

The Company Secretary and General Counsel acts as Secretary to the ESG Committee and other Senior Management and/or external advisers may attend by invitation, as appropriate, for all or part of meetings. This includes the CFO, the Head of Sustainability and ESG, the Executive Director, Global Buying and Merchandising and the Executive Director HR.

ROLE

In FY26, the Committee continued to oversee progress against material ESG indicators including challenging and collaborating with the Executive Directors and Senior Leaders, to ensure ESG is integrated in the Group's day-to-day business operations as well as the long-term strategy.

Our ESG Strategy and approach are aligned with best practice frameworks and the expectations of our stakeholders and aims to be both inspiring and achievable. Our Strategy focuses on delivering against identified priorities and is organised into three Sustainability strategic pillars: People; Planet; and Product, to align with the Group's purpose and values, support engagement and integrate with wider business strategies.

The Committee closely monitors progress against ESG metrics and targets including the key performance indicators within the Modern Slavery Statement. Alongside the Remuneration Committee, the Committee also considers the key areas of strategy which link to the ESG bonus underpin for determining bonus outcomes. Further details on the ESG underpin and its performance can be found in the Directors' Remuneration Report on page 184.

The Committee supports the Audit & Risk Committee and the Remuneration Committee in respect of ESG-related matters reserved for their remit. The Committee also plays a crucial role in monitoring environmental goals including the development and delivery of a climate transition plan, and ensuring actions are taken to mitigate and manage climate-related risks and opportunities, making sure they are embedded in the Group's risk management processes, financial decision-making and core business strategy.

The ESG Committee is supported by an ESG Steering Group, which is chaired by the CFO. The ESG Steering Group is made up of key Senior Leaders, who each have formal operational responsibility for the management of relevant ESG issues. The ESG Steering Group acts under a separate Terms of Reference and reports progress towards the development, implementation and delivery of the Company's ESG Strategy into the ESG Committee. The ESG Steering Group is supported by a number of working groups which sit under the People, Planet and Product sustainability pillars.

People

Colleagues can share their thoughts through a variety of channels, including Skip-level meetings, engagement surveys, or CONNECT – the interactive digital Group engagement platform, which is used to promote and communicate the colleague incentive, and GreenVibE, which encourages and rewards positive environmental behaviours. Further information on this part of the Company's colleague engagement programme can be found on pages 91 to 94.

The Group takes great pride in the expertise and dedication of our hard-working colleagues, who share in our purpose and values and has built strong talent and development foundations. The Committee was pleased to note that our gender pay gap continues to narrow, underpinning our commitment to a culture of meritocracy. This year, the mean gender pay gap reduced from 16% in 2024 to 15% in 2025. Whilst there is still a way to go, we are encouraged by this progress and expect it to continue as the Group continues to grow. It is important to note that at Company level, the upper quartile is the only quartile where we see a more significant gender pay gap. Across the remaining 75% of our total population, the median and mean pay gap narrows and becomes 0% in the lowest quartile. When we look in closer detail across our Retail divisions, we continue to report overall progress in closing the gender pay gap in our UK Retail businesses. For further information, please see page 187.

Planet – Climate transition plan

As required by UK law the Group is aiming for net-zero carbon emissions by 2050 and the Committee is mindful that failure to align risks regulatory scrutiny, and that policy changes may affect future operations and costs.

During the year, the Committee approved the Company's long-term science-based targets. The Committee also agreed with the disaggregation of our Scope 1 and 2 targets in line with best practice and in January 2026, the SBTi verified and approved the targets.

Further information on these targets can be found on page 101.

Planet – Energy management

The Group is committed to responsible energy management and continual improvement in energy and as such the Committee approved an Energy Policy which outlines our guidelines and procedures for reducing energy consumption, improving energy efficiency, and minimising our environmental impact performance across every territory we operate in. The Company's Property Team has day-to-day responsibility for the implementation of this Policy and will monitor it accordingly to ensure it is being adhered to.

The Group further rolled out a new technological solution to reduce energy consumption and related carbon emissions and as such the Committee noted the cost of capital expenditure required to roll out this project. The Committee was supportive of the project as it would support the Group's net-zero strategy and is estimated to deliver energy savings over a three-year period across the Group's showroom portfolio.

Planet – Emissions

Our total emissions grew 14% year-on-year, reflecting record growth and the high concentration of emissions within 'Purchased Goods and Services', which accounts for approximately 86% of our Group carbon footprint. A 19% increase in spend-based emissions factors also contributed to this increase – and underlined the need for greater visibility of our value chain, more targeted supplier engagement and the introduction of emissions estimation methodologies in FY27 where data is unobtainable. While this increase in total emissions is disappointing, we were glad to see a 2% reduction in combined Scope 1 and 2 emissions as we continue to improve operating efficiency and build climate resilience.

Product – Supply chain due diligence

The Procurement Policy, Sustainability Standards and the Vendor Code of Conduct operate simultaneously and compliance is supported by the factory audit programme, which independently audits suppliers on a rotational basis. The Committee receives updates on the audit programme at each meeting. On-site factory audits help safeguard the integrity and reputation of our business operations and partnerships, with specialist independent auditors assessing facilities against over 200 indicators. In June 2025, management attended the JCK Jewellery exhibition at Las Vegas, where a number of meetings had been held with jewellery suppliers and the opportunity was taken to reinforce the messaging on the importance of supplier audits.

With the introduction of lab-grown diamonds which are becoming an increasing part of the Company's portfolio of products, the Committee discussed due diligence pertaining to the supply of lab-grown diamonds. Relevant suppliers are subject to online screening as part of our onboarding and supply chain management process and are included in the current internal audit schedule. In addition, the latest RJC guidance on lab-grown diamonds has been incorporated into the Group's Supplier Operating Manual.

KEY FOCUS AND ACTIVITIES DURING THE YEAR

- Approved the Annual Report and Accounts 2025 ESG Committee Report
- Climate transition plan – reviewed the updated net-zero roadmap, including interim targets and capital allocation implications
- Contributed to the development and delivery of the ESG Strategy and reporting, by approving key decisions and providing accountability against goals, targets and KPIs
- Received reports and recommendations from the ESG Steering Group
- Supply chain due diligence – evaluated human rights risk assessments and modern slavery controls
- Governance – reviewed key documents for Board approval including: the Modern Slavery Statement; the Environmental Policy; the Human Rights Policy
- Recommended appropriate sustainability and ESG-related performance objectives for Executive Directors, as part of the ESG bonus underpin, to the Remuneration Committee
- Benchmarked the Company's performance against sustainability rating agency reports along with the CDP questionnaire on climate change
- In conjunction with the Audit & Risk Committee, reviewed the Company's progress against recommendations by the TCFD and non-financial reporting
- Carried out a review of the materiality assessment

The Committee's duties and responsibilities are set out in its Terms of Reference, which are reviewed annually. These are available on the corporate website.

Further details on our approach to managing our environmental performance can be found on pages 120 and 122.

STAKEHOLDER ENGAGEMENT

The Committee welcomes feedback from all our stakeholders to ensure their interests are represented in the ongoing development of the Company's ESG Strategy and approach to ESG matters.

The Company responds to sustainability rating agency questionnaires received on behalf of investors and facilitates meetings and roadshows to enable investors to ask questions.

The Head of Sustainability and ESG regularly updates the Committee with key external drivers and stakeholder sentiment, and it is also kept up-to-date with supplier engagement activities to support the promotion of shared sustainability goals and ensure due diligence.

A materiality assessment, which is an important way of engaging with all stakeholder groups to identify issues impacting on our business, was reviewed with updates considered and approved. Issues identified as 'material' through this process were assessed.

OUTLOOK

To drive continual improvement, the Committee stays up-to-date with best practice and, during each meeting, the Company's performance is benchmarked against retail peers and leaders in luxury discretionary goods.

We will continue to monitor the Company's performance and review our approach to ESG matters in FY27 to further enhance the Company's brands, create new business opportunities, help reduce costs, engage stakeholders and ultimately build a successful business that is sustainable over the long term. This monitoring will take place alongside external factors assessing the future of the ESG agenda as we continue to embed 'do the right thing, always' into our business as usual practices and processes under the banner of delivering on our Purpose.

Further information on the work of the Committee and the progress being made by the Group can be found on pages 81 and 137.

BARONESS (ROSA) MONCKTON MBE
CHAIR OF THE ESG COMMITTEE
13 July 2026

REMUNERATION COMMITTEE REPORT

TEA COLAIANNI MBE
Chair of the Remuneration Committee

Members	Independent	No. of meetings attended
Tea Colaianni MBE (Chair)	✓	3/3
Ian Carter	✓	3/3
Baroness (Rosa) Monckton MBE	✓	3/3
Paul Edgecliffe-Johnson	✓	1/1
Robert Moorhead	✓	1/1

The Remuneration Committee's Terms of Reference at:
thewosgroupplc.com

DEAR STAKEHOLDER

On behalf of the Remuneration Committee, I am pleased to present the Group's Remuneration Committee Report for the 53-week period ended 3 May 2026.

FY26 business performance highlights

FY26 was a year of strong strategic and operational progress for the Group, which delivered ahead of expectations.

- Revenue increased by 11% to £1,827.9 million
- Adjusted EBIT[1] increased 3% to £154.8 million
- Operating profit increased 49% to £170.0 million
- Return on Capital Employed[1] (ROCE) reduced by 100bps to 18.0%

We remain confident that our strategy, exceptional client experience and strong brand relationships will enable us to continue to drive growth. I would like to thank all colleagues for their continued work and dedication during the year.

Base salary/fee increases in FY26

The annual salary review process took place in November 2025, in line with our normal review timing. The UK salary review saw an increase of 2% for our colleagues in the Support Centre and retail. The salary review in the US saw an increase of 3% for both Support Centre and retail colleagues.

The CEO and CFO elected once again, not to receive an increase in base salary.

In light of the uncertain macroeconomic conditions particularly the introduction of additional US tariffs and the ongoing government negotiation, the decision on any increase to the Chair and Non-Executive Director fees was deferred to September 2025. A comprehensive benchmarking exercise was carried out by Deloitte and an increase of 10% for the Chair and 3% for the Non-Executive Directors was approved by the Board effective from May 2025. This is the first increase since their appointment.

Annual bonus outturn for FY26

The Executive performance target for the FY26 annual bonus was based on Adjusted EBIT, with an ESG underpin. Adjusted EBIT for FY26 was £154.8 million, which exceeded the maximum performance level for the FY26 bonus payment.

The Remuneration Committee assessed progress against our ESG Strategy using the ESG bonus underpin agreed at the start of the financial year. The key highlights included:

- **Caring for our Planet** – We have reduced our combined Scope 1 and 2 location-based emissions year-on-year and grew our sales of pre-owned watches
- **Caring for our Colleagues** – We have maintained strong engagement with our colleagues and have delivered training and development programmes including apprenticeships
- **Caring for our Communities** – We have continued our support of charitable organisations including The Watches of Switzerland Group Foundation and increased volunteering hours by 52%

Overall, the Committee considered that the progress against our ESG Strategy in FY26 was positive. The Committee therefore determined that the ESG underpin has been met and that there would be no downwards adjustment to the formulaic bonus outcome.

Full details on the performance outturn against the targets are shown in the 'At a glance' section on pages 189 and 190.

Long-Term Incentive Plan (LTIP) awards vesting in FY26

The performance conditions for the LTIP grants awarded in December 2023 were based 80% on three-year cumulative Adjusted EPS[1] and 20% on three-year average ROCE performance.

The performance targets were set taking into account internal and external expectations of performance at the time. Despite strong performance over the last 12 months, the macroeconomic backdrop over the full three-year performance period resulted in cumulative Adjusted EPS of 124.8p and three-year average ROCE of 18.8%. which were both below the threshold target set. As such, 0% of the LTIP award is due to vest in July 2026.

Vesting of LTIP awards granted in 2024 and 2025 will be based on performance for FY27 and FY28.

The targets for the FY26 LTIP had not been finalised by the publication of last year's report due to market volatility, including the impact of US tariffs, delaying the target setting process. The targets for these awards were set during the year and were disclosed on our website at the time. These have been included on page 193.

DIRECTORS' REMUNERATION POLICY

Our Remuneration Policy was last approved by shareholders at the 2025 AGM where it received strong support (96.9%). Details on this policy can be found in the Annual Report and Accounts 2025.

FY27 IMPLEMENTATION OF REMUNERATION POLICY

Base salary/fee increases for FY27

The next salary reviews for all colleagues in the US and UK will be in November 2026.

Annual bonus for FY27

The annual bonus will be determined in line with the normal cycle. For FY27, the annual bonus will continue to be based on Adjusted EBIT and the ESG underpin will continue to apply for FY27. The ESG underpin will focus on key metrics under our three main Sustainability pillars:

- Caring for our Planet
- Caring for our Colleagues
- Caring for our Communities

This ESG underpin will inform the Committee's decision of whether or not to apply a downwards adjustment of up to 10% to the formulaic FY27 annual bonus outcome. Key factors considered by the Committee will be disclosed retrospectively in next year's Annual Report and Accounts, in line with best practice.

LTIP awards to be granted in FY27

The Committee has determined that LTIP grants will be made in line with the normal cycle of being awarded following the announcement of the FY26 results. No changes are proposed to the LTIP award levels and these will continue to be 200% of base salary for the CEO and 175% of base salary for the CFO. In line with last year's grant, the LTIP measures will be based on a three-year cumulative Adjusted EPS and three-year average ROCE with weightings of 80% and 20% of maximum respectively. ROCE is a key performance indicator (KPI) and measures the efficiency with which the Group is able to utilise its capital. Strong average ROCE performance combined with continued growth in earnings is critical in ensuring the successful execution of our long-term strategy and growth ambitions.

Wider workforce considerations

The Watches of Switzerland Group always strives to be an organisation that is inclusive, rewarding and fair to all colleagues. It is the unwavering commitment from our colleagues that has been critical to the Group as we navigated the trading conditions across luxury retail. During this time, the Committee has been acutely aware of the challenges our colleagues have been facing because of the macroeconomic environment.

The Watches of Switzerland Group continues to be an organisation that values all colleagues across the business and is particularly mindful of the circumstances of those on the lowest salaries.

Our commitment to the Real Living Wage Foundation in the UK over the past two years has meant that we have invested in those on the lowest wages. It was agreed to not meet the increase of 6% this year (recommended by the Real Living Wage Foundation) in the context of higher regulatory and labour costs in the UK.

We have continued to embed our communication strategy in FY26 which creates a further opportunity for two-way communication across the Group. New Skip-level meetings and UK Town Halls have been attended by Baroness (Rosa) Monckton MBE in her capacity as the Designated Non-Executive Director for Workforce Engagement, which include question and answer sessions and the review of colleague feedback.

In the US, we have focused on integrating colleagues from Roberto Coin Inc. into the US benefit plans and renewed private health insurance cover for all US colleagues.

In the UK, we continue to provide the Watches of Switzerland Group Support Fund, which offers financial support by way of a loan for those most impacted by the cost-of-living crisis.

We will continue to monitor this area and make adjustments as necessary to support ongoing retention and motivation in a challenging macroeconomic and talent environment.

HOW THE REMUNERATION COMMITTEE SPENT ITS TIME IN FY26

As a Remuneration Committee, it is our responsibility to make decisions which support the Group's long-term business strategy, and which align with the Group's culture and values. We must balance this with our desire to reflect best practice remuneration and high standards of corporate governance. In addition to its usual activities, key areas of focus for the Committee in FY26 have been:

- Ensured that our incentive framework continues to appropriately motivate and retain our colleagues in challenging market circumstances
- Reviewed performance against incentive performance measures, including reviewing the ESG underpin
- Considered and approved the remuneration package for colleagues below Board and new hires where appropriate
- Reviewed gender pay gap progress and relevant actions
- Reviewed Chair fee

1 This is an Alternative Performance Measure. Refer to Glossary on pages 261 to 265 for definitions and reconciliation to statutory measures.

Engagement with shareholders

I would like to take this opportunity to thank our shareholders for their support of our Directors' Remuneration Report and Remuneration Policy at our 2025 AGM, details of which can be found on page 197. We recognise that executive remuneration is an area of public interest and we have worked hard to ensure that full transparency has been provided in this year's Directors' Remuneration Report on the Group's remuneration practices and our Remuneration Policy.

In conclusion

In addition to the policy, the remainder of the Remuneration Report is split into three parts:

Wider workforce considerations

This section contains discussions on the Company's initiatives in colleague and stakeholder engagement. In addition, we have included a report on specific areas in relation to wider workforce remuneration which the Committee reviewed during the course of the year.

'At a glance' section

The 'At a glance' section provides a summary of the payments made to the Executive Directors during FY26.

Annual Report on Remuneration

This section summarises remuneration decisions during the past year. This includes details of annual bonus and long-term incentive awards granted and vesting during the year.

I hope that you will find this year's report clear, transparent and informative. If you wish to discuss any aspect of this Remuneration Report, I would be happy to hear from you. You can contact me through our Company Secretary and General Counsel, Laura Battley. I will also be available at the Company's AGM at 2.30pm on Thursday 3 September 2026 to answer any questions.

On behalf of the Remuneration Committee and the Board.

TEA COLAIANNI MBE
CHAIR OF THE REMUNERATION COMMITTEE
13 July 2026

WIDER WORKFORCE CONSIDERATIONS

As part of our commitment to fairness, openness and inclusivity, as in previous years, we have included this dedicated section to provide more information on our communication with colleagues, our remuneration principles and wider workforce pay conditions.

COMMUNICATIONS WITH COLLEAGUES

We have a number of channels where colleagues' views on remuneration can be captured. For example, colleagues are able to express their views through Company Colleague Engagement Surveys and through two-way communication channels in the US and the UK. We are committed to giving our colleagues a voice and they have always had the opportunity to interact with our Directors. We have a dedicated Designated Non-Executive Director for Workforce Engagement, Baroness (Rosa) Monckton MBE, responsible for gathering our colleagues' views and presenting these to the Board.

How we engaged with colleagues in FY26

- Open conversation during 'In Conversation With' sessions attended by Baroness (Rosa) Monckton MBE and senior leadership
- Local 'pulse' surveys and understanding what matters to our colleagues
- Innovative and accessible communication portals including CONNECT
- Colleague engagement, input to office environment and the Foundation Forum
- Visits to showrooms and other locations by the Chair of the Board and other Board members
- Colleague attendance at Board meetings and informal engagement events with the Board

In early April 2026, we hosted skip-level meetings chaired by Baroness (Rosa) Monckton MBE in the US and the UK which involved open two-way conversations with colleagues below management level. This provided Rosa with an opportunity to ask questions in an informal setting about culture, organisation and any other issues.

REMUNERATION COMMITTEE REPORT

A process was introduced in 2020, which enables the Remuneration Committee to carry out its oversight and review of wider workforce pay and policies, and to ensure that they are designed to support the Company's desired culture and values. When conducting its annual review, the Remuneration Committee pays particular attention to:

- Whether remuneration is consistent with the Company's remuneration principles
- If there are differences, whether they are objectively justifiable
- Whether the approach seems fair and equitable in the context of other employees

Once the Remuneration Committee has conducted its review of the wider workforce remuneration and incentives, it will consider the approach applied to the remuneration of the Executive Directors and Senior Management. In particular, the Remuneration Committee is focused on whether the approach to the remuneration of the Executive Directors and Senior Management is consistent with that applied to the wider workforce.

The Remuneration Committee remains satisfied that the approach to remuneration across the Group is consistent with the Company's principles of remuneration. Furthermore, in the Remuneration Committee's opinion, the approach to executive remuneration aligns with the wider Company pay policy and there are no anomalies specific to the Executive Directors, excluding the fact that, since the IPO in 2019, the Executive Directors have elected not to receive salary increases or pensions. Both Executive Directors receive private healthcare insurance.

GENDER PAY

UK legislation requires employers with more than 250 employees to disclose information on their gender pay gap on an annual basis. We have published our eighth disclosure of the pay gap based on amounts paid in the April 2025 payroll. The bonus gap was based on incentives paid in the year to 31 March 2025.

The mean gender pay gap at the Group has reduced to 15% from 16% last year. The median gap remains at 5% in line with last year. Whilst there is still a way to go, we are encouraged by the result. The full report, including details on the initiatives we have underway to help close our gender pay gap, is available on our website thewosgroupplc.com

The following table sets out a summary of the information received by the Remuneration Committee on the Group's remuneration structure:

Element of remuneration	Overview of practice at the Watches of Switzerland Group PLC
Alignment with remuneration principles	The Group's remuneration principles are designed to enable fair and flexible reward structures to be developed and implemented across the entire organisation. We continue to review and redesign our policies in line with this principle.
Salary	Salaries are set to reflect the market value of the role, and to aid recruitment and retention. Remuneration for all colleagues is in line with or above the UK National Living Wage or the US state minimum. We closely monitor the rates of pay of people who are training with us to make sure they remain fair and competitive. Salary increases are normally awarded annually following the Company's main pay review and are typically between 2% and 3%. This year, our UK Support Centre pay review delivered an increase of 2% for all colleagues below Executive Level. Typically, the Executive Directors will receive no more than the same percentage increase as the wider workforce. The US awarded pay increases of 3% to support and retail colleagues. From time to time, ad hoc pay reviews are conducted in order to make market or inflationary adjustments and ensure the Company's targeted living wage differential is maintained.

Element of remuneration	Overview of practice at the Watches of Switzerland Group PLC
Annual variable pay	All Watches of Switzerland Group colleagues are entitled to earn variable pay linked to stretching performance targets: **Annual bonus plan** Subject to service and eligibility, our colleagues in support functions participate in the Company's annual bonus plan and are rewarded based on financial performance measured using Adjusted EBIT. As outlined in last year's Directors' Remuneration Report, a robust ESG underpin applies to annual bonus awards. Bonuses typically operate in one of three formats depending on the level of seniority and line-of-sight to performance: – For roles with a global remit, bonuses are based 100% on Group performance – For roles that wholly or mainly concentrate on either our US or UK operations, bonuses are based 100% on the performance of the business in the relevant country The bonus quantum for all colleagues is paid in full. Where Executive Directors have met their shareholding requirements in full, annual bonus awards will typically be made fully in cash rather than part being deferred into shares. Where an Executive Director has not met their shareholding guidelines, they would be required to defer one-third of their annual bonus into shares to support building their shareholding and to increase alignment with shareholder interests. Bonuses are normally paid in July, after it has been confirmed that the performance conditions have been met. **Sales commission plans** A range of plans exist for our retail team members which reflect the size and complexity of the showrooms. Targets can be based on individual objectives for larger showrooms or team-based objectives for smaller showrooms. The majority of these plans are paid monthly and biannually. We review these schemes periodically to ensure they adhere to our reward principles and support good client outcomes.
LTIP	The LTIP is currently available to Executive Directors and Senior Management. LTIP awards are normally granted annually. Malus and clawback provisions are in place. The vesting period is normally three years. The Executive Directors are subject to an additional two-year holding period. Eligible colleagues and details of the award opportunity are set out below.
Pension	The Company operates UK defined contribution pension arrangements, which all UK employees are entitled to participate in. The Executive Directors are entitled to receive an employer pension contribution of 3% of salary, which is aligned with the level available to the majority of the wider workforce in the UK. The CEO and the CFO waive their employer pension contributions. Arrangements for US employees vary depending on territory. In some locations, the Company offers a 3% 401(k) employer match and in other locations a 2% match is offered.

Level	No. of eligible colleagues	Targeted ranges (% of salary)
Group CEO	1	200%
Group CFO	1	175%
Senior Management	16	20–80%

Element of remuneration	Overview of practice at the Watches of Switzerland Group PLC
Benefits	We offer a suite of benefits across the Group, which are designed to be appropriate for different roles and functions and countries. These include health insurance (for all US colleagues and some UK colleagues), and in the UK, season ticket loans, a cycle to work scheme, an electric car salary sacrifice scheme, a Health Cash Plan, and UK and US enhanced maternity leave. Life cover is offered to varying degrees depending on grade and region. We operate an Employee Assistance Programme (EAP) in the US and UK. This is intended to help employees deal with any personal problems that may adversely impact their work performance, health and/or wellbeing and financial support. All of our colleagues are entitled to staff discounts, subject to the rules of the relevant schemes.
All-employee share schemes	Our colleagues are able to participate in our sharesave schemes in the US and UK.

A summary of the Company's general policies is as follows:

Policy	Description
Reward	We have an ethical pay policy and we periodically benchmark salaries against market data. We have implemented interim reviews for relevant groups of colleagues when deemed necessary to guarantee compliance with the legislation, and to ensure our pay rates remain competitive with those of our main competitors.
Recognition and celebration	Our UK recognition programme, VibE, provides all colleagues with the ability to recognise and celebrate achievements across the colleague population instantly via a digital platform. CONNECT, our internal community-based social platform, provides Company news, and enables our colleagues to recognise and celebrate achievements across the Group.
Development opportunities	We are proud of our wide range of training and development programmes in the US and UK and we work closely with our brand partners to ensure that our colleagues are true experts in our category. Our e-learning modules make learning and personal development accessible to all.
Equal opportunities and diversity initiatives	The Company is committed to an active Diversity & Inclusion Policy from recruitment and selection to training and development, performance reviews and promotion. All decisions relating to employment practices are objective, free from bias and based solely upon work criteria and individual merit. The Company is responsive to the needs of its colleagues, clients and the community. We are an organisation that seeks to make use of everyone's talents and abilities, and where diversity is valued. The Company ensures that its promotion and recruitment practices are fair and objective and encourages the continuous development and training, as well as the provision of equal opportunities for the training and career development, of all colleagues.

AT A GLANCE

REMUNERATION PRINCIPLES

Our reward strategy is designed to support and reinforce our purpose and values, and to reward all of our colleagues for delivering against our strategic objectives. The remuneration principles that we have developed across the Group are cascaded throughout the organisation.

Current Directors' Remuneration Policy	
Fixed	**Salary** Reflects the value of the individual, their role, skills, experience and contribution to the business
	Benefits Aligned with all other colleague arrangements
	Pension Alignment of employer pension contributions with the wider workforce at 3% of salary. The CEO and CFO have waived their employer pension contribution once again this year
Variable	**Annual bonus plan** Incentivises achievement of annual objectives and aligns Director and shareholder interests by ensuring share ownership for Executive Directors
	LTIP Provides alignment with shareholders and motivates key individuals to achieve long-term targets and deliver sustainable performance

WHAT IS THE LINK TO COMPANY STRATEGY?

The following diagram shows the link between our Remuneration Policy and our strategy through looking at our KPIs, which measure the successful implementation of that strategy and the performance conditions we use for our incentive plans. Our FY26 performance against our KPIs is also shown below:

KPIS

REVENUE
£1,827.9m
FY25: £1,651.5m

ADJUSTED EBIT[1]
£154.8m
FY25: £149.7M

RETURN ON CAPITAL EMPLOYED[1]
18.0%
FY25: 19.0%

OPERATING PROFIT
£170.0m
FY25: £113.9m

ADJUSTED EPS[1]
45.2p
FY25:41.6p

CASH GENERATED FROM OPERATIONS
£277.6m
FY25: £214.1m

BONUS PLAN

Performance condition: 100% based on Adjusted EBIT

Reflects the successful delivery of our Adjusted EBIT KPI subject to an ESG underpin, which can reduce the bonus up to 10% taking into account progress against our ESG strategy

LTIP

Performance conditions: Adjusted EPS (80%) and ROCE (20%)

Reflects the successful delivery of a number of KPIs over the long term: Adjusted EPS and ROCE

1 This is an Alternative Performance Measure and is shown pre-IFRS 16. Refer to the Glossary on pages 261 to 265 for definition, purpose and reconciliation to statutory measures where relevant.

REMUNERATION IN RESPECT OF FY26

Total compensation			
Brian Duffy (CEO)		**Anders Romberg (CFO)**	
Salary:	£500,000	Salary:	£380,000
Taxable benefits:[1]	£73,793	Taxable benefits:[1]	£20,237
Annual bonus:[2]	£750,000	Annual bonus:[2]	£475,000
LTIP:[3]	–	LTIP:[3]	–
Pension:	–	Pension:	–
Total:	**£1,323,793**	**Total:**	**£875,237**

1 Taxable benefits include one or more of private healthcare, accommodation when attending their usual place of work, company car (including private fuel) or a car allowance
2 A bonus payment is to be awarded for FY26, based on 100% of maximum potential with 100% payable in cash due to both the Executive Directors meeting the required shareholding limit
3 The FY24 LTIP awards (granted December 2023) have not met the performance conditions and 0% will vest

For further detail refer to page 192.

ANNUAL BONUS OUTCOMES IN FY26 (AUDITED)

Performance condition	Weighting	Threshold performance required (20% of max bonus)	Target performance required (50% of max bonus)	Maximum performance required (100% of max bonus)	Actual performance	Percentage of maximum performance achieved	Bonus value achieved	
							Brian Duffy	Anders Romberg
Adjusted EBIT	100%	£133m	£140m	£147m	£154.8m	100%	£750,000	£475,000

For further detail refer to page 193.

LTIP OUTCOMES IN FY26

The LTIP awards granted in December 2023 were based 80% on three-year cumulative Adjusted EPS and 20% on three-year average ROCE performance.

As a result of Adjusted EPS and ROCE performance over the three-year performance period (FY24 to FY26), 0% of the LTIP award is due to vest in July 2026.

Performance condition	Weighting	Threshold performance required (20% of max LTIP)	Target performance required (60% of max LTIP)	Maximum performance required (100% of max LTIP)	Actual performance	Vesting level
Cumulative Adjusted Earnings Per Share	80%	189.9p	199.9p	209.9p	124.8p	0%
Average ROCE	20%	23.7%	24.9%	26.2%	18.8%	0%

For further detail of the performance outcomes refer to page 193.

MALUS AND CLAWBACK

The Committee has the discretion to apply malus and/or clawback in relation to awards under the annual bonus, Deferred Bonus Plan or the LTIP in the circumstances set out in the relevant plan rules and award documentation, which currently includes:

- A material misstatement resulting in an adjustment in the audited accounts of the Group or Company
- The assessment that any performance condition or condition in respect of the annual bonus or LTIP award was based on error, or inaccurate or misleading information
- The discovery that any information used to determine the annual bonus or LTIP award was based on error, or inaccurate or misleading information
- Action or conduct of a participant which amounts to fraud or gross misconduct
- Events or the behaviour of a participant have led to the censure of the Company or Group by a regulatory authority or have had a significant detrimental impact on the reputation of the Group or Company provided that the Board is satisfied that the relevant participant was responsible for the censure or reputational damage and that the censure or reputational damage is attributable to the participant
- A material failure of risk management
- In circumstances of corporate failure, the Committee may apply malus to annual bonus cash awards up to the date of the bonus payment and/or operate clawback for a period of two years following the bonus payment. Deferred bonus awards are subject to malus during any share deferral period. LTIP awards are subject to malus during the vesting period and clawback will apply for a period of two years post-vest

The Remuneration Committee considers these time horizons appropriate as they reflect the timing of the underlying awards as well as the nature of our business and provide sufficient time for any potential circumstances to arise.

In line with the UK Corporate Governance Code 2024 requirements, the Committee also confirms that there was no application of malus and clawback provisions in the reporting period.

SUMMARY REMUNERATION POLICY

DIRECTORS' REMUNERATION POLICY

Our Remuneration Policy was last approved by shareholders at the 2025 AGM where it received strong support (96.86%). The table below sets out a summary of our Remuneration Policy for Executive and Non-Executive Directors as well as its proposed implementation for FY27. Our full Remuneration Policy can be found in our Annual Report and Accounts 2025.

Implementation for FY27 for Executive Directors

The CEO has been with the business since 2015 and has elected not to take an annual pay raise at any time during his tenure. As a result, his remuneration, in particular the level of his base salary, has fallen to the lower end of market compared to other companies of a similar size and complexity.

The Remuneration Committee's policy for any new Executive Director would be to target fixed pay and target total pay at around the market median, with incentive opportunities between median and upper quartile for exceptional performance.

Element	Implementation for FY27
Salary	The Executive Directors elected not to receive a salary increase with the salary budget focused on providing increases to lower paid workers. Base salary levels for FY27 therefore remain at: – CEO: £500,000 – CFO: £380,000 Salary reviews for all colleagues take place in November.
Pension	The CEO and CFO have chosen to waive their employer pension contributions.
Benefits	Market standard benefits. The CFO has chosen to waive his car allowance.
Annual bonus	No changes to opportunity levels: – CEO: 150% of salary – CFO: 125% of salary For FY27, the annual bonus will continue to be 100% based on Adjusted EBIT and the ESG underpin will continue to apply. The ESG underpin will inform the Committee's decision of whether or not to apply a downwards adjustment of up to 10% to the formulaic FY27 annual bonus outcome in order to take into account the wider ESG performance of the Group. Two-thirds will be paid out in cash and one-third deferred into shares for any Executive Director whose shareholding guidelines have not been met. Where an Executive Director has met their shareholding guideline, the annual bonus will be paid fully in cash. Both Executive Directors currently meet their shareholding guidelines so any annual bonus earned will be paid out fully in cash.

Element	Implementation for FY27
LTIP	No changes proposed to opportunity levels: – CEO: 200% of salary – CFO: 175% of salary LTIP awards, granted annually, will continue to be based 80% on a three-year cumulative Adjusted EPS and 20% on three-year average ROCE. The payouts under the LTIP for levels of performance are as follows: – Threshold: 20% of max – Target: 60% of max – Max: 100% of max with straight-line vesting between these points. Targets are as follows: – Adjusted EPS: 157.1p (Threshold); 165.6p (Target); 174.0p (Maximum) – ROCE: 17.1% (Threshold); 18.0% (Target); 18.9% (Maximum)
Shareholding guidelines	The minimum shareholding requirement for Executive Directors is 200% of salary, which can be built up within five years of appointment.

Implementation for FY27 for Non-Executive Directors

Element	Implementation for FY27
Chair and Non-Executive Director fees	A comprehensive benchmarking exercise was carried out by Deloitte in FY26 and an increase of 10% for the Chair and 3% for the Non-Executive Directors was approved effective from May 2025. – Chair £209,000 – NED base fee £51,500 – Senior Independent Director fee £10,000 – Committee Chair fee £10,300 – Audit & Risk Committee, Remuneration Committee, ESG Committee membership fee £5,150 – Nomination Committee membership fee £2,575 No increase to Non-Executive Director or Chair fees has been determined at this time but will continue to be kept under review.

ANNUAL REPORT ON REMUNERATION

SINGLE TOTAL FIGURE OF REMUNERATION (AUDITED)

The table below sets out the single total figure of remuneration and breakdown for each Director in respect of FY26. Figures provided have been calculated in accordance with the UK disclosure requirements: The Large and Medium-Sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2019 (Schedule 8 to the Regulations).

Name	Period	Salary/fees £	Taxable benefits[1] £	Bonus[2] £	LTIP[3] £	Pension[4] £	Other £	Total £	Total fixed remuneration £	Total variable remuneration £
Executive Directors										
Brian Duffy	FY26	500,000	73,793	750,000	–	–	–	1,323,793	573,793	750,000
	FY25	500,000	28,771	181,500	–	–	–	710,271	528,771	181,500
Anders Romberg	FY26	380,000	20,237	475,000	–	–	–	875,237	400,237	475,000
	FY25	380,000	6,177	114,950	–	–	–	501,127	386,177	114,950
Non-Executive Directors[6]										
Ian Carter	FY26	209,000	6,894	n/a	n/a	n/a	n/a	215,894	215,894	n/a
	FY25	190,000	8,577	n/a	n/a	n/a	n/a	198,577	198,577	n/a
Tea Colaianni MBE[5]	FY26	89,975	–	n/a	n/a	n/a	n/a	89,975	89,975	n/a
	FY25	82,500	–	n/a	n/a	n/a	n/a	82,500	82,500	n/a
Paul Edgecliffe-Johnson[7]	FY26	14,456	–	n/a	n/a	n/a	n/a	14,456	14,456	n/a
	FY25	–	–	–	–	–	–	–	–	–
Baroness (Rosa) Monckton MBE	FY26	74,675	187	n/a	n/a	n/a	n/a	74,862	74,862	n/a
	FY25	72,500	283	n/a	n/a	n/a	n/a	72,783	72,783	n/a
Chabi Nouri	FY26	63,038	2,248	n/a	n/a	n/a	n/a	65,286	65,286	n/a
	FY25	60,000	1,301	n/a	n/a	n/a	n/a	61,301	61,301	n/a
Robert Moorhead[8]	FY26	59,740	123	n/a	n/a	n/a	n/a	59,863	59,863	n/a
	FY25	72,500	155	n/a	n/a	n/a	n/a	72,655	72,655	n/a

1 Taxable benefits for Executive Directors includes one or more of: private healthcare; accommodation when attending their usual place of work; company car (including private fuel); or a car allowance. Healthcare provision for Executive Directors was enhanced effective 23 December 2024. Taxable benefits for Non-Executive Directors includes reimbursement for travel and accommodation costs.
2 For FY26 the annual bonus is paid in cash as the Executives have met the relevant minimum shareholding requirement. For FY25, two-thirds in cash and one-third in shares, with the portion deferred into shares subject to continued employment for three years but with no further performance conditions attached.
3 The FY24 LTIP award will vest at 0% of maximum due to the performance conditions not being met.
4 The CEO and CFO waive their employer pension contributions.
5 Tea Colaianni MBE received a £5,000 payment for acting as the Interim Chair of the Audit & Risk Committee for the period from 19 November 2025 to 28 February 2026.
6 Non-Executive Director fees include fees in respect of committee meetings.
7 Paul Edgecliffe-Johnson was appointed as a Director of the Company and member of the Board Committees from 19 February 2026 and as the Chair of the Audit & Risk Committee from 1 March 2026.
8 Robert Moorhead resigned from the Board and the Board Committees on 19 November 2025.

ANNUAL BONUS OUTCOMES IN FY26 (AUDITED)

The maximum bonus opportunity for the CEO and CFO for FY25 was 150% and 125% of salary respectively.

Details of the targets used to determine bonuses in respect of FY26 and the extent to which they were satisfied are shown in the table below:

Performance condition	Weighting	Threshold performance required (20% of max bonus)	Target performance required (50% of max bonus)	Maximum performance required (100% of max bonus)	Actual performance	Percentage of maximum performance achieved	Bonus value achieved	
							Brian Duffy	Anders Romberg
Adjusted EBIT	100%	£133m	£140m	£147m	£154.8m	100%	£750,000	£475,000

Included in our bonus pay-out, in line with best practice and as disclosed in last year's report, the Remuneration Committee assessed progress against our ESG Strategy using the ESG underpin developed at the start of the year. The key highlights included:

– **Caring for our Planet** – We have reduced our combined Scope 1 and 2 location-based emissions year-on-year and grew sales of pre-owned watches

– **Caring for our Colleagues** – We have maintained strong engagement with our colleagues and have committed to training and development programmes including apprenticeships

– **Caring for our Communities** – We have continued our support of charitable organisations including The Watches of Switzerland Group Foundation and increased volunteering hours by 52%

Overall, the Committee considered that the progress against our ESG Strategy in FY26 was positive and we have delivered continuous improvements across our environmental and social activities in FY26. The Committee therefore determined that the ESG underpin has been met and it has not resulted in any downwards adjustment to the formulaic bonus outcome.

LONG-TERM INCENTIVE OUTCOMES IN FY26

LTIP awards granted in December 2023 were subject to pre-set performance conditions measured from FY24 to FY26. Details of the three-year cumulative Adjusted EPS and three-year average ROCE targets attached to these awards and the extent to which they were satisfied are shown in the table below. EPS and ROCE performance was below the stretching thresholds and therefore the FY24 award does not vest.

Performance condition	Weighting	Threshold performance required (20% of max LTIP)	Target performance required (60% of max LTIP)	Maximum performance required (100% of max LTIP)	Actual performance	Vesting level
Cumulative Adjusted EPS	80%	189.9p	199.9p	209.9p	124.8p	0%
Average ROCE	20%	23.7%	24.9%	26.2%	18.8%	0%

LONG-TERM INCENTIVES AWARDED IN FY26 (AUDITED)

The table below sets out the details of the long-term incentive awards granted in FY26, where vesting will be determined according to the achievement of performance conditions that will be tested based on three-year performance to the end of FY28.

Name	Award type	Basis on which award made	Shares awarded	Face value of shares awarded	Percentage of award vesting at threshold performance (%)	Maximum percentage of face value that could vest (%)	Performance conditions
Brian Duffy	Nil-cost options	200% of annual salary	295,683	£1,000,000	20%	100%	EPS (80%) ROCE (20%)
Anders Romberg	Nil-cost options	175% annual of salary	196,629	£665,000	20%	100%	EPS (80%) ROCE (20%)

The awards were granted on 4 September 2025. The face value is calculated with reference to a share price of £3.382, being the closing share price on 3 September 2025.

Awards are based 80% on three-year cumulative Adjusted EPS and 20% on three-year average ROCE over the period FY26 to FY28. Targets are as follows:

– Cumulative Adjusted EPS: 133p (Threshold); 140p (Target); 147p (Maximum)

– Average ROCE: 16.5% (Threshold); 17.4% (Target); 18.3% (Maximum)

DIRECTORS' SHARE INTERESTS (AUDITED)

Name	Shares held directly: Current shareholding	Shares held directly: Beneficially owned	Deferred shares not subject to performance conditions	LTIP vested but not yet exercised	LTIP interests subject to performance conditions	Share options exercised in the year	LTIP interests not subject to performance conditions	Shareholding requirement: % Salary	Shareholding requirement: Shareholding requirement met?
Executive Directors									
Brian Duffy	8,511,459	8,511,459	74,982	–	537,112	–	–	200%	Yes
Anders Romberg	1,507,089	1,507,089	10,684	–	357,179	12,853	–	200%	Yes
Non-Executive Directors									
Ian Carter	182,200	–	–	–	–	–	–	n/a	n/a
Tea Colaianni MBE	32,947	–	–	–	–	–	–	n/a	n/a
Baroness (Rosa) Monckton MBE	8,904	–	–	–	–	–	–	n/a	n/a
Chabi Nouri	2,500	–	–	–	–	–	–	n/a	n/a
Paul Edgecliffe-Johnson	–	–	–	–	–	–	–	n/a	n/a

During February 2026, Anders Romberg exercised his deferred bonus share options which were granted in July 2022 and vested in July 2025. Anders exercised 12,853 options at a share price of £5.18, resulting in a gain of £66,643.

There have been no changes to shareholdings between 3 May 2026 and the date of this Report.

The market price of shares at 1 May 2026 was £5.12 and the range during FY26 was £3.19 to £5.39.

PAYMENTS TO PAST DIRECTORS AND PAYMENTS FOR LOSS OF OFFICE

On 19 November 2025, Robert Moorhead stepped down as a Non-Executive Director and Chair of the Audit & Risk Committee.

In addition to his accrued fees for the period up to his date of departure, in accordance with his letter of appointment dated 10 May 2019, Robert received a payment of £18,668 in lieu of his fees as a Non-Executive Director for his three-month notice period.

REMUNERATION AND ALIGNMENT WITH PERFORMANCE

CEO pay ratio

Our CEO to employee pay ratios for FY20 to FY26 are set out in the table below:

Financial year	Method used	25th percentile pay ratio	50th percentile pay ratio	75th percentile pay ratio
FY26 (reported)	Option A	48:1	42:1	32:1
FY25 (reported)	Option A	27:1	24:1	19:1
FY24 (reported)	Option A	37:1	32:1	25:1
FY23 (reported)	Option A	144:1	124:1	92:1
FY22 (reported)	Option A	206:1	174:1	128:1
FY21 (reported)	Option A	61:1	51:1	37:1
FY20 (reported)	Option A	317:1	262:1	179:1

Details of salary and total pay and benefits as required under the regulations are set out below:

CEO base salary: £500,000

CEO total pay and benefits: £1,323,793

Employee figures (£'000)	Salary	Total pay and benefits
25th percentile employee	35.3	41.0
50th percentile employee	28.5	31.2
75th percentile employee	24.9	27.6

The Company has used Option A to calculate the CEO pay ratio. The Company feels that using comparable single figure data ensures the most like for like comparison of CEO pay against the pay levels of employees at the 25th, 50th and 75th percentiles. We have determined the individuals at the 25th, 50th and 75th percentiles as at 3 May 2026, the last day of the financial year.

The CEO pay ratio gap has increased during the year. This is influenced by a number of factors, a key influence is the fact that an annual bonus will be paid at maximum this year whereas the bonus was paid at 24.2% of maximum last year.

The value of the LTIP vesting in FY26 is £nil due to the performance conditions not being met.

In addition, we expect the ratios could be fairly volatile for the following reasons:

– The CEO's pay is made up of a greater proportion of incentive pay than for employees generally, and this leads to a higher degree of variability in his overall pay each year
– LTIPs are provided in shares, and therefore a change in share price over the three years changes the value of a long-term incentive award vesting in any given year

We recognise that the ratio is driven by the different structure of the pay of our CEO versus that of our colleagues generally, as well as the make-up of our workforce. What is important from our perspective is that this ratio is influenced only by the differences in structure, and not by divergence in fixed pay between the CEO and wider workforce. The Remuneration Committee reviews information about colleague pay, reward and progression policies of the Company and is comfortable that the median pay ratio is consistent with these policies.

NOTES ON METHODOLOGY

In determining the quartile figures, the hourly rates were annualised using the same number of contractual hours as the CEO. Actual pay and benefits were calculated for all UK colleagues at the snapshot date and subsequently ranked in order to identify the relevant person at each quartile. For the purpose of the calculations the following elements of pay were included (if applicable) for all colleagues:

– Annual basic salary
– Private medical insurance cover
– Car or car allowance
– Employer pension contribution (noting that the CEO and CFO waive their employer pension contribution)
– Bonus and commission earned in the year in question
– LTIP value
– Management incentive plan value

PERCENTAGE CHANGE IN DIRECTORS' REMUNERATION

The table below shows how the percentage change in each Director's salary/fees, taxable benefits and annual bonus from FY21 to FY26 compares with the average percentage change in each of those components of pay for the UK-based employees of the Group as a whole.

The reporting regulations prescribe that all employees of the listed company, excluding Directors, should be included in the average employee calculation. However, as the Watches of Switzerland Group PLC does not have any colleagues other than the two Executive Directors, no statutory disclosure can be provided in respect of colleagues. Therefore, the Company has chosen to voluntarily disclose the information in the table below using UK full time colleagues as the comparator group; this group was chosen on the basis that the majority of our workforce is UK-based.

Year-on-year changes in pay for Directors compared to the average UK colleague increase:

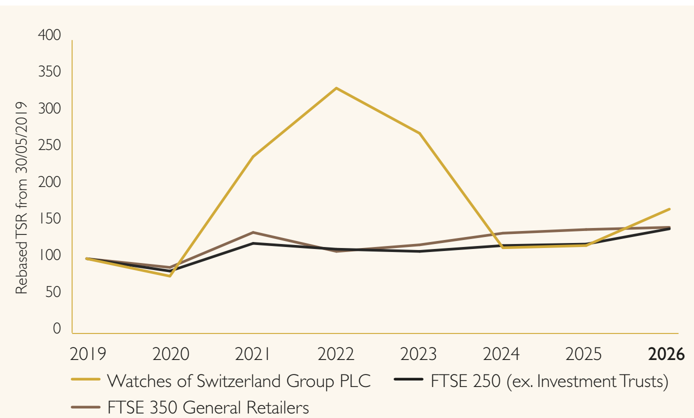
	FY21 to FY22			FY22 to FY23			FY23 to FY24			FY24 to FY25			FY25 to FY26		
Name	Salary/ fees	Taxable benefits	Annual bonus	Salary/ fees	Taxable benefits	Annual bonus	Salary/ fees	Taxable benefits	Annual bonus	Salary/ fees	Taxable benefits	Annual bonus	Salary/ fees	Taxable benefits	Annual bonus
Executive Directors															
Brian Duffy	4.3%	(0.6)%	4.3%	0%	6.9%	(25.0)%	0%	1.2%	(100.0)%	0%	14.2%	100%	0%	156.5%	313.2%
Anders Romberg[1]	(30.4)%	(27.7)%	(30.4)%	n/a	n/a	n/a	100.0%	100.0%	n/a	0.8%[1]	(27.5)%	100%	0%	227.6%	313.2%
Non-Executive Directors															
Ian Carter	0%	0%	n/a	0%	28.7%	n/a	0%	128.2%	n/a	0%	(56.7)%	n/a	10.0%	(19.6)%	n/a
Tea Colaianni MBE	10.0%[2]	0%	n/a	1.0%[2]	100.0%	n/a	0%	(83.0)%	n/a	0%	(100.0)%	n/a	9.1%[5]	0%	n/a
Paul Edgecliffe-Johnson	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	100.0%	n/a	n/a
Baroness (Rosa) Monckton MBE	18.3%[2]	0%	n/a	2.4%[2]	0%	n/a	0%	0%	n/a	0%	100.0%	n/a	3.0%	(33.8)%	n/a
Chabi Nouri	n/a	n/a	n/a	100.0%	100.0%	n/a	1.4%[3]	(18.0)%	n/a	0%	(66.2)%	n/a	5.1%	72.8%	n/a
Robert Moorhead	18.8%[2]	0%	n/a	1.2%[2]	0%	n/a	0%	0%	n/a	0%	100.0%	n/a	(17.6)%	(20.6)%	n/a
Average percentage increase for UK employees	9%	(15.5)%	35%	9.1%	(14.4)%	(48.3)%	12.5%	15.9%	(100.0)%	5.0%	(10.0)%[4]	100%	3.1%	4.8%	68.5%

1 Anders Romberg retired as CFO and as an Executive Director of the Board with effect from 1 January 2022. On 12 May 2023, he rejoined the Board and replaced Bill Floydd as CFO. The increased salary in comparison to FY24 is as a result of the annualisation of his remuneration.
2 Changes in pay for the Non-Executive Directors related to the introduction of the ESG Committee part way through FY22. There have been no increases in Non-Executive Director fees during FY22.
3 Chabi Nouri was appointed as an independent Non-Executive Director with effect from 1 May 2022. The increase in FY24 was as a result of the annualisation of her remuneration.
4 The reduction in taxable benefits is due to a move to more efficient fleet cars.
5 Tea Colaianni MBE received a £5,000 payment for her role as Interim Chair of Audit & Risk Committee between 19 November 2025 and 28 February 2026.

TOTAL SHAREHOLDER RETURN

The graph below shows the Group's TSR performance (share price plus dividends paid) compared with the performance of the FTSE 250 (excluding Investment Trusts) Index and the FTSE 350 General Retailers, since the Company's IPO in June 2019.

These indices have been selected because the Company believes that the constituent companies are the most appropriate for this comparison for the Group. This chart will be built out in future reports until it provides a picture of performance over ten years.



CEO REMUNERATION SINCE IPO

The Remuneration Committee does not believe that the remuneration paid whilst the Company was private is relevant to the remuneration following IPO. As such, this table shows remuneration from FY20, the first financial year when the Company was listed. We will add to this table each year until a full ten-year history is shown.

Financial year	Single figure of remuneration	% of max annual bonus earned	% of max LTIP awards vesting
FY26 – Brian Duffy	£1,323,793	100%	0%
FY25 – Brian Duffy	£710,271	24%	0%
FY24 – Brian Duffy	£872,960	0%	100%
FY23 – Brian Duffy	£3,329,581	75%	100%
FY22 – Brian Duffy	£4,547,352	100%	100%
FY21 – Brian Duffy	£1,221,337	100%	n/a
FY20 – Brian Duffy excluding one-off IPO award	£6,512,387 (£512,388)	0%	n/a

RELATIVE IMPORTANCE OF SPEND ON PAY

The table below shows the percentage change in total colleague pay expenditure and shareholder distribution (i.e. dividends and share buybacks) from 28 April 2025 to 3 May 2026.

Relative importance of the spend on pay	FY26 £m	FY25 £m	% change
Colleague remuneration	£191.7	£170.1	12.7%
Distribution to shareholders (share buyback)	£12.9	£12.1	6.6%

The Company commenced a share buyback programme on 10 March 2025 which was completed on 18 June 2025 (refer to note 21 to the Consolidated Financial Statements for further detail).

APPROVAL OF THE DIRECTORS' REMUNERATION REPORT

The FY26 Directors' Remuneration Report will be subject to a shareholder vote at the 2026 AGM. The table below sets out the actual voting in respect of resolutions regarding remuneration at previous Annual General Meetings.

	Votes for	% for	Votes against	% against	Total votes	Votes withheld
Approve the 2025 Directors' Remuneration Policy (2025 AGM)	155,556,527	96.86%	5,037,376	3.14%	160,593,903	1,326,929
Approve the 2025 Directors' Remuneration Report (2025 AGM)	156,518,279	96.67%	5,388,855	3.33%	161,907,134	13,698
Approve the 2024 Directors' Remuneration Report (2024 AGM)	175,413,162	93.71%	11,776,624	6.29%	187,189,786	21,340
Approve the 2022 Directors' Remuneration Policy (2023 AGM)	189,914,532	98.15%	3,583,126	1.85%	193,685,453	187,795

ROLE OF THE REMUNERATION COMMITTEE

The Committee complies with the UK Corporate Governance Code 2024 in terms of composition and Terms of Reference. The Committee's Terms of Reference, which are reviewed annually, are available on the Group's website at thewosgroupplc.com.

The Committee's responsibilities are to:

- Determine Remuneration Policy for the Company Chair, Executive Directors, the Company Secretary and General Counsel and other members of the Senior Management as designated
- Determine remuneration packages for the Company Chair, Executive Directors, the Company Secretary and General Counsel and other members of the Senior Management as designated. No Director plays a part in any decision about their own remuneration
- Review the appropriateness of the Remuneration Policy on an ongoing basis and make recommendations to the Board on appropriate changes
- Obtain up-to-date comparative market information and appoint remuneration consultants as required to advise or obtain information
- Approve the design of, and set targets for, performance-related incentives across the Group
- Oversee any major changes to benefits for employees
- Oversee wider workforce pay practices and incentive arrangements
- Ensure that failure and excessive risk-taking are not rewarded

None of the Committee members have any personal financial interest (other than as a shareholder) in the decisions made by the Committee, any conflict of interest arising from cross-directorships, or day-to-day involvement in running the business.

WHO SUPPORTS THE COMMITTEE?

Internal

Internal support is provided by the Company Secretary and General Counsel and the Executive Director HR, whose attendance at Committee meetings is by invitation from the Remuneration Committee Chair, to advise on specific questions raised by the Remuneration Committee and on matters relating to the performance and remuneration of the Senior Management team. No Director was present for any discussions that related directly to their own remuneration.

External

The Committee appointed Deloitte LLP as independent adviser to the Committee following an independent selection process. Fees paid to Deloitte LLP in relation to remuneration services provided to the Committee for FY26 were £76,500, which were charged on a time and materials basis. Deloitte LLP is a member of the Remuneration Consultants' Group, and as such chooses to operate pursuant to a code of conduct that requires remuneration advice to be given objectively and independently. Deloitte did not provide any other services to the Group during the year under review, and there are no connections between Deloitte LLP and individual Directors to be disclosed. The Committee is satisfied that the advice provided by Deloitte LLP in relation to remuneration matters is objective and independent.

TEA COLAIANNI MBE
CHAIR OF THE REMUNERATION COMMITTEE
13 July 2026

DIRECTORS' REPORT
WATCHES OF SWITZERLAND GROUP PLC

The Directors present their report, together with the audited Consolidated Financial Statements of the Group and of the Company, for the financial period ended 3 May 2026. The Directors' Report, prepared in accordance with the requirements of the Companies Act 2006, the UK Listing Rules and the Disclosure and Transparency Rules, comprises the Governance Report (pages 151 to 197), the Directors' Report (pages 198 to 201) and the Shareholder Information (page 266).

STATUTORY INFORMATION

Topic	Section of the report	Page(s)
Important events impacting the business	Strategic Report	6 to 147
Financial instruments	Note 23 to the Consolidated Financial Statements	248
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Statement of Engagement with Colleagues

The Group has chosen to provide information in relation to the Statement of Engagement with Colleagues elsewhere in this report. This is cross referenced in the table below:

Topic	Section of the report	Page
How the Directors engage with colleagues	Section 172(1) Statement Board activity	76
How the Group provides colleagues with information on matters of concern to them as colleagues	Environment, Social and Governance	80
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Non-Financial Information and Sustainability Information Statement	Non-Financial and Sustainability Information Statement	75

Business relationships

Topic	Section of the report	Page
Foster the Company's business relationships	Section 172(1) Statement	76
Principal decisions affecting suppliers, clients and others taken by the Company during the financial year	Section 172(1) Statement Board activity	76

PRINCIPAL ACTIVITIES

The principal activity of the Group is the sale of luxury watches and jewellery.

ARTICLES OF ASSOCIATION

In accordance with the Companies Act 2006, the Articles of Association (the 'Articles') may only be amended by a special resolution of the Company's shareholders at a general meeting.

AGM

The 2026 AGM of the Company will be held at 2.30pm on 3 September 2026, at our offices at 36 North Row, London W1K 6DH. The Notice of AGM is given, together with explanatory notes, in the booklet which accompanies this Annual Report and Accounts.

BOARD OF DIRECTORS

Ian Carter
Brian Duffy
Anders Romberg
Tea Colaianni MBE
Paul Edgecliffe-Johnson (appointed 19 February 2026)
Baroness (Rosa) Monckton MBE
Chabi Nouri
Robert Moorhead (resigned 19 November 2025)

Except as stated above, all Directors have served throughout the year. Full biographies of the current Directors can be found on pages 156 and 157.

APPOINTMENT AND REMOVAL OF A DIRECTOR

The appointment, reappointment and replacement of Directors is governed by the Articles, the UK Corporate Governance Code 2024 (the 'Code'), the Companies Act 2006 and related legislation. The Code recommends that all directors of publicly listed companies stand for election every year. At the 2025 AGM, all members of the Board stood for election or re-election and were duly elected. At the 2026 AGM, Paul Edgecliffe-Johnson will be offering himself for election as he was appointed as a Director since the last AGM. All other Directors will be offering themselves for re-election. The Board is satisfied that each Non-Executive Director, offering themselves for election or re-election, is independent in both character and judgement, and that their experience, knowledge and other business interests enable them to contribute significantly to the work and balance of the Board.

A Director may be appointed to the Board by:

(i) Ordinary resolution of the shareholders

(ii) Board approval following recommendation by the Nomination Committee

(iii) Ordinary resolution if the Director chooses to seek re-election at a general meeting

Directors may appoint a Director to fill a vacancy or as an additional Director, provided that the individual retires at the next AGM; if they are to continue, they must offer themselves for election. A Director must vacate office in certain circumstances as set out in the Company's Articles and may be removed by ordinary resolution provided special notice of that resolution has been given.

POWERS OF THE DIRECTORS

Subject to the Articles, the Companies Act 2006 and any directions given by the Company by special resolution and any relevant statutes and regulations, the business of the Company will be managed by the Board which may exercise all the powers of the Company. Specific powers relating to the allotment and issuance of ordinary shares and the ability of the Company to purchase its own securities are also included within the Articles, and such authorities may be submitted for approval by the shareholders at the AGM each year.

DIRECTORS' INTERESTS AND CONFLICTS OF INTEREST

The Directors' interests in, and options over, ordinary shares in the Company are shown in the Directors' Remuneration Report on Remuneration on page 194. In line with the requirements of the Companies Act 2006, Directors have a statutory duty to avoid situations in which they have, or may have, interests that conflict with those of the Company unless that conflict is first authorised by the Board. The Company has procedures in place for managing conflicts of interest. The Company's Articles contain provisions to allow the Directors to authorise potential conflicts of interest, so that if approved, a Director will not be in breach of his/her duty under company law. In line with the requirements of the Companies Act 2006, each Director has notified the Company of any situation in which they have, or could have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company (a situational conflict). Directors have a continuing duty to update any changes to their conflicts of interest, and a note is then made of that update.

During the year, the conflicts of interest procedures operated effectively.

DIRECTORS' INDEMNITIES

Directors' and Officers' insurance has been established for all Directors and Officers to provide cover against their reasonable actions on behalf of the Company. The Company also indemnifies the Directors under a qualifying indemnity for the purposes of Section 236 of the Companies Act 2006. This indemnity contains provisions that are permitted by the director liability provisions of the Companies Act 2006 and the Company's Articles.

EQUAL OPPORTUNITIES AND EMPLOYMENT OF PERSONS WITH DISABILITIES

The Group has policies on equal opportunities and the employment of persons with disabilities which, through the application of fair employment practices, are intended to ensure that individuals are treated equitably and consistently regardless of age, race, creed, colour, gender, marital or parental status, sexual orientation, religious beliefs and nationality. Applications for employment by persons with disabilities are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned. In the event of colleagues becoming disabled, every effort is made to ensure their employment with the Group is continued and that the appropriate training is arranged. It is the policy of the Group that the training, career development and promotion of a person with disabilities should, as far as possible, be identical to that of a person who does not have a disability.

DIRECTORS' STATEMENT OF RESPONSIBILITY IN RESPECT OF THE ANNUAL REPORT AND THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Annual Report and Accounts in accordance with applicable law and regulations.

Company law requires the Directors to prepare Financial Statements for each financial year that give a true and fair view of the state of affairs of the Group and the Company as at the end of the financial year, and of the profit or loss of the Group for the financial year. Under that law the Directors have prepared the Group Financial Statements in accordance with UK adopted international accounting standards and have elected to prepare the Company's Financial Statements in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS 102 (The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland) and the Companies Act 2006.

Under company law, the Directors must not approve the Financial Statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and the Company and of the profit or loss of the Group for that period.

In preparing the Annual Report and Accounts, the Directors are required to:

- Select suitable accounting policies in accordance with IAS 8 'Accounting Policies', Changes in Accounting Estimates and Errors (or in respect of the Parent Company Financial Statements, Section 10 of FRS 102) and then apply them consistently
- Make judgements and accounting estimates that are reasonable and prudent
- Present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information
- Provide additional disclosures when compliance with the specific requirements in IFRSs (or in respect of the Parent Company Financial Statements, FRS 102) is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Group's financial position and financial performance
- For the Group Financial Statements, state whether International Financial Reporting Standards in conformity with the requirements of the Companies Act 2006 and UK adopted international accounting standards have been followed, subject to any material departures disclosed and explained in the Financial Statements
- For the Parent Company Financial Statements, state whether applicable UK accounting standards, FRS 102, have been followed, subject to any material departures disclosed and explained in the Parent Company Financial Statements
- Prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Group and the Company will continue in business

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

Under applicable law and regulations, the Directors are also responsible for preparing a Strategic Report, Directors' Report, 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 included on the Company's website.

Each of the Directors, whose names and functions are listed on pages 156 and 157 confirms that, to the best of their knowledge:

- That the Group Financial Statements, which have been prepared in accordance with UK adopted international accounting standards, give a true and fair view of the assets, liabilities, financial position and profit of the Group
- That the Annual Report and Accounts 2026, including the Strategic Report, include a fair review of the development and performance of the business and the position of the Company and undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face
- That they consider the Annual Report and Accounts 2026, taken as a whole, are fair, balanced and understandable and provide the information necessary for shareholders to assess the Company's position, performance, business model and strategy

COMPANY SECRETARY

Laura Battley is the Company Secretary of the Watches of Switzerland Group PLC and its trading UK Group subsidiaries who can be contacted via the Company's Registered Office.

AUDITOR REAPPOINTMENT

Having been appointed as the External Auditor in 2019, Ernst & Young LLP has expressed its willingness to continue in its capacity as independent External Auditor of the Company. The Directors are recommending a resolution in favour of this reappointment and a resolution for authorisation of Auditor remuneration at the forthcoming AGM.

DISCLOSURE OF INFORMATION TO THE AUDITOR

In accordance with Section 418(2) of the Companies Act 2006, each Director in office at the date the Directors' Report is approved, confirms that:

i. So far as the Director is aware, there is no relevant audit information of which the Company's Auditor is unaware.

ii. They have taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

DIVIDENDS

The Directors do not recommend the payment of a dividend.

POLITICAL DONATIONS

The Group made no political donations and incurred no political expenditure during the year.

SHARE CAPITAL AND SHAREHOLDER VOTING RIGHTS

The share capital of the Company at 3 May 2026 was as follows:

	Number of shares	Nominal value
Allotted, called up and fully paid ordinary shares of £0.0125 each	233,301,622	£2,916,270

All shareholders are entitled to attend and speak at the general meetings of the Company, appoint proxies, receive any dividends, exercise voting rights and transfer shares without restriction. On a show of hands at a general meeting, every member present in-person shall have one vote, and on a poll, every member present in-person or by proxy shall have one vote for every ordinary share held. There are no known arrangements that may restrict the transfer of shares or voting rights.

Under the Company's Share Incentive Plan, Trustees hold shares on behalf of colleague participants. The Trustees will only vote on those shares, and receive dividends on those shares, should the Company pay dividends in the future, that a participant beneficially owns, in accordance with the participant's wishes.

An Employee Benefit Trust also operates which has discretion to vote on any shares it holds as it sees fit, except any shares participants own beneficially, in which case the Trustee will only vote on such shares as per a participant's instructions. The Trustee of the Employee Benefit Trust has waived its right to dividends on all shares within the Trust.

The Company is not aware of any other dividend waivers or voting restrictions in place.

RESTRICTIONS ON THE TRANSFER OF SECURITIES

The Articles do not contain any restrictions on the transfer of ordinary shares in the Company other than the usual restrictions applicable where any amount is unpaid on a share. However, restrictions are imposed by laws and regulations such as the prohibition on insider trading and the requirements of the UK Listing Rules whereby PDMR's dealings need to be approved. The Company has adopted a Share Dealing Code to regulate PDMR dealings and has extended the scope of that Code to include certain other colleagues.

AUTHORITY TO ALLOT SHARES

Under the Companies Act 2006, the Directors may only allot shares if authorised to do so by the shareholders in a general meeting.

SHAREHOLDER AUTHORITY TO PURCHASE OWN SHARES

At the Company's 2025 AGM the Company's shareholders passed a shareholder resolution granting the Company authority to purchase its own shares pursuant to Sections 693 and 701 of the Companies Act 2006.

The authority is limited to an aggregate maximum number of 23,330,162 ordinary shares, representing 10% of the Company's issued share capital, excluding treasury shares. The maximum price which may be paid for an ordinary share will be an amount which is not more than the higher of (i) 5% above the average of the middle market quotation for an ordinary share as derived from the London Stock Exchange Plc's Daily Official List for the five business days immediately preceding the day on which the ordinary share is contracted to be purchased; and (ii) the higher of the price of the last independent trade and the highest current independent bid on the trading venue where the purchase is carried out (in each case, exclusive of expenses).

The authority shall, unless varied, revoked or renewed, expire at the end of the Company's 2026 AGM or, if earlier, at close of business on 3 December 2027, when a resolution to renew the authority to purchase Company shares will be submitted to shareholders.

During the financial period, 2,966,221 ordinary shares of £0.0125 each (representing 1.3% of the ordinary shares in issue at 3 May 2026) were purchased by the Company for a total consideration of £12,994,335, including expenses, and subsequently cancelled.

There are currently no shares held in Treasury.

The purpose of the share buyback programme was to reduce the capital of the Company.

FINANCIAL INSTRUMENTS

Information regarding the Company's use of financial instruments, financial risk management objectives and policies can be found in the Risk Management section of the Strategic Report on pages 138 to 147 and note 23 of the Consolidated Financial Statements.

CHANGE OF CONTROL

There are no agreements between the Company and its Directors or colleagues providing for compensation for loss of office or employment (whether through resignation, purported redundancy or otherwise) by reason of a takeover bid.

Details concerning the impact on the annual bonus (cash and deferred share awards) and LTIPs held by Directors and Senior Management in the event of a change of control are set out in the Remuneration Policy which was approved by shareholders at the AGM in 2025.

Various agreements that the Group has entered into with third parties, including key distribution agreements with luxury watch and jewellery brands, lease agreements, as well as contracts with third-party service providers, provide such parties with a right to terminate the agreement in the event of a change of control.

The £225.0 million multicurrency revolving loan facility entered into on 9 May 2023 includes certain customary mandatory prepayment and cancellation events, including mandatory prepayments on a change of control of either Watches of Switzerland Group PLC or Jewel UK Midco Limited if a lender so requests after a period of negotiations.

Additionally the £150.0 million multicurrency term and revolving facilities agreement entered into on 13 December 2024 (of which the £100.0 million term loan element is drawn down as $125.0 million), includes certain customary mandatory prepayment and cancellation events, including mandatory prepayments on a change of control of either Watches of Switzerland Group PLC or Jewel UK Midco Limited if a lender so requests after a period of negotiations.

SIGNIFICANT SHAREHOLDERS AND INTEREST IN VOTING RIGHTS

The table below shows the notifiable interests in the Company's ordinary issued share capital, as at the date of this report. As notified in accordance with the Disclosure Guidance and Transparency Rules and information provided directly to the Company, the table below shows holdings which represent 3% or more of the Company's issued ordinary share capital.

These holdings may have changed since the Company was notified. However, notification of any change is not required until the next notifiable threshold is crossed.

Notifiable interest	Voting rights	% of capital disclosed	Nature of holding as per disclosure
BlackRock, Inc.	11,772,653	5.04	– Indirect interest 4.68% – Securities Lending 0.03% – CFD 0.33%
The Capital Group Companies, Inc.	11,694,450	5.01	– Indirect interest 5.01%
Brian Duffy	7,696,999	3.21	– Direct interest 3.21%
Alberta Investment Management Corporation	7,075,000	3.00	– Direct interest 3.00%

TRANSACTIONS WITH RELATED PARTIES

Refer to note 24 on page 252 of the Consolidated Financial Statements for details of related party transactions in the year.

APPROVAL OF THE ANNUAL REPORT AND ACCOUNTS

The Strategic Report on pages 6 to 149, the Directors' Report on pages 198 to 201 and the Corporate Governance Report were approved by the Board on 13 July 2026.

Approved by the Board and signed on its behalf.

LAURA BATTLEY
COMPANY SECRETARY
13 July 2026

FINANCIAL STATEMENTS

OPINION

In our opinion:

– Watches of Switzerland Group PLC 's Group Financial Statements and Parent Company Financial Statements (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 3 May 2026 and of the Group's profit for the 53-weeks 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 United Kingdom Generally Accepted Accounting Practice; and
– the Financial Statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the Financial Statements of Watches of Switzerland Group PLC (the 'Parent Company') and its subsidiaries (the 'Group') for the 53-week period ended 3 May 2026 which comprise:

Group	Parent Company
Consolidated Income Statement for the 53-weeks ended 3 May 2026	Company Balance Sheet as at 3 May 2026
Consolidated Statement of Comprehensive Income for the 53-weeks ended 3 May 2026	Company Statement of Changes in Equity as at 3 May 2026
Consolidated Balance Sheet as at 3 May 2026	Related notes C1 to C10 to the Financial Statements including a summary of significant accounting policies
Consolidated Statement of Changes in Equity as at 3 May 2026	
Consolidated Statement of Cash Flows for the 53-weeks ended 3 May 2026	
Related notes 1 to 27 to the Financial Statements, including material accounting policy information	

The financial reporting framework that has been applied in the preparation of the Group Financial Statements is applicable law and UK adopted international accounting standards. The financial reporting framework that has been applied in the preparation of the Parent Company Financial Statements is applicable law and United Kingdom Accounting Standards, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

INDEPENDENCE

We are independent of the Group and Parent in accordance with the ethical requirements that are relevant to our audit of the Financial Statements in the UK, including the FRC's Ethical Standard as applied to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

The non-audit services prohibited by the FRC's Ethical Standard were not provided to the Group or the Parent Company and we remain independent of the Group and the Parent Company in conducting the audit.

CONCLUSIONS RELATING TO GOING CONCERN

In auditing the Financial Statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the Financial Statements is appropriate. Our evaluation of the directors' assessment of the Group and Parent Company's ability to continue to adopt the going concern basis of accounting included:

– Obtaining management's going concern assessment, which covers the period to 31 October 2027, and includes details of facilities available, forecast covenant calculations, and the results of management's downside sensitivity scenarios and reverse stress test;
– Testing management's model for clerical accuracy;
– Understanding and assessing the design effectiveness of controls over the Directors' going concern assessment and management's forecasting process;
– Obtaining the agreements in respect of the Group's financing arrangements and confirming the maturity dates and covenants that are required to be met;
– Challenging the reasonableness of forecasts and key assumptions underpinning the going concern model, which are based on the FY27 base case forecast approved by the Board in May 2026 plus a further six-month period which assumes no additional sales or profit uplift. Our procedures included assessing changes from the prior period, ensuring the forecast appropriately reflect the Group's climate change commitments, comparing to external forecasts for the sector and considering whether there was any indication of management bias, including consideration of any contrary indicators;
– Performing sensitivity analysis to challenge management's assessment of the impact of climate change based on their TCFD disclosures;
– Considering management's historical forecast accuracy by comparing actual performance to that budgeted;
– Comparing actual performance and liquidity post year-end to that budgeted;
– Reperforming forecast covenant calculations and comparing to the requirements under the facility agreements;
– Assessing the Group's severe but plausible downside scenarios which factor in the potential effect of a reduction in sales due to reduced consumer confidence, and macroeconomic factors. This assessment included challenging the assumptions and whether the quantum of the impact of the downside scenarios is sufficiently severe;
– Challenging whether the scenarios modelled appropriately consider the Group's principal risks and uncertainties;
– Assessing the mitigating factors available to management should downside scenarios be worse than anticipated, including challenging whether these are realistic and controllable;
– Assessing the reverse stress tests used by the Directors to determine the risk to liquidity and covenant compliance. Including performing appropriate sensitivity analysis and assessing the likelihood of this occurring;
– Performing a suite of procedures, including management enquiry to identify events or conditions beyond the period of assessment that may cast significant doubt on the entity's ability to continue as a going concern; and
– Assessing the going concern disclosures in the Financial Statements to assess whether they are in accordance with regulatory and legislative requirements.

Our key observations are that the director's assessment forecasts that the Group will maintain sufficient liquidity and comply with all covenants throughout the going concern assessment period in both the base case and plausible downside scenarios. The directors consider that the possibility of the reverse stress scenario occurring to be remote taking into account liquidity and covenant headroom, as well as mitigating actions within the Group's control and the fact that this would represent a significant reduction in sales and margin from prior financial years.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group and Parent Company's ability to continue as a going concern for a period to 31 October 2027.

In relation to the Group and Parent Company's reporting on how they have applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the directors' statement in the Financial Statements about whether the directors considered it appropriate to adopt the going concern basis of accounting.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Group's ability to continue as a going concern.

Overview of our audit approach

Audit scope	– We performed an audit of the complete financial information of three components and audit procedures on specific balances for a further two components. We also performed specified audit procedures on certain accounts on one additional component. Centralised procedures were performed on Cash, Loans and Borrowings, Taxation, Pensions, Exceptional items, Leases, Equity and Consolidation Adjustments
Key audit matters	– Showroom asset impairment – Inventory provision valuation – Revenue recognition including the risk of management override
Materiality	– Overall Group materiality of £7.1 million which represents 5% of profit before tax and exceptional items

AN OVERVIEW OF THE SCOPE OF THE PARENT COMPANY AND GROUP AUDITS

We have followed a risk-based approach when developing our audit approach to obtain sufficient appropriate audit evidence on which to base our audit opinion. We performed risk assessment procedures, to identify and assess risks of material misstatement of the Group Financial Statements and identified significant accounts and disclosures.

When identifying components at which audit work needed to be performed to respond to the identified risks of material misstatement of the Group Financial Statements, we considered our understanding of the Group and its business environment, the potential impact of climate change, the applicable financial framework, the Group's system of internal control at the entity level, the existence of centralised processes, applications and any relevant Internal Audit results.

We determined that centralised audit procedures can be performed on 15 components in the following audit areas: Cash, Loans and Borrowings, Taxation, Pensions, Exceptional items, Leases and Equity.

We then identified five components as individually relevant to the Group due to significant risks or an area of higher assessed risk of material misstatement of the Group Financial Statements being associated with the components.

For those individually relevant components, we identified the significant accounts where audit work needed to be performed at these components by applying professional judgement, having considered the Group significant accounts on which centralised procedures will be performed, the reasons for identifying the financial reporting component as an individually relevant component and the size of the component's account balance relative to the Group significant financial statement account balance.

We then considered whether the remaining Group significant account balances not yet subject to audit procedures, in aggregate, could give rise to a risk of material misstatement of the Group Financial Statements. We selected one component of the Group to include in our audit scope to address these risks.

Having identified the components for which work will be performed, we determined the scope to assign to each component.

Of the six components selected, we designed and performed audit procedures on the entire financial information of three components ('full scope components'). For two components, we designed and performed audit procedures on specific significant financial statement account balances or disclosures of the financial information of the component ('specific scope components').

For two components, we performed specified audit procedures to obtain evidence for one or more relevant assertions.

Our scoping to address the risk of material misstatement for each key audit matter is set out in the Key audit matters section of our report.

INVOLVEMENT WITH COMPONENT TEAMS

In the prior year, we had one component team. However, given increased centralisation of accounting for the component, it was deemed appropriate for the procedures on this component to be performed by the Group audit team. Therefore, all audit work performed for the purposes of the audit was undertaken by the Group audit team.

CLIMATE CHANGE

Stakeholders are increasingly interested in how climate change will impact Watches of Switzerland Group PLC. The Group has determined that the most significant future impacts from climate change on its operations will be from the increased frequency of extreme weather events which may disrupt retail showrooms, offices and distribution centres as well as the supply chain; higher insurance premiums across the businesses operations; the increasing cost of energy and potential regulatory mechanisms on direct carbon emissions; the Group's reliance on premium raw materials; and potential reputational damage resulting from increased scrutiny from stakeholders and investors. These are explained on pages 112 to 119 in the required Task Force On Climate-Related Financial Disclosures and on pages 142 to 147 in the principal risks and uncertainties. They have also explained their climate commitments on pages 102 to 105. All of these disclosures form part of the 'Other information', rather than the audited Financial Statements. Our procedures on these unaudited disclosures therefore consisted solely of considering whether they are materially inconsistent with the Financial Statements or our knowledge obtained in the course of the audit or otherwise appear to be materially misstated, in line with our responsibilities on 'Other information'.

In planning and performing our audit we assessed the potential impacts of climate change on the Group's business and any consequential material impact on its Financial Statements.

The Group has explained in note 1 how they have reflected the impact of climate change in their Financial Statements including how this aligns with their commitment to the aspirations of the Paris Agreement to achieve net zero emissions by 2050. Significant judgements and estimates relating to climate change have been factored into the Directors' showroom asset impairment assessment. These considerations did not have a material impact on the Financial Statements.

Our audit effort in considering the impact of climate change on the Financial Statements was focused on evaluating management's assessment of the impact of climate risk, physical and transition, their climate commitments, the effects of material climate risks disclosed on pages 116 to 119 and the significant judgements and estimates disclosed in note 1 and whether these have been appropriately reflected in asset values where these are impacted by future cash flows and associated sensitivity disclosures, being the showroom asset impairment testing (see notes 10 and 12), following the requirements of UK adopted international accounting standards. As part of this evaluation, we performed our own risk assessment, supported by our climate change internal specialists, to determine the risks of material misstatement in the Financial Statements from climate change which needed to be considered in our audit.

We also challenged the Directors' considerations of climate change risks in their assessment of going concern and viability and associated disclosures. Where considerations of climate change were relevant to our assessment of going concern, these are described above.

Based on our work, whilst we have not identified the impact of climate change on the Financial Statements to be a standalone key audit matter, we have considered the impact on the showroom impairment key audit matter. Details of the impact, our procedures and findings are included in our explanation of key audit matter below.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included 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. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in our opinion thereon, and we do not provide a separate opinion on these matters.

Risk	Our response to the risk	Key observations communicated to the Audit & Risk Committee
Showroom asset impairment – £9.9m (FY25 £46.5m) *Refer to the Audit & Risk Committee Report (page 175); Accounting policies (page 219); and Note 4 and 12 of the Consolidated Financial Statements (pages 227 and 236)* Cash generating units ('CGU') should be reviewed for indicators of impairment at each reporting period end. Judgement is involved in the grouping of showrooms into cash generating units (CGUs). In addition, forecasts and discount rates used in assessing showroom impairment are judgemental and involve estimates of future trading which involves uncertainty. In particular, there is a risk of impairment as a result of the current consumer landscape which adds greater uncertainty on future showroom performance particularly in respect of non-supply constrained brands.	To address the risk we: – Understood and assessed the design effectiveness and implementation of management's controls over the impairment indicator review and impairment test – Validated that management's calculations were performed in accordance with the requirements of IAS 36 – Challenged the US and UK discount rates used with the assistance of EY valuation specialists which included independently determining a reasonable range as a corroboration for the appropriateness of the discount rate used by management – Challenged the showroom cash flow forecasts used by management in calculating the value in use. Our procedures included assessing changes from the prior period, comparing to external forecasts for the industry, considering the potential impacts from climate change, inspecting post year-end results and considering whether there was any indication of management bias, including consideration of any contrary indicators – Challenged the judgements on the identification of cash generating units to assess whether the threshold for grouping showrooms as one CGU had been met – Challenged the long-term growth rates applied by comparing to external forecasts in the US and UK – Assessed the process for allocating forecast cash flows to individual showrooms – Validated impairment test input data and arithmetical accuracy of the model, including the allocation of overheads to CGUs – Independently stress tested the model's key assumptions to determine if any plausible change in assumptions would result in a material change in impairment – Assessed the adequacy of the disclosures in the Financial Statements in respect of the impairment. This included assessing the disclosure on the reasonable possible changes in assumptions in line with the requirements of IAS 36	Based on our procedures over showroom asset impairment no material misstatements were identified. We consider the showroom asset impairment recognised to be materially stated. Management has appropriately included sensitivity analysis disclosures in note 12 to the Consolidated Financial Statements to reflect the level of estimation uncertainty.

Risk	Our response to the risk	Key observations communicated to the Audit & Risk Committee
Inventory valuation – £458.1m of inventory (FY25 £447.4m) *Refer to the Audit & Risk Committee Report (page 175); Accounting policies (page 220); and Note 15 of the Consolidated Financial Statements (page 240)* The Group sells luxury goods, which have a high carrying value and are subject to changing consumer trends. Management applies judgement to anticipate the saleability of on-hand inventory and to evaluate the liquidation of slow moving and discontinued inventory when calculating the inventory provision. There is greater risk on the inventory provision for products where margins tend to be lower, more variable and impacted by changes in the consumer landscape such as jewellery and non-super high demand products. There is also a heightened risk on the valuation of second-hand watch inventory, including Rolex Certified Pre-Owned ('RCPO'), given the recoverable amount is subject to fluctuations in second hand market prices.	To address the risk we: – Understood and assessed the design effectiveness and implementation of management's controls over the inventory valuation and provision calculation process – Enquired of key members of finance and the merchandising team to understand inventory levels, ageing and plans for discontinuation – Assessed management's judgements and assumptions used in determining the inventory provision to challenge if they were appropriate and supportable and recalculated the provision. We understood the sensitivity of these assumptions to change – Assessed the level of provisioning by specific brand and compared this to performance in the year and stock turn. We directed greater attention to the products likely to be impacted by cost of living challenges as well as pre-owned inventory – Inspected the value of inventory sold at less than cost during the period and challenged management on whether a provision was required for any such products that remain on hand at year-end – In assessing the reasonableness of management's methodology, we have considered the historical level of provisioning and subsequent utilisation and releases to determine the accuracy of prior provisions	Based on our procedures we consider the valuation of inventory to be materially stated.
Revenue recognition including the risk of management override – £1,827.9m Revenue (FY25 £1,651.5m) *Refer to the Audit & Risk Committee Report (page 175); Accounting policies (page 216); and note 2 and 3 of the Consolidated Financial Statements (page 223 and 226)* Our assessment is that the majority of the Group's revenue transactions are non-complex, with no judgement applied over the amount recorded. Revenue recognition is a significant risk by presumption due to the risk of material misstatements as a result of fraudulent or erroneous financial reporting. We consider the revenue recognition significant risk to be in the following areas: – Manual adjustments to revenue; and – Completeness of deferred customer deposits (occurrence of revenue)	To address this risk we: – Understood and assessed the design effectiveness and implementation of management's controls over the revenue recognition process – Performed analytical review procedures to understand the revenue trends compared to the prior period, budget and post year-end to identify areas that warrant further investigation – For the full scope components and specific scope components (totalling 99.7% of Group revenue), we utilised data analytic procedures to test the entire population of postings from Revenue to Cash, correlating the cash conversion of sales. For a sample of these items, we then verified the revenue to the receipt and bank statement – Using data analytic tools, we identified material manual adjustments to revenue that do not follow the core processes such as postings for deferred revenue on deposits for further investigation and corroboration to other audit procedures – Tested the completeness of deposits through the use of data analytics procedures on showroom margins and by testing a sample of deposit releases to revenue in the period confirming the goods were collected before the period end date by inspecting receipts – Tested material consolidation adjustments to revenue and assessed whether they are appropriate – Assessed the year-end consignment revenue accrual estimate through analysing historical trends and current performance	We did not identify any evidence of inappropriate management override through the use of manual journal entries. Based on our procedures in respect of deposits no material misstatements were identified.

There were no changes to our key audit matters reporting in the prior year.

OUR APPLICATION OF MATERIALITY

We apply the concept of materiality in planning and performing the audit, in evaluating the effect of identified misstatements on the audit and in forming our audit opinion.

Materiality

The magnitude of an omission or misstatement that, individually or in the aggregate, could reasonably be expected to influence the economic decisions of the users of the Financial Statements. Materiality provides a basis for determining the nature and extent of our audit procedures.

We determined materiality for the Group to be £7.1 million (2025: £6.7 million), which is 5% (2025: 5%) of profit before tax and exceptional items. We believe that profit before tax and exceptional items provides us with an appropriate basis for setting materiality as it is not distorted by exceptional items which are both material and occur infrequently and which may fluctuate from period to period. This measure represents Adjusted PBT adding back the impact of IFRS 16 since this reoccurs each year.

STARTING BASIS	Profit before tax – £133.5m
ADJUSTMENTS	– Exceptional items – £8.8m
MATERIALITY	– Totals £142.3m – Materiality of £7.1m (5% of materiality basis)

During the course of our audit, we reassessed initial materiality and trued this up to final results to reflect the full year actual profit before tax and exceptional items.

We determined materiality for the Parent Company to be £9.5 million (2025: £9.2 million), which is 2% (2025: 2%) of equity due to the main purpose of the entity being an investment holding company which does not trade.

PERFORMANCE MATERIALITY

The application of materiality at the individual account or balance level. It is set at an amount to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds materiality.

On the basis of our risk assessments, together with our assessment of the Group's overall control environment, our judgement was that performance materiality was 75% (2025: 75%) of our planning materiality, namely £5.3 million (2025: £5.0 million). We have set performance materiality at this percentage as we did not anticipate a significant level of audit differences following our 2025 audit.

Audit work was undertaken at component locations for the purpose of responding to the assessed risks of material misstatement of the Group Financial Statements. The performance materiality set for each component is based on the relative scale and risk of the component to the Group as a whole and our assessment of the risk of misstatement at that component. In the current year, the range of performance materiality allocated to components was £1.1 million to £5.3 million (2025: £1.0 million to £4.9 million).

REPORTING THRESHOLD

An amount below which identified misstatements are considered as being clearly trivial.

We agreed with the Audit & Risk Committee that we would report to them all uncorrected audit differences in excess of £0.36 million (2025: £0.33 million), which is set at 5% of planning materiality, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds.

We evaluate any uncorrected misstatements against both the quantitative measures of materiality discussed above and in light of other relevant qualitative considerations in forming our opinion.

OTHER INFORMATION

The other information comprises the information included in the annual report set out on pages 1 to 201, including the Strategic Report and Corporate Governance Report (which includes the Directors Report), other than the Financial Statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the Financial Statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, the part of the directors' remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006.

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

- the information given in the strategic report and the directors' report for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the Group and the Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept 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.

CORPORATE GOVERNANCE STATEMENT

We have reviewed the directors' statement in relation to going concern, longer-term viability and that part of the Corporate Governance Statement relating to the Group and Company's compliance with the provisions of the UK Corporate Governance Code specified for our review by the UK Listing Rules.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the Financial Statements or our knowledge obtained during the audit:

- Directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on page 148;
- Directors' explanation as to its assessment of the Company's prospects, the period this assessment covers and why the period is appropriate set out on page 149;
- Directors' statement on whether it has a reasonable expectation that the Group will be able to continue in operation and meets its liabilities set out on page 149;

- Directors' statement on fair, balanced and understandable set out on page 199;
- Board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on page 142;
- The section of the annual report that describes the review of effectiveness of risk management and internal control systems set out on page 142; and
- The section describing the work of the Audit & Risk Committee set out on page 175.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the directors' responsibilities statement set out on page 199, the directors are responsible for the preparation of the Financial Statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, the directors are responsible for assessing the 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 the directors 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 FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

EXPLANATION AS TO WHAT EXTENT THE AUDIT WAS CONSIDERED CAPABLE OF DETECTING IRREGULARITIES, INCLUDING FRAUD

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the company and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Group and determined that the most significant are frameworks which are directly relevant to specific assertions in the Financial Statements are those that relate to the reporting framework (UK adopted international accounting standards, FRS 102, the Companies Act 2006 and UK Corporate Governance Code). In addition, we concluded that there are certain significant laws and regulations which may have an effect on the determination of the amounts and disclosures in the Financial Statements being the Listing Rules of the UK Listing Authority, and those laws and regulations relating to General Data Protection Regulation (GDPR), health and safety and employee matters
- We understood how Watches of Switzerland Group PLC is complying with those frameworks by making enquiries of management, Internal Audit, those responsible for legal and compliance matters and the Company Secretary and General Counsel. We confirmed our enquiries through our review of Board minutes, papers provided to the Audit & Risk Committee and correspondence received from regulatory bodies
- We assessed the susceptibility of the Group's Financial Statements to material misstatement, including how fraud might occur by meeting with management and Internal Audit to understand where they considered there was susceptibility to fraud. We also considered performance targets and the potential incentives or opportunities to manage earnings or influence the perceptions of analysts. We considered the programmes and controls that the Group has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how Senior Management monitors those programmes and controls. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk as discussed in the key audit matters section above. These procedures included testing manual journals and were designed to provide reasonable assurance that the Financial Statements were free from material fraud
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved understanding management's internal controls over compliance with laws and regulations; reviewing Internal Audit reports and whistleblowing investigation reports provided to the Audit & Risk Committee; making enquiries of legal counsel, Group management, Internal Audit; involving the use of management and EY specialists and journal entry testing, with a focus on manual consolidation journals and journals indicating large or unusual transactions based on our understanding of the business

A further description of our responsibilities for the audit of the Financial Statements is located on the Financial Reporting Council's website at https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

OTHER MATTERS WE ARE REQUIRED TO ADDRESS

- Following the recommendation from the Audit & Risk Committee we were appointed by the Company on 19 October 2019 to audit the Financial Statements for the year ending 26 April 2020 and subsequent financial periods
- The period of total uninterrupted engagement including previous renewals and reappointments is seven years, covering the years ending 26 April 2020 to 3 May 2026
- The audit opinion is consistent with the additional report to the Audit & Risk Committee

USE OF OUR REPORT

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

HELEN MCLEOD-JONES (SENIOR STATUTORY AUDITOR)
FOR AND ON BEHALF OF ERNST & YOUNG LLP, STATUTORY AUDITOR
Birmingham

13 July 2026

CONSOLIDATED INCOME STATEMENT
FOR THE 53 WEEKS ENDED 3 MAY 2026

	Note	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Revenue	2, 3	**1,827.9**	**1,651.5**
Cost of sales		(1,590.7)	(1,438.3)
Exceptional cost of sales	4	–	(2.0)
GROSS PROFIT		237.2	211.2
Administrative expenses		(58.4)	(43.6)
Exceptional impairment of assets	4	(9.9)	(46.5)
Exceptional reversal of impairment of assets	4	2.3	–
Exceptional other administrative expenses	4	(1.2)	(7.0)
Share of result of joint venture and associates	11	–	(0.2)
OPERATING PROFIT		**170.0**	**113.9**
Finance costs	7	(38.2)	(38.1)
Finance income	7	1.7	2.3
Exceptional finance costs	4, 7	–	(2.2)
NET FINANCE COST		(36.5)	(38.0)
Profit before taxation		**133.5**	**75.9**
Taxation	8	(34.5)	(22.1)
Profit for the financial period		**99.0**	**53.8**
Attributable to:			
Equity holders of the Company		98.8	53.8
Non-controlling interests		0.2	–
		99.0	**53.8**
EARNINGS PER SHARE			
Basic	9	**42.6p**	**22.8p**
Diluted	9	**42.6p**	**22.7p**

The notes on pages 215 to 254 are an integral part of these Consolidated Financial Statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE 53 WEEKS ENDED 3 MAY 2026

	Note	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Profit for the financial period		**99.0**	**53.8**
Other comprehensive (expense)/income:			
ITEMS THAT MAY BE RECLASSIFIED TO PROFIT OR LOSS			
Foreign exchange loss on translation of foreign operations		(5.4)	(15.2)
Related current tax movements	8	0.3	1.1
		(5.1)	**(14.1)**
ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT OR LOSS			
Actuarial movements on defined benefit pension scheme	20	0.2	0.1
		0.2	**0.1**
Other comprehensive expense for the period		**(4.9)**	**(14.0)**
Total comprehensive income for the period		**94.1**	**39.8**
Attributable to:			
Equity holders of the Company		93.9	39.8
Non-controlling interests		0.2	–
		94.1	**39.8**

The notes on pages 215 to 254 are an integral part of these Consolidated Financial Statements.

CONSOLIDATED BALANCE SHEET
AS AT 3 MAY 2026

	Note	3 May 2026 £m	27 April 2025 £m
ASSETS			
NON-CURRENT ASSETS			
Goodwill	10	245.3	231.2
Intangible assets	10	74.4	72.9
Property, plant and equipment	12	217.0	192.4
Right-of-use assets	13	338.2	358.6
Investment in joint venture and associates	11	0.5	0.5
Deferred tax assets	8	3.8	4.1
Post-employment benefit asset	20	1.2	0.5
Trade and other receivables	14	4.5	4.5
		884.9	**864.7**
CURRENT ASSETS			
Inventories	15	458.1	447.4
Current tax asset		4.5	8.6
Trade and other receivables	14	48.5	56.0
Cash and cash equivalents	16	65.1	98.9
		576.2	**610.9**
Total assets		**1,461.1**	**1,475.6**
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	17	(239.5)	(254.9)
Current tax liability		(0.5)	(0.5)
Lease liabilities	13	(58.6)	(56.0)
Provisions	18	(2.6)	(2.4)
		(301.2)	**(313.8)**
NON-CURRENT LIABILITIES			
Trade and other payables	17	(11.7)	(4.6)
Deferred tax liabilities	8	(19.5)	(15.9)
Lease liabilities	13	(369.0)	(398.6)
Borrowings	19	(120.5)	(192.8)
Provisions	18	(10.5)	(10.3)
		(531.2)	**(622.2)**
Total liabilities		**(832.4)**	**(936.0)**
Net assets		**628.7**	**539.6**
EQUITY			
Share capital	21	2.9	3.0
Share premium	21	147.1	147.1
Capital redemption reserve	21	0.1	–
Merger reserve	21	(2.2)	(2.2)
Other reserves	21	(18.5)	(13.3)
Retained earnings	21	514.1	414.7
Foreign exchange reserve	21	(14.8)	(9.7)
Total equity		**628.7**	**539.6**

The notes on pages 215 to 254 are an integral part of these Consolidated Financial Statements.

The Consolidated Financial Statements were approved and authorised for issue by the Board and were signed on its behalf by:

L A ROMBERG
CHIEF FINANCIAL OFFICER
Date: 13 July 2026

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
AS AT 3 MAY 2026

	Share capital £m	Share premium £m	Capital redemption reserve £m	Merger reserve £m	Other reserves £m	Retained earnings £m	Foreign exchange reserve £m	Equity attributable to owners of the Parent Company £m	Equity attributable to non-controlling interests £m	Total equity £m
Balance at 28 April 2024	**3.0**	**147.1**	**–**	**(2.2)**	**(23.4)**	**394.1**	**4.4**	**523.0**	**–**	**523.0**
Profit for the financial period	–	–	–	–	–	53.8	–	53.8	–	53.8
Other comprehensive income, net of tax	–	–	–	–	–	0.1	(14.1)	(14.0)	–	(14.0)
Total comprehensive income	**–**	**–**	**–**	**–**	**–**	**53.9**	**(14.1)**	**39.8**	**–**	**39.8**
Purchase of own shares for cancellation	–	–	–	–	(12.1)	–	–	(12.1)	–	(12.1)
Own shares cancelled	–	–	–	–	11.3	(11.3)	–	–	–	–
Committed share buyback	–	–	–	–	–	(12.9)	–	(12.9)	–	(12.9)
Share-based payment charge (note 22)	–	–	–	–	–	1.8	–	1.8	–	1.8
Share-based payments exercised	–	–	–	–	10.9	(10.9)	–	–	–	–
Tax on items credited to equity	–	–	–	–	–	0.4	–	0.4	–	0.4
Tax on vested shares moved to current tax	–	–	–	–	–	(0.4)	–	(0.4)	–	(0.4)
Total other transactions	**–**	**–**	**–**	**–**	**10.1**	**(33.3)**	**–**	**(23.2)**	**–**	**(23.2)**
Balance at 27 April 2025	**3.0**	**147.1**	**–**	**(2.2)**	**(13.3)**	**414.7**	**(9.7)**	**539.6**	**–**	**539.6**
Profit for the financial period	–	–	–	–	–	98.8	–	98.8	0.2	99.0
Other comprehensive income, net of tax	–	–	–	–	–	0.2	(5.1)	(4.9)	–	(4.9)
Total comprehensive income	**–**	**–**	**–**	**–**	**–**	**99.0**	**(5.1)**	**93.9**	**0.2**	**94.1**
Purchase of own shares for cancellation (note 21)	–	–	–	–	(12.9)	–	–	(12.9)	–	(12.9)
Own shares cancelled (note 21)	(0.1)	–	0.1	–	13.8	(0.9)	–	12.9	–	12.9
Acquisition of non-controlling interests (note 25)	–	–	–	–	–	–	–	–	1.9	1.9
Purchase commitment for non-controlling interests (note 25)	–	–	–	–	(6.9)	–	–	(6.9)	(2.1)	(9.0)
Share-based payment charge (note 22)	–	–	–	–	–	1.8	–	1.8	–	1.8
Share-based payments exercised	–	–	–	–	0.8	(0.8)	–	–	–	–
Tax on items credited to equity	–	–	–	–	–	0.3	–	0.3	–	0.3
Total other transactions	**(0.1)**	**–**	**0.1**	**–**	**(5.2)**	**0.4**	**–**	**(4.8)**	**(0.2)**	**(5.0)**
Balance at 3 May 2026	**2.9**	**147.1**	**0.1**	**(2.2)**	**(18.5)**	**514.1**	**(14.8)**	**628.7**	**–**	**628.7**

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE 53 WEEKS ENDED 3 MAY 2026

	Note	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit for the financial period		**99.0**	**53.8**
Adjustments for:			
Depreciation of property, plant and equipment	12	43.4	40.8
Depreciation of right-of-use assets	13	53.9	54.5
Depreciation of right-of-use assets – exceptional items (note 4)	13	–	2.0
Amortisation of intangible assets	10	3.5	3.3
Impairment of right-of-use assets – exceptional items (note 4)	13	5.0	26.8
Reversal of impairment of right-of-use assets – exceptional items (note 4)	13	(0.9)	–
Impairment of property, plant and equipment – exceptional items (note 4)	12	4.9	19.7
Reversal of impairment of property, plant and equipment – exceptional items (note 4)	12	(1.4)	–
Loss on disposal of property, plant and equipment	12	0.5	0.2
Loss on disposal of property, plant and equipment – exceptional items (note 4)	12	0.7	0.6
Loss on disposal of intangible assets	10	–	0.2
Gain on lease modifications and disposals	13	(4.2)	(5.5)
Share-based payment charge	22	1.8	1.8
Share of result of joint venture and associates	11	–	0.2
Finance income	7	(1.7)	(2.3)
Finance costs	7	38.2	38.1
Finance costs – exceptional items (note 4)	7	–	2.2
Taxation	8	34.5	22.1
Increase in inventory		(5.9)	(13.3)
Increase in debtors		(0.8)	(18.2)
Increase/(decrease) in creditors, provisions and pensions		7.1	(12.9)
Cash generated from operations		**277.6**	**214.1**
Defined benefit pension scheme contributions	20	(0.7)	(0.7)
Taxation paid		(23.3)	(29.7)
Total net cash generated from operating activities		**253.6**	**183.7**
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of non-current assets:			
Property, plant and equipment additions	12	(68.3)	(68.0)
Intangible asset additions	10	(3.3)	(3.6)
Movement on capital expenditure accrual		3.7	(3.8)
Cash outflow from purchase of non-current assets		**(67.9)**	**(75.4)**
Interest received		1.7	2.3
Investment in joint venture and associates		–	(0.7)
Disposal of European property, plant and equipment	12	0.4	2.7
Acquisition of subsidiaries net of cash acquired	25	(39.3)	(106.9)
Total net cash outflow from investing activities		**(105.1)**	**(178.0)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Purchase of own shares for cancellation	21	(13.8)	(11.3)
Proceeds of term loan	19	–	99.5
Net movement on multicurrency revolving loan facility	19	(71.7)	(13.8)
Costs directly attributable to raising new loan facility	19	–	(1.5)
Payment of capital element of leases	13	(58.4)	(56.2)
Payment of interest element of leases	13	(25.5)	(24.4)
Interest paid		(12.7)	(13.4)
Net cash outflow from financing activities		**(182.1)**	**(21.1)**
Net decrease in cash and cash equivalents		**(33.6)**	**(15.4)**
Cash and cash equivalents at the beginning of the period		98.9	115.7
Exchange losses on cash and cash equivalents		(0.2)	(1.4)
Cash and cash equivalents at the end of period		**65.1**	**98.9**
Comprised of:			
Cash at bank and in hand	16	42.0	80.4
Cash in transit	16	23.1	18.5
Cash and cash equivalents at end of period		**65.1**	**98.9**

1. ACCOUNTING POLICIES

GENERAL INFORMATION

Watches of Switzerland Group PLC (the 'Company') is a public limited company, limited by shares, which is listed on the London Stock Exchange and incorporated and domiciled in England and Wales. The address of the registered office is Aurum House, 2 Elland Road, Braunstone, Leicester, LE3 1TT. The Company and its subsidiaries together form the Group.

The principal activity of the Group is the selling of luxury watches and jewellery, in showrooms, online and via wholesale. At the balance sheet date, the Group was trading from 126 UK-based showrooms, and 65-US based showrooms. The Group mainly trades under eight prestigious brands: Watches of Switzerland (UK and US), Mappin & Webb (UK), Goldsmiths (UK), Mayors (US), Betteridge (US), Deutsch & Deutsch (US), Analog:Shift (US) and Hodinkee (US), with a complementary jewellery offering. The Group also owns the exclusive distribution rights for Roberto Coin in the US, Canada, Central America and the Caribbean.

The Consolidated Financial Statements are presented in Pounds Sterling (£), which is the Group's presentational currency, and are shown in £millions to one decimal place.

BASIS OF PREPARATION

The Consolidated Financial Statements include the financial statements of the Company and its subsidiary undertakings made up to 3 May 2026. A subsidiary is an entity that is controlled by the parent. The financial year represents the 53 weeks to 3 May 2026 (prior financial year 52 weeks to 27 April 2025). The financial year-end date is determined to be the Sunday closest to 30 April each year.

The Consolidated Financial Statements are prepared in accordance with UK adopted international accounting standards. The Consolidated Financial Statements have been prepared under the historical cost convention except for pension assets which are measured at fair value.

GOING CONCERN

The Directors consider that the Group has, at the time of approving the Group Consolidated Financial Statements, adequate resources to remain in operation for the foreseeable future and have therefore continued to adopt the going concern basis in preparing the consolidated information.

At the balance sheet date, the Group had a total of £367.1 million in available committed facilities, of which £122.1 million was drawn down. Net debt at this date was £57.0 million. Liquidity headroom (defined as unrestricted cash plus undrawn available facilities) was £290.2 million. All bank facilities run coterminously and are due to expire in May 2028. Further detail with regards to covenant tests can be found in borrowings note 19 within the Group Consolidated Financial Statements.

The key covenant tests attached to all Group facilities are a measure of net debt to EBITDA, and the Fixed Charge Cover Ratio (FCCR) at each April and October. The facility covenants are on a pre-IFRS 16 basis and exclude share-based payment costs. Net debt to EBITDA is defined as the ratio of total net debt at the reporting date to the last 12-month Adjusted EBITDA. This ratio must not exceed 3. The FCCR is the ratio of Adjusted EBITDA plus rent to the total finance charge and rent for the 12 months to the reporting date. This ratio must exceed 1.6. At 3 May 2026, the Group comfortably satisfied the covenant tests with net debt to EBITDA being less than 3 and the FCCR exceeding 1.6.

In assessing whether the going concern basis of accounting is appropriate, the Directors have reviewed various trading scenarios for the going concern period to 31 October 2027 from the date of this report. These included:

(i) The FY27 base case budget which aligns to Guidance given on page 9, plus a further six-month period which for the purpose of this test assumes no additional sales or profit uplift. These included the following key assumptions:

- A continued strong luxury watch and jewellery market in the US and UK
- Revenue forecast supported by expected luxury watch supply
- Impact of all known US tariffs as at the date of this report
- Increased cost base in line with macroeconomic environment, employment taxes and environmental targets

Under the base case forecast, the Group has significant liquidity and complies with all covenant tests to 31 October 2027. The forecast reflects current visibility of supply from key brands and confirmed showroom refurbishments, openings and closures, and excludes uncommitted capital projects and acquisitions which would only occur if expected to be incremental to the business.

(ii) Severe but plausible scenarios of:

- 10% reduction in sales against the base case forecast as a result of consumer confidence, macroeconomic and governmental factors. This scenario did not include cost mitigations which are given below
- The realisation of material risks detailed within Principal Risks and Uncertainties on pages 142 to 147 (including regulatory and compliance, business interruption, and data protection and cyber security), and also environmental risks highlighted on pages 116 to 119

Under these scenarios the net debt to EBITDA and the FCCR covenants would be complied with.

(iii) Reverse stress-testing of cash flows during the going concern period was performed. This determined what level of reduced EBITDA and worst-case cash flows would result in a breach of the liquidity or covenant tests. The likelihood of this level of reduced EBITDA is considered remote taking into account liquidity and covenant headroom, as well as mitigating actions within management's control (as noted below) and that this would represent a significant reduction in sales and margin from prior financial years.

Should trading be worse than the outlined severe but plausible scenarios, the Group has the following mitigating actions within management's control:

- Reduction of marketing spend
- Reduction in the level of inventory holding and purchases
- Rationalisation of the business with headcount and showroom operations savings
- Redundancies and pay freezes
- Reducing the level of planned capex

The Directors also considered whether there were any events or conditions occurring just outside the going concern period that should be considered in their assessment, including whether the going concern period needed to be extended. None were noted.

As a result of the above analysis, including potential severe but plausible scenarios and the reverse stress test, the Board believes that the Group and Company are able to adequately manage its financing and principal risks, and that the Group and Company will be able to operate within the level of its facilities and meet the required covenants for the period to 31 October 2027. For this reason, the Board considers it appropriate for the Group and Company to adopt the going concern basis in preparing the Consolidated Financial Statements.

1. ACCOUNTING POLICIES (CONTINUED)

CLIMATE CHANGE

In preparing the Consolidated Financial Statements management has considered the impact of climate change, particularly in the context of the disclosures included in the Strategic Report. These considerations did not have a material impact on the Consolidated Financial Statements, including the Group's going concern assessment to 31 October 2027 and the viability of the Group over the next three years (refer to the Viability Statement on page 149).

EXCEPTIONAL ITEMS

The Group presents as exceptional items on the face of the Consolidated Income Statement those items of income and expense which, because of their size, nature or the expected infrequency of the events giving rise to them, merit separate presentation to provide a better understanding of the elements of financial performance in the financial period, so as to assess trends in financial performance.

ALTERNATIVE PERFORMANCE MEASURES (APMS)

The Group has identified certain measures that it believes will assist the understanding of the performance of the business. These APMs are not defined or specified under the requirements of IFRS.

The Group believes that these APMs, which are not considered to be a substitute for, or superior to, IFRS measures, provide stakeholders with additional useful information on the underlying trends, performance and position of the Group and are consistent with how business performance is measured internally. The APMs are not defined by IFRS and therefore may not be directly comparable with other companies' APMs.

The key APMs that the Group uses include: Net Margin, Adjusted EBITDA, Adjusted EBIT and Adjusted Earnings Per Share. These APMs are set out in the Glossary on pages 261 to 265, including explanations of how they are calculated and how they are reconciled to a statutory measure where relevant.

The Group makes certain adjustments to the statutory profit measures in order to derive many of these APMs. The Group's policy is to exclude items that are considered non-underlying and exceptional due to their size, nature or incidence, and are not considered to be part of the normal operating costs of the Group. Treatment as an adjusting item provides stakeholders with additional useful information to assess the year-on-year trading performance of the Group but should not be considered in isolation of statutory measures.

FOREIGN CURRENCIES

The Consolidated Financial Statements are presented in Pounds Sterling (£), which is the Group's presentational currency, and are shown in £millions to one decimal place. The Group includes foreign entities whose functional currencies are not Pounds Sterling (£). On consolidation, the assets and liabilities of those entities are translated at the exchange rates at the balance sheet date and income and expenses are translated at average rates during the period. Translation differences are recognised in other comprehensive income.

Transactions in currencies other than an entity's functional currency are recorded at the exchange rate on the transaction date, whilst assets and liabilities are translated at exchange rates at the balance sheet date. Exchange differences are recognised in the Consolidated Income Statement.

SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision-Makers (CODMs). The CODMs, who are responsible for allocating resources and assessing performance of the operating segments, have been identified as the Chief Executive Officer and Chief Financial Officer of the Group. The CODMs review the key profit measures Adjusted Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) and Adjusted Earnings Before Interest and Tax (EBIT), both shown pre-exceptional items and IFRS 16.

REVENUE

The Group is in the business of selling luxury watches and jewellery and providing ongoing services to our customers, such as repairs and servicing. Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has concluded that it is the principal in its revenue arrangements because it controls the goods or services before transferring them to the customer.

In determining the transaction price for the sale of goods, the Group considers the existence of significant financing components.

Sale of goods – retail

Sales of goods are recognised when a Group entity sells a product to the customer and control of the goods is transferred to the customer. Retail sales are usually settled in cash or by credit card. It is the Group's policy to sell its products to the retail customer with a right to return generally within 14 days for a cash refund and 30 days for a product exchange, subject to variations by products and regions. The Group does not operate any loyalty programmes.

Where sales are made on credit provided by a third party, revenue is recognised immediately on sale of the product and control has been passed to the customer. The Group offers Interest-Free and Interest-Bearing Credit on certain goods and the cost of this product is netted against revenue.

Sale of goods – wholesale

Sales of goods are recognised when a Group entity sells a product to a customer and control of the goods is transferred to the customer. This is either upon delivery to customers, or for consigned inventory, the date of sell through by the customer, provided the sales price is fixed, title has transferred, and collectability of the resulting receivable is reasonably assured.

Sale of goods – online

Revenue from the sale of goods on the internet is recognised at the point that control has passed to the customer, which is the point of delivery. Transactions are settled by credit or payment card. Where sales are made on credit provided by a third party, revenue is recognised when control has been passed to the customer, on delivery.

Rendering of services

Revenue from a contract to provide services, such as product repairs and servicing, is recognised when the following conditions are satisfied:

– The amount of revenue can be measured reliably

– It is probable that the Group will receive the consideration due under the contract

– The service has been completed

– Control of the good is passed back to the customer

Rights of return

The Group uses the expected value method to estimate the variable consideration given the large number of contracts that have similar characteristics. The Group then applies the requirements on constraining estimates of variable consideration in order to determine the amount of variable consideration that can be included in the transaction price and recognised as revenue. A refund liability is recognised for the goods that are expected to be returned (i.e., the amount not included in the transaction price). A right of return asset (and corresponding adjustment to cost of sales) is also recognised for the right to recover the goods from the customer.

Contract balances – customer deposits and gift cards

A customer deposit or gift card liability is the obligation to transfer goods or services to a customer for which the Group has received consideration. If consideration is received before the Group transfers goods or services to the customer, revenue is deferred and a customer deposit or gift card liability is recognised. Customer deposits and gift cards are recognised as revenue when the customer is passed control of the goods.

Gift card redemptions are estimated on the basis of historical redemptions and are reviewed regularly and updated to reflect management's best estimate of patterns of redemption. The estimated non-redemption is recognised in revenue based on historical redemptions.

Cost of sales

Included within cost of sales are any items which are directly attributable to the sale of goods and services. This includes the cost of bringing inventory into a condition to sell, wages and salaries, depreciation on land and buildings and fittings and equipment, and other costs directly attributable to the cost of selling goods and services.

Supplier income

The Group enters into agreements with suppliers to share the costs and benefits of marketing activities and volume growth. Supplier income is recognised when earned, being when all conditions for entitlement have been satisfied and the amount can be measured reliably in accordance with the contractual terms. This income is recognised as a reduction of cost of sales. Where the income relates to inventory held by the Group at the reporting date, it is included in the carrying value of that inventory and recognised in cost of sales when the inventory is sold.

Uncollected supplier income at the reporting date is classified within the Consolidated Financial Statements as follows:

- trade payables: supplier income is offset against amounts payable to the same supplier where the Group has a legally enforceable right of offset and intends to settle on a net basis
- other receivables: supplier income is recognised within other receivables where it has been earned but not yet invoiced at the reporting date, or where the criteria for offset against trade payables are not met

Insurance contracts

Commission income is earned by the Group in showrooms and online through the sale of insurance policies. In addition, the Group issues contracts that transfer insurance risk which are classified as insurance contracts. This activity is completed through the Aurum Insurance (Guernsey) Limited subsidiary which is fully consolidated. The Group manages its risk via its underwriting strategy within its overall risk management framework. Premiums are earned from the date of the attachment of risk, over the indemnity period, based on the pattern of risks underwritten. The earned portion of premiums written is recognised as revenue. Unearned premium represents the proportion of premiums written which is estimated to be earned in future financial years, calculated separately for each insurance contract using the daily pro-rata method. Claims and claims handling expenses are recognised as incurred based on the estimated cost of settling all liabilities arising on events occurring up to the balance sheet date.

Share-based payments

Some employees (including senior executives) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The fair value of the equity-settled awards is calculated at grant date using a Black-Scholes model. The resulting cost is charged in the Consolidated Income Statement over the vesting period of the option or award and is regularly reviewed and adjusted for the expected and actual number of options or awards vesting. This applies to LTIP Awards, Deferred Share Bonus Schemes, Save as You Earn and Employee Stock Purchase Plan Awards, and Free Share Awards.

Service and non-service performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. No expense is recognised for awards that do not ultimately vest because of non-market performance and/or service conditions that have not been met.

The social security contributions payable in connection with the award of the share options is determined at each balance sheet date as a liability with the total cost recognised in the Consolidated Income Statement over the vesting period.

Own shares held

Own shares represent the shares of Watches of Switzerland Group PLC that are held in an Employee Benefit Trust which has been set up for this purpose. The Company adopts a 'look-through' approach which, in substance, accounts for the trust as an extension of the Company. Own shares are recorded at cost and are deducted from equity.

Purchase commitment for non-controlling interests

The Group has granted put options to the non-controlling interests of Deutsch & Deutsch (WOS) LLC. In the absence of specific guidance from the International Accounting Standards Board on accounting for these arrangements, the Group recognises the related commitments as follows:

- the non-controlling interests are adjusted for allocations of profit, OCI and dividends in the reporting period. The non-controlling interests are then derecognised as if the interests were acquired at the reporting date. The corresponding liability arising from the put options is recognised at the present value of the amount payable on exercise of the put options within purchase commitment for non-controlling interests in liabilities
- the difference between the carrying amount of the non controlling interests derecognised and the amount of the related liability is recognised directly in equity within other reserves
- This process is repeated at each reporting date until the put options are exercised or expired. If the options are exercised, the same treatment is applied up to the date of exercise. The amount recognised as the financial liability at that date is extinguished by the payment of the exercise price. If the options expire unexercised, the financial liability is derecognised and non-controlling interests are reinstated as if the put option never existed

This recognition method has no effect on the presentation of non-controlling interests within the Consolidated Income Statement.

The liability is represented as current where settlement could be enforced within the next 12 months. The remaining balance of the liability is classified as non-current.

1. ACCOUNTING POLICIES (CONTINUED)

Taxation

Taxation, comprised of current and deferred tax, is charged or credited to the Consolidated Income Statement unless it relates to items recognised in other comprehensive income or directly in equity. In such cases, the related tax is also recognised in other comprehensive income or directly in equity.

Current tax liabilities are measured at the amount expected to be paid, based on tax rates and laws that are enacted or substantively enacted at the balance sheet date.

Deferred tax is accounted for using the balance sheet liability method and is calculated using rates of taxation enacted or substantively enacted at the balance sheet date which are expected to apply when the asset or liability is settled.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are only recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax is not recognised in respect of investments in subsidiaries where the reversal of any taxable temporary differences can be controlled and are unlikely to reverse in the foreseeable future. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset and there is an intention to settle the balances on a net basis.

The Group has applied the temporary exemption under IAS 12 in relation to the accounting for deferred taxes arising from the implementation of the Pillar Two rules, so that the Group neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two.

Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. Acquisition-related costs are expensed as incurred and included in administrative expenses.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort or delay in the ability to continue producing outputs.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 'Financial Instruments', is measured at fair value with the changes in fair value recognised in the Consolidated Income Statement in accordance with IFRS 9.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amount to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss. For each business combination, the Group elects to measure non-controlling interests either at fair value or at the proportionate share of the acquiree's identifiable net assets.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Joint venture and associates

The Group presents its share of profit or loss of joint venture and associates using the equity method under IAS 28 'Investments in Associates and Joint Ventures'. IAS 1.82(c) requires share of the profit or loss of joint venture and associates accounted for using the equity method to be presented in a separate line item on the face of the Consolidated Income Statement. In complying with this requirement, the Group combines the share of profit or loss in one line item.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment. At each reporting date, the Group determines whether there is objective evidence that the investment is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount and its carrying value and then recognises the loss within 'Share of result of joint venture and associates' in the Consolidated Income Statement.

Intangible assets

Expenditure on internally generated goodwill and brands is recognised in the Consolidated Income Statement as an expense as incurred.

Other intangible assets that are acquired by the Group are stated at cost less accumulated amortisation and accumulated impairment losses.

The cost of intangible assets acquired in a business combination is capitalised separately from goodwill if the fair value can be measured reliably at the acquisition date.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit (CGU) level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Acquired computer software licences are capitalised based on the costs incurred to acquire and bring to use the specific software. Software is measured initially at acquisition cost or costs incurred to develop the asset. Following initial recognition, software is carried at cost less accumulated amortisation. Assets are amortised on a straight-line basis over their estimated useful lives of three to five years.

Cloud software licence agreements

Licence agreements to use cloud software are treated as service contracts and expensed in the Consolidated Income Statement, unless the Group has both a contractual right to take possession of the software at any time without significant penalty, and the ability to run the software independently of the host vendor. In such cases the licence agreement is capitalised as software within intangible assets. Costs to configure or customise a cloud software licence are expensed alongside the related service contract in the Consolidated Income Statement, unless they create a separately identifiable resource controlled by the Group, in which case they are capitalised.

Amortisation

Amortisation is charged to the Consolidated Income Statement on a straight-line basis over the estimated useful lives of intangible assets. Amortisation is recognised wholly within cost of sales. Intangible assets are amortised from the date they are available for use. The estimated useful lives are as follows:

Computer software	3 to 5 years
Brands	5 to 30 years
Agency agreements	10 years

The bases for choosing these useful lives are:

– Brand longevity considering brand history and market awareness

– Agency agreements considering the longevity of the agreements in place with a major supplier

The Group reviews the amortisation period and method when events and circumstances indicate that the useful life may have changed since the last reporting date.

Property, plant and equipment

Management accounts for property, plant and equipment under the cost basis of IAS 16 'Property, plant and equipment', rather than applying the alternative (revaluation) treatment. The cost of property, plant and equipment includes directly attributable costs.

Depreciation is provided on the cost of all other assets (except assets in the course of construction), so as to write off the cost, less residual value, on a straight-line basis over the expected useful economic life of the assets concerned, as follows:

Land and buildings	Lease period
Fittings and equipment	3 to 10 years

Useful lives and residual values are reviewed at each balance sheet date and revised where expectations are significantly different from previous estimates. In such cases, the depreciation charge for current and future periods is adjusted accordingly. The impact of climate change on asset lives has also been considered in the period. Asset lives are not affected by climate actions taking place.

Impairment of non-financial assets

The carrying values of non-financial assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any impairment loss arises, the asset is adjusted to its estimated recoverable amount and the difference is recognised in the Income Statement.

Property, plant and equipment and other non-current assets are reviewed for impairment if events or changes in circumstances indicate that the carrying amount of an asset or a CGU is not recoverable. A CGU is the smallest identifiable group of assets that generate independent cash flows which are monitored by management and the CODMs. The Group considers this to be showroom locations or offices. CGUs are grouped for the purposes of allocating goodwill where the CGU group is expected to benefit from synergies, such as sharing of centralised functions and management. Goodwill allocated to groups of CGUs is tested annually for impairment and whenever there is an indication that the goodwill may be impaired.

Impairment testing is performed at several levels and applied in the order set out by IAS 36 'Impairment of assets'. Impairment testing is first applied to the assets within a CGU where the value of assets held by the CGU are compared to the recoverable value. Impairment testing is then performed at a higher level which compares the value of goodwill to the recoverable value of the associated group of CGUs.

Trade and other receivables

Trade receivables represent outstanding customer balances less an allowance for expected credit losses. Trade receivables are recognised when the Group becomes party to the contract which happens when the goods are received and controlled by the end user. They are derecognised when the rights to receive the cash flows have expired e.g. due to the settlement of the outstanding amount or where the Group has transferred substantially all the risks and rewards associated with that contract. Other receivables are stated at invoice value less an allowance for expected credit losses. Trade and other receivables are subsequently measured at amortised cost as the business model is to collect contractual cash flows and the debt meets the Solely Payment of Principal and Interest (SPPI) criterion.

Expected Credit Losses (ECLs)

The Group recognises an allowance for ECLs for customer and other receivables. IFRS 9 'Financial instruments' requires a provision to be recognised on origination of a customer advance, based on its ECL.

The Directors have taken the simplification available under IFRS 9 5.5.15 which allows the loss amount in relation to a trade receivable to be measured at initial recognition and throughout its life at an amount equal to lifetime ECL. This simplification is permitted where there is either no significant financing component (such as customer receivables where the customer is expected to repay the balance in full prior to interest accruing) or where there is a significant financing component (such as where the customer expects to repay only the minimum amount each month), but the Directors make an accounting policy choice to adopt the simplification. Adoption of this approach means that Significant Increase in Credit Risk (SICR) and Date of Initial Recognition (DOIR) concepts are not applicable to the Group's ECL calculations.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. Trade and other receivables are only written off when the Group has exhausted all options to recover the amounts due and provided for in full when there is no reasonable expectation of recovery, which is the Group's definition of default.

The assessment of credit risk and the estimation of ECL are required to be unbiased, probability-weighted and should incorporate all available information relevant to the assessment, including information about past events, current conditions and reasonable and supportable forecasts of economic conditions at the reporting date. The forward-looking aspect of IFRS 9 requires considerable judgement as to how changes in economic factors affect ECLs.

ECL charges in respect of customer receivables are recognised in the Consolidated Income Statement within administrative expenses.

1. ACCOUNTING POLICIES (CONTINUED)

Inventories
Inventories are stated at the lower of cost and net realisable value. Cost includes all costs incurred in bringing each product to its present location and condition. Raw materials, consumables and goods for resale are recognised on an average cost basis. Work in progress comprises goods that are not yet available for resale due to repair or certification requirements. Raw materials consist of spare parts utilised in the repair process. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

Cash and cash equivalents
In the Consolidated Balance Sheet, cash and cash equivalents includes cash in hand, cash in transit, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less. Cash in transit largely comprises amounts receivable on credit cards where the transaction has been authorised but the funds have yet to clear the bank. These balances are considered to be highly liquid, with minimal risk of default, and are typically received in less than three days. Restricted cash, included within cash and cash equivalents, is defined as cash controlled by the Group but which is not freely usable by the Group in day-to-day operations.

Provisions
Provisions are recognised when:

– The Group has a present legal or constructive obligation as a result of past events

– It is probable that an outflow of resources will be required to settle the obligation

– The amount has been reliably estimated

Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as an interest expense.

Post-employment benefit obligations
The Group operates various post-employment schemes, including both defined benefit schemes and defined contribution pension plans. Typically, defined benefit schemes define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The amount recognised in the Consolidated Balance Sheet in respect of the defined benefit pension scheme is the present value of the defined benefit obligation at the end of the reporting period less the fair value of scheme assets. The defined benefit obligation is calculated by a full yield-curve independent actuarial valuation. The present value of the defined benefit amount is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation.

The current service cost of the defined benefit scheme, recognised in the Consolidated Income Statement in employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current period, benefit changes, curtailments and settlements. Past-service costs are recognised immediately in the Consolidated Income Statement.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of scheme assets. This cost is included in employee benefit expense in the Consolidated Income Statement.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited in other comprehensive income in the period in which they arise. Where the Group has an unconditional right to a refund, it recognises an asset measured as the amount of the surplus at the balance sheet date that it has a right to receive as a refund. The surplus in the scheme is recognised as on an ultimate wind-up when there are no longer any remaining members, any surplus would be returned to the Group, which has the power to prevent the surplus being used for other purposes in advance of this event.

For defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as an employee benefit expense when they are due.

Financial instruments – initial recognition and subsequent measurement
A financial instrument is any contract that gives rise to a financial asset in one entity and a financial liability or equity instrument in another entity.

The Group does not hold any derivative instruments in either the current or prior period.

Financial assets
Initial recognition and measurement
Financial assets are classified at initial recognition, and subsequently measured at amortised cost, Fair Value through Other Comprehensive Income (FVOCI) or Fair Value through Profit or Loss (FVPL). The classification is based on two criteria:

– The Group's business model for managing the assets; and

– Whether the instruments' contractual cash flows represent 'Solely Payments of Principal and Interest' on the principal amount outstanding (the SPPI criterion)

A summary of the Group's financial assets is as follows:

Financial assets	Classification under IFRS 9
Trade and other receivables (excluding prepayments)	Amortised cost – held to collect as business model and SPPI met
Cash and short-term deposits	Amortised cost

Under IFRS 9 the Group initially measures a financial asset at its fair value plus directly attributable transaction costs, unless the asset is classified as FVPL. Transactional costs of financial assets carried at FVPL are expensed in the Consolidated Income Statement.

Subsequent measurement
Financial assets at amortised cost are subsequently measured at amortised cost using the effective interest rate (EIR) method. The amortised cost is reduced by impairment losses. Interest income, impairment or gain or loss on derecognition are recognised in profit or loss.

Derecognition
A financial asset is derecognised primarily when:

– The rights to receive cash flows from the asset have expired; or

– The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either a) the Group has transferred substantially all the risks and rewards of the asset, or b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

Impairment
The Group recognises an allowance for ECLs for all debt instruments not held at FVPL. The most significant financial assets of the Group are its trade receivables. ECLs are calculated in accordance with the accounting policies set out above.

Financial liabilities

Initial recognition and measurement

The Group has classified its financial liabilities as follows:

Financial liabilities	Classification under IFRS 9
Interest-bearing loans and borrowings	Amortised cost
Trade and other payables (excluding accrued income)	Amortised cost

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

A summary of the subsequent measurement of financial liabilities is set out below:

Financial liabilities at FVPL	Subsequently measured at fair value. Gains and losses are recognised in the Consolidated Income Statement
Interest-bearing loans and borrowings	Subsequently measured at amortised cost using the EIR method. The EIR amortisation is included in finance costs in the Income Statement
Trade and other payables (excluding accrued income)	Subsequently measured at amortised cost

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Consolidated Income Statement.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Consolidated Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention and ability to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Leases

The Group's lease portfolio is principally comprised of property leases in relation to Watches of Switzerland, Mappin & Webb, Goldsmiths, Mayors, Betteridge and Deutsch & Deutsch showrooms, mono-brand boutiques and Support Centres. The leases typically run for terms between five and 20 years and may include break clauses or options to renew beyond the non-cancellable periods. The majority of the Group's lease payments are subject to market review, usually every five years, with a number of leases having annual increases dependent on economic indices. Some lease agreements include rental payments which are contingent on the turnover of the property to which they relate. These payments are excluded from the calculation of the lease liabilities under IFRS 16 'Leases'.

Definition of a lease

The Group assesses whether a contract is or contains a lease based on the definition of a lease under IFRS 16. A contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative standalone prices.

Lease liability – initial recognition

The Group recognises right-of-use assets and lease liabilities at the lease commencement date. The lease liabilities are initially measured at the present value of the lease payments that are not yet paid at the commencement date, less any incentives receivable, discounted using the determined incremental borrowing rate applicable to the lease.

Lease payments in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives
- Variable lease payments such as those that depend on an index or rate (such as RPI), initially measured using the index or rate at the commencement date; and
- Penalty payments for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease

The Group discounts lease payments to their present value, using its Incremental Borrowing Rate (IBR) at the lease commencement date. IBR applied to each lease is determined by taking into account:

- The risk-free rate based on country-specific swap markets
- A credit risk adjustment based on country-specific corporate indices; and
- A Group specific adjustment to reflect the Group's specific borrowing conditions

Lease liability – subsequent measurement

Lease liabilities are subsequently measured at amortised cost and are increased to reflect interest on the lease liability (using the effective interest method) and decreased by the lease payments made.

Lease liability – remeasurement

Lease liabilities are remeasured when there is a change in future lease payments arising from a change in an index or market rental review, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a renewal option is reasonably certain to be exercised or a break clause is reasonably certain to be exercised.

When the lease liability is remeasured, an equivalent adjustment is made to the right-of-use asset, unless its carrying amount is reduced to £nil, in which case any remaining amount is recognised in profit or loss.

The Group has applied judgement to determine the lease term for those lease contracts that include a renewal or break option. The assessment of whether the Group is reasonably certain to exercise a renewal option or reasonably certain not to exercise a break option significantly impacts the value of lease liabilities and right-of-use assets recognised in the Consolidated Balance Sheet and the Consolidated Income Statement.

Right-of-use assets – initial recognition

Right-of-use assets are initially measured at cost, which is an amount equal to the corresponding lease liabilities adjusted for any lease payments made at or before the commencement date, dilapidation provisions required, less any lease incentives received. The Group has elected to apply the exemption for short-term leases (leases with a term of less than one year) and low-value assets under IFRS 16, as such not recognising a right-of-use asset and lease liability in the Consolidated Balance Sheet, but recognising lease payments associated with those leases as an expense on a straight-line basis over the lease term.

Where the Group has an obligation for costs to restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37 'Provisions, contingent liabilities and contingent assets'. The estimated costs are included in the related right-of-use asset. Initial direct costs (lease acquisition costs), incurred subsequently to the initial date of application, have been included within the right-of-use asset.

Right-of-use assets – subsequent measurement

Right-of-use assets are subsequently measured at cost less any accumulated depreciation and impairment losses, adjusted for certain remeasurements of the lease liabilities. Depreciation is calculated on a straight-line basis over the expected useful economic life of a lease which is taken as the lease term.

1. ACCOUNTING POLICIES (CONTINUED)

NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS

The following amendment was adopted by the Group for the 53-week period ended 3 May 2026:

– Lack of exchangeability – Amendments to IAS 21

This had no material impact on the Group.

The following standards, amendments, and interpretations have been issued but are not yet effective for the period ended on 3 May 2026. The Group has not early adopted the underlisted standards, amendments, and interpretations in preparing the Consolidated Financial Statements as it plans to adopt them at the effective date:

– Amendments to IFRS 9 and IFRS 7 'Classification and Measurement of Financial Instruments' issued in May 2024 and effective for accounting period starting from 1 January 2026;
– Annual Improvements to IFRS Accounting Standards – Volume 11 issued in July 2024 and effective for accounting period starting from 1 January 2026;
– IFRS 18 'Presentation and disclosure in financial statements' issued in April 2024 and effective for accounting period starting from 1 January 2027; and
– Amendments to IAS 21 'Translation to a Hyperinflationary Presentation Currency' issued in November 2025 and effective for accounting period starting from 1 January 2027.

The Group is assessing the impact IFRS 18 will have on the presentation and disclosure in the Group's financial statements. The Group is not expecting the other accounting amendments listed above to have a material impact on the Group's financial statements.

Significant accounting estimates, assumptions and judgements

The preparation of consolidated financial information requires the Group to make estimates and assumptions that affect the application of policies and reported amounts. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances. Actual results may differ from these estimates.

Significant estimates and assumptions

Estimates and underlying assumptions are reviewed by management on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future period affected.

The areas involving significant risk resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial period are as follows:

Net realisable value of inventories

Inventories are stated at the lower of cost and net realisable value, on a weighted average cost basis. Provisions are recognised where the net realisable value is assessed to be lower than cost. The calculation of this provision requires estimation of the eventual sales price and sell-through of goods to customers in the future. The inventory provision held at the year end was £5.7 million (2025: £5.8 million). A 20% reduction in the sell-through of slow moving stock would impact the net realisable value by £3.6 million.

Impairment of property, plant and equipment and right-of-use assets

Property, plant and equipment and right-of-use assets are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. For the impairment test, the value-in-use method requires the Group to determine appropriate assumptions (which are sources of estimation uncertainty) in relation to the cash flow projections over the strategic plan period, the long-term growth rate to be applied beyond this period and the risk-adjusted pre-tax discount rate used to discount those cash flows. The key assumptions relate to sales growth rates and discount rates used to discount the cash flows. Climate risk and near-term environmental actions that the Group is taking have been considered in future cash flows used in the impairment review. This includes unavoidable future costs such as price increases, together with the cost of mitigating climate risks, and consideration of quantified climate-related risks on future cash flows. Showroom-related property, plant and equipment and right-of-use assets are tested for impairment at a showroom-by-showroom level, including an allocation of overheads related to showroom operations. Sensitivity of the key assumptions in relation to impairment is included in note 12.

Discount rates (IFRS 16)

The discount rate used to calculate the lease liability is the rate implicit in the lease, if it can be readily determined, or the lessee's incremental borrowing rate if not. Management uses the rate implicit in the lease in relation to the Group's 'Other' leases and the lessee's incremental borrowing rate for all property leases.

Incremental borrowing rates are determined on entering a lease and depend on the term, country, currency and start date of the lease. The incremental borrowing rate used is calculated based on a series of inputs including:

– The risk-free rate based on country-specific swap markets
– A credit risk adjustment based on country-specific corporate indices; and
– A Group-specific adjustment to reflect the Group's specific borrowing conditions

As a result, reflecting the breadth of the Group's lease portfolio, judgements on the lease terms and the international spread of the portfolio, there are a large number of discount rates applied to the leases within the range of 2.1% to 7.7%.

Significant judgements

The following are the critical judgements, apart from those involving estimations, that the Directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the Consolidated Financial Statements:

Classification of exceptional items and presentation of non-GAAP measures

The Directors exercise their judgement in the classification of certain items as exceptional and outside the Group's underlying results. The determination of whether an item should be separately disclosed as an exceptional item, non-underlying or non-trading requires judgement on its size, nature or expected infrequency, as well as whether it provides clarity on the Group's underlying trading performance. In exercising this judgement, the Directors take appropriate regard of IAS 1 'Presentation of financial statements' as well as guidance from the Financial Reporting Council and the European Securities Market Authority on the reporting of exceptional items and APMs. The overall goal of the Directors is to present the Group's underlying performance without distortion from one-off or non-trading events regardless of whether they are favourable or unfavourable to the underlying result. Further details on exceptional items are provided in note 4.

2. SEGMENT REPORTING

The key Group performance measures are Adjusted Earnings Before Interest, Tax, Depreciation and Amortisation (Adjusted EBITDA) and Adjusted Earnings Before Interest and Tax (Adjusted EBIT), both shown pre-exceptional items, as detailed below. The segment profit/loss is disclosed on a pre-IFRS 16 basis reflecting how results are reported to the Chief Operating Decision Makers (CODMs) and how they are measured for the purposes of covenant testing. Both Adjusted EBITDA and Adjusted EBIT are APMs and these measures provide stakeholders with additional useful information to assess the year-on-year trading performance of the Group but should not be considered in isolation of statutory measures.

Adjusted EBITDA represents profit for the period before finance costs, finance income, taxation, depreciation, amortisation, and exceptional items presented in the Group's Consolidated Income Statement (consisting of exceptional cost of sales, exceptional administrative expenses net of impairment reversal and exceptional finance costs) on a pre-IFRS 16 basis. UK and Europe operating segments are aggregated into one reporting segment, which is reflective of the management structure in place and meets the aggregation criteria of IFRS 8.

As a result of the acquisition of Roberto Coin Inc. in May 2024 and the continued growth of the wholesale business in the period, the Group's organisational structure and internal reporting to the CODM have changed. US retail and US wholesale, previously aggregated into the US reporting segment, have been shown separately. All US direct-to-consumer sales, including ecommerce, are now reported through US retail. The comparative segmental disclosures have been re-presented to allow for comparison.

	53 week period ended 3 May 2026					
	UK and Europe £m	US retail £m	US wholesale £m	Corporate £m	Eliminations £m	Total £m
Revenue						
External customers	900.7	810.5	116.7	–	–	**1,827.9**
Inter-segment	–	–	10.2	–	(10.2)	**–**
Total revenue	**900.7**	**810.5**	**126.9**	**–**	**(10.2)**	**1,827.9**
Cost of sales	(585.4)	(528.0)	(73.4)	–	10.2	**(1,176.6)**
Net margin	**315.3**	**282.5**	**53.5**	**–**	**–**	**651.3**
Less:						
Showroom costs	(173.0)	(140.7)	–	–	–	**(313.7)**
Overheads	(48.3)	(48.1)	(27.5)	(5.5)	–	**(129.4)**
Showroom opening and closing costs	(3.1)	(2.9)	–	–	–	**(6.0)**
Share of result of joint venture and associates	–	–	–	–	–	**–**
Adjusted EBITDA	**90.9**	**90.8**	**26.0**	**(5.5)**	**–**	**202.2**
Depreciation, amortisation and loss on disposal of assets	(25.0)	(19.7)	(1.0)	(1.7)	–	**(47.4)**
Segment profit/(loss)*	**65.9**	**71.1**	**25.0**	**(7.2)**	**–**	**154.8**
Impact of IFRS 16 (excluding interest on leases)						**24.0**
Net finance costs						**(36.5)**
Exceptional impairment of assets (note 4)						**(9.9)**
Exceptional reversal of impairment of assets (note 4)						**2.3**
Exceptional other administrative expenses (note 4)						**(1.2)**
Profit before taxation for the financial period						**133.5**

* Segment profit/(loss) is defined as being Earnings Before Interest, Tax, exceptional items and IFRS 16 adjustments (Adjusted EBIT)

2. SEGMENT REPORTING (CONTINUED)

	52 week period ended 27 April 2025					
	UK and Europe £m	US retail £m	US wholesale[1] £m	Corporate £m	Eliminations £m	Total £m
Revenue						
External customers	865.9	680.7	104.9	–	–	**1,651.5**
Inter-segment	–	–	4.9	–	(4.9)	**–**
Total revenue	**865.9**	**680.7**	**109.8**	**–**	**(4.9)**	**1,651.5**
Cost of sales	(553.9)	(438.6)	(65.3)	–	4.9	**(1,052.9)**
Net margin	**312.0**	**242.1**	**44.5**	**–**	**–**	**598.6**
Less:						
Showroom costs	(170.3)	(122.4)	–	–	–	**(292.7)**
Overheads	(44.0)	(38.4)	(20.2)	(3.9)	–	**(106.5)**
Showroom opening and closing costs	(1.6)	(5.3)	–	–	–	**(6.9)**
Share of loss of joint venture and associates	(0.2)	–	–	–	–	**(0.2)**
Adjusted EBITDA	**95.9**	**76.0**	**24.3**	**(3.9)**	**–**	**192.3**
Depreciation, amortisation, impairment and loss on disposal of assets	(25.9)	(14.8)	(0.4)	(1.5)	–	**(42.6)**
Segment profit/(loss)*	**70.0**	**61.2**	**23.9**	**(5.4)**	**–**	**149.7**
Impact of IFRS 16 (excluding interest on leases)						**19.7**
Net finance costs						**(35.8)**
Exceptional cost of sales (note 4)						**(2.0)**
Exceptional impairment of assets (note 4)						**(46.5)**
Exceptional other administrative expenses (note 4)						**(7.0)**
Exceptional finance costs (note 4)						**(2.2)**
Profit before taxation for the financial period						**75.9**

1 US retail and US wholesale, previously aggregated into the US reporting segment, have been shown separately to align with the latest internal reporting to the CODM. Disclosures have been re-presented to show all US direct-to-consumer sales, including ecommerce, within the US retail segment

Entity-wide revenue disclosures

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025[2] £m
UK AND EUROPE		
Luxury watches	769.7	742.2
Luxury jewellery retail	70.7	63.2
Services/other	60.3	60.5
Total	**900.7**	**865.9**
US RETAIL		
Luxury watches	737.3	622.6
Luxury jewellery retail[1]	50.5	40.0
Services/other	22.7	18.1
Total	**810.5**	**680.7**
US WHOLESALE		
Luxury jewellery wholesale[1]	116.7	104.9
Total	**116.7**	**104.9**
GROUP		
Luxury watches	1,507.0	1,364.8
Luxury jewellery retail[1]	121.2	103.2
Luxury jewellery wholesale[1]	116.7	104.9
Services/other	83.0	78.6
Total	**1,827.9**	**1,651.5**

1 US retail and US wholesale have been re-presented as detailed at the start of this note

2 In the period, the Group has reclassified the sales of certain goods and services between categories to reflect how results are reported to the CODMs. The 52-week period ended 27 April 2025 has been re-presented to allow for comparison

'Services/other' consists of the sale of fashion and classic watches and jewellery, servicing, repairs and product insurance. Information regarding geographical areas, including revenue from external customers, is disclosed above.

No single customer accounted for more than 10% of revenue in any of the financial periods noted above.

2. SEGMENT REPORTING (CONTINUED)

Entity-wide statutory non-current asset disclosures

	3 May 2026 £m	27 April 2025 £m
UK AND EUROPE		
Goodwill	137.6	137.6
Intangible assets	6.4	5.5
Property, plant and equipment	108.4	100.7
Right-of-use assets	180.9	202.4
Investment in joint venture and associates	0.5	0.5
Total	**433.8**	**446.7**
US RETAIL[1]		
Goodwill	81.4	66.8
Intangible assets	14.9	13.3
Property, plant and equipment	98.1	79.4
Right-of-use assets	149.9	150.8
Total	**344.3**	**310.3**
US WHOLESALE[1]		
Goodwill	26.3	26.8
Intangible assets	53.1	54.1
Property, plant and equipment	2.4	2.5
Right-of-use assets	2.1	0.4
Total	**83.9**	**83.8**
CORPORATE		
Property, plant and equipment	8.1	9.8
Right-of-use assets	5.3	5.0
Total	**13.4**	**14.8**
GROUP		
Goodwill	245.3	231.2
Intangible assets	74.4	72.9
Property, plant and equipment	217.0	192.4
Right-of-use assets	338.2	358.6
Investment in joint venture and associates	0.5	0.5
Total	**875.4**	**855.6**

1 US retail and US wholesale have been re-presented as detailed at the start of this note

3. REVENUE

The Group's disaggregated revenue recognised under contracts with customers relates to the following categories and operating segments:

	53 week period ended 3 May 2026				
	Sale of goods – retail and online £m	Sale of goods – wholesale £m	Eliminations £m	Rendering of services £m	Total £m
UK and Europe	869.2	–	–	31.5	900.7
US	791.1	126.9	(10.2)	19.4	927.2
Total	**1,660.3**	**126.9**	**(10.2)**	**50.9**	**1,827.9**

	52 week period ended 27 April 2025				
	Sale of goods – retail and online[1] £m	Sale of goods – wholesale[1] £m	Elimination[1] £m	Rendering of services £m	Total £m
UK and Europe	839.4	–	–	26.5	865.9
US	667.7	109.8	(4.9)	13.0	785.6
Total	**1,507.1**	**109.8**	**(4.9)**	**39.5**	**1,651.5**

1 US retail and US wholesale have been re-presented as detailed in note 2

4. EXCEPTIONAL ITEMS

Exceptional items are those that, in the judgement of the Directors, need separate disclosure by virtue of their size, nature or incidence, in order to draw the reader's attention to unique non-recurring events that do not form part of the underlying Group's business performance. Such items are included within the Income Statement caption to which they relate and are separately disclosed on the face of the Consolidated Income Statement.

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
EXCEPTIONAL COST OF SALES		
Rolex Old Bond Street (IFRS 16 depreciation) (note 13)	–	(2.0)
Total exceptional cost of sales	**–**	**(2.0)**
EXCEPTIONAL ADMINISTRATIVE COSTS		
Showroom impairment(i)	**(6.5)**	**(44.5)**
Impairment and reversal of impairment of right-of-use assets (note 13)	(3.9)	(24.6)
Impairment and reversal of impairment of property, plant and equipment (note 12)	(2.6)	(19.0)
Other onerous contract provisions	–	(1.6)
Lease-related gains	–	0.7
Showroom closures(ii)	**(1.7)**	**(6.2)**
Impairment of right-of-use assets (note 13)	(0.2)	(2.2)
Impairment of property, plant and equipment (note 12)	(0.9)	–
Disposal of property, plant and equipment (note 12)	(0.7)	(0.6)
Other onerous contract provisions	(0.2)	(1.8)
Lease-related gains	2.0	–
Redundancy and other costs	(1.7)	(1.6)
European showroom divestment(iii)	**0.4**	**(0.7)**
Lease-related gains	0.7	–
Other costs	(0.3)	–
Impairment of property, plant and equipment (note 12)	–	(0.7)
Business acquisitions(iv)	**(1.0)**	**(2.1)**
Professional and legal expenses on actual and prospective business acquisitions	(0.6)	(0.9)
Integration costs of business acquisitions	(0.4)	(1.2)
Total exceptional administrative costs	**(8.8)**	**(53.5)**
EXCEPTIONAL FINANCE COSTS		
Rolex Old Bond Street (IFRS 16 interest) (note 13)	–	(2.2)
Total exceptional finance costs	**–**	**(2.2)**
Total exceptional items	**(8.8)**	**(57.7)**

(i) Showroom impairment

The current macroeconomic environment, including higher interest and inflation rates than at the time of some initial project appraisals, gave rise to indicators of impairment in the period. Consequently, the Group performed discounted cash flow impairment testing on relevant Cash-Generating Units (CGUs) with indicators of impairment. This resulted in a net non-cash impairment charge of £6.5 million, comprising gross impairment charges of £8.8 million (2025: £43.6 million), partially offset by impairment reversals of £2.3 million (2025: £nil), relating to showrooms where revised future cash flow projections support their carrying value. Impairments are allocated to right-of-use assets and property, plant and equipment in accordance with IAS 36 'Impairment of Assets'.

(ii) Showroom closures

In March 2026, the closure of a number of UK showrooms was announced as the Group continually assesses its operations to remain as efficient and productive as possible. The exceptional costs are reflective of asset write downs, other onerous contract provisions and redundancy costs. A lease surrender gain of £2.0 million was also recognised in exceptionals, as the original impairment was presented in exceptionals in the prior year.

(iii) European showroom divestment

As announced in 2024, the Group's intention has been to reallocate investment from Europe into the US and UK. During the period, our two remaining European showrooms were divested to brand partners.

(iv) Business acquisitions

Professional, legal expenses and integration expenses in relation to business combinations have been expensed to the Consolidated Income Statement as an exceptional cost as they are regarded as non-trading, non-underlying costs and are considered to be material by nature.

The total cash outflow in FY26 as a result of the above was £5.0 million, being (i) £nil + (ii) £4.6 million + (iii) £(0.1) million + (iv) £0.5 million.

The tax income on the exceptional items noted above totalled £3.6 million (52-week period ended 27 April 2025: £15.0 million income).

5. OPERATING PROFIT

Group operating profit is stated after charging the below items:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Depreciation of property, plant and equipment (note 12)	(43.4)	(40.8)
Amortisation of intangible assets (note 10)	(3.5)	(3.3)
Depreciation of right-of-use assets (note 13)	(53.9)	(54.5)
Depreciation of right-of-use assets – exceptional items (note 13)	–	(2.0)
Loss on disposal of property, plant and equipment (note 12)	(0.9)	(2.9)
Loss on disposal of property, plant and equipment – exceptional items (note 12)	(0.7)	(0.6)
Impairment of property, plant and equipment – exceptional items (note 12)	(4.9)	(19.7)
Reversal of impairment of property, plant and equipment – exceptional items (note 12)	1.4	–
Impairment of right-of-use assets – exceptional items (note 13)	(5.0)	(26.8)
Reversal of impairment of right-of-use assets – exceptional items (note 13)	0.9	–
Inventory recognised as an expense	(1,182.4)	(1,064.4)
Write down of inventories to net realisable value	(1.5)	(1.6)
FEES PAYABLE TO THE GROUP'S EXTERNAL AUDITOR AND ITS ASSOCIATES IN RESPECT OF:		
Audit of these Financial Statements	(0.8)	(0.8)
Audit of Financial Statements of subsidiaries	(0.1)	(0.1)
Audit related assurance services	(0.1)	(0.1)
	(1.0)	**(1.0)**

6. EMPLOYEES AND DIRECTORS

Staff costs recognised in operating profit for the Group during the period:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Wages and salaries	169.6	151.5
Social security costs	16.0	12.9
Share-based payments (note 22)	1.8	1.8
Share-based payments social security costs	0.2	0.2
Pensions costs – defined contribution schemes (note 20)	3.9	3.5
Pensions costs – defined benefit scheme (note 20)	0.2	0.2
Total	**191.7**	**170.1**

Average number of people (including Executive Directors) employed:

	53 week period ended 3 May 2026	52 week period ended 27 April 2025
Retail	2,064	2,193
Services	138	146
Wholesale	47	46
Editorial	19	13
Administrative	674	693
Total	**2,942**	**3,091**

Average Full Time Equivalents (FTE) (including Executive Directors) employed:

	53 week period ended 3 May 2026	52 week period ended 27 April 2025
Retail	1,942	2,041
Services	134	140
Wholesale	46	45
Editorial	19	13
Administrative	649	668
Total	**2,790**	**2,907**

Further disclosure of the amounts paid to key management personnel is included within note 24.

7. FINANCE COSTS AND INCOME

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
FINANCE COSTS		
Interest payable on long-term borrowings	(12.0)	(14.9)
Amortisation of capitalised transaction costs	(0.7)	(0.9)
Interest on lease liabilities (note 13)	(25.5)	(22.2)
Net foreign exchange expense on financing activities	–	(0.1)
Total finance costs	**(38.2)**	**(38.1)**
FINANCE INCOME		
Bank interest receivable	1.6	2.2
Other interest income	0.1	0.1
Total finance income	**1.7**	**2.3**
Total net finance costs excluding exceptional items	**(36.5)**	**(35.8)**
Exceptional finance costs (note4)	–	(2.2)
Total net finance costs	**(36.5)**	**(38.0)**

Further detail of borrowing facilities in place is given in note 19 to these Consolidated Financial Statements.

8. TAXATION

Tax charge for the period

The tax charge for the period is shown below. Tax is made up of current and deferred tax. Current tax is the amount payable on the taxable income in the period and any adjustments to tax payable in previous periods.

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
CURRENT TAX:		
Current UK tax on profits for the period	14.4	9.5
Current US tax on profits for the period	17.2	16.5
Adjustments in respect of prior periods – UK and Europe	0.7	1.3
Adjustments in respect of prior periods – US	(4.5)	(0.3)
Total current tax	**27.8**	**27.0**
DEFERRED TAX:		
Origination and reversal of temporary differences	4.2	(3.8)
Impact of change in tax rate	0.2	–
Adjustments in respect of prior periods – UK and Europe	(0.7)	(1.1)
Adjustments in respect of prior periods – US	3.0	–
Total deferred tax	**6.7**	**(4.9)**
Tax expense reported in the Consolidated Income Statement	**34.5**	**22.1**

In the US, the prior period adjustment primarily reflects additional bonus depreciation on capital expenditure which arose from the One Big Beautiful Bill that was not enacted at the prior period end. This resulted in a current tax credit, largely offset by a related deferred tax charge.

Factors affecting the tax charge in the period

The tax rate for the current period was higher than the standard rate of corporation tax in the UK due to the following factors:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Profit before taxation	133.5	75.9
Notional taxation at standard UK corporation tax rate of 25.0% (2025: 25.0%)	33.4	19.0
Non-deductible expenses – recurring	1.6	2.0
Non-deductible expenses – exceptional items	–	0.2
Overseas tax differentials	1.1	0.8
Deferred tax not recognised – European subsidiaries	–	0.2
Adjustments in respect of prior periods	(1.6)	(0.1)
Tax expense reported in the Consolidated Income Statement	**34.5**	**22.1**

Tax recognised in other comprehensive income

In addition to the amount charged to the Consolidated Income Statement, tax movements recognised in other comprehensive income were as follows:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
CURRENT TAX:		
Foreign exchange difference on translation of foreign operations	0.3	1.1
Tax charge in other comprehensive income	**0.3**	**1.1**

Deferred tax

Deferred tax is the tax expected to be payable or recoverable in the future arising from temporary differences that arise when the carrying value of assets and liabilities differs between accounting and tax treatments. Deferred tax assets represent the amounts of income taxes recoverable in the future in respect of those differences, while deferred tax liabilities represent the amounts of income taxes payable in the future in respect of those differences.

The deferred tax is made up of:

	3 May 2026 £m	27 April 2025 £m
Deferred tax assets	3.8	4.1
Deferred tax liabilities	(19.5)	(15.9)
Total	**(15.7)**	**(11.8)**

For full breakdown see note below:

		3 May 2026 £m	27 April 2025 £m
Accelerated capital allowances	(i)	(18.4)	(12.3)
Non-trade tax losses	(ii)	0.4	0.8
Trade tax losses	(iii)	1.6	1.7
Deferred tax on leases (IFRS 16)	(iv)	8.4	8.2
Share-based payments	(v)	1.1	0.2
Intangible assets	(vi)	(16.8)	(4.8)
Other temporary differences	(vii)	8.0	8.3
Deferred tax on business combinations	(viii)	–	(13.9)
Total		**(15.7)**	**(11.8)**

The amounts are explained below:

(i) The Group has a deferred tax liability for property, plant, equipment and computer software (accelerated capital allowances) due to bonus depreciation in the US and the availability of full expensing in the UK, reducing the tax value of the assets more quickly than the accounting value

(ii) Non-trade tax losses not utilised as they arise are available for offset against non-trade income in future years

(iii) The trade tax losses relate to US losses that will be used based on restricted amounts in accordance with US tax legislation

(iv) The deferred tax on leases relates to future deductions arising from IFRS 16 adjustments

(v) The deferred tax asset for share-based payments relates to the market value of the shares accrued at the balance sheet date which will be deductible when the shares are exercised

(vi) The liability for intangible assets relates mainly to US goodwill that is deductible for tax purposes and as such the tax value reduces in value compared to the book value. This balance will increase year-on-year until the goodwill is fully depreciated for tax purposes. It will unwind upon any future sale of relevant goodwill. A deferred tax asset (£2.3 million) was created following the business acquisition in the period as the tax base of goodwill related to the acquisition of Deutsch & Deutsch is higher than the accounting base meaning that future tax relief is anticipated to exceed future accounting amortisation. This deferred tax asset will unwind over the 15 years of the tax amortisation period. Also refer to note (viii) below

(vii) Other temporary differences relate to timing differences whereby costs have been added back in the year but will be deductible in a later year, principally in the US

(viii) The deferred tax on business combinations in the prior year related to the acquired deferred tax liability on Roberto Coin Inc. intangibles (supply agreement and CENTO brand). This is included in (vi) intangible assets in FY26

The net deferred tax asset in the UK of £3.8 million is disclosed separately in the Consolidated Balance Sheet from the net deferred tax liability in the US of £19.5 million. The UK net deferred tax asset largely relates to a £6.0 million deferred tax asset on leases, a £0.4 million deferred tax asset on tax losses and a £1.1 million deferred tax asset on share-based payments, net of deferred tax liabilities on fixed asset differences (£3.7 million).

8. TAXATION (CONTINUED)

The deferred tax movement in the period is as follows:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Balance at 28 April 2025	(11.8)	(3.0)
RECOGNISED IN THE INCOME STATEMENT:		
Accelerated capital allowances	(6.1)	2.0
Pension benefit obligations	(0.2)	(0.2)
Movement on unused tax losses	(0.5)	(0.7)
Deferred tax on leases (IFRS 16)	0.2	1.2
Share-based payments	0.6	(1.3)
Intangible assets	(0.3)	(0.7)
Other temporary differences	(0.3)	4.6
RECOGNISED IN OTHER COMPREHENSIVE INCOME:		
Foreign exchange movements	0.1	0.2
RECOGNISED DIRECTLY WITHIN EQUITY:		
Share-based payments	0.3	0.4
Vested share-based payments	–	(0.4)
RECOGNISED DIRECTLY WITHIN GOODWILL:		
Deferred tax on business combination	2.3	(13.9)
Balance at 3 May 2026	**(15.7)**	**(11.8)**

Non-trade losses available in future years have no expiry date and have been fully recognised. They will be fully utilised against future non-trade profits as and when they arise. In addition to the deferred tax items above, the Group has additional unrecognised gross non-trading tax losses in the UK of £3.5 million (2025: £4.2 million). These are unrecognised as it is uncertain as to whether the losses will be capable of utilisation. There is no expiry date applicable to the use of these losses. No deferred tax asset has been recognised in respect of trading losses in the European countries on the basis that they are unlikely to be utilised.

Pillar Two legislation has been enacted or substantively enacted in certain jurisdictions in which the Group operates. This legislation was effective for the period ended 27 April 2025, and subsequent periods. The Group has performed an assessment of the Group's potential exposure to Pillar Two income taxes based on the financial performance of the constituent entities in the Group. Based on the assessment performed, the Pillar Two effective tax rates in all jurisdictions in which the Group operates are above 15%, or the results fall under a Pillar Two Safe Harbour. Management is not currently aware of any circumstances under which this might change for future periods and therefore the Group does not expect a potential exposure to Pillar Two top-up taxes.

9. EARNINGS PER SHARE (EPS)

	53 week period ended 3 May 2026	52 week period ended 27 April 2025
BASIC		
EPS	**42.6p**	**22.8p**
EPS adjusted for exceptional items	44.8p	40.8p
EPS adjusted for exceptional items and pre-IFRS 16	45.2p	41.6p
DILUTED		
EPS	**42.6p**	**22.7p**
EPS adjusted for exceptional items	44.8p	40.8p
EPS adjusted for exceptional items and pre-IFRS 16	45.2p	41.5p

Basic EPS is based on the profit for the year attributable to the equity holders of the Parent Company divided by the weighted average number of shares.

Diluted EPS is calculated by adjusting the weighted average number of shares used for the calculation of basic EPS as increased by the dilutive effect of potential ordinary shares.

The following table reflects the profit and share data used in the basic and diluted EPS calculations:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Profit after tax attributable to equity holders of the Parent Company	98.8	53.8
ADJUST FOR EXCEPTIONAL ITEMS:		
Exceptional items (note 4)	8.8	57.7
Tax on exceptional items	(3.6)	(15.0)
Profit adjusted for exceptional items attributable to equity holders of the Parent Company	**104.0**	**96.5**
Pre-exceptional IFRS 16 adjustments, net of tax	0.9	1.8
Profit adjusted for exceptional items and IFRS 16 attributable to equity holders of the Parent Company	**104.9**	**98.3**

The following table reflects the share data used in the basic and diluted EPS calculations:

WEIGHTED AVERAGE NUMBER OF SHARES:	53 week period ended 3 May 2026 '000	52 week period ended 27 April 2025 '000
Weighted average number of ordinary shares in issue	231,905	236,518
Weighted average shares for basic EPS	**231,905**	**236,518**
Weighted average dilutive potential shares	259	224
Weighted average shares for diluted EPS	**232,164**	**236,742**

10. INTANGIBLE ASSETS

	3 May 2026					
	Goodwill £m	Brands £m	Agency agreement £m	Licence with indefinite useful life £m	Computer software £m	Total £m
COST						
At 28 April 2025	**231.2**	**16.6**	**2.6**	**53.7**	**16.5**	**320.6**
Acquired on business acquisition (note 25)	15.9	3.0	–	–	–	18.9
Additions	–	–	–	–	3.3	3.3
Disposals	–	–	–	–	(0.9)	(0.9)
Foreign exchange differences	(1.8)	(0.3)	–	(1.0)	(0.1)	(3.2)
At 3 May 2026	**245.3**	**19.3**	**2.6**	**52.7**	**18.8**	**338.7**
ACCUMULATED AMORTISATION AND IMPAIRMENT						
At 28 April 2025	**–**	**4.6**	**2.0**	**–**	**9.9**	**16.5**
Charge for the period	–	1.0	0.3	–	2.2	3.5
Disposals	–	–	–	–	(0.9)	(0.9)
Foreign exchange differences	–	–	(0.1)	–	–	(0.1)
At 3 May 2026	**–**	**5.6**	**2.2**	**–**	**11.2**	**19.0**
NET BOOK VALUE						
At 3 May 2026	**245.3**	**13.7**	**0.4**	**52.7**	**7.6**	**319.7**
At 27 April 2025	231.2	12.0	0.6	53.7	6.6	304.1

	27 April 2025					
	Goodwill £m	Brands £m	Agency agreement £m	Licence with indefinite useful life £m	Computer software £m	Total £m
COST						
At 29 April 2024	199.3	14.1	2.8	–	15.6	231.8
Acquired on business acquisition (note 25)	37.5	3.4	–	57.2	–	98.1
Additions	–	–	–	–	3.6	3.6
Disposals	–	–	–	–	(2.6)	(2.6)
Foreign exchange differences	(5.6)	(0.9)	(0.2)	(3.5)	(0.1)	(10.3)
At 27 April 2025	**231.2**	**16.6**	**2.6**	**53.7**	**16.5**	**320.6**
ACCUMULATED AMORTISATION AND IMPAIRMENT						
At 29 April 2024	–	4.1	1.8	–	10.2	16.1
Charge for the period	–	0.8	0.3	–	2.2	3.3
Disposals	–	–	–	–	(2.4)	(2.4)
Foreign exchange differences	–	(0.3)	(0.1)	–	(0.1)	(0.5)
At 27 April 2025	**–**	**4.6**	**2.0**	**–**	**9.9**	**16.5**
NET BOOK VALUE						
At 27 April 2025	**231.2**	**12.0**	**0.6**	**53.7**	**6.6**	**304.1**
At 28 April 2024	199.3	10.0	1.0	–	5.4	215.7

The Brands category is formed of intangible assets recognised on the business combinations of Mayors Jewelers, Analog:Shift, Betteridge, CENTO (acquired as part of the Roberto Coin Inc. business combination), Hodinkee, and Deutsch & Deutsch.

As at 3 May 2026, the Mayors Jewelers' brand had a remaining useful economic life of 22 (2025: 23) years, the Betteridge brand had a remaining useful life of six (2025: seven) years, the CENTO brand had a remaining useful economic life of three (2025: four) years, the Hodinkee brand had a remaining useful economic life of eight (2025: nine) years, and the Deutsch & Deutsch brand had a remaining useful economic life of ten years.

The Agency agreement category is solely formed of the intangible assets recognised on the business combination in relation to the showrooms within the Wynn Resort, Las Vegas, acquired in December 2017. As at 3 May 2026, the Agency agreements had a remaining useful economic life of two (2025: three) years.

Impairment tests for indefinite useful life intangible assets

Indefinite useful life intangible assets, including a licence and goodwill assets, are allocated between groups of CGUs for the purposes of impairment testing. CGUs are grouped due to sharing centralised functions and management, and this represents the smallest identifiable group of assets that generate independent cash flows that are monitored by management and the CODMs.

Indefinite useful life intangible assets are monitored by management based on the categories set out below. Goodwill relating to the Heritage CGU consists of the Goldsmiths, Mappin & Webb and Watches of Switzerland businesses (included in the UK segment) which were purchased as part of the acquisition of Watches of Switzerland Group Limited (formerly Aurum Holdings Limited) in the period to 4 May 2014. Goodwill relating to the Watches of Switzerland (US) CGU consists of a number of US acquisitions which trade as Watches of Switzerland. The goodwill acquired as part of the Hodinkee business combination has been included in the Watches of Switzerland (US) goodwill number, as a large proportion of incremental revenue will be generated through the existing showroom network. The licence relates to a supply agreement with Roberto Coin S.p.A. that extends into perpetuity.

A summary of the groups of CGUs and allocation of goodwill held by the Group is presented below:

	3 May 2026 £m	27 April 2025 £m
Heritage (UK)	137.6	137.6
Watches of Switzerland (US)	30.8	31.4
Roberto Coin Inc. (US)	26.3	26.7
Betteridge (US)	20.5	20.9
Deutsch & Deutsch (US)	15.8	–
Mayors Jewelers (US)	11.4	11.5
The Wynn Resort, Las Vegas (US)	2.8	2.9
Analog:Shift (US)	0.1	0.2
Total	**245.3**	**231.2**

The licence amounting to £52.7 million (2025: £53.7 million) is held in relation to the Roberto Coin Inc. CGU.

As at each period end, the recoverable amount of all groups of CGUs, owned for greater than 12 months, has been determined based on value-in-use calculations. Value-in-use calculations are underpinned by the Group's forecasts, which have regard to historical performance and knowledge of the current market, together with management's view on the future achievable growth and committed initiatives. The cash flows which derive from the forecasts and strategic plans are pre-tax and include ongoing maintenance capital expenditure. Cash flows beyond year one are extrapolated using the estimated long-term growth rates. Other than detailed strategic plans, the key assumptions for the value-in-use calculations are the long-term growth rates and the pre-tax discount rate, which takes into account the impact of IFRS 16 lease liabilities. The UK used a long-term growth rate of 1.5% (2025: 2.0%) and a pre-tax discount rate of 13.9% (2025: 13.3%), and the US used a long-term growth rate of 2.0% (2025: 2.0%) and a pre-tax discount rate of 13.2% (2025: 13.1%).

Sensitivity analysis

Whilst management believes the assumptions are realistic, it is possible that an impairment would be identified if any of the above key assumptions were changed significantly. A sensitivity analysis has been performed on each of these key assumptions with other variables held constant. Given ongoing uncertainties in the global economy, management continues to use increased sensitivities. Despite this, management has concluded that there are no reasonably possible changes in any key assumptions that would cause the carrying amount of indefinite useful life intangible assets to exceed the value-in-use.

11. INTEREST IN JOINT VENTURE AND ASSOCIATES

The Group holds a 40% interest in Audemars Piguet (Manchester) Limited. The Group's interest in Audemars Piguet (Manchester) Limited is accounted for using the equity method in the Consolidated Financial Statements. Summarised financial information, based on its financial statements prepared in accordance with IFRS accounting standards, and reconciliation with the carrying amount of the investment in the Consolidated Financial Statements are set out below.

The showroom opened in May 2025, and the results in the prior period below reflect pre-opening costs incurred.

Summarised balance sheet of Audemars Piguet (Manchester) Limited

	3 May 2026 £m	27 April 2025 £m
Current assets	5.3	2.9
Non-current assets	9.1	5.3
Current liabilities	(4.4)	(1.0)
Non-current liabilities	(8.7)	(6.0)
Net assets	**1.3**	**1.2**

Summarised income statement of Audemars Piguet (Manchester) Limited

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Revenue	12.3	–
Result for the financial period	**–**	**(0.6)**
Total comprehensive loss	**–**	**(0.6)**
Group's share of result for the financial period	**–**	**(0.2)**

Reconciliation of the above summarised financial information to the carrying amount of the interest in Audemars Piguet (Manchester) Limited recognised in the Consolidated Financial Statements:

	3 May 2026 £m	27 April 2025 £m
Net assets	1.3	1.2
Proportion of the Group's ownership interest	0.5	0.5
Carrying amount of the Group's interest	**0.5**	**0.5**

12. PROPERTY, PLANT AND EQUIPMENT

	3 May 2026		
	Land and buildings £m	Fittings and equipment £m	Total £m
COST			
At 28 April 2025	2.2	382.1	384.3
Additions	–	68.3	68.3
Acquired on business acquisition (note 25)	–	6.5	6.5
Disposals	–	(20.9)	(20.9)
Disposals – exceptional items (note 4)	–	(1.2)	(1.2)
Foreign exchange differences	–	(2.6)	(2.6)
At 3 May 2026	**2.2**	**432.2**	**434.4**
ACCUMULATED DEPRECIATION			
At 28 April 2025	1.7	190.2	191.9
Charge for the period	0.1	43.3	43.4
Impairment – exceptional items (note 4)	–	4.9	4.9
Impairment reversal – exceptional items (note 4)	–	(1.4)	(1.4)
Disposals	–	(20.0)	(20.0)
Disposals – exceptional items (note 4)	–	(0.5)	(0.5)
Foreign exchange differences	–	(0.9)	(0.9)
At 3 May 2026	**1.8**	**215.6**	**217.4**
NET BOOK VALUE			
At 3 May 2026	**0.4**	**216.6**	**217.0**
At 27 April 2025	0.5	191.9	192.4

	27 April 2025		
	Land and buildings £m	Fittings and equipment £m	Total £m
COST			
At 29 April 2024	2.2	342.4	344.6
Additions	–	68.0	68.0
Acquired on business acquisition (note 25)	–	1.0	1.0
Disposals	–	(18.2)	(18.2)
Disposals – exceptional items (note 4)	–	(3.8)	(3.8)
Foreign exchange differences	–	(7.3)	(7.3)
At 27 April 2025	**2.2**	**382.1**	**384.3**
ACCUMULATED DEPRECIATION			
At 29 April 2024	1.6	151.6	153.2
Charge for the period	0.1	40.7	40.8
Impairment – exceptional items (note 4)	–	19.7	19.7
Disposals	–	(15.3)	(15.3)
Disposals – exceptional items (note 4)	–	(3.2)	(3.2)
Foreign exchange differences	–	(3.3)	(3.3)
At 27 April 2025	**1.7**	**190.2**	**191.9**
NET BOOK VALUE			
At 27 April 2025	**0.5**	**191.9**	**192.4**
At 28 April 2024	0.6	190.8	191.4

Assets under construction totalled £25.6 million at 3 May 2026 (2025: £13.1 million). During the year, additions amounted to £23.8 million (2025: £11.7 million), while £11.3 million (2025: £24.6 million) were completed and are now in operation. The cost of assets which continue to be used that have a £nil net book value (excluding impaired assets) total £69.4 million (2025: £48.8 million).

Impairment of property, plant and equipment and right-of-use assets

For impairment testing purposes, a CGU is defined as the smallest identifiable group of assets that generate independent cash flows which are monitored by management and the CODMs. The Group considers this to be showroom locations or offices. Each CGU is tested for impairment at the balance sheet date if any indicators of impairment have been identified.

The value-in-use of each CGU is calculated based on the Group's latest forecast cash flows, which have regard to historic performance and knowledge of the current market, together with the Group's views on the future achievable growth. Cash flows beyond year one are extrapolated using a long-term growth rate based on management's future expectations, with reference to forecast GDP growth. These growth rates do not exceed the long-term growth rate for the Group's operations in the relevant territory. Revenues used for showroom impairment include revenues generated by those showrooms only, and no overlay is made for ecommerce sales.

The key assumptions in the value-in-use calculations are the growth rates of sales and gross profit margins, long-term growth rates and the risk-adjusted pre-tax discount rates. Pre-tax discount rates are 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 country risk-free rate, equity risk premium and a risk adjustment (beta). The pre-tax discount rates are 13.9% (2025: 13.3%) in the UK and 13.2% (2025: 13.1%) in the US. Pre-tax discount rates are used to discount pre-tax cash flows. The post-tax discount rates, calculated in the same manner as the pre-tax discount rates, are 10.7% (2025: 10.5%) in the UK and 10.1% (2025: 10.4%) in the US.

During the period, the Group recognised a net exceptional impairment charge of £4.1 million relating to right-of-use assets, and £3.5 million relating to property, plant and equipment. The Group reviewed the profitability of its showroom network, taking into account the potential future impact on customer demand and increased costs. At 3 May 2026, following the impairment having been booked, all showroom asset values are supported by their value-in-use recoverable amount.

As disclosed in the accounting policies (note 1), the cash flows used within the impairment model are based on assumptions which are sources of estimation uncertainty and movements in these assumptions could lead to further impairments. Management has performed sensitivity analysis on the key assumptions in the impairment model using reasonably possible changes in these key assumptions across the showroom portfolio.

Reducing the expected FY27 sales by 5.0% and modelling this lower performance through the outer periods would result in an increased impairment charge of £2.1 million. A 2.0% increase in the discount rate would increase the impairment charge by £0.1 million. In combination, a 5.0% sales reduction and a 2.0% increase in discount rate would increase the impairment charge by £2.7 million. This analysis does not assume any improvement in macroeconomic conditions or interest rates. Reasonably possible changes of the other assumptions would have no further significant impact on the impairment charge.

13. LEASES

Group as a lessee

Right-of-use assets have been grouped into two groups being Properties and Other. Properties are defined as land and buildings leased for our showrooms and offices which are generally leased for between five and ten years with some office buildings leased for longer. Other leases are mainly motor vehicles which are in general leased for four years. There are several lease contracts that include extension and termination options and variable lease payments. Management assesses the lease term at inception based on facts and circumstances applicable to each property including the period over which the investment appraisal was initially considered.

Management reviews the retail lease portfolio on an ongoing basis, taking into account retail performance and future trading expectations. In certain instances, management may exercise break options, negotiate lease reductions or decide not to negotiate a lease extension at the end of the lease term. The most significant factor impacting future lease payments is the changes management chooses to make to the showroom portfolio.

A number of the retail property leases incur payments based on a percentage of revenue achieved at the location. Changes in future variable lease payments will typically reflect changes in the Group's retail revenues. In line with IFRS 16, variable lease payments which are not linked to an index are not included in the lease liability.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

Right-of-use assets

	Properties £m	Other £m	Total £m
At 28 April 2025	357.8	0.8	358.6
Additions	31.3	–	31.3
Acquired on business acquisition (note 25)	9.0	–	9.0
Lease surrenders and breaks	(8.2)	–	(8.2)
Impairment – exceptional items (note 4)	(5.0)	–	(5.0)
Impairment reversal – exceptional items (note 4)	0.9	–	0.9
Depreciation	(53.5)	(0.4)	(53.9)
Lease renewals	10.1	–	10.1
Lease modifications	(1.6)	–	(1.6)
Foreign exchange differences	(3.0)	–	(3.0)
At 3 May 2026	**337.8**	**0.4**	**338.2**

	Properties £m	Other £m	Total £m
At 29 April 2024	380.6	1.2	381.8
Additions	75.4	0.1	75.5
Acquired on business acquisition (note 25)	1.9	–	1.9
Lease surrenders and breaks	(15.4)	–	(15.4)
Impairment – exceptional items (note 4)	(26.8)	–	(26.8)
Depreciation	(54.0)	(0.5)	(54.5)
Depreciation – exceptional items (note 4)	(2.0)	–	(2.0)
Lease renewals	6.4	–	6.4
Lease modifications	1.1	–	1.1
Foreign exchange differences	(9.4)	–	(9.4)
At 27 April 2025	**357.8**	**0.8**	**358.6**

Set out below are the carrying amounts of lease liabilities and the movements during the period:

Lease liabilities

	Properties £m	Other £m	Total £m
At 28 April 2025	(454.1)	(0.5)	(454.6)
Additions	(29.9)	–	(29.9)
Acquired on business acquisition (note 25)	(9.0)	–	(9.0)
Lease surrenders and breaks	13.3	–	13.3
Interest (note 7)	(25.5)	–	(25.5)
Lease renewals	(10.1)	–	(10.1)
Lease modifications	0.7	–	0.7
Payments	83.5	0.4	83.9
Foreign exchange differences	3.6	–	3.6
At 3 May 2026	**(427.5)**	**(0.1)**	**(427.6)**

Lease liabilities

	Properties £m	Other £m	Total £m
At 29 April 2024	(459.3)	(1.1)	(460.4)
Additions	(73.0)	(0.1)	(73.1)
Acquired on business acquisition (note 25)	(1.9)	–	(1.9)
Lease surrenders and breaks	20.5	–	20.5
Interest (note 7)	(22.2)	–	(22.2)
Interest – exceptional items (note 4)	(2.2)	–	(2.2)
Lease renewals	(6.0)	–	(6.0)
Lease modifications	(1.2)	0.1	(1.1)
Payments	80.0	0.6	80.6
Foreign exchange differences	11.2	–	11.2
At 27 April 2025	**(454.1)**	**(0.5)**	**(454.6)**

The following are the amounts recognised in the Consolidated Income Statement:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Depreciation expense of right-of-use assets	(53.9)	(54.5)
Depreciation expense of right-of-use assets – exceptional items (note 4)	–	(2.0)
Interest expense on lease liabilities	(25.5)	(22.2)
Interest expense on lease liabilities – exceptional items (note 4)	–	(2.2)
Impairment of right-of-use assets – exceptional items (note 4)	(5.0)	(26.8)
Impairment reversal of right-of-use assets – exceptional items (note 4)	0.9	–
Gain on lease modifications and disposals	4.2	5.5
Expense relating to short-term leases (included within cost of sales)	(1.2)	(1.1)
Variable lease payments (included within cost of sales)	(3.9)	(5.0)
Total amount recognised in the Consolidated Income Statement	**(84.4)**	**(108.3)**

Rental expense for contracts not in the scope of IFRS 16 totalled £2.9 million (2025: £3.7 million). Contracts not in the scope of IFRS 16 are contracts that were considered to be leases under IAS 17 which do not meet the definition under IFRS 16, principally because the supplier is considered to have substantive substitution rights over the associated assets.

Total cash flows in relation to leases, as defined in IFRS 16, in the 53-week period ended 3 May 2026 are £90.1 million (2025: £87.5 million). This relates to payments of £58.4 million (2025: £56.2 million) of lease principal, £25.5 million (2025: £24.4 million) of lease interest, £5.0 million (2025: £5.8 million) of variable lease payments and £1.2 million (2025: £1.1 million) of other lease payments principally relating to short-term leases and leases in which tenancy has continued after the lease term has ended.

Maturity analysis of lease liabilities

The below table gives the undiscounted cash flows which relate to the leases recognised in line with IFRS 16. For leases which contain a break clause, the full liability to the end of the lease term is shown, unless highlighted in the narrative below.

	3 May 2026 £m	27 April 2025 £m
Within 1 year	80.5	78.0
Between 1 and 2 years	73.8	76.5
Between 2 and 3 years	74.5	73.4
Between 3 and 4 years	70.0	70.9
Between 4 and 5 years	58.8	65.7
Total for the periods thereafter	177.3	211.5
Total	**534.9**	**576.0**

As at 3 May 2026, nine (2025: 12) leases have cash flows that exceed ten years. The value of undiscounted cash flows greater than ten years totals £20.8 million (2025: £28.0 million).

13. LEASES (CONTINUED)

Future possible cash outflows not included in the lease liability

Some leases contain break clauses to provide operational flexibility. In some instances, the Group has identified certain leases where it is reasonably likely that a break will be served and as such has reflected this in the term of the lease. Potential future undiscounted lease payments not included in the reasonably certain lease term and hence not included in lease liabilities total £1.9 million (2025: £9.9 million).

Future increases or decreases in rentals linked to an index or rate, which is applicable to two properties, are not included in the lease liability until the change in cash flows take effect. Approximately 43.9% of leases (2025: 48.6%) will be subject to rent reviews in future periods with rental changes linked to rent reviews which typically occur on a five-year basis. The Group is committed to payments totalling £16.9 million (2025: £31.0 million) in relation to leases that have been agreed but have not yet commenced and as such, do not form part of the lease liability balance and are not included within the maturity analysis above.

Impairment of right-of-use assets

The Group has incurred an exceptional net impairment charge of £4.1 million (2025: £26.8 million) in the year in relation to right-of-use assets. Refer to note 12 for further disclosure relating to impairment of non-current assets including right-of-use assets.

14. TRADE AND OTHER RECEIVABLES

	3 May 2026		27 April 2025	
	Current £m	Non-current £m	Current £m	Non-current £m
Trade receivables	28.3	–	32.4	–
Other receivables	11.2	4.5	15.4	4.5
Allowance for expected credit losses	(0.4)	–	(0.9)	–
	39.1	**4.5**	**46.9**	**4.5**
Prepayments	9.4	–	9.1	–
Total	**48.5**	**4.5**	**56.0**	**4.5**

Included within trade receivables are amounts receivable from third parties which provide credit arrangements with our customers. Other receivables include supplier incentives, deposits, monies held in escrow in relation to business combinations (note 25), and tariff-related refunds. Prepayments relate mainly to prepaid property rates and service charges, and insurance and software prepayments. There are no material differences between the fair values and book values stated above.

Movements on the allowance for expected credit losses (ECLs) for impairment of trade and other receivables are as follows:

	3 May 2026 £m	27 April 2025 £m
Opening balance	0.9	0.5
Increase/(decrease) in allowance	3.0	(0.1)
Receivables written off as uncollectable	(3.5)	(0.1)
Acquired on business combination	–	0.6
Balance at period end	**0.4**	**0.9**

The receivables written off as uncollectable in the 53-week period to 3 May 2026 included a one-off write down of a department store debtor.

15. INVENTORIES

	3 May 2026 £m	27 April 2025 £m
Finished goods	435.2	439.0
Work in progress	17.1	8.4
Raw materials	5.8	–
Inventories	**458.1**	**447.4**

Work in progress comprises goods that are not yet available for resale due to repair or certification requirements. Raw materials consist of spare parts used in the repair process. The increase during the year reflects the reclassification of certain items into work in progress and raw materials. Prior-year comparative figures have not been restated, as the impact was not considered material.

Finished goods include right of return assets amounting to £7.0 million (2025: £6.6 million).

16. CASH AND CASH EQUIVALENTS

	3 May 2026 £m	27 April 2025 £m
Cash at bank and in hand	42.0	80.4
Cash in transit	23.1	18.5
Cash and cash equivalents	**65.1**	**98.9**

Included in cash and cash equivalents is restricted cash of £19.9 million (2025: £19.2 million).

17. TRADE AND OTHER PAYABLES

	3 May 2026		27 April 2025	
	Current £m	Non-current £m	Current £m	Non-current £m
Trade payables	(112.4)	–	(114.1)	–
Other taxation and social security	(18.1)	–	(19.5)	–
Accruals and deferred income	(104.5)	(7.3)	(121.3)	(4.6)
Purchase commitment for non-controlling interests (note 25)	(4.5)	(4.4)	–	–
Total	**(239.5)**	**(11.7)**	**(254.9)**	**(4.6)**

Trade payables do not bear interest and are generally settled within 30 to 60 days. Accruals and deferred income do not bear interest. Included within accruals is a refund liability of £11.6 million (FY25: £10.8 million).

18. PROVISIONS

	3 May 2026		27 April 2025	
	Current £m	Non-current £m	Current £m	Non-current £m
Dilapidations	(2.3)	(9.1)	(1.9)	(8.3)
Onerous contracts	(0.3)	(1.4)	(0.5)	(2.0)
Total	**(2.6)**	**(10.5)**	**(2.4)**	**(10.3)**

Movement of dilapidations provision

	53 week period ended 3 May 2026 £m
Opening balance	(10.2)
Increase in provision	(2.1)
Acquired on business acquisition	(0.2)
Utilised	1.1
Balance at period end	**(11.4)**

The dilapidations provision comprises obligations for showroom or office remediation costs to be incurred in compliance with applicable legal and environmental regulations together with constructive obligations stemming from established practice once the property leases have expired. The key estimates associated with calculating the provision relate to the cost of repair or replacement to perform the necessary remediation work as at the reporting date together with determining the year of retirement. Estimates are updated annually based on the total estimated remaining life of leases.

Movement of onerous contracts

	53 week period ended 3 May 2026 £m
Opening balance	(2.5)
Released to Income Statement	0.1
Utilised	0.7
Balance at period end	**(1.7)**

A provision is recognised for certain contracts with suppliers for which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received.

19. BORROWINGS

	3 May 2026 £m	27 April 2025 £m
NON-CURRENT		
Term loan	(92.1)	(93.9)
Multicurrency revolving loan facility	(30.0)	(101.2)
Associated capitalised transaction costs	1.6	2.3
Total borrowings	**(120.5)**	**(192.8)**

Interest is charged at US SOFR +1.65% to +2.70% for the term loan and UK SONIA +1.50% to +2.575% for the multicurrency revolving credit facility, both dependent on the leverage of the Group.

Analysis of net debt

	28 April 2025 £m	Cash flow £m	Non-cash changes[1] £m	Foreign exchange £m	3 May 2026 £m
Cash and cash equivalents	98.9	(33.6)	–	(0.2)	65.1
Term loan	(93.9)	–	–	1.8	(92.1)
Multicurrency revolving loan facility	(101.2)	71.7	–	(0.5)	(30.0)
Net debt excluding capitalised transaction costs (pre-IFRS 16)	**(96.2)**	**38.1**	**–**	**1.1**	**(57.0)**
Capitalised transaction costs	2.3	–	(0.7)	–	1.6
Net debt (pre-IFRS 16)	**(93.9)**	**38.1**	**(0.7)**	**1.1**	**(55.4)**
Lease liabilities	(454.6)	83.9	(60.5)	3.6	(427.6)
Net debt (post-IFRS 16)	**(548.5)**	**122.0**	**(61.2)**	**4.7**	**(483.0)**

1 Non-cash charges are principally a release of capitalised finance costs and lease liability interest charges, additions and revisions

The key covenant tests attached to all Group facilities are a measure of net debt to EBITDA, and the Fixed Charge Cover Ratio (FCCR) at each April and October. The facility covenants are on a pre-IFRS 16 basis and exclude share-based payment costs. Net debt to EBITDA is defined as the ratio of total net debt at the reporting date to the last 12-month Adjusted EBITDA. This ratio must not exceed 3. The FCCR is the ratio of Adjusted EBITDA plus rent to the total finance charge and rent for the 12 months to the reporting date. The covenant tests at October 2025 and April 2026 were comfortably met.

20. POST-EMPLOYMENT BENEFIT OBLIGATIONS

Defined contribution schemes

The Group operates two (2025: two) separate UK defined contribution pension schemes; a defined contribution scheme called the Watches of Switzerland Company Limited Pension Scheme which is a Group Personal Pension (GPP) scheme, and a second scheme also called the Watches of Switzerland Company Limited Pension Scheme which is a defined contribution multi-employer occupational pension scheme. The Group operates one (2025: one) US defined contribution pension scheme, called The Mayors Jewelers Inc. Scheme.

During the period to 3 May 2026, the pension charge for the period represents contributions payable by the Group to these schemes and amounted to £3.9 million (2025: £3.5 million). The Group has no legal or constructive obligation to pay further contributions to the fund once the contributions have been paid. Members' benefits are determined by the amount of contributions paid by the Group and the member, together with investment returns earned on the contributions arising from the performance of each individual's chosen investments and the type of pension the member chooses to buy at retirement. As a result, actuarial risk (that benefits will be lower than expected) and investment risk (that assets invested in will not perform in line with expectations) fall on the employee. The assets of the schemes are held separately from the assets of the Group in trustee administered funds.

Defined benefit scheme

The Group operates a defined benefit scheme, the Aurum Retirement Benefits Scheme. The pension scheme operates under the regulatory framework of The Occupational Pension Schemes Regulations 1996. This is an approved funded pension scheme. Defined benefit arrangements entitle employees to retirement benefits based on their final salary and length of service at the time of leaving the scheme, payable on attainment of retirement ages (or earlier death). The assets of the scheme are held separately from the assets of the Group in trustee administered funds. Contributions to the scheme are assessed in accordance with the advice of a qualified independent actuary. As a result of the valuation at 5 April 2023, contributions of £0.7 million per annum are being paid to the scheme until 5 April 2029, however, this will be reassessed upon the next triennial valuation in 2026. The Group is expecting to make total contributions of approximately £0.7 million in the 52-week period ending 2 May 2027.

By operating its defined benefit pension scheme, the Group is exposed to the risk that the cost of meeting its obligations is higher than anticipated. This could occur for several reasons, for example:

- Investment returns on the scheme's assets may be lower than anticipated, especially if falls in asset values are not matched by similar falls in the value of the scheme's liabilities
- The level of price inflation may be higher than that assumed, resulting in higher payments from the scheme
- Scheme members may live longer than assumed, for example due to unanticipated advances in medical healthcare. Members may also exercise (or not exercise) choices in a way that leads to increases in the scheme's liabilities, for example through early retirement or commutation of pension for cash
- Legislative changes could also lead to an increase in the scheme's liabilities

The scheme liabilities are calculated using a discount rate set with reference to corporate bond yields. If scheme assets underperform this yield, this will create a deficit.

A decrease in corporate bond yields will increase scheme liabilities, although that will be partially offset by an increase in the value of the scheme's bond holdings.

This scheme was closed on 28 February 2002 to new employees. There are nil (2025: nil) active employees within the scheme. The latest full actuarial valuation was carried out at 5 April 2023 and was updated for IAS 19 'Employee benefits' purposes to 3 May 2026 by a qualified independent actuary.

Income Statement

The components of the net defined benefit expense recognised in the Consolidated Income Statement are as follows:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Administrative expenses	(0.2)	(0.2)
Charge within labour costs and operating profit	**(0.2)**	**(0.2)**
Defined benefit charge to the Consolidated Income Statement	**(0.2)**	**(0.2)**
Defined contribution schemes	(3.9)	(3.5)
Total charge to the Consolidated Income Statement	**(4.1)**	**(3.7)**

20. POST-EMPLOYMENT BENEFIT OBLIGATIONS (CONTINUED)

Other comprehensive income

The components of the net defined benefit expense recognised in other comprehensive income are as follows:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Actuarial gains due to changes in financial assumptions	0.6	1.0
Actuarial losses due to experience adjustments	(0.1)	–
Loss on scheme assets greater than discount rate	(0.1)	(0.7)
Actuarial losses due to demographic changes	(0.2)	(0.2)
Actuarial gains recognised in other comprehensive income	**0.2**	**0.1**

Balance Sheet valuation

The net defined benefit pension amount recognised in the Consolidated Balance Sheet is analysed as follows:

	3 May 2026 £m	27 April 2025 £m
Bonds	13.0	13.1
Fair value of scheme assets	**13.0**	**13.1**
Present value of defined benefit obligation	(11.8)	(12.6)
Net pension asset	**1.2**	**0.5**

Scheme obligations

Changes in the present value of defined benefit pension obligations are analysed as follows:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Opening defined benefit obligation	(12.6)	(13.4)
Interest cost	(0.7)	(0.6)
Actuarial gains on defined benefit obligation	0.3	0.8
Benefits paid	1.2	0.6
Closing defined benefit obligation	**(11.8)**	**(12.6)**

Scheme assets

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

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Opening scheme assets	13.1	13.2
Return on scheme assets	0.7	0.7
Actuarial losses on pension scheme assets	(0.1)	(0.7)
Employer contributions	0.7	0.7
Benefits paid	(1.2)	(0.6)
Administrative expenses	(0.2)	(0.2)
Closing scheme assets	**13.0**	**13.1**

None of the pension arrangements directly invest in any of the Group's own financial instruments nor any property occupied by, or other assets used by, the Group. Schroders remain appointed as the scheme investment manager with a mandate to invest 60% in gilts, 25% in buy and maintain credit and 15% in secured finance. The investment strategy continues to hedge the scheme's funded interest rates and inflation risks associated with the liabilities measured on a gilts flat basis.

Principal assumptions

The IAS 19 (accounting) valuation of the defined benefit obligation was undertaken by an external qualified actuary as at 3 May 2026 using the projected unit credit method. The principal actuarial assumptions used in the valuation were as follows:

	3 May 2026	27 April 2025
Discount rate	6.20%	5.55%
Rate of future inflation – RPI	3.40%	3.15%
Rate of future inflation – CPI	2.80%	2.55%
Rate of increase in pensions in payment	3.15%	2.95%
Proportion of employees opting for a cash commutation	100.0%	100.0%

	3 May 2026		27 April 2025	
	Pensioner aged 65	Non-pensioner aged 45	Pensioner aged 65	Non-pensioner aged 45
Life expectancy at age 65 (years):				
Male	22	23	21	22
Female	24	25	24	25

The post-retirement mortality assumptions allow for expected increases to life expectancy. The life expectancies quoted for members currently aged 45 assume that they retire at age 65 (i.e. 20 years after the balance sheet date). The base mortality assumptions are in line with the standard S3PA year of birth tables. Future improvement trends have been allowed for in line with the CMI 2025 (2025: CMI 2023) series with a long-term trend towards 1.0% (2025: 1.0%) per annum.

The discount rate in the current and prior year has been derived using a full yield curve approach. The yield curve is based on the iBoxx AA-rated GBP Corporate Bond index and considers expected scheme cash flows at each duration. The expected average duration of the scheme's liabilities is 12 years.

The rate of retail price inflation (RPI) has been derived in a consistent way to the discount rate, so that it is appropriate to the term of the liabilities. The RPI assumption for the scheme allows for the inflation risk premium of 0.2% per annum (2025: 0.2% per annum).

The rate of consumer price inflation (CPI) is set at 0.6% lower (2025: 0.6% lower) than the assumption for retail price inflation, reflecting the long-term expected gap between the two indices.

Sensitivity analysis

The impact on the defined benefit obligation to changes in the financial and demographic assumptions is shown below:

	3 May 2026 £m	27 April 2025 £m
0.25% increase in discount rate	0.3	0.3
0.25% decrease in discount rate	(0.3)	(0.3)
0.25% increase in pension growth rate	(0.2)	(0.3)
0.25% decrease in pension growth rate	0.2	0.3
1 year increase in life expectancy	(0.3)	(0.4)
1 year decrease in life expectancy	0.3	0.4

Virgin Media Limited v NTL Pension Trustees II Limited legal case

On 16 June 2023, the High Court issued a ruling in respect of Virgin Media v NTL Pension Trustees II Limited (and others) calling into question the validity of rule amendments made between 6 April 1997 and 5 April 2016 to defined benefit pension schemes contracted-out on a salary-related basis. Relevant amendments to benefits within these pension schemes over this time required written confirmation from the Scheme Actuary that the 'Reference Scheme Test' would continue to be met. In the absence of such a confirmation, the Rule amendment would be void.

This decision was confirmed by the Court of Appeal in 2024, however the Government announced on 5 June 2025 that legislation would be introduced to give affected pension schemes the ability to retrospectively obtain written actuarial confirmation that historic benefit changes met the necessary standards. This effectively means that provided schemes did in fact continue to meet the 'Reference Scheme Test' following any rule amendments, obtaining a retrospective actuarial confirmation where necessary will resolve this issue entirely.

The Aurum Retirement Benefits Scheme includes benefits arising from having been contracted-out on a salary-related basis and we have identified five relevant amendments over the time period in question. The Company has not yet reviewed these with its legal adviser, however in the majority of the significant cases it is clear that the relevant documentation is in order as the S37 certification is present. Furthermore, given that retrospective actuarial confirmation would now be permitted if necessary, there is no cause to believe that the legal ruling will have any impact on the scheme, and by extension on the pensions disclosures required for accounting purposes.

21. EQUITY

	Nominal value £	Shares No.	Share capital £m	Share premium £m	Capital redemption reserve £m	Merger reserve £m	Other reserves £m	Retained earnings £m	Foreign exchange reserve £m
As at 27 April 2025	**0.0125**	**236,767,569**	**3.0**	**147.1**	**–**	**(2.2)**	**(13.3)**	**414.7**	**(9.7)**
Other comprehensive income, net of tax	–	–	–	–	–	–	–	99.0	(5.1)
Purchase of own shares for cancellation	–	–	–	–	–	–	(12.9)	–	–
Own shares cancelled	–	(3,465,947)	(0.1)	–	0.1	–	13.8	(0.9)	–
Purchase commitment for non-controlling interests (note 25)	–	–	–	–	–	–	(6.9)	–	–
Share-based payment charge	–	–	–	–	–	–	–	1.8	–
Share-based payments exercised	–	–	–	–	–	–	0.8	(0.8)	–
Tax on items credited to equity	–	–	–	–	–	–	–	0.3	–
As at 3 May 2026	**0.0125**	**233,301,622**	**2.9**	**147.1**	**0.1**	**(2.2)**	**(18.5)**	**514.1**	**(14.8)**

Share capital
233,301,622 ordinary shares of £0.0125 nominal value.

Share premium
This reserve represents the amount of proceeds received for shares in excess of their nominal value of £0.0125 per share.

Capital redemption reserve
The capital redemption reserve relates to the repurchase and cancellation of shares of the Company. During the year, the aggregate nominal value of shares cancelled and transferred to the capital redemption reserve was £43,324, resulting in a cumulative balance of £78,358 (2025: £35,034).

Merger reserve
This reserve arose as a consequence of a Group reorganisation which inserted the Company as the Parent Company of the Group.

Other reserves
Other reserves includes:

- £11.6 million of own shares purchased by the Group. These shares are held by an Employee Benefit Trust. The Group adopts a 'look-through' approach which, in substance, accounts for the Trust as an extension of the Group. Own shares are recorded at cost. At the year end the Group held 1,556,055 (2025: 1,889,509) own shares
- During the period to 27 April 2025, the Group announced a £25.0 million share buyback programme, of which £12.1 million of shares had been purchased for cancellation and £12.9 million of share buyback was committed and accrued in retained earnings at the end of the prior period. The outstanding £12.9 million share buyback was purchased, paid, and cancelled in the current period. £0.9 million of shares purchased in the prior period but paid and cancelled in the current period were transferred to retained earnings
- £6.9 million representing the difference between the carrying amount of the non-controlling interests derecognised as if the interests were acquired and the amount of the purchase commitment liability recognised at the reporting date. Further detail on the business acquisition is given in note 25

Foreign exchange reserve
This reserve represents the cumulative effect of foreign exchange differences in relation to the retranslation of the Group's subsidiaries which are denominated in a currency other than the Group's reporting currency of Pounds Sterling (£).

22. SHARE-BASED PAYMENTS

During the period to 3 May 2026, the Group operated four (2025: four) separate share-based payment schemes. The Group has granted a number of different equity-based awards to employees which it has determined to be share-based payments as detailed below.

Long-Term Incentive Plan (LTIP)
The LTIP is a discretionary executive share plan under which the Board may grant options over shares in Watches of Switzerland Group PLC, subject to pre-determined Adjusted EPS and Return on Capital Employed (ROCE) performance conditions. The Group grants awards with one to three-year performance periods. Grants vest and become exercisable after the performance period and are awarded as nil-cost options. There are no cash settlement alternatives.

Details of the share options outstanding are as follows:

	3 May 2026	27 April 2025
Outstanding at 27 April 2025	1,703,490	2,093,838
Granted	951,330	1,271,895
Exercised	(81,486)	(1,198,711)
Forfeited/lapsed	(294,236)	(463,532)
Outstanding at 3 May 2026	**2,279,098**	**1,703,490**

Exercisable price	£nil	£nil
Exercisable at period end	35,129	28,819
Average fair value at grant	£4.12	£4.87

Deferred Bonus Plan (DBP)

The DBP is a discretionary bonus plan under which the Board may issue one-third of a bonus in the form of conditional share awards in Watches of Switzerland Group PLC. The annual bonus is linked to annual earnings targets. Two-thirds of the bonus is settled in cash. The remaining third of the bonus is deferred as share options and accounted for as an equity-settled share-based payment. These deferred shares are subject to a three-year vesting period with no additional performance conditions except for continued employment. Deferred shares are awarded as nil-cost options. In the period ended 27 April 2025, the Remuneration Committee determined that the Deferred Bonus Plan is limited to Executive Directors who have not met the shareholding guidelines. Where an Executive Director has met their shareholding guideline, and for all other employees, annual bonuses are paid entirely in cash.

Details of the share options outstanding are as follows:

	3 May 2026	27 April 2025
Outstanding at 27 April 2025	146,558	372,886
Granted	–	27,541
Exercised	(18,652)	(251,975)
Forfeited/lapsed	–	(1,894)
Outstanding at 3 May 2026	**127,906**	**146,558**

Exercisable price	£nil	£nil
Exercisable at period end	70,312	40,203
Average fair value at grant	£6.82	£6.92

Save As You Earn (SAYE) (UK)/Employee Stock Purchase Plan (ESPP) (US)

The Company operated one (2025: two) SAYE schemes for UK employees and one (2025: one) ESPP scheme for US employees in the period.

Options are granted at the prevailing market rate less a discount of 15%, being exercisable after three years (UK employees) and two years (US employees) from the date of grant. The scheme permits a maximum saving of £500 (or US equivalent at the time of invitation) per month out of taxed income. SAYE/ESPP options are accounted for as an equity-settled award under IFRS 2.

Details of the share options outstanding are as follows:

	3 May 2026	27 April 2025
Outstanding at 27 April 2025	754,455	202,549
Granted	–	764,610
Forfeited	(179,062)	(212,704)
Outstanding at 3 May 2026	**573,393**	**754,455**

Exercisable price	£nil	£nil
Exercisable at period end	Nil	Nil
Average fair value at grant	£3.49	£3.99

FY22 Free share issue

During FY22, the Group issued 50 free shares to all colleagues who were employed by the Group on 15 December 2021. Employees were required to remain employed for a period of three years to earn the shares. The UK shares are administered through a Share Incentive Plan. The US shares are issued under the LTIP and subject to the Employee Benefit Trust. The Trust results are consolidated by the Group. During the year, the required three-year employment period ended, giving employees the option to exercise shares earned.

Details of the share options outstanding are as follows:

	3 May 2026	27 April 2025
Outstanding at 27 April 2025	48,600	73,450
Exercised	(6,350)	(16,700)
Forfeited	(2,200)	(8,150)
Outstanding at 3 May 2026	**40,050**	**48,600**

Exercisable price	£nil	£nil
Exercisable at period end	40,050	48,600
Average fair value at grant	£12.66	£12.66

22. SHARE-BASED PAYMENTS (CONTINUED)

Charged to the Consolidated Income Statement

The amounts recognised in the Consolidated Income Statement within administrative expenses (excluding employer's national insurance) in relation to these schemes were as follows:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
LTIP	1.4	0.4
DBP	0.1	0.7
SAYE/ESPP	0.3	0.5
Free shares	–	0.2
	1.8	**1.8**

Fair value of share schemes

The fair value of equity-settled share options and share awards granted is estimated at the date of grant using share option valuation models. The schemes are valued using the Black-Scholes model.

The following tables list the inputs to the models for options and share-based payment costs during the year:

	LTIP			
	3 May 2026	27 April 2025	28 Apr 2024	30 Apr 2023
Share price (£)	£3.27/£3.38	£4.14/£4.56	£4.89/£6.70	£7.51
Exercise price (£)	nil	nil	nil	nil
Dividend yield (%)	0.00%	0.00%	0.00%	0.00%
Risk-free interest rate (%)	3.86%	3.83%	4.39%	3.72%
Expected life of share option	1-3 yrs	1-3 yrs	3 yrs	3 yrs

	DBP		SAYE/ESPP
	27 April 2025	30 Apr 2023	3 May 2026
Share price (£)	£3.59	£7.56	£3.49
Exercise price (£)	nil	nil	nil
Dividend yield (%)	0.00%	0.00%	0.00%
Risk-free interest rate (%)	3.83%	3.71%	3.83%
Expected life of share option	4 yrs	4 yrs	UK 3 yrs US 2 yrs

No new schemes were entered into during the 53-week period ended 3 May 2026.

The Group did not enter into any share-based payment transactions with parties other than employees during the current period.

23. FINANCIAL INSTRUMENTS

Categories

	3 May 2026 £m	27 April 2025 £m
FINANCIAL ASSETS – HELD AT AMORTISED COST		
Trade and other receivables*	37.3	51.4
Cash and cash equivalents	65.1	98.9
Total financial assets	**102.4**	**150.3**
FINANCIAL LIABILITIES – HELD AT AMORTISED COST		
Interest-bearing loans and borrowings:		
Term loan (net of capitalised transaction costs)	(91.6)	(93.2)
Multicurrency revolving loan facility (net of capitalised transaction costs)	(28.9)	(99.6)
Trade and other payables**	(206.1)	(216.1)
	(326.6)	**(408.9)**
Lease liability (IFRS 16)	(427.6)	(454.6)
Total financial liabilities	**(754.2)**	**(863.5)**

* Excludes prepayments of £9.4 million (2025: £9.1 million) and other debtors £6.3 million (2025: £nil) that do not meet the definition of a financial instrument.

** Excludes other taxation and social security payables of £18.1 million (2025: £19.5 million), customer deposits of £9.1 million (2025: £4.3 million) and deferred income of £17.9 million (2025: £19.6 million) that do not meet the definition of a financial instrument.

Fair values

At 3 May 2026, the fair values of each category of the Group's financial instruments are materially the same as their carrying values in the Group's Consolidated Balance Sheet based on either their short maturity or, in respect of long-term borrowings, interest being incurred at a floating rate.

Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk and capital management framework and for establishing the Group's risk management policies.

The Group has exposure to the following risks arising from financial instruments:

- Liquidity risk
- Interest rate risk
- Credit risk
- Currency risk
- Capital risk

No significant changes were made in the objectives, policies and processes for managing capital during the periods ended 3 May 2026 and 27 April 2025.

Liquidity risk

The Group has generated sufficient cash from operations to meet its working capital requirements. Cash flow forecasting is performed in the operating entities of the Group. The Group monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits on any of its borrowing facilities.

The table below shows the maturity analysis of the undiscounted remaining contractual cash flows, including interest, of the Group's financial liabilities:

	3 May 2026			
	Less than one year £m	Between one and five years £m	Greater than five years £m	Total £m
Term loan	–	(92.1)	–	(92.1)
Multicurrency revolving loan facility	–	(30.0)	–	(30.0)
Trade and other payables	(194.4)	(11.7)	–	(206.1)
Lease liabilities (IFRS 16)	(80.5)	(277.1)	(177.3)	(534.9)
Total	**(274.9)**	**(410.9)**	**(177.3)**	**(863.1)**

	27 April 2025			
	Less than one year £m	Between one and five years £m	Greater than five years £m	Total £m
Term loan	–	(93.2)	–	(93.2)
Multicurrency revolving loan facility	–	(99.6)	–	(99.6)
Trade and other payables	(211.5)	(4.6)	–	(216.1)
Lease liabilities (IFRS 16)	(78.0)	(286.5)	(211.5)	(576.0)
Total	**(289.5)**	**(483.9)**	**(211.5)**	**(984.9)**

As at 3 May 2026, nine (2025: 12) leases have cash flows that exceed ten years. The value of undiscounted cash flows greater than ten years totals £20.8 million (2025: £28.0 million).

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations with floating interest rates.

The Group's policy is to maintain low levels of variable debt by managing the cash position of the business closely and ensuring that the debt position is minimised. The Group regularly refinances in order to obtain better rates for both long-term debt and short-term debt obligations. The Group uses strong cash positions to pay down long-term and short-term debt when possible in order to reduce the overall debt position.

23. FINANCIAL INSTRUMENTS (CONTINUED)

Interest rate risk – sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected.

The analysis has been prepared using the assumptions that:

- For floating rate assets and liabilities, the amount of the asset or liability outstanding at the balance sheet date is assumed to have been outstanding for the whole period
- Fixed rate financial instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of this analysis. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Interest rate increase of 0.5%	(0.6)	(1.0)
Interest rate decrease of 0.5%	0.6	1.0

Credit risk

Credit risk arises from cash and cash equivalents, credit sales and deposits with banks. Credit risk related to the use of treasury instruments is managed on a Group basis. This risk arises from transactions with banks, such as those involving cash and cash equivalents and deposits. To reduce the credit risk, the Group has concentrated its main activities with a group of banks that have secure credit ratings. For each bank, individual risk limits are set based on its financial position, credit ratings, past experience and other factors. The utilisation of credit limits is regularly monitored.

Management continually reviews specific balances for potential indicators of impairment. In the instance where an indicator is identified, management will determine overall recovery from a legal perspective and provide for any irrecoverable amounts.

Credit risk also arises from the recoverability of the Group's trade and other receivables. Trade and other receivables are only written off when the Group has exhausted all options to recover the amounts due and provided for in full when there is no reasonable expectation of recovery, which is the Group's definition of default. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of the debtor to engage in a repayment plan with the Group and a failure to make contractual payments. An ECL provision is then calculated on the remaining trade and other receivables.

The ageing analysis of the trade receivables is as follows:

	3 May 2026 £m	27 April 2025 £m
Not past due	25.5	22.8
Less than one month past due	1.1	3.9
One to two months past due	0.5	2.0
More than two months past due	1.2	3.7
Total	**28.3**	**32.4**

The maximum exposure to credit risk at the reporting date is the carrying value of each class of asset.

Currency risk

The exposure to currency risk is considered below:

	3 May 2026			
	Sterling £m	US Dollar £m	Other £m	Total £m
FINANCIAL ASSETS				
Trade and other receivables	12.5	23.5	1.3	37.3
Cash and cash equivalents	36.6	28.3	0.2	65.1
Total financial assets	**49.1**	**51.8**	**1.5**	**102.4**
FINANCIAL LIABILITIES				
Term loan	0.5	(92.1)	–	(91.6)
Multicurrency revolving loan facility	(28.9)	–	–	(28.9)
Trade and other payables	(88.4)	(105.2)	(12.5)	(206.1)
Lease liabilities	(235.7)	(190.5)	(1.4)	(427.6)
Total financial liabilities	**(352.5)**	**(387.8)**	**(13.9)**	**(754.2)**

	27 April 2025			
	Sterling £m	US Dollar £m	Other £m	Total £m
FINANCIAL ASSETS				
Trade and other receivables	18.5	32.9	–	51.4
Cash and cash equivalents	61.1	37.4	0.4	98.9
Total financial assets	**79.6**	**70.3**	**0.4**	**150.3**
FINANCIAL LIABILITIES				
Term loan	0.7	(93.9)	–	(93.2)
Multicurrency revolving loan facility	(88.4)	(11.2)	–	(99.6)
Trade and other payables	(106.7)	(104.8)	(4.6)	(216.1)
Lease liabilities	(265.5)	(186.5)	(2.6)	(454.6)
Total financial liabilities	**(459.9)**	**(396.4)**	**(7.2)**	**(863.5)**

Currency risk sensitivity

The following table demonstrates the sensitivity to a change in the US Dollar exchange rate, with all other variables held constant, and the impact upon the Group's profit after tax assuming that none of the US Dollar exposures are used as hedging instruments. Sensitivities have not been performed for any other currencies as the Group has no significant exposure in any other currency.

	(Increase)/ decrease in rate £m	Effect on profit after tax 53 week period ended 3 May 2026 £m	Effect on profit after tax 52 week period ended 27 April 2025 £m
US Dollar	(5%)	(2.7)	(1.9)
US Dollar	5%	3.0	2.1

Capital risk

The capital structure of the Group consists of debt, as analysed in note 19, and equity attributable to the equity holders of the Parent Company, comprising issued capital reserves and retained earnings as shown in the Consolidated Statement of Changes in Equity. The Group manages its capital with the objective that all entities within the Group continue as going concerns while maintaining an efficient structure to minimise the cost of capital.

The Directors carefully monitor the Group's long-term borrowings including the ability to service debt and long-term forecast covenant compliance.

The Group takes a disciplined approach to capital allocation with the objective to deliver long-term sustainable earnings growth whilst retaining financial capability to invest in developing our business and to execute our strategic priorities. The Group is well positioned to continue investing in elevating and expanding its existing showroom portfolio and to make complementary acquisitions which meet strict investment criteria and advance the Group's strategic objectives.

24. RELATED PARTY TRANSACTIONS

Key management personnel compensation

Total compensation of five (2025: four) key management personnel in the period to 3 May 2026 amounted to £4.3 million (2025: £2.1 million). Compensation includes salaries and other short-term employee benefits, post-employment benefits and other long-term benefits. Key management are eligible to receive discounts on goods purchased from the Group's trading companies. Such discounts are in line with discounts offered to all staff employed by Group companies. In addition to their salaries, the Group also contributes to post-employment defined contribution plans unless individuals choose to waive these employer contributions.

Key management are those individuals who have authority and responsibility for planning, directing and controlling the activities of the Group.

	53 week period ended 3 May 2026 £m	52 week period ended 27 April 2025 £m
Short-term employment benefits – fixed pay	1.7	1.5
Short-term employment benefits – variable pay	1.8	0.3
Share-based payments	0.8	0.3
Total	**4.3**	**2.1**

Other items to note

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this note.

A loan of £2.4 million (2025: £2.4 million) is receivable from Audemars Piguet (Manchester) Limited in which the Group holds a 40% interest. The Group earned interest income on the loan during the period of £0.1 million (2025: £0.1 million).

25. BUSINESS COMBINATIONS

Deutsch & Deutsch

On 22 January 2026, the Group, through a newly formed holding company Deutsch & Deutsch (WOS) LLC, acquired the trade and assets of four Deutsch & Deutsch showrooms. As consideration, Deutsch & Deutsch (WOS) LLC paid £32.0 million as cash consideration and issued equity units in Deutsch & Deutsch (WOS) LLC representing 12.19% NCI to the Sellers (Deutsch's of McAllen, Inc., Deutsch Bros of El Paso, Ltd., Deutsch's of Victoria II, LLC, and Relojs II, Ltd.). The acquisition further advances the Group's expansion strategy.

The business contributed revenue of £16.4 million from the 22 January 2026 acquisition date to 3 May 2026. The profit before tax contribution was £2.4 million in this initial start-up period.

The following table summarises the consideration paid for the acquisition, and the provisional fair value of assets and liabilities acquired at the acquisition date:

	£m
Total cash consideration	**32.0**
Provisional fair value of net assets acquired	
Inventories	8.7
Trade and other receivables	0.3
Intangibles – brand	3.0
Property, plant and equipment	6.5
Trade and other payables	(2.8)
Right-of-use assets	9.0
Lease liabilities	(9.0)
Deferred tax asset	2.3
Total identifiable net assets	**18.0**
Non-controlling interest measured using the Proportionate Share method	(1.9)
Goodwill	15.9
Total assets acquired	**32.0**

A deferred amount of £2.2 million is being held to cover the indemnification of certain acquisition balances for two years from the acquisition date.

The goodwill recognised is attributable to the profitability of the acquired showrooms and is expected to be deductible for tax purposes.

The Group has elected to measure the non-controlling interest using the Proportionate Share method giving a £1.9 million non-controlling interest valuation. The Group has granted put options to the non-controlling interests of Deutsch & Deutsch (WOS) LLC, resulting in the derecognition of the non-controlling interest at the reporting date and the recognition of a purchase commitment liability amounting to £8.9 million (see note 17). The amount recognised in the Consolidated Statement of Changes in Equity for the purchase commitment as at 3 May 2026 is £9.0 million following a £0.1 million foreign exchange movement.

The Group measured the acquired lease liabilities using the present value of the remaining lease payments at the date of acquisition. The right-of-use assets were measured at an amount equal to the lease liabilities, with consideration given to the terms of the lease relative to market terms.

If the business combination had taken place at the beginning of FY26, the contribution to the Group's revenue would have been £56.7 million and the contribution to profit before tax would have been £7.6 million.

Acquisition-related costs have been charged to exceptional items in the Consolidated Income Statement for the 53-week period ended 3 May 2026, as disclosed in note 4 to these Consolidated Financial Statements.

The values stated above are the initial assessment of the fair values of assets and liabilities on acquisition. These will be finalised within 12 months of the acquisition date.

Acquisitions completed in the prior 52 week period to 27 April 2025

Roberto Coin Inc.

On 8 May 2024, the Group signed and completed the acquisition of the entire share capital of Roberto Coin Inc., an associate company of Roberto Coin S.p.A. from Roberto Coin S.p.A., Peter Webster, Co-Founder and President of Roberto Coin Inc., and Pilar Coin. The acquisition completed for a total cash consideration of £106.2 million. Contingent consideration of £7.4 million was paid in the period, in addition to the £2.1 million net working capital true-up payment.

Luxury branded jewellery is a core pillar of the Group's growth strategy and the acquisition will significantly enhance our strategic positioning in the luxury branded jewellery market on a per capital basis.

The following table summarises the consideration paid for the acquisition net of £4.0 million of cash acquired, and the fair value of assets acquired at the acquisition date:

	£m
Total cash consideration net of cash acquired	**106.2**
Fair value of net assets acquired	
Inventories	53.9
Trade and other receivables	13.2
Intangibles – licence with indefinite useful life	57.2
Intangibles – brand	0.5
Property, plant and equipment	1.0
Trade and other payables	(32.3)
Provisions	(0.4)
Right-of-use assets	1.9
Lease liabilities	(1.9)
Deferred tax liability	(15.5)
Total identifiable net assets	**77.6**
Goodwill	28.6
Total assets acquired	**106.2**

At the prior period end an amount of £8.2 million, from the initial consideration paid, was held with a third-party on retention and reported within debtors. The full amount was paid in the period.

The goodwill recognised was attributable to the profitability of the acquired business and is deductible for tax purposes.

25. BUSINESS COMBINATIONS (CONTINUED)

Hodinkee, Inc.

On 3 October 2024, the Group signed and completed the acquisition of the trade and assets of Hodinkee, Inc., a digital editorial content provider for luxury watch enthusiasts. As part of the transaction, the entire share capital of Hodinkee Insurance Holdings Inc. was acquired to retain the licence to sell insurance. The acquisition completed for a total cash consideration of £10.7 million. The acquisition allows the Group to leverage existing growth opportunities by growing sector leadership online, and also further enhances the Group's ability to capture market share, particularly in the fast growing US market.

The following table summarises the consideration paid for the acquisition, and the fair value of assets acquired at the acquisition date:

	£m
Total cash consideration net of cash acquired	**10.7**
Fair value of net assets acquired	
Inventories	0.2
Trade and other receivables	0.1
Intangibles – brand	2.9
Trade and other payables	(1.4)
Total identifiable net assets	**1.8**
Goodwill	8.9
Total assets acquired	**10.7**

At the prior period end an amount of £0.6 million, from the initial consideration paid, was held with a third-party on retention and reported within debtors. As at 3 May 2026 an amount of £0.4 million continues to be held.

The goodwill recognised was attributable to the profitability of the acquired business and is deductible for tax purposes.

26. CONTINGENT LIABILITIES

From time to time, the Group may be subject to complaints and litigation from its clients, employees, suppliers and other third parties. Such complaints and litigation may result in damages or other losses, which may not be covered by the Group's insurance policies or which may exceed any existing coverage. These are not expected to result in a material liability to the Group.

27. POST-BALANCE SHEET EVENTS

No post-balance sheet events have been identified.

COMPANY BALANCE SHEET
AS AT 3 MAY 2026

	Note	3 May 2026 £m	27 April 2025 £m
FIXED ASSETS			
Investments	C2	471.9	471.9
CURRENT ASSETS			
Debtors: amounts receivable within one year	C3	1.0	0.2
CURRENT LIABILITIES			
Creditors: amounts falling due within one year	C4	–	(13.7)
Net current assets/(liabilities)		**1.0**	**(13.5)**
Net assets		**472.9**	**458.4**
EQUITY			
Share capital	C6	2.9	3.0
Share premium	C6	147.1	147.1
Capital redemption reserve	C6	0.1	–
Other reserves	C6	(11.6)	(13.3)
Retained earnings		334.4	321.6
Total equity		**472.9**	**458.4**

The Company's profit after tax was £12.7 million (2025: £9.4 million). The profit in year is a result of a dividend received which allowed repayment of management recharges from subsidiary entities, and enabled the purchase of shares in respect of the share buyback.

The Financial Statements were approved and authorised for issue by the Board and were signed on its behalf by:

L A ROMBERG
CHIEF FINANCIAL OFFICER
Date: 13 July 2026

The notes on pages 257 to 260 form part of these Financial Statements.

Company number: 11838443

COMPANY STATEMENT OF CHANGES IN EQUITY
AS AT 3 MAY 2026

	Share capital £m	Share premium £m	Capital redemption reserve £m	Other reserves £m	Retained earnings £m	Total equity attributable to owners £m
Balance at 28 April 2024	**3.0**	**147.1**	**–**	**(23.4)**	**345.5**	**472.2**
Profit for the financial period	–	–	–	–	9.4	9.4
Purchase of own shares for cancellation	–	–	–	(12.1)	–	(12.1)
Own shares cancelled	–	–	–	11.3	(11.3)	–
Committed share buyback	–	–	–	–	(12.9)	(12.9)
Share-based payments charge	–	–	–	–	1.8	1.8
Share-based payments exercised	–	–	–	10.9	(10.9)	–
Balance at 27 April 2025	**3.0**	**147.1**	**–**	**(13.3)**	**321.6**	**458.4**
Profit for the financial period	–	–	–	–	12.7	12.7
Purchase of own shares for cancellation	–	–	–	(12.9)	–	(12.9)
Own shares cancelled	(0.1)	–	0.1	13.8	(0.9)	12.9
Share-based payments charge	–	–	–	–	1.8	1.8
Share-based payments exercised	–	–	–	0.8	(0.8)	–
Balance at 3 May 2026	**2.9**	**147.1**	**0.1**	**(11.6)**	**334.4**	**472.9**

C1. GENERAL INFORMATION

Watches of Switzerland Group PLC (the 'Company') is a public limited company, limited by shares, which is listed on the London Stock Exchange and incorporated and domiciled in England and Wales. The registered number is 11838443 and the address of the registered office is Aurum House, 2 Elland Road, Braunstone, Leicester, LE3 1TT.

These Financial Statements present information about the Company as an individual undertaking and not about its Group. The Financial Statements of Watches of Switzerland Group PLC have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland' (FRS 102) and the Companies Act 2006. The Financial Statements are presented in Pounds Sterling (£), which is the Group's presentational currency, and are shown in £millions to one decimal place.

Accounting policies

The accounting policies set out in the notes below have been applied in preparing the Financial Statements for the 53-week period ended 3 May 2026 and the comparative information presented in these Financial Statements for the 52-week period ended 27 April 2025.

The Company is included within the Consolidated Financial Statements of Watches of Switzerland Group PLC. The Consolidated Financial Statements of Watches of Switzerland Group PLC are prepared in accordance with IFRS and are publicly available. In these Financial Statements, the Company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

– The requirement to prepare a statement of cash flows

– Certain disclosures in relation to share-based payments

– Key Management Personnel compensation

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the Company is not presented as part of the Financial Statements. The Company's accounting policies are the same as those set out in note 1 of the Consolidated Financial Statements, unless noted below.

Investments

Investments in subsidiaries are measured at cost less accumulated impairment. Where merger relief is applicable, the cost of the investment in a subsidiary undertaking is measured at the nominal value of the shares issued together with the fair value of any additional consideration paid.

Impairment

The carrying values of non-financial assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any impairment loss arises, the asset is adjusted to its estimated recoverable amount and the difference is recognised in the Income Statement.

Trade and other debtors/creditors

Trade and other debtors are recognised initially at transaction price plus attributable transaction costs. Trade and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

Share-based payments

Some employees (including senior executives) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The fair value of the equity-settled awards is calculated at grant date using a Black-Scholes model. The resulting cost is charged in the Income Statement over the vesting period of the option or award and is regularly reviewed and adjusted for the expected and actual number of options or awards vesting. This applies to LTIP Awards, Deferred Share Bonus Schemes, Save as You Earn and Employee Stock Purchase Plan Awards, and Free Share Awards.

Service and non-service performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. No expense is recognised for awards that do not ultimately vest because of non-market performance and/or service conditions that have not been met.

The social security contributions payable in connection with the grant of the share options is determined at each balance sheet date as a liability with the total cost recognised in the Income Statement over the vesting period.

Own shares held

Own shares represent the shares of Watches of Switzerland Group PLC that are held in an Employee Benefit Trust which has been set up for this purpose. The Company adopts a 'look-through' approach which, in substance, accounts for the Trust as an extension of the Company. Own shares are recorded at cost and are deducted from equity.

Financial risk management

The Company's financial risk is managed as part of the Group's strategy and policies as discussed in note 23 to the Consolidated Financial Statements.

Company result for the period

In accordance with the exemption allowed by Section 408(3) of the Companies Act 2006, the Company has not presented its own Income Statement or Statement of Comprehensive Income.

Directors' remuneration and staff numbers

The Company has no employees other than the Directors, who did not receive any remuneration for their services directly from the Company in either the current or preceding period. Refer to note 24 to the Group Financial Statements for Key Management Personnel compensation.

External Auditor's remuneration

The remuneration paid to the External Auditor in relation to the audit of the Company is disclosed in note 5 to the Consolidated Financial Statements. The fees for the audit of the Company's Financial Statements are borne by a subsidiary of the Company and are not recharged.

C2. FIXED ASSET INVESTMENTS

Our activities and interests are operated through subsidiaries, joint ventures and associates which are subject to the laws and regulations of many different jurisdictions. As at 3 May 2026:

Entity	Principal activity	Country of incorporation	Registered office	Type of share held by the Group	Proportion of ordinary shares held by Group companies
Jewel UK Midco Limited*	Intermediate holding company	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Jewel UK Bidco Limited	Intermediate holding company	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Watches of Switzerland Operations Limited	Intermediate holding company	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Aurum Acquisitions Limited	Intermediate holding company	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Watches of Switzerland Company Limited	Retailer	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Mappin & Webb Limited	Non-trading	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Goldsmiths Limited	Dormant	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
WoS Dormant 1 Limited	Dormant	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
WoS Dormant 2 Limited	Dormant	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Aurum Insurance (Guernsey) Limited**	Captive insurance company	Guernsey	Heritage Hall, Le Marchant Street, St Peter Port, Guernsey GY1 4JH	Ordinary	100%
Watches of Switzerland Limited	Dormant	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary & redeemable preference	100%
Aurum Pension Trustees Limited	Pension trustee company	England and Wales	Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT	Ordinary	100%
Audemars Piguet (Manchester) Limited	Trading	England and Wales	Audemars Piguet (UK) Limited, 82-84 Grosvenor Street, 1st Floor, London W1K 3JZ	Ordinary	40%
Watches of Switzerland Group USA Inc	Holding company	USA	3340 NW 53rd Street, Suite 402, Fort Lauderdale, Florida 33309	Ordinary	100%
Watches of Switzerland (Nevada) LLC	Retailer	USA	3340 NW 53rd Street, Suite 402, Fort Lauderdale, Florida 33309	Ordinary	100%
Watches of Switzerland (A/S) LLC	Retailer	USA	3340 NW 53rd Street, Suite 402, Fort Lauderdale, Florida 33309	Ordinary	100%
Watches of Switzerland LLC	Retailer	USA	3340 NW 53rd Street, Suite 402, Fort Lauderdale, Florida 33309	Ordinary	100%
Mayors Jewelers LLC	Retailer	USA	3340 NW 53rd Street, Suite 402, Fort Lauderdale, Florida 33309	Ordinary	100%
Roberto Coin Inc.	Wholesaler and Retailer	USA	579 5th Avenue, 17th Floor, New York 10017	Ordinary	100%
Deutsch & Deutsch (WOS) LLC	Retailer	USA	1209 Orange Street, Wilmington, Delaware 19801	Ordinary	87.81%
RC Employee Services LLC	Non-trading	USA	579 5th Avenue, 17th Floor, New York 10017	Ordinary	100%
RBC 100 LLC	Non-trading	USA	579 5th Avenue, 17th Floor, New York 10017	Ordinary	100%
Hodinkee LLC	Holding	USA	13450 W. Sunrise Blvd. Suite 500, Sunrise FL 33323	Ordinary	100%
Hodinkee Insurance Holding Inc.	Holding	USA	255 Centre Street, 4th Floor, New York 10013	Ordinary	100%
Hodinkee Insurance Agency Inc.	Trading	USA	255 Centre Street, 4th Floor, New York 10013	Ordinary	100%
Mayors Jewelers of Florida LLC	Retailer	USA	3340 NW 53rd Street, Suite 402, Fort Lauderdale, Florida 33309	Ordinary	100%
Watches of Switzerland Group (Denmark) Aps	Non-trading	Denmark	Store Kongensgade 68, 1264 København K, Denmark	Ordinary	100%
WOSG (Germany) GmbH	Non-trading	Germany	Maximiliansplatz 17, 80333, Munchen, Germany	Ordinary	100%

* Investment in Jewel UK Midco is directly held. All other investments are indirectly held
** Results of this company are fully taxable in the UK as a controlled foreign company

All subsidiary undertakings are included in the Consolidated Financial Statements. The proportion of the voting rights in the subsidiary undertakings held directly by the Company do not differ from the proportion of ordinary shares held.

Investment in subsidiaries at the period end was as follows:

	3 May 2026 £m	27 April 2025 £m
Investment in subsidiaries	**471.9**	471.9

Investments in Company undertakings are recorded at cost, which is the fair value of the consideration paid.

C3. DEBTORS: AMOUNTS RECEIVABLE WITHIN ONE YEAR

	3 May 2026 £m	27 April 2025 £m
Amounts owed by Group undertakings	**1.0**	0.2

Amounts owed by Group undertakings are unsecured and repayable on demand.

C4. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	3 May 2026 £m	27 April 2025 £m
Other creditors	**–**	(13.7)

At 27 April 2025, other creditors included £13.7 million in respect of the share buyback programme, which was settled in the current period.

C5. FINANCIAL INSTRUMENTS

	3 May 2026 £m	28 April 2024 £m
FINANCIAL ASSETS – HELD AT AMORTISED COST		
Amounts owed by Group undertakings	**1.0**	0.2
FINANCIAL LIABILITIES – HELD AT AMORTISED COST		
Other creditors	**–**	(13.7)

C6. EQUITY

	Nominal value £	Shares No.	Share capital £m	Share premium £m	Capital redemption reserve £m	Other reserves £m	Retained earnings £m
As at 27 April 2025	**0.0125**	**236,767,569**	**3.0**	**147.1**	**–**	**(13.3)**	**321.6**
Profit for the financial period	–	–	–	–	–	–	12.7
Purchase of own shares for cancellation	–	–	–	–	–	(12.9)	–
Own shares cancelled	–	(3,465,947)	(0.1)	–	0.1	13.8	(0.9)
Share-based payments charge	–	–	–	–	–	–	1.8
Share-based payments exercised	–	–	–	–	–	0.8	(0.8)
As at 3 May 2026	**0.0125**	**233,301,622**	**2.9**	**147.1**	**0.1**	**(11.6)**	**334.4**

Share capital
233,301,622 ordinary shares of £0.0125 nominal value.

Share premium
This reserve represents the amount of proceeds received for shares in excess of their nominal value of £0.0125 per share.

Capital redemption reserve
The capital redemption reserve relates to the repurchase and cancellation of shares of the Company. During the year, the aggregate nominal value of shares cancelled and transferred to the capital redemption reserve was £43,324, resulting in a cumulative balance of £78,358 (2025: £35,034).

Other reserves
Other reserves represent own shares purchased by the Company. These shares are held by an Employee Benefit Trust. The Company adopts a 'look-through' approach which, in substance, accounts for the Trust as an extension of the Company. Own shares are recorded at cost. At the year end the Company held 1,556,055 (2025: 1,889,509) own shares.

During the period to 27 April 2025, the Company announced a £25.0 million share buyback programme, of which £12.1 million of shares had been purchased for cancellation and £12.9 million of share buyback was committed and accrued in retained earnings in the prior period. The outstanding £12.9 million share buyback was purchased, paid, and cancelled in the current period. £0.9 million of shares purchased in the prior period but paid and cancelled in the current period were transferred to retained earnings.

C7. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemptions under FRS 102.33 'Related Party Transactions' for wholly owned subsidiaries not to disclose intra-group transactions.

C8. SHARE-BASED PAYMENTS

Details of the Company's share-based payments are disclosed within note 22 to the Consolidated Financial Statements.

C9. GUARANTEES

At the date of signing the accounts, the Company has provided cross guarantee arrangements to Barclays Bank PLC, BNP Paribas London Branch, Citibank N.A. London Branch, Fifth Third Bank National Association, HSBC UK Bank PLC, Lloyds Bank PLC, National Westminster Bank PLC, Northern Bank Limited Trading as Danske Bank and Crédit Industriel et Commercial London Branch in respect of the obligations of certain fellow subsidiary undertakings in relation to the Group's lending facilities.

C10. POST-BALANCE SHEET EVENTS

No post-balance sheet events have been identified.

GLOSSARY

ALTERNATIVE PERFORMANCE MEASURES

The Directors use Alternative Performance Measures (APMs) as they believe these measures provide additional useful information on the underlying trends, performance and position of the Group. These measures are used for performance analysis. The APMs are not defined by IFRS and therefore may not be directly comparable with other companies' APMs. These measures are not intended to be a substitute for, or superior to, IFRS measures.

The majority of the Group's APMs are on a pre-IFRS 16 basis. This aligns with the management reporting used to inform business decisions, investment appraisals, incentive schemes and banking covenants.

To ensure APMs are balanced between Financial and Non-Financial performance, and to align to current business segments, 4-wall EBITDA % has been removed.

EBITDA, ADJUSTED EBITDA AND ADJUSTED EBIT MARGIN

For each of these areas as defined in the Glossary, the Group shows the measures as a percentage of Group revenue.

Why used

Profitability as a percentage of Group revenue is shown to understand how effectively the Group is managing its cost base.

Reconciliation to IFRS measures

£million	FY26	FY25
Revenue	**1,827.9**	**1,651.5**
Net margin	651.3	598.6
	35.6%	36.3%
EBITDA (unadjusted)	208.2	199.4
	11.4%	12.1%
Adjusted EBITDA	202.2	192.3
	11.1%	11.6%
Adjusted EBIT (segmental profit)	154.8	149.7
	8.5%	9.1%

ADJUSTED EARNINGS BEFORE INTEREST AND TAX (ADJUSTED EBIT)

Operating profit before exceptional items and IFRS 16 impact.

Why used

Measure of profitability that excludes one-off exceptional costs and IFRS 16 adjustments to allow for comparability between years.

This measure was linked to management incentives in the financial year.

Reconciliation to IFRS measures

Reconciled in note 2 to the Consolidated Financial Statements.

ADJUSTED EARNINGS BEFORE INTEREST, TAX, DEPRECIATION AND AMORTISATION (ADJUSTED EBITDA)

EBITDA before exceptional items presented in the Group's Consolidated Income Statement. Shown on a continuing basis and before the impact of IFRS 16.

Why used

Measure of profitability that excludes one-off exceptional items and IFRS 16 adjustments to provide comparability between years. This measure was linked to management incentives in the financial year.

Reconciliation to IFRS measures

Reconciled within note 2 to the Consolidated Financial Statements.

ADJUSTED EARNINGS PER SHARE (ADJUSTED EPS)

Basic Earnings Per Share before exceptional items and IFRS 16 impact.

Why used

Measure of profitability that excludes one-off exceptional items and IFRS 16 adjustments to provide comparability between years. This measure was linked to management incentives in the financial year.

Reconciliation to IFRS measures

Reconciled within note 9 to the Consolidated Financial Statements.

ADJUSTED PROFIT BEFORE TAX (ADJUSTED PBT)

Profit before tax before exceptional items and IFRS 16 impact.

Why used

Measure of profitability that excludes one-off exceptional items and IFRS 16 adjustments to provide comparability between years.

Reconciliation to IFRS measure

£million	FY26	FY25
Segment profit (as reconciled in note 2 to the Consolidated Financial Statements)	154.8	149.7
Net finance costs excluding exceptional items (note 7)	(36.5)	(35.8)
IFRS 16 lease interest (note 13)	25.5	22.2
Reversal of pre-IFRS 16 onerous lease interest	(0.4)	–
Adjusted profit before tax	**143.4**	**136.1**

AVERAGE RETAIL SELLING PRICE (ASP)

ASP represents gross revenue generated in the period from sales of the category, divided by the total number of units of such products sold during the period. This metric is a measure of sales performance.

Why used

Measure of sales performance.

Reconciliation to IFRS measures

Not applicable.

CONSTANT CURRENCY BASIS

Results for the period had the exchange rates remained constant from the comparative period.

Why used

Measure of revenue growth that excludes the impact of foreign exchange.

Reconciliation

Revenue	(£/US$ million)
FY26 Group revenue (£)	1,827.9
FY26 US revenue ($)	1,245.0
FY26 US revenue (£) @ FY26 exchange rate	927.2
FY26 US revenue (£) @ FY25 exchange rate	972.0
FY26 Group revenue (£) at constant currency	**1,872.7**

Adjusted EBIT	(£/US$ million)
FY26 Group adjusted EBIT (£)	154.8
FY26 US adjusted EBIT ($)	128.1
FY26 US adjusted EBIT (£) @ FY26 exchange rate	95.4
FY26 US adjusted EBIT (£) @ FY25 exchange rate	100.0
FY26 Group adjusted EBIT (£) at constant currency	**159.4**

FY26 exchange rate	£1:$1.34
FY25 exchange rate	£1:$1.28

EARNINGS BEFORE INTEREST, TAX, DEPRECIATION AND AMORTISATION (EBITDA)

EBITDA before exceptional items presented in the Group's Consolidated Income Statement. Shown on a continuing basis before the impact of IFRS 16 and showroom opening and closing costs. These costs include rent (pre-IFRS 16), rates, payroll and other costs associated with the opening or closing of showrooms, or during closures when refurbishments are taking place.

Why used

Measure of profitability that excludes one-off exceptional and non-underlying items, IFRS 16 adjustments and showroom opening and closing costs to allow for comparability between years.

Reconciliation to IFRS measures

£million	FY26	FY25
Adjusted EBITDA	202.2	192.3
Showroom opening and closing costs	6.0	6.9
Share of result of joint venture and associates	–	0.2
EBITDA	**208.2**	**199.4**

EXCEPTIONAL ITEMS

Items that in the judgement of the Directors need to be disclosed by virtue of their size, nature or incidence, in order to draw the attention of the reader and to show the underlying business performance of the Group.

Why used

Draws the attention of the reader and shows the items that are significant by virtue of their size, nature or incidence.

Reconciliation to IFRS measures

Disclosed in note 4 to the Group's Consolidated Financial Statements.

FREE CASH FLOW

Cash flow shown on a pre-IFRS 16 basis excluding expansionary capex, acquisitions of subsidiaries, exceptional items, financing activities and the purchase of own shares.

Why used

Represents the cash generated from operations including maintenance of capital assets. Demonstrates the amount of available cash flow for discretionary activities such as expansionary capex, dividends or acquisitions

Reconciliation to IFRS measures

£million	FY26	FY25
Net decrease in cash and cash equivalents	(33.6)	(15.4)
Net financing cash flow	182.1	21.1
Interest paid	(12.7)	(13.4)
Lease payments	(83.9)	(80.6)
Acquisitions	39.3	106.9
Investment in joint venture and associates	–	0.7
Exceptional items – cash (note 4)	5.0	8.6
Expansionary capex	65.9	72.6
Disposal of property, plant and equipment	(0.4)	(2.7)
Free cash flow	**161.7**	**97.8**

FREE CASH FLOW CONVERSION

Free cash flow divided by Adjusted EBITDA.

Why used

Measurement of the Group's ability to convert profit into free cash flow.

Reconciliation to IFRS measures

Free cash flow of £161.7 million divided by Adjusted EBITDA of £202.2 million shown as a percentage.

LIQUIDITY HEADROOM

Liquidity headroom is unrestricted cash plus undrawn available facilities.

Why used

Liquidity headroom shows the amount of unrestricted funds available to the Group.

Reconciliation to IFRS measures

£million	FY26	FY25
Multicurrency revolving credit facility	275.0	275.0
Term loan ($125.0 million USD)	92.1	93.9
Total facility	**367.1**	**368.9**
Facility drawn	(122.1)	(195.1)
Unrestricted cash (note 16)	45.2	79.7
Total headroom	**290.2**	**253.5**

NET CASH/(DEBT)

Total borrowings (excluding capitalised transaction costs) less cash and cash equivalents and excluding IFRS 16 lease liabilities.

Why used

Measures the Group's indebtedness.

Reconciliation to IFRS measures

Reconciled in note 19 to the Consolidated Financial Statements.

NET MARGIN

Revenue less inventory recognised as an expense, commissions paid to the providers of interest-free credit and inventory provision movements.

Why used

Measures the profit made from the sale of inventory before showroom or overhead costs.

Reconciliation to IFRS measures

£million	FY26	FY25
Revenue	1,827.9	1,651.5
Inventory recognised as an expense	(1,182.4)	(1,064.4)
Other inc. supplier incentives	5.8	11.5
Net margin	**651.3**	**598.6**

RETURN ON CAPITAL EMPLOYED (ROCE)

ROCE is defined as Adjusted EBIT divided by average capital employed, calculated on a Last Twelve Months (LTM) basis. Average capital employed is total assets less current liabilities. It is presented pre-IFRS 16 and post-IFRS 16.

Why used

ROCE demonstrates the efficiency with which the Group utilises capital. This measure was linked to management incentives in the financial year.

Reconciliation to IFRS measures

Adjusted EBIT divided by the average capital employed, which is calculated as follows:

£million	FY26	FY25
Pre-IFRS 16 total assets	1,129.5	1,123.0
Pre-IFRS 16 current liabilities	(260.9)	(275.0)
Pre-IFRS 16 capital employed	**868.6**	**848.0**
IFRS 16 adjustments	291.3	313.8
Post-IFRS 16 capital employed	**1,159.9**	**1,161.8**
Pre-IFRS 16 average capital employed	**858.3**	**788.6**
Post-IFRS 16 average capital employed	**1,160.9**	**1,107.4**
Pre-IFRS 16 and pre-exceptional Adjusted EBIT	**154.8**	**149.7**
IFRS 16 adjustments	24.0	19.7
Post-IFRS 16 and pre-exceptional Adjusted EBIT	**178.8**	**169.4**

OTHER DEFINITIONS

EXPANSIONARY CAPITAL EXPENDITURE/CAPEX

Expansionary capital expenditure relates to new showrooms or offices, relocations or refurbishments greater than £250,000.

LUXURY WATCHES

Watches that have a Recommended Retail Price greater than £1,000. In the period, this definition has been updated to include brands considered to be luxury by virtue of the materials used and craftsmanship.

LUXURY JEWELLERY

Jewellery that has a Recommended Retail Price greater than £500.

SHOWROOM MAINTENANCE CAPITAL EXPENDITURE/CAPEX

Capital expenditure which is not considered expansionary.

IFRS 16 ADJUSTMENTS

The following tables reconcile from pre-IFRS 16 balances to statutory post-IFRS 16 balances.

FY26 Consolidated Income Statement

£million	Pre-IFRS 16 and exceptional items	IFRS 16 adjustments	Exceptional items	Statutory
Revenue	**1,827.9**	**–**	**–**	**1,827.9**
Net margin	**651.3**	**–**	**–**	**651.3**
Showroom costs	(313.7)	71.2	–	(242.5)
Overheads	(129.4)	–	(3.2)	(132.6)
EBITDA	**208.2**	**71.2**	**(3.2)**	**276.2**
Showroom opening and closing costs	(6.0)	4.3	–	(1.7)
Share of result of joint venture and associates	–	–	–	–
Adjusted EBITDA	**202.2**	**75.5**	**(3.2)**	**274.5**
Depreciation, amortisation, loss on disposal, impairment of fixed assets and lease modifications	(47.4)	(51.5)	(5.6)	(104.5)
Adjusted EBIT (segment profit)	**154.8**	**24.0**	**(8.8)**	**170.0**
Net finance costs	(11.4)	(25.1)	–	(36.5)
Adjusted profit before tax	**143.4**	**(1.1)**	**(8.8)**	**133.5**
Adjusted Basic EPS	**45.2p**	**(0.4)p**	**(2.2)p**	**42.6p**

FY26 Balance Sheet

£million	Pre-IFRS 16	IFRS 16 adjustments	Post-IFRS 16
Goodwill and intangibles	319.7	–	319.7
Property, plant and equipment	218.0	(1.0)	217.0
IFRS 16 right-of-use assets	–	338.2	338.2
Investment in joint venture and associates	0.5	–	0.5
Inventories	458.1	–	458.1
Trade and other receivables	62.4	(9.4)	53.0
Trade and other payables	(296.2)	45.0	(251.2)
IFRS 16 lease liabilities	–	(427.6)	(427.6)
Net debt	(57.0)	–	(57.0)
Other	(49.5)	27.5	(22.0)
Net assets	**656.0**	**(27.3)**	**628.7**

FY25 Consolidated Income Statement

£million	Pre-IFRS 16 and exceptional items	IFRS 16 adjustments	Exceptional items	Statutory
Revenue	**1,651.5**	**–**	**–**	**1,651.5**
Net margin	**598.6**	**–**	**(2.0)**	**596.6**
Showroom costs	(292.7)	65.9	–	(226.8)
Overheads	(106.5)	–	(7.0)	(113.5)
EBITDA	**199.4**	**65.9**	**(9.0)**	**256.3**
Showroom opening and closing costs	(6.9)	4.7	–	(2.2)
Share of loss of joint venture and associates	(0.2)	–	–	(0.2)
Adjusted EBITDA	192.3	70.6	(9.0)	253.9
Depreciation, amortisation, loss on disposal, impairment of fixed assets and lease modifications	(42.6)	(50.9)	(46.5)	(140.0)
Adjusted EBIT (segment profit)	**149.7**	**19.7**	**(55.5)**	**113.9**
Net finance costs	(13.6)	(22.2)	(2.2)	(38.0)
Adjusted profit before tax	**136.1**	**(2.5)**	**(57.7)**	**75.9**
Adjusted Basic EPS	**41.6p**	**(0.8)p**	**(18.0)p**	**22.8p**

FY25 Balance Sheet

£million	Pre-IFRS 16	IFRS 16 adjustments	Post-IFRS 16
Goodwill and intangibles	304.1	–	304.1
Property, plant and equipment	191.9	0.5	192.4
IFRS 16 right-of-use assets	–	358.6	358.6
Investment in joint venture and associates	0.5	–	0.5
Inventories	447.4	–	447.4
Trade and other receivables	71.1	(10.6)	60.5
Trade and other payables	(305.5)	46.0	(259.5)
IFRS 16 lease liabilities	–	(454.6)	(454.6)
Net debt	(96.2)	–	(96.2)
Other	(47.0)	33.4	(13.6)
Net assets	**566.3**	**(26.7)**	**539.6**

FY26 Cash Flow

£million	Pre-IFRS 16	IFRS 16 adjustments	Post-IFRS 16
Adjusted EBITDA	**202.2**	**75.5**	**277.7**
Share-based payment charge	1.8	–	1.8
Share of result of joint venture and associates	–	–	–
Working capital	(4.3)	7.4	3.1
Defined benefit scheme pension contributions	(0.7)	–	(0.7)
Taxation	(23.3)	–	(23.3)
Cash generated from operating activities	**175.7**	**82.9**	**258.6**
Maintenance capex	(3.0)	–	(3.0)
Net interest	(11.0)	(25.5)	(36.5)
Free cash flow	**161.7**	**57.4**	**219.1**
Expansionary capex	(65.9)	1.0	(64.9)
Acquisitions (inc. contingent consideration)	(39.3)	–	(39.3)
Share buyback	(13.8)	–	(13.8)
Disposal of property, plant and equipment	0.4	–	0.4
Lease payments	–	(58.4)	(58.4)
Exceptional items – cash	(5.0)	–	(5.0)
Cash flow	**38.1**	**–**	**38.1**
Net repayment of borrowings	(71.7)	–	(71.7)
Net decrease in cash and cash equivalents	**(33.6)**	**–**	**(33.6)**

FY25 Cash Flow

£million	Pre-IFRS 16	IFRS 16 adjustments	Post-IFRS 16
Adjusted EBITDA	**192.3**	**70.6**	**262.9**
Share-based payment charge	1.8	–	1.8
Share of loss of joint venture and associates	0.2	–	0.2
Working capital	(52.2)	10.0	(42.2)
Defined benefit scheme pension contributions	(0.7)	–	(0.7)
Taxation	(29.7)	–	(29.7)
Cash generated from operating activities	**111.7**	**80.6**	**192.3**
Maintenance capex	(2.8)	–	(2.8)
Net interest	(11.1)	(24.4)	(35.5)
Free cash flow	**97.8**	**56.2**	**154.0**
Expansionary capex	(72.6)	–	(72.6)
Acquisitions (inc. contingent consideration)	(106.9)	–	(106.9)
Investment in joint venture and associates	(0.7)	–	(0.7)
Share buyback	(11.3)	–	(11.3)
Disposal of property, plant and equipment	2.7	–	2.7
Costs directly attributable to raising new loan facility	(1.5)	–	(1.5)
Lease payments	–	(56.2)	(56.2)
Exceptional items – cash	(8.6)	–	(8.6)
Cash flow	**(101.1)**	**–**	**(101.1)**
Net proceeds of borrowings	85.7	–	85.7
Net decrease in cash and cash equivalents	**(15.4)**	**–**	**(15.4)**

SHAREHOLDER INFORMATION FOR WATCHES OF SWITZERLAND GROUP PLC

COMPANY
Watches of Switzerland Group PLC

Registered office address
Aurum House, 2 Elland Road, Braunstone, Leicester LE3 1TT
Registered in England and Wales

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VAT number: 834 8634 04

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UBS AG London Branch, 5 Broadgate, London, EC2M 2QS

Financial PR
Headland PR Consultancy LLP, Cannon Green, 27 Bush Lane, London, EC4R 0AA

FINANCIAL CALENDAR
AGM and Trading Update:	3 September 2026
Trading update:	November 2026
H1 FY27 results:	December 2026
Trading Update:	February 2027
Financial year-end:	2 May 2027

ANNUAL GENERAL MEETING
The AGM will be held at 2.30pm on Thursday, 3 September 2026 at our offices at 36 North Row, London, W1K 6DH. The Notice of Meeting which accompanies this report and accounts sets out the business to be transacted.

SHAREHOLDING INFORMATION
Registrars
Please contact our Registrar Equiniti directly for all enquiries about your shareholding. Visit their website shareview.co.uk for online information about your shareholding. You will need your shareholder reference number which can be found on your share certificate or telephone the Registrar direct on +44 (0)371 384 2577. The overseas shareholder helpline number is +44 (0)371 384 2577. Lines are open 8.30am to 5.30pm Monday to Friday.

For more information see thewosgroupplc.com/investors/shareholder-contacts.

FORWARD LOOKING STATEMENTS
Cautionary statement: The Annual Report and Accounts contain certain forward looking statements with respect to the operations, performance and financial conditions of the Group. By their nature, these statements involve uncertainty since future events and circumstances can cause results and developments to differ materially from those anticipated. The forward looking statements reflect knowledge and information available at the date of preparation of this Annual Report and Accounts and the Company undertakes no obligation to update these forward looking statements. Nothing in this Annual Report and Accounts should be construed as a profit forecast. Certain regulatory performance data contained in this Annual Report and Accounts are subject to regulatory audit.

TERMS USED IN THIS REPORT
The term 'Group' means Watches of Switzerland Group PLC (Company registration number 11838443) and its subsidiaries, associates and joint ventures.

ONLINE ANNUAL REPORT
Our Annual Report and Accounts are available online. View or download the full Annual Report and Accounts from: thewosgroupplc.com/investors/results-centre.

WARNING TO SHAREHOLDERS
Please be very wary of any unsolicited contact about your investments or offers of free company reports. It may be from an overseas 'broker' who could sell you worthless or high risk shares. If you deal with an unauthorised firm, you will not be eligible to receive payment under the Financial Services Compensation Scheme. Further information and a list of unauthorised firms that have targeted UK investors is available from the Financial Conduct Authority at: fca.org.uk.

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