

11 March 2025

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Domino's Pizza Group PLC ("DPG") - Full year results for the year ended 29 December 2024

**Strategic and operational progress delivers Underlying EPS growth
New Profit and Growth Framework with franchise partners designed to drive growth
Positive LFLs and orders at the start of FY25**

	52 weeks to 29 December 2024	52 weeks to 24 December 2023 (unaudited)	% change 52 weeks vs. 52 weeks	53 weeks to 31 December 2023
System sales ¹	£1,571.5m	£1,540.5m	+2.0%	£1,571.7m
Group revenue	£664.5m	£667.0m	(0.4)%	£679.8m
Underlying ² EBITDA	£143.4m	£134.8m	+6.4%	£138.1m
Underlying ² profit before tax	£107.3m	£99.0m	+8.4%	£101.7m
Statutory profit after tax	£90.2m	-	(21.6)%	£115.0m
Underlying ² basic EPS	20.4p	18.0p	+13.3%	18.4p
Statutory basic EPS	22.9p	-	(18.2)%	28.0p
Full year dividend per share	11.0p	-	4.8%	10.5p

FY23 was a 53-week reporting period to 31 December 2023.
For the purposes of comparability, growth rates in this statement are given on a 52-week basis.

Commenting on the results, Andrew Rennie, CEO said:

"Today's results show the benefits of our long-term strategy. We've capitalised on our competitive strengths, agreed a new five year framework with our franchise partners and opened 54 stores. Our trading momentum accelerated as the year progressed, our delivery channel returned to growth and we delivered strong underlying earnings growth. This has required relentless focus by our colleagues and franchise partners, and I thank them for their brilliant work."

In 2024 we made disciplined investments in new growth opportunities, Shorecal in Ireland and DP Poland, partly financed through recycling store disposal proceeds. Today we have announced an additional investment in our Northern Irish JV, further enhancing our ability to drive growth. We continue to explore targeted, accretive opportunities, which would be financed within our existing balance sheet capacity."

Since 2021 we have announced nearly £500m of shareholder returns, have increased dividends again today and remain committed to returning excess capital in the future."

2025 has started positively in an uncertain market. With a good store opening pipeline, I am confident that with the quality of our teams and franchise partners, our unrivalled scale, resilient business model and capabilities, Domino's is well placed to thrive in 2025 and beyond."

FY24 financial highlights - strong Underlying² profit growth:

- Like-for-like system sales^{1,3,4} up 0.7%, with improving performance in every quarter, Q4 24 +3.0%
- Group revenue was broadly stable reflecting the expected decrease in supply chain revenue being nearly offset by revenue from Shorecal (acquired in H1 24)
- Underlying² EBITDA up 6.4%, driven by Shorecal and lower technology platform costs
- Statutory profit after tax down 21.6% as FY23 benefitted from sale of German associate
- Underlying² EPS up 13.3% further benefiting from share buybacks
- Strong balance sheet with Net Debt⁵ of £265.5m: Net Debt to EBITDA 1.93x within our target range, down from 2.16x at H1 24
- Proposed final dividend: 7.5p per share. FY24 total dividend of 11.0p per share, up 4.8% vs. FY23
- FY24 Capital Allocation: £82.5m deployed in capex and accretive investments (Shorecal, DP Poland) and £67.9m returned to investors through dividends and buybacks funded by £84.7m free cash flow, £33.0m from London corporate store disposal and a £32.7m increase in Net Debt⁵
- Cumulative announced returns via dividends and share buybacks of c.£500m since March 2021

FY24 operational highlights - improving order count momentum:

- Total orders 71.7m (+1.7%); Delivery: +2.4% (with Q4 24: +7.9%); Collection: +0.5%
- Average delivery time: 24.5 mins (FY23: 25.0) reflecting intense focus by our franchise partners
- New store openings: 54 new stores across 21 different franchise partners, with record Ireland store openings
- Digital progress: c.9.5m app customers, app now 76.3% of online orders (+2.7pts)

- Average franchisee store EBITDA of £168k, +6.6% despite 10% minimum wage increase in April

FY24 strategic objectives - significant progress:

- Five year Profitability and Growth Framework ("PGF") agreed with franchise partners to capitalise on significant long-term growth opportunity
- Loyalty programme trial with c.630k customers completed and performing ahead of expectations, now moving to second phase with c.3m customers and a targeted launch in 2026
- Uber Eats roll out completed: delivered incremental customers and orders
- Significant portfolio enhancement with Shorecal acquisition, contributed £5.5m to Underlying EBITDA
- Disposal of London corporate store estate for £34.8m
- Building engines of future growth with investment in DP Poland. Continuing to assess opportunities for a second brand, where we can leverage the scale and capabilities of the Group and deliver attractive returns to shareholders
- Focusing on opportunities that are in-line with our guardrails. Current pipeline is of a size that would be financed within our existing balance sheet capacity
- Purchase of additional 24% for £25.6m in Victa DP Ltd (£7.2m equity, £18.4m debt funding), our joint venture in Northern Ireland, bringing DPG's shareholding to 70%. Consistent with our strategy of unlocking growth in Northern Ireland and Republic of Ireland following the acquisition of Shorecal in 2024 and the investment in the Ireland supply chain centre

Current trading and outlook

We made strong strategic progress during 2024, with trading momentum accelerating as the year progressed. Although the UK economic environment remains uncertain, in the first ten weeks of the year, our growth has been positive with total system sales +2.4%, total orders +0.7% and like-for-like sales +0.7%.

2024 was the year when we returned delivery to growth, and in the current environment we see an opportunity to drive further growth in collection orders in 2025 through value-based marketing campaigns. Our brand and market positioning continues to strengthen and we have a number of initiatives, from the next phase of our loyalty trial to exciting menu innovation, which will improve our customer proposition and drive growth in the system. With the PGF in place, we look forward to opening in excess of 50 new stores in 2025.

We expect FY25 Underlying EBITDA to be in line with current market expectations,⁶ excluding the positive impact of the Victa investment announced today.

Our technical guidance for FY25 is as follows:

- Additional investment in Victa JV expected to contribute c.£3m to Underlying EBITDA
- Underlying depreciation & amortisation of between £20m to £23m
- Underlying interest (excluding foreign exchange movements) in the range of £17m to £19m
- Estimated underlying effective tax rate of c.24.5% for the full year
- Capital investment of c.£25m
- Net debt at year-end between £260m and £280m

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Results meeting

A results meeting and Q&A for investors and analysts will be held at 09:30 GMT today. The webcast and presentation can be accessed [here](#) and will also be available on the Results, Reports and Presentations page of our corporate website.

In addition, we will replay the webcast and Q&A at 16:00 GMT today for North American based investors not able to join the live presentation at 09:30 GMT this morning. Please click [here](#) to register.

Financial calendar

Domino's Pizza Group will release a Q1 25 trading statement on 24 April 2025

About Domino's Pizza Group

Domino's Pizza Group plc is the UK's leading pizza brand and a major player in the Irish market. We hold the master franchise agreement to own, operate and franchise Domino's stores in the UK and the Republic of Ireland. As of 29 December 2024, we had 1,372 stores in the UK and Ireland. We also have a 12.1% shareholding in Domino's Pizza Poland.

Cautionary statement

Certain statements made in this announcement are forward-looking statements. Such statements are based on current expectations and assumptions and are subject to a number of risks and uncertainties that could cause actual events or results to differ materially from any expected future events or results expressed or implied in these forward-looking statements. Persons receiving this announcement should not place undue reliance on forward-looking statements. Unless otherwise required by applicable law, regulation or accounting standard, Domino's does not undertake to update or revise any forward-looking statements, whether as a result of new information, future

developments or otherwise.

Notes

1. System sales represent the sum of all sales made by both franchised and corporate stores to consumers in UK & Ireland. These are excluding VAT and are unaudited.
2. Underlying is defined as statutory performance excluding items classified as non-underlying which includes significant irregular costs, significant impairments of assets and other costs associated with acquisitions and disposals as set out in note 4 to the financial information.

For FY24, underlying excludes profit on the disposal of the London corporate stores of £21.4m, £5.0m income relating to historical share-based payment schemes, £5.6m costs relating to the Shorecal acquisition and £3.2m in terminated acquisition costs. These resulted in a non-underlying tax charge of £7.7m.

For FY23, Underlying excludes the £40.6m profit on disposal of the German associate as well as the £1.3m tax charge relating to historical share-based compensation arrangements.
3. Like-for-like (excluding splits) system sales performance is calculated for UK & Ireland against a comparable 52-week period in the prior period for mature stores which were not in territories split in the current period or comparable period. Mature stores are defined as those opened prior to 25 December 2022.
4. FY23 was a 53-week year, so the comparator weeks in FY24 are different. The comparable basis adjusts for this difference, by comparing weeks 1-52 in FY24 with weeks 2-53 in FY23.
5. Net Debt is defined as the bank revolving facilities, private placement facilities, cash and cash equivalents and other loans, including balances held in disposal groups held for sale.
6. Current mean of FY25 Underlying EBITDA expectations is £146.4m with a range of £143.0m - £148.2m. Based on 9 analysts' forecasts.

FY24 performance review

System sales¹ were up 2.0% on a 52-week basis to £1,571.5m and on a comparable basis, FY24 like-for-like sales, excluding splits and VAT, were up 0.7%, improving every quarter in the year. Delivery orders returned to growth in FY24 and were up 2.4% with collection orders up 0.5%.

Underlying² EBITDA was £143.4m, up 6.4% on a 52-week basis with lower supply chain EBITDA, due to the pass-through of lower food costs to our franchise partners, substantially offset by the contribution from Shorecal and lower technology platform costs.

Underlying² profit before tax was £107.3m, up 8.4% on a 52-week basis as lower depreciation was largely offset by increased finance costs.

Statutory profit after tax was £90.2m, down from £115.0m on a 53-week basis, primarily as a result of the disposal of the investment in the German associate which generated a non-underlying profit on disposal of £40.6m in FY23.

Underlying² earnings per share increased 13.3% on a 52-week basis to 20.4p in FY24, driven by increased Underlying EBITDA and a lower number of shares in issue from share buyback programmes.

Free cash flow generated by the business was £84.7m, a decrease from £97.0m in FY23, primarily due to increased interest and corporation tax payments during the year as well as a working capital benefit in FY23.

In line with our capital allocation framework, we will pay a final dividend of 7.5p, giving a full year dividend of 11.0p, a 4.8% increase on FY23.

Substantial strategic progress in the core UK & Ireland business

In March 2024, we outlined our key strategic operational goals to give our customers better service and better value and therefore to drive profitable growth for Domino's and our franchise partners.

We laid out four strategic priorities to achieve this and we have made substantial progress against each one.

1. Franchisee profitability

A key objective for FY24 was to work with our franchise partners to help improve their store profitability. Despite inflationary pressures, particularly in labour costs from the 10% minimum wage increase in April 2024, our franchise partners further increased their profitability in FY24. Average UK store EBITDA (unaudited) in FY24 grew 6.6% to £168k (FY23: £158k), generating a 14% EBITDA margin (FY23: 13%).

In December 2024 we reached a new five-year Profitability and Growth Framework ("PGF") with our franchise partners to capitalise on the significant long-term growth opportunity. This framework underpins our confidence in our targets of in excess of 1,600 stores delivering £2.0bn of systems sales by 2028 and 2,000 stores delivering £2.5bn of system sales by 2033 driving profit growth across the system. The PGF aligns DPG and franchise partners through shared investment and creates a framework of incentives to drive meaningful new store openings.

Together with our franchise partners, we have made significant strategic progress since 2021, collectively benefiting from an aligned system. New store openings have accelerated, national value campaigns have delivered increased orders, and we have brought more menu innovations which have been well received by customers. In addition, app customers have nearly doubled, our service times have significantly improved, and GPS technology was rolled out. We also successfully launched and scaled nationally on Just Eat and Uber Eats. The PGF will embed the new ways of working that have enabled the relationship to go from strength to strength and ensures continuation of our mutual achievements of the last three years.

2. Value for money

Giving customers compelling value for money is an essential part of our customer proposition and key to maintaining the strength of our brand in the UK & Ireland. We define 'value for money' as the quality of the product, combined with the service and image, divided by price. In FY24 we partnered with our franchise partners to offer a range of compelling offers throughout the period with a combination of £8 / £10 / £12 deals for small, medium and large pizzas as well as 50% off the app and 40% off the web deals. In April 2024 we launched our £4 lunch offer providing an incremental opportunity to target different parts of the day and we have been pleased with the progress, particularly in highlighting the value for money which Domino's offers customers.

Our customer service stepped up again in FY24 with continued improvements through the period. Average delivery times in FY24 were 24.5 minutes, half a minute better than in FY23. Our franchise partners are benefiting from the full roll out of our enhanced GPS solution to all stores in FY23 as well as extensive national training programmes. GPS helps store teams optimise labour costs through more efficient driver route planning and better co-ordination with the

store. It also enables customers to see exactly where their order is and provides an accurate delivery time.

Offering new products to our customers is essential and we made excellent progress, with our award-winning innovation team bringing excitement to existing and new categories and occasions. Throughout the year we launched several successful limited-edition pizzas, under our 'Ultimates' range which offers customers the tastiest experience of global flavours or on trend ingredients - Ultimate Carbonara and Lasagne, Ultimate Spicy Sausage with Nduja, and Ultimate Korean BBQ Chicken were all successful, driving strong levels of incremental sales. The return of our Festive pizza, combined with the launch of Mac & Cheese, Hot Cheese Dip and Chocolate Dough balls with Oreo gave us our most successful Festive campaign ever. We also saw success in desserts with the Domino's Crème Egg cookie, which sold out in two weeks, and our Double Chocolate Caramel cookie. Our innovation pipeline continues to build under our outstanding innovation team, and we look forward to bringing these great products to our customers.

3. Digital

Over 90% of Domino's sales are through digital channels and our app continues to be the key driver of our digital growth strategy. App customers yield higher sales and have a higher average order frequency than those who only use the website. Orders placed on our app, as a percentage of total online orders, were 76.3% in FY24, an increase of 2.7ppts vs. FY23 and the number of active app customers was stable at c.9.5m.

The primary opportunity for DPG is increasing our customers' average order frequency over time and increasing frequency is a key focus for FY25. Currently, our customers order on average 4.3 times a year. With advancements in our technology platform, we are now able to interact with our customers and tailor offers in a far more targeted manner, leveraging our customer base in a compelling way.

We have made good progress with our plan to introduce a loyalty programme for our active customer base of c.13.5m. It is important that this is done in an effective and profitable way. Our first trial in August 2024 with c.630k customers performed ahead of our expectations, driving incremental orders, and we are now moving to a second phase trial with c.3m customers, testing our loyalty models across a wider range of cohorts and we continue to target a full roll out in FY26.

4. Convenience

New store openings are a core driver of growth and we are clearly under-penetrated compared to competitors in the UK and also other successful, international Domino's systems.

At the start of FY24, we undertook a detailed review of the growth potential in the UK & Ireland and identified opportunities across new territories as well as splitting existing geographies. More importantly, our franchise partners are hungry for growth and have exceptional second-generation talent who want to grow their businesses. There is a significant opportunity to build our scale further and we have targets to have in excess of 1,600 stores by 2028 and 2,000 stores by 2033 in the UK & Ireland.

In FY24 we opened 54 new stores with 21 different franchise partners. Whilst we are still opening stores in new territories, we see particular opportunity in smaller address count territories. These territories often have limited competition, and our strong national brand is a significant competitive advantage. The overall pipeline is strong for FY25 with 25 stores in construction or planning approved. In a continued slow planning environment, we expect to open in excess of 50 stores in FY25.

In January 2024 we started a trial on Uber Eats across UK & Ireland. The data-led trial enabled customers to order Domino's Pizza via the Uber Eats platform, but the pizzas are delivered by our own Domino's delivery drivers. Following the successful trial which delivered incremental customers and orders, we rolled out on Uber Eats on a permanent basis across UK & Ireland in July 2024. Presence on Uber Eats complements our existing partnership with Just Eat, with Uber Eats performing well in London, the South and major city centre locations.

Capital allocation and additional growth opportunities

Domino's is a highly cash generative business and we have continued to apply our four-point capital allocation framework, introduced in March 2021, to deploy cash generated by the business.

Investment to drive growth in the core UK & Ireland business remains our number one priority and we invested £18.5m in capital expenditure in FY24. This included the development of our supply chain centre in Ireland and investment in our digital and technology infrastructure.

In line with our commitment to pay a sustainable and progressive dividend, we have declared a final dividend of 7.5p per share, giving a full-year dividend of 11.0p per share an increase of 4.8% on the prior year.

Alongside investment in the core UK & Ireland business we have continued to focus on optimising our portfolio to improve performance, returns and also to invest in additional growth opportunities.

In FY24 we completed the disposal of our corporate stores in London to a select number of new and existing medium-sized franchise partners for a total consideration of £34.8m.

We also acquired full control of Shorecal in April, the largest Domino's franchise business operating 34 stores in the Republic of Ireland and Northern Ireland. The Republic of Ireland and Northern Ireland represent a significant opportunity for us to accelerate growth as we are underpenetrated compared to England, Scotland and Wales. We are well placed to drive growth in the region with increased supply chain capacity in Naas following our recent investment. In FY24 we started to unlock the growth in Ireland with a record year of new store openings. 16 new stores opened in the Republic of Ireland and Northern Ireland, double the previous record. Within Shorecal, we have delivered value to customers through targeted promotions, including a compelling collection offer at the end of FY24. There is no change to our capital light model and we will look to rebrand Shorecal stores. We are now in an even stronger position to accelerate our growth, open new stores, and provide great service and great tasting products to our customers.

We completed a £11.4m investment in DP Poland plc ('DPP'), as part of a broader fundraising by DPP, resulting in a 12.1% stake of DPP's issued share capital. DPP is a high-performing business, operated by an experienced management team, with significant growth potential.

In March 2025 we purchased an additional 24% of Victa DP Ltd, our joint venture in Northern Ireland, bringing DPG's shareholding to 70%. Net cash consideration of £25.6m was paid, £7.2m for the additional 24% equity and net debt funding of £18.4m. This is consistent with our strategy of unlocking growth in Northern Ireland and Republic of Ireland following the acquisition of Shorecal and the investment in the Ireland supply chain centre.

We continue to explore target, accretive opportunities for a second brand, where we can leverage the scale and capabilities of the Group and deliver attractive returns to shareholders. We are focusing on opportunities which are in line with our guardrails and which would be financed within our existing balance sheet capacity. Our current pipeline is of a size that could be financed from existing facilities enabling us to remain within our target leverage range.

Operating within a normalised leverage range of 1.5x - 2.5x net debt to Underlying EBITDA, we remain committed to returning any surplus cash to shareholders. Net debt was £265.5m at December 2024, with leverage of 1.93x, within our target range.

Finally, in August 2024 we announced a £20m share buyback which completed in September 2024. Since 2021 we have announced nearly £500m of shareholder returns, have increased dividends again in FY24 and remain committed to returning excess capital in the future.

FY24 trading review

System sales represent all sales made by both franchised and corporate stores to customers. Total system sales were £1,571.5m, up 2.0% on FY23. On a comparable basis, FY24 like-for-like system sales across UK & Ireland were up 0.7%, excluding split stores and the different VAT rate in Ireland. The quarterly analysis of this performance is in the table below.

UK & ROI	Q1 24	Q2 24	H1 24	Q3 24	Q4 24	H2 24	FY24
Reported LFL exc. splits ¹ and exc. VAT ²	(2.1)%	(0.8)%	(1.4)%	+1.4%	+2.8%	+2.1%	+0.3%
LFL exc. splits ¹ and exc. VAT ² on a comparable basis ³	(0.5)%	(0.4)%	(0.5)%	+0.7%	+3.0%	+1.9%	+0.7%

1. Like-for-like (excluding splits) system sales performance is calculated for UK & Ireland against a comparable 52-week period in the prior period for mature stores which were not in territories split in the current period or comparable period. Mature stores are defined as those opened prior to 26th December 2022.
2. In Ireland, the VAT rate for hot takeaway food reduced from 13.5% to 9% on 1 November 2020 and reverted to 13.5% on 1 September 2023.
3. FY23 was a 53-week year, so the comparator weeks between FY23 and FY24 are different. The comparable basis adjusts for this difference, by comparing weeks 1-52 in FY24 with weeks 2-53 in FY23.

Total orders were up 1.7%. This was driven by a 2.4% growth in delivery orders and 0.5% growth in collection orders. Delivery orders saw a meaningful improvement quarter on quarter in FY24 and were up 7.9% in Q4. This was driven by intense focus on customer service and improved delivery times from our franchise partners combined with continued value in the channel. Collection orders declined quarter on quarter in FY24 against tough comparator periods. Collection orders were up 0.5%, remain well ahead of pre-Covid levels and we still believe they have the potential to be c.50% of total orders in the long term.

UK & Ireland	Total (All Stores)			Total (All Stores)		
	System Sales	Volume	Price	Orders (m)	YOY Order Growth on a reported basis	YOY Order Growth on a comparable basis
Total						
Q1	(0.4)%	(3.1)%	+2.7%	17.7m	(1.8)%	(0.8)%
Q2	+0.7%	(1.9)%	+2.6%	17.4m	+0.1%	+0.6%
H1	+0.2%	(2.5)%	+2.7%	35.1m	(0.9)%	(0.1)%
Q3	+3.0%	+0.9%	+2.1%	17.4m	+4.3%	+3.5%
Q4	+4.5%	+1.5%	+3.0%	19.2m	+4.2%	+5.0%
H2	+3.8%	+1.3%	+2.5%	36.6m	+4.3%	+4.3%
FY	+2.0%	(0.7)%	+2.7%	71.7m	+1.7%	+2.1%
Delivery only						
Q1	(1.8)%	(4.3)%	+2.5%	11.5m	(5.0)%	(3.9)%
Q2	+0.9%	(1.6)%	+2.5%	11.1m	0.0%	+1.1%
H1	(0.5)%	(3.0)%	+2.5%	22.6m	(2.6)%	(1.5)%
Q3	+5.0%	+3.1%	+1.9%	11.1m	+7.1%	+6.6%
Q4	+6.5%	+3.8%	+2.7%	12.6m	+7.9%	+8.0%
H2	+5.8%	+3.5%	+2.3%	23.7m	+7.5%	+7.3%
FY	+2.6%	+0.1%	+2.5%	46.3m	+2.4%	+2.8%
Collection only						
Q1	+4.5%	+0.8%	+3.7%	6.2m	+4.7%	+5.5%
Q2	+0.2%	(2.6)%	+2.8%	6.3m	+0.2%	(0.3)%
H1	+2.3%	(0.9)%	+3.2%	12.5m	+2.4%	+2.5%
Q3	(2.5)%	(4.0)%	+1.5%	6.3m	(0.3)%	(1.5)%
Q4	(1.7)%	(4.3)%	+2.8%	6.6m	(2.2)%	(0.3)%
H2	(2.1)%	(4.2)%	+2.1%	12.9m	(1.3)%	(0.9)%
FY	0.0%	(2.7)%	+2.7%	25.4m	+0.5%	+0.8%

Total orders represent the total amount of orders placed by customers with Domino's. The table above shows total orders, also split by the delivery and collection channel. Volume represents total orders, the amount of items in each order and product mix within each order.

Delivering our sustainable future

In FY24, we made significant strides in our 'Connect the Dots' sustainability journey at Domino's, achieving several firsts for the Group. We published our inaugural sustainability report outlining our short to mid-term ambitions and our FY23 progress; our first nutrition policy was developed, underpinning our efforts to offer a more balanced range of choices to customers; we commenced a trial of electric vehicles in our SCC delivery fleet, as part of our greener fleet strategy; secured commitments from several large suppliers regarding their respective efforts to reduce carbon emissions; developed a roadmap for removing problem plastics from our system; issued improved communications to customers regarding how to recycle their pizza boxes; and collected over £1m in donations from colleagues and customers for our national charity partners.

FY24 also saw Domino's Pizza Group refocus its 'Connect the Dot's' Sustainability programme to prioritise those areas we know our key audiences see as the most important. Many of the 'Connect the Dots' initiatives will now be absorbed into the business as part of day-to-day activities. In FY25, the Sustainability function will focus on ensuring delivery on the highest priority Environmental, Social and Governance ('ESG') items including carbon reduction; offering more balanced menu options; and mitigating the risk of modern slavery in our operations.

These accomplishments represent important progress in our ongoing commitment to sustainability and achieving our corporate purpose of delivering a better future through food people love. We look forward to providing a more detailed update in our second Sustainability Report which will be published alongside the Annual Report & Accounts in March 2025.

Financial review

The 2024 year comprised 52 weeks whereas the 2023 year comprised 53 weeks. In this section, all figures are based on a 52-week versus 52-week basis unless otherwise stated.

- Underlying EBITDA of £143.4m, an increase of £8.6m, which includes £5.5m as a result of the acquisition of Shorecal in the period, together with £4.5m reduction in technology platform costs.
- Underlying EBIT increased by £11.8m to £125.0m due to the increased EBITDA and lower depreciation and amortisation from legacy IT systems.
- Underlying profit before tax of £107.3m, an increase of £8.3m, which includes net finance costs of £17.7m, an increase of £3.5m on the previous year due to increased interest on the Group's debt facilities as a result of higher average net debt.
- Underlying profit after tax of £80.3m, an increase of £6.6m on the previous year. This includes taxation of £27.0m.
- Non-underlying profit after tax of £9.9m includes profit on disposal of the London Corporate Stores of £21.4m, £5.0m income relating to historical share-based payment schemes, £5.6m costs relating to the Shorecal acquisition and £3.2m in terminated acquisition costs. These resulted in a non-underlying tax charge of £7.7m.
- Statutory profit after tax was £90.2m, a decrease of £22.8m from the previous year, largely due to the profit on disposal of the German associate in FY 23.
- Free cash flow before non-underlying items decreased by £11.9m to £97.0m, primarily due to increased interest and corporation tax payments during the year as well as a working capital benefit in FY23.
- Capital allocation items of £116.8m includes capital expenditure of £18.5m, distributions to shareholders of £67.9m, the acquisition of Shorecal of £48.7m and the £11.4m investment in DP Poland, partially offset by the £32.8m proceeds from the disposal of the London corporate stores.
- Overall net debt increased by £32.7m, resulting in a pre-IFRS 16 leverage ratio of 1.93x up from 1.77x in the previous year.
- Total dividend for FY24 of 11.0p per share, with final dividend of 7.5p proposed to be paid on 7 May 2025 to shareholders on the register as at 4 April 2025.

	52 weeks ended 29 December 2024 £m Reported	52 weeks ended 24 December 2023 £m Unaudited	53 weeks ended 31 December 2023 £m Reported
Group Revenue	664.5	667.0	679.8
Underlying EBITDA	143.4	134.8	138.1
Depreciation, amortisation and impairment	(18.4)	(21.6)	(21.9)
Underlying EBIT	125.0	113.2	116.2
Underlying net finance costs	(17.7)	(14.2)	(14.5)
Underlying profit before tax	107.3	99.0	101.7
Underlying tax charge	(27.0)	(25.3)	(26.0)
Underlying profit after tax	80.3	73.7	75.7
Non-underlying items	9.9	39.3	39.3
Statutory profit after tax	90.2	113.0	115.0
Reported Revenue			

Our key metric for measuring the revenue performance of the Group is system sales, rather than our Group revenue. System sales are the total sales to end customers through our network of stores, for both franchise partners and corporate stores. Our Group revenue consists of food and non-food sales to franchise partners, royalties paid by franchise partners, contributions into the National Advertising Fund ('NAF') and ecommerce funds, rental income and end-customer sales in our corporate stores.

Within our Group revenue, the volatility of food wholesale prices, together with the combination of different revenue

items, means that analysis of margin generated by the Group is less comparable than an analysis based on system sales. We consider that system sales provide a useful alternative analysis over time of the health and growth of the business.

Reported system sales in the period were £1,571.5m, up 2.0% from FY23 as described in the strategic report.

The table below shows the Group's reported revenue:

	52 weeks ended 29 December 2024 £m Reported	52 weeks ended 24 December 2023 £m Unaudited	53 weeks ended 31 December 2023 £m Reported
Supply chain revenue	443.7	470.7	479.1
Royalty, rental & other revenue	83.3	83.5	85.6
Corporate stores revenue	53.2	32.5	33.1
NAF & ecommerce	84.3	80.3	82.0
Total	664.5	667.0	679.8

Reported revenue decreased by £2.5m to £664.5m, primarily driven by a decrease in supply chain revenue due to reduction in food costs, which are passed through to our franchise partners.

Royalty, rental and other revenues primarily relate to the royalty revenue we receive from our franchise partners based on a percentage of system sales and rental income.

Revenue for our directly operated corporate stores increased by £20.7m due to the acquisition of Shorecal on 10 April 2024. This was partially offset by the decrease in revenue from the London Corporate stores, which were disposed of mid-year. NAF and ecommerce revenue was up £4.0m due to increased spend in the period, as revenue is recognised based on costs incurred at nil profit.

Underlying EBITDA

The Group generated an underlying EBITDA of £143.4m, an increase of £8.6m on the previous year. This includes an EBITDA benefit of £5.5m relating to the acquisition of Shorecal during the year and a £4.5m reduction in technology platform costs, which are discussed further below. This was offset by the profit of £2.3m recognised in FY23 relating to a sale of freehold property. Excluding these items, underlying EBITDA remained relatively stable and increased by £0.9m.

EBITDA from royalties increased by £0.9m as a result of increased system sales in the period, together with increased contribution from investments of £1.4m, which is largely driven by our Northern Ireland Joint Venture, and £1.1m of cost savings. This was offset by reductions in our supply chain EBITDA of £2.6m, as reduced revenue due to lower food costs was offset by £1.8m decrease in head office costs.

Interest

Net underlying finance costs in the period were £17.7m, which includes interest on net debt of £16.6m and net lease interest payable of £1.1m.

Interest on debt facilities of £16.6m increased by £3.2m on the previous year, due to increased average net debt following the Shorecal acquisition as outlined in the cash flow section below.

During the period, the Group increased its debt facilities with an additional £100m in Private Placement Loan Notes due in 2034 at a fixed rate of 5.97%, this largely replaced the Group's variable rate borrowings. The Group now has combined debt facilities available of £500m (FY23: £400m).

Taxation

The underlying effective tax rate for 2024 was 25.2% (FY23: 25.6%). The decrease in the effective tax rate is due to a one-off adjustment made in the prior year to reflect historical services provided between our UK and Irish subsidiary.

Underlying profit after tax increased to £80.3m driven by an increased underlying EBIT offset by higher net finance costs and taxation outlined above.

Non-underlying items

Non-underlying profit after tax of £9.9m includes a £21.4m profit on disposal of the London Corporate stores, as well as net reversionary income of £5.0m relating to amounts receivable from the beneficiaries of the historical share-based payment scheme.

Terminated acquisition costs of £3.2m were incurred which relate to legal and advisory fees on an acquisition that did not complete.

Legal and advisory costs of £2.3m were incurred on the acquisition of Shorecal. An amortisation charge of £3.3m was incurred on reacquired rights recognised upon the acquisition of Shorecal.

A tax charge of £7.7m was incurred on the above non-underlying items.

In FY23 non-underlying items of £39.3m included the profit on disposal of the Group's investment in the German associate of £40.6m and a tax charge of £1.3m on the historical share-based payment scheme.

Statutory profit after tax and earnings per share

Statutory profit after tax was £90.2m, a decrease of £22.8m from the previous year.

Statutory EPS decreased to 22.9p from 28.0p, largely due to the profit on disposal of the German associate in FY23.

Underlying basic EPS increased to 20.4p as a result of higher underlying profit after tax as well as a lower number of weighted average shares due to the share buyback programme, which more than offset the share issuance in relation to the Shorecal acquisition.

Technology platform costs

FY24	EBITDA £m	Amortisation and impairment £m	Profit before tax £m	Capital expenditure £m
ERP	(4.4)	-	(4.4)	-
eCommerce platform	-	(1.4)	(1.4)	-
Total	(4.4)	(1.4)	(5.8)	-

FY23	EBITDA £m	Amortisation and impairment £m	Profit before tax £m	Capital expenditure £m
ERP	(6.4)	(1.4)	(7.8)	-
eCommerce platform	(2.5)	(0.5)	(3.0)	(5.7)
Total	(8.9)	(1.9)	(10.8)	(5.7)

During the year, we continued to develop and implement the new cloud-based ERP system, which enables us to capture growth in future and drive efficiencies. There has been a successful deployment of the ERP across our head office function and the Cambuslang supply chain centre, the remaining SCCs are expected to go live and be operational by H2 25.

Within EBITDA, costs of £4.4m have been recognised which relate to the ERP. These represent costs spent on development of these assets, which are expensed through the income statement rather than capitalised as intangible assets, as they relate to cloud platforms. This represents the full spend on the project in the year to date.

Amortisation of £1.4m was incurred on the ecommerce platform.

Free cash flow and Net debt

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m*
Underlying EBITDA	143.4	138.1
Add back non-cash items		
- Contribution of investments	(3.3)	(2.0)
- Other non-cash items	3.8	1.9
Working capital	(1.6)	10.2
IFRS 16 - net lease payments	(5.6)	(6.3)
Dividends received	2.6	3.0
Net interest	(15.7)	(13.1)
Corporation tax	(26.6)	(22.9)
Free cash flow before non-underlying cash items	97.0	108.9
Non-underlying cash	(12.3)	(11.9)
Free cash flow	84.7	97.0
Capex	(18.5)	(20.8)
Funding to investments	(3.9)	-
Repayment from German associate	-	9.3
Acquisitions and disposals	(27.0)	70.6
Disposal of property, plant and equipment	0.5	4.4
Dividends	(42.0)	(41.9)
Share transactions - Buybacks	(26.3)	(93.3)
Share transactions - EBT share disposals/(purchases)	0.4	(4.5)
Total capital allocation items	(116.8)	(76.2)
Movement in net debt	(32.1)	20.8
Opening net debt	(232.8)	(253.3)
Movement in capitalised facility arrangement fee	(0.6)	(0.6)
Forex on net debt	-	0.3
Closing net debt	(265.5)	(232.8)
Last 12 months net debt/Underlying EBITDA ratio (excl. IFRS 16)	1.93x	1.77x

* The 2024 year comprised 52 weeks whereas the 2023 year comprised 53 weeks. The 2024 year includes EBITDA for 52 weeks whilst 2023 includes EBITDA for 53 weeks.

Net debt increased by £32.7m with a free cash flow before non-underlying of £97.0m, non-underlying outflow £12.3m and capital allocation items outflow of £116.8m.

Free cash flow

Free cash flow before non-underlying items was £97.0m, a decrease of £11.9m on the previous year. Underlying EBITDA was £143.4m, an increase of £5.3m as outlined above.

There was a working capital outflow of £1.6m (FY23: inflow of £10.2m) during the period, largely as a result of a decrease in accruals of £4.3m offset by a decrease in inventory by £2.3m.

Net IFRS 16 lease payments decreased by £0.7m to £5.6m following the disposal of the corporate stores. Dividends received of £2.6m include £2.5m from our associates and joint ventures and £0.1m from our investment in Shorecal prior to the acquisition in April 2024.

Net interest payments of £15.7m increased from £13.1m as a result of increased net debt.

Non-underlying payments of £12.3m were made during the year, which includes corporation tax payments of £8.5m incurred on the disposal of the London Corporate stores and £2.3m related to transaction costs on the acquisition of Shorecal.

Capital allocation items

Capital allocation items increased by £40.6m to £116.8m.

Capital expenditure of £18.5m includes £2.5m relating to our supply chain centre in Ireland, which was completed during the year, £3.8m relating to automation across the Group's supply chain centres and £5.6m relating to total investment in digital and ecommerce development.

Funding to investments of £3.9m relates to funding provided to the Group's investment in Victa DP Ltd, where additional funding was provided for working capital and support of growth plans.

Acquisitions and disposals cash outflow of £27.0m includes the cash consideration of £48.7m for the acquisition of Shorecal, £11.4m acquisition of a 12% investment in DP Poland plc offset by £32.8m proceeds received on the disposal of the London corporate stores.

In FY23, the Group received £79.9m for the disposal of the German associate, of which £70.6m related to the disposal of the investment and £9.3m related to the repayment of a loan.

Dividends paid of £42.0m includes £28.1m relating to the final FY23 dividend paid in May 2024 and the interim dividend of £13.9m which was paid in September 2024.

Share buybacks of £26.3m include the remaining £6.1m outstanding balance of the £70m share buyback programme announced in August 2023 as well as the £20m share buyback announced in August 2024.

Capital employed and balance sheet

	At 29 December 2024 £m	At 31 December 2023 £m
Intangible assets	98.1	28.8
Property, plant and equipment	103.5	97.6
Investments, associates and joint ventures	37.5	35.5
Deferred consideration	2.0	0.3
Right-of-use assets	20.8	19.3
Net lease liabilities	(23.0)	(21.6)
Provisions	(5.7)	(3.8)
Working capital	(40.3)	(44.9)
Net debt	(265.5)	(232.8)
Tax	(9.6)	(6.3)
Share buyback obligations	-	(6.1)
Net liabilities	(82.2)	(134.0)

Intangible assets increased by £69.3m to £98.1m. The primary movement relates to the addition of £87.1m of goodwill and intangibles relating to the Shorecal acquisition. Goodwill of £11.7m was disposed of as part of the London Corporate stores disposal.

Property, plant and equipment increased by £5.9m to £103.5m, which include additions of £12.6m and £2.9m acquired through the acquisition of Shorecal. This was offset by £6.7m in depreciation as well as the disposal of £2.1m as a result of the London Corporate stores disposal.

Additions of £12.6m include £2.5m relating to our supply chain centre in Ireland, which was completed during the year, and £3.8m relating to automation across the supply chain centres. £2.2m was incurred in the opening of new corporate stores.

Investments, associates and joint ventures increased by £2.0m, as the acquisition of the 12% share in DP Poland of £11.4m was largely offset with the derecognition of the Shorecal investment of £10.0m.

Deferred consideration of £2.0m relates to amounts owed to the Group following our disposal of the London Corporate Stores during the year. This is expected to be received in 2026.

Right-of-use assets of £20.8m represent the lease assets for our corporate stores both in the UK and Ireland, warehouses and equipment leases recognised under IFRS 16 in the current period. The net lease liability is £23.0m. The lease portfolio has increased as a result of the acquisition of Shorecal which has been partially offset by the disposal of the London Corporate stores.

The net working capital liability has decreased from £44.9m to £40.3m as a result of the factors outlined in the cash flow section above.

Total equity has increased by £51.8m, to a net liability position of £82.2m, largely due to the profit after tax generated of £90.2m and the share premium recognised on the Shorecal acquisition share issue of £22.3m. These were offset by dividend payments of £42.0m and share buybacks of £26.3m incurred during the year.

There are sufficient distributable reserves in the standalone accounts of Domino's Pizza Group plc for the proposed dividend payment.

Treasury management

The Group holds £500m in debt facilities, of which £200m relates to an unsecured multi-currency revolving credit facility and £300m relates to US Private placement loan notes. The revolving credit facility expires in July 2027, and of the US Private Placement loan notes, £200m mature in July 2027 and £100m mature in June 2034.

During the current year the Group entered into new £100m sterling-denominated US Private Placement Loan notes that mature on 20 June 2034. The loans notes incur interest at a fixed rate of 5.97% which is payable every 6 months. The financial covenants under the new arrangement are in line with the current debt facilities as shown below.

The £200m private placement loan notes incur interest at a fixed rate at 4.26%. Interest is paid every six months.

The unsecured multi-currency revolving credit facility incurs interest at a margin over SONIA of between 185bps and 285bps depending on leverage, plus a utilisation fee of between 0bps and 30bps of the aggregate amount of the outstanding loans. The total undrawn facility as at 29 December 2024 was £180.0m.

The financial covenants under all financing agreements are consistent. These covenants relate to measurement of adjusted EBITDAR against consolidated net finance charges (interest cover) and adjusted EBITDA to net debt (leverage ratio) measured semi-annually on a trailing 12-month basis at half year and year end. The interest cover covenant under the terms of both agreements cannot be less than 1.5:1, and leverage ratio cannot be more than 3:1. Figures used in the calculation of both covenants exclude the impact of IFRS 16.

As at 29 December 2024 the Group has Net debt of £265.5m, and the last 12 months Net debt/EBITDA ratio excluding the impact of IFRS 16 increase to 1.93x from 1.77x, largely as a result of the initial cash outflow on the acquisition of Shorecal.

Underpinning treasury management is a robust Treasury Policy and Strategy that aims to minimise financial risk. Foreign exchange movement arising from transactional activity is reduced by either agreeing fixed currency rates with suppliers or pre-purchasing the currency spend.

Group income statement

52 weeks ended 29 December 2024

	Note	52 weeks ended 29 December 2024 £m			53 weeks ended 31 December 2023 £m		
		Underlying	Non-underlying*	Total	Underlying	Non-underlying*	Total
Revenue	3	664.5	-	664.5	679.8	-	679.8
Cost of sales		(345.6)	-	(345.6)	(363.6)	-	(363.6)
Gross profit		318.9	-	318.9	316.2	-	316.2
Distribution costs		(42.4)	-	(42.4)	(42.6)	-	(42.6)
Administrative costs		(155.3)	(8.8)	(164.1)	(161.7)	-	(161.7)
Share of post-tax profits of associates and joint ventures		3.3	-	3.3	2.0	-	2.0
Other income		0.5	26.4	26.9	2.3	40.6	42.9
Profit before interest and taxation		125.0	17.6	142.6	116.2	40.6	156.8
Finance income	6	14.0	-	14.0	13.7	-	13.7
Finance costs	7	(31.7)	-	(31.7)	(28.2)	-	(28.2)
Profit before taxation		107.3	17.6	124.9	101.7	40.6	142.3
Taxation	8	(27.0)	(7.7)	(34.7)	(26.0)	(1.3)	(27.3)
Profit for the period		80.3	9.9	90.2	75.7	39.3	115.0
Earnings per share							
- Basic (pence)	9	20.4		22.9	18.4		28.0
- Diluted (pence)	9	20.3		22.8	18.4		27.9

*Non-underlying items are disclosed in note 4

Group statement of comprehensive income

52 weeks ended 29 December 2024

	Note	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Profit for the period		90.2	115.0
Other comprehensive income/(expense):			
<i>Items that will not subsequently be reclassified to profit or loss</i>			
- Gain on investment held through other comprehensive income	17	0.1	-
<i>Items that may be subsequently reclassified to profit or loss</i>			
- Exchange loss on retranslation of foreign operations		(3.1)	(0.6)
- Transferred to income statement on disposal	16	-	(2.5)
Other comprehensive expense for the period, net of tax		(3.0)	(3.1)
Total comprehensive income for the period		87.2	111.9

Group balance sheet

At 29 December 2024

Group statement of changes in equity
52 weeks ended 29 December 2024

[illegible]

Other comprehensive income/(expense)	-	-	-	-	-	0.1	-	0.1
- gain on investments	-	-	-	-	(3.1)	-	-	(3.1)
- exchange differences	-	-	-	-	(3.1)	0.1	90.2	87.2
Total comprehensive income/(expense) for the period	-	-	-	-	(3.1)	0.1	90.2	87.2
Proceeds from share issues	-	-	-	0.4	-	-	-	0.4
Share issued on acquisition of subsidiaries	15	-	22.3	-	-	-	-	22.3
Impairment of share issues*	-	-	-	1.8	-	-	(1.8)	-
Share buybacks	-	-	-	-	-	-	(26.3)	(26.3)
Share buyback obligations satisfied	-	-	-	-	-	-	6.1	6.1
Share options and LTIP charge	18	-	-	-	-	-	4.0	4.0
Tax on employee share options	-	-	-	-	-	-	0.1	0.1
Equity dividends paid	10	-	-	-	-	-	(42.0)	(42.0)
At 29 December 2024		2.1	71.9	0.5	(10.3)	(5.7)	0.1	(140.8)
								(82.2)

*Impairment of share issues represents the difference between share allotments made pursuant to the Sharesave schemes and the Long-Term Incentive Plan, and the original cost at which the shares were acquired as treasury shares into Capital reserve - own shares

Group cash flow statement

52 weeks ended 29 December 2024

	Note	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Cash flows from operating activities			
Profit before interest and taxation		142.6	156.8
Amortisation and depreciation	3	21.7	21.9
Share of post-tax profits of associates and joint ventures	13	(3.3)	(2.0)
Profit on disposal of property, plant and equipment		(0.2)	(2.3)
Profit on disposal of subsidiary	16	(21.9)	-
Profit on disposal of associate investment	16	-	(40.6)
Share option and LTIP charge	18	4.0	3.8
Decrease in provisions		(1.1)	(11.4)
Decrease in inventories		2.2	0.2
Increase in receivables		(8.2)	(5.2)
Increase in payables		2.8	15.2
Cash generated from operations		138.6	136.4
Corporation tax paid		(35.1)	(22.9)
Net cash generated by operating activities		103.5	113.5
Cash flows from investing activities			
Purchase of property, plant and equipment		(11.6)	(9.8)
Purchase of intangible assets	11	(6.9)	(11.0)
Proceeds from sale of property, plant and equipment		0.5	4.4
Net consideration received on disposal of subsidiaries		0.2	-
Proceeds from sale of trade and assets	16	32.8	-
Consideration received on disposal of associate investment	16	-	70.6
Purchase of investments		(11.4)	-
Acquisition of subsidiaries, net of cash received	15	(32.5)	-
Receipt of principal element on lease receivables		16.2	15.0
Receipt of interest element on lease receivables		13.0	12.6
Interest received		0.8	0.6
Other	21	(1.3)	12.3
Net cash (used)/generated by investing activities		(0.2)	94.7
Cash inflow before financing		103.3	208.2
Cash flows from financing activities			
Interest paid		(16.5)	(13.7)
Share purchases	21	(26.3)	(98.3)
Consideration received on exercise of share options - employee benefit trust		0.4	0.5
New bank loans and facilities drawn down		323.1	113.0
Facility arrangement fees paid		(0.7)	-
Repayment of borrowings		(306.2)	(112.2)
Repayment of principal element on lease liabilities		(20.7)	(20.1)
Repayment of interest element on lease liabilities		(14.1)	(13.8)
Equity dividends paid	10	(42.0)	(41.9)
Net cash used by financing activities		(103.0)	(186.5)
Net (decrease)/increase in cash and cash equivalents		0.3	21.7
Cash and cash equivalents at beginning of period		52.1	30.4
Foreign exchange loss on cash and cash equivalents		(0.2)	-
Cash and cash equivalents at end of period	21	52.2	52.1

1. General information

Domino's Pizza Group plc ('the Company') is a public limited company incorporated in the United Kingdom under the Companies Act 2006 (registration number 03853545). The Company is domiciled in the United Kingdom and its registered address is 1 Thornbury, West Ashland, Milton Keynes, MK6 4BB. The Company's ordinary shares are listed on the Official List of the FCA and traded on the Main Market of the London Stock Exchange. Further copies of the Annual Report and Accounts may be obtained from the address above.

2. Basis of preparation

The financial information set out in this document does not constitute statutory accounts for Domino's Pizza Group plc for the period ended 29 December 2024, but is extracted from the 2024 Annual Report.

The Annual Report for 2024 will be delivered to the Registrar of Companies in due course. The auditors' report on those accounts was unqualified and neither drew attention to any matters by way of emphasis nor contained a statement under either Section 498(2) of Companies Act 2006 (accounting records or returns inadequate or accounts not agreeing with records and returns), or section 498(3) of Companies Act 2006 (failure to obtain necessary information and explanations).

The Group's financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRS') as adopted in the UK, as they apply to the financial statements of the Group for the 52 week period ended 29 December 2024, and applied in accordance with the Companies Act 2006.

The Group financial statements are presented in sterling and are prepared using the historical cost basis with the exception of other financial assets, investments held at fair value through profit or loss and contingent consideration which are measured at fair value in accordance with IFRS 13 Fair Value Measurement.

Going concern

The Group financial statements have been prepared on a going concern basis as the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future.

The Group operates the Domino's brand in the UK and Ireland. A Master Franchise Agreement is in place with Domino's Pizza International Inc. The Group remains in material compliance with requirements and targets under this agreement.

For the purposes of going concern, the Directors of the Group have assessed the overall position and future forecasts for the period up to June 2026. These cash flow forecasts are consistent with those included in the Group's viability assessment.

The overall performance of the Group has been strong throughout the year in the UK and Ireland, with continued system sales growth and order growth. Sales growth is primarily driven by increases in food costs which have been passed through to our franchisees. Benefits from sales growth have been offset with interest charges due to higher average net debt following the Shorecal acquisition.

In line with the capital distribution policy, the Group has distributed excess cash to shareholders during the period. The Group's net liability position on a consolidated basis decreased from £134.0m to £82.2m.

The Directors of the Group have considered the future position based on current trading and a number of potential downside scenarios which may occur, either through reduced consumer spending, reduced store growth, supply chain disruptions, general economic uncertainty and other risks, in line with the analysis performed for the viability statement.

This assessment has considered the overall level of Group borrowings and covenant requirements, the flexibility of the Group to react to changing market conditions and ability to appropriately manage any business risks.

The Group has net debt of £265.5m and has committed debt facilities of £500m which include Sterling denominated private placement loan notes of £300m and an unsecured multi-currency revolving credit facility of £200m. The revolving credit facility expires in July 2027, and of the US Private Placement loan notes, £200m mature in July 2027 and £100m mature in June 2034.

During the current year the Group entered into new £100m sterling denominated US Private Placement Loan notes that mature on 20 June 2034. The loans notes incur interest at a fixed rate of 5.97%, which is payable every 6 months. The financial covenants under the new arrangement are in line with the current debt facilities as shown below.

The Group has a net debt position of £265.5m. The facility has leverage and interest cover covenants, with which the Group have complied with. The scenarios modelled are based on our current forecast projections, including any acquisitions and disposals where cash inflows or outflows are certain. In the first scenario we have taken account of the following risks:

- A downside impact of economic uncertainty and other sales-related risks over the forecast period, reflected in sales performance, with a c.5.0% reduction in LFL system sales compared to budget.
- The impact of a reduction of new store openings to half of their forecast level.
- A further reduction of between 2.5%-3.0% in sales to account for the potential impact of the public health debate.
- Future potential disruptions to supply chain through loss of one of our supply chain centres impacting our ability to supply stores for a period of two weeks.
- The impact of a temporary loss of availability of our eCommerce platform for 24 hours during peak trading periods.
- A significant unexpected increase in the impact of climate change on our delivery costs.

We have also considered a second 'severe but plausible' scenario, which in addition to the above-mentioned risks, also includes the risks of:

- A disruption to one of our key suppliers impacting our supply chain over a period of four weeks whilst alternative sourcing is secured.
- The impact of fines from a potential data breach in 2026.

In each of the scenarios modelled, there remains significant headroom on the debt facilities. Under the first scenario, there remains sufficient headroom under the covenant requirements of the facility.

If all the risks under the first scenario were to occur simultaneously with the additional risks in the second scenario, before any mitigating actions, the Group would breach its leverage covenants. The Board has significant mitigating actions available in the form of delays of distributions to shareholders which would prevent a breach of leverage covenants.

Based on this assessment, the Directors have formed a judgement that there is a reasonable expectation the Group will have adequate resources to continue in operational existence for the foreseeable future.

Reverse stress testing has been performed separately based on our main profitability driver, system sales, which is a materially worse scenario than the combinations described in the scenarios above. This test concluded that the Group's

materially worse scenario than the combinations described in the scenarios above. The test concluded that the Group's currently agreed covenants could only be breached if a highly unlikely combination of scenarios resulted in a material annual reduction in system sales greater than 23%, which is not considered plausible.

Accounting policies and new standards

The accounting policies applied by the Group are consistent with those disclosed in the Group's Annual Report. These policies are consistent with the Accounts for the 53 weeks ended 31 December 2023, except for new standards and interpretations effective for the first time for the reporting period.

3. Segmental information

For management purposes, the Group has been organised into two geographic business units based on the operating models of the regions; the UK & Ireland operating more mature markets with a franchise model, limited corporate stores and investments held in our franchisees, compared to International which operated predominantly as corporate stores. The International segment included the German associate, legacy Germany and Switzerland holding companies.

These are considered the Group's operating segments as the information provided to the Executive Directors of the Board, who are considered to be the chief operating decision makers, is based on these territories. The chief operating decision makers review the segmental underlying EBIT and EBITDA results and the non-underlying items separately. Revenue included in each segment includes all sales made to franchise stores (royalties, sales to franchisees and rental income) and by corporate stores located in that segment.

Following the announcement of the growth framework in 2023, the Group's operating segments continue to be reviewed and will be updated if there are any changes in the structure of information provided to the Executive Directors.

Unallocated assets include cash and cash equivalents and taxation assets. Unallocated liabilities include the bank revolving facility and taxation liabilities.

	At 29 December 2024 £m	At 31 December 2023 £m
Current tax assets	3.5	3.5
Cash and cash equivalents	52.2	52.1
Unallocated assets	55.7	55.6
Current tax liabilities	1.4	2.8
Deferred tax liabilities	11.7	7.0
Debt facilities	317.7	284.9
Unallocated liabilities	330.8	294.7

Segment assets and liabilities

	At 29 December 2024			At 31 December 2023		
	UK & Ireland £m	International £m	Total £m	UK & Ireland £m	International £m	Total £m
Segment assets						
Segment current assets	86.7	-	86.7	79.1	-	79.1
Segment non-current assets	423.0	-	423.0	342.3	-	342.3
Investment in associates and joint ventures	26.0	-	26.0	25.2	-	25.2
Investments	11.5	-	11.5	10.3	-	10.3
Unallocated assets			55.7			55.6
Total assets			602.9			512.5
Segment liabilities						
Liabilities	354.3	-	354.3	351.8	-	351.8
Unallocated liabilities			330.8			294.7
Total liabilities			685.1			646.5

Segmental performance 2024

	UK & Ireland £m	International £m	Total underlying £m	Non- underlying £m	Total reported £m
Revenue					
Sales to external customers	664.5	-	664.5	-	664.5
Segment revenue	664.5	-	664.5	-	664.5
Results					
Underlying result before associates and joint ventures	121.2	-	121.2	-	121.2
Share of profit of associates and joint ventures	3.3	-	3.3	-	3.3
Other non-underlying items	-	-	-	(8.8)	(8.8)
Other income	0.5	-	0.5	26.4	26.9
Profit before interest and taxation	125.0	-	125.0	17.6	142.6
Net finance costs	(17.7)	-	(17.7)	-	(17.7)
Profit before taxation	107.3	-	107.3	17.6	124.9
Taxation	(27.0)	-	(27.0)	(7.7)	(34.7)
Profit for the year	80.3	-	80.3	9.9	90.2
EBITDA for the year	25.0%	-	25.0%	-	25.0%

Effective tax rate	25.2%	-	25.2%	-	21.8%
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Other segment information

Depreciation	11.5	-	11.5	-	11.5
Amortisation	6.9	-	6.9	3.3	10.2
Total depreciation and amortisation	18.4	-	18.4	3.3	21.7
EBITDA	143.4	-	143.4	20.9	164.3
Underlying EBITDA	143.4	-	143.4	-	143.4
Capital expenditure	18.5	-	18.5	-	18.5
Share-based payment charge	4.0	-	4.0	-	4.0

Revenue disclosures

Royalties, franchise fees and change of hands fees	81.4	-	81.4	-	81.4
Sales to franchisees	443.7	-	443.7	-	443.7
Corporate store income	53.2	-	53.2	-	53.2
Rental income on leasehold and freehold property	1.9	-	1.9	-	1.9
National Advertising and eCommerce income	84.3	-	84.3	-	84.3
Total segment revenue	664.5	-	664.5	-	664.5

Major customers and revenue by origin

Revenue from two franchisees individually totalled £121.8m (2023: £128.7m) and £118.4m (2023: £125.7m), within sales reported in the UK & Ireland segment.

Analysed by origin, revenue was £613.4m (2023: £640.8m) in the UK and £51.1m (2023: £39.0m) in Ireland.

The total of non-current assets other than financial instruments and deferred tax assets, broken down by location of the assets is as follows: £151.1m (2023: £156.8m) in the UK and £96.5m (2023: £14.1m) in the Republic of Ireland.

Segmental performance 2023

	UK & Ireland £m	International £m	Total underlying £m	Non- underlying £m	Total reported £m
Revenue					
Sales to external customers	679.8	-	679.8	-	679.8
Segment revenue	679.8	-	679.8	-	679.8
Results					
Underlying result before associates and joint ventures	111.9	-	111.9	-	111.9
Share of profit of associates and joint ventures	2.0	-	2.0	-	2.0
Other income	2.3	-	2.3	40.6	42.9
Profit before interest and taxation	116.2	-	116.2	40.6	156.8
Net finance costs	(14.5)	-	(14.5)	-	(14.5)
Profit before taxation	101.7	-	101.7	40.6	142.3
Taxation	(26.0)	-	(26.0)	(1.3)	(27.3)
Profit for the year	75.7	-	75.7	39.3	115.0
Effective tax rate	25.6%	-	25.6%	-	19.2%

Other segment information

Depreciation	11.2	-	11.2	-	11.2
Amortisation	10.7	-	10.7	-	10.7
Total depreciation and amortisation	21.9	-	21.9	-	21.9
EBITDA	138.1	-	138.1	40.6	178.7
Underlying EBITDA	138.1	-	138.1	-	138.1
Capital expenditure	20.8	-	20.8	-	20.8
Share-based payment charge	3.8	-	3.8	-	3.8
Revenue disclosures					
Royalties, franchise fees and change of hands fees	83.4	-	83.4	-	83.4
Sales to franchisees	479.1	-	479.1	-	479.1
Corporate store income	33.1	-	33.1	-	33.1
Rental income on leasehold and freehold property	2.2	-	2.2	-	2.2
National Advertising and eCommerce income	82.0	-	82.0	-	82.0
Total segment revenue	679.8	-	679.8	-	679.8

4. Reconciliation of non-GAAP measures

Non-underlying items included in the financial statements

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Underlying profit for the period	80.3	75.7
Non-underlying profit for the period	9.9	39.3
Profit for the period	90.2	115.0

Non-underlying items

	Note	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Included in administrative costs			
- Shorecal acquisition costs	a)	(2.3)	-
- Reacquired rights amortization	b)	(3.3)	-
- Terminated acquisition costs	c)	(3.2)	-
		(8.8)	-
Included in other income			
- Profit on disposal of corporate stores	d)	21.4	-
- Reversionary scheme, net of costs	e)	5.0	-
- Profit on disposal of German associate	f)	-	40.6
		26.4	40.6
Included in profit before taxation			
- Taxation	g)	(7.7)	(1.3)
Included in profit for the period		9.9	39.3

a) Shorecal Limited acquisition costs

The Group incurred legal and advisory costs of £2.3m associated with the acquisition of Shorecal Limited. For further details on the acquisition refer to note 15. These costs are recognised in non-underlying as they relate directly to the acquisition and are significant enough to distort the underlying performance of the Group.

b) Reacquired rights amortisation

The Group incurred a charge of £3.3m in relation to the amortisation of reacquired rights recognised upon the acquisition of Shorecal Limited. This relates to the valuation of the Standard Franchise Agreements which were in place before the acquisition, previously issued by the Group to Shorecal Limited when this was an independently controlled franchisee. These are amortised over the remaining life of the franchise agreements, which is on average 5 years.

The amortisation is recognised in non-underlying results as we consider the recognition of the asset and amortisation period does not represent the substance of the agreements. As these are reacquired rights, under the accounting standard these must be amortised over the remaining period of the agreement considering renewal options, which is not consistent with the substance of the asset. The Group recognised no significant profit on initial issuance of the franchise agreements before acquisition and will not incur any cost to renew at the end of the term. We therefore consider the amortisation and reduction in value of this asset does not represent the underlying value of the agreements. For this reason, the amortisation is recognised in non-underlying results as would materially distort the performance of the acquired subsidiary and the Group's underlying trading performance.

c) Terminated acquisition costs

The Group incurred £3.2m of legal and advisory costs relating to an acquisition which did not complete. These costs are recognised in non-underlying as they relate directly to acquisition related activity and are significant enough to distort the underlying performance of the Group.

d) Profit on disposal of corporate stores

The Group disposed of its London corporate stores during the period, generating a profit on disposal of £21.4m, which includes £0.5m in transactions costs. For further details refer to note 16. This is treated as a non-underlying profit as is consistent with the treatment of the previous impairment to the Corporate Stores recognised in 2019.

e) Reversionary scheme

The Group recognised income of £5.0m in relation to amounts receivable from beneficiaries of the reversionary scheme, following the Group's settlement of the employment tax and related charges with HMRC in 2022 and 2023. £0.7m of cash was received by the end of the year, and an additional £2.1m was received after the balance sheet date. A further £2.5m is expected to be received in 2025. This income is recognised in non-underlying results consistent with the recognition of the expense in previous years.

f) Profit on disposal of German associate

In the prior period the Group disposed of its 33.3% interest in Daytona JV Limited. Proceeds of £79.9m were received of which £70.6m related to the investment in Daytona JV Limited and £9.3m related to the repayment of the loan. This generated a profit on disposal of £40.6m. For further details refer to note 16. The profits arising from the disposal have been treated as non-taxable on the basis the disposal falls under the Substantial Shareholding Exemption.

g) Taxation

The current period tax charge of £7.7m primarily relates to the disposal of the London corporate stores and the settlement income received in respect of the historical share-based compensation scheme. The prior period tax charge of £1.3m relates to the historical share-based compensation scheme following the £11.9m settlement made in the prior period.

5. Group profit before interest and tax

This is stated after charging/(crediting) for:

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Amortisation of intangible assets	10.2	10.7
Depreciation of property, plant and equipment	6.7	5.9
Depreciation on right-of-use assets	4.8	5.3
Total depreciation and amortisation expense	21.7	21.9
Cost of inventories recognised as an expense	245.2	273.4
Profit on disposal of property, plant and equipment	(0.2)	-
Profit on disposal of subsidiaries	(21.4)	-
Profit on disposal of associate investment	-	(40.6)

6. Finance income

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Other interest receivable	0.8	0.8
Interest on loans to associates and joint ventures	-	0.1
Interest receivable on leases	13.0	12.7
Discount unwind	0.2	0.1
Total finance income	14.0	13.7

7. Finance costs

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Debt facilities interest payable	17.3	14.4
Interest payable on leases	14.1	13.8
Other interest payable	0.1	-
Foreign exchange	0.2	-
Total finance costs	31.7	28.2

8. Taxation

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Tax charged / (credited) in the income statement		
Current income tax		
UK corporation tax:		
- current period	33.1	21.6
- adjustment in respect of prior periods	(0.2)	4.6
	32.9	26.2
Income tax on overseas operations	0.3	(2.5)
Total current income tax charge	33.2	23.7
Deferred tax		
Origination and reversal of temporary differences	1.4	2.6
Effect of change in tax rate	-	0.2
Adjustment in respect of prior periods	0.1	0.8
Total deferred tax	1.5	3.6
Tax charge in the income statement	34.7	27.3
Tax relating to items credited/(charged) to equity		
Reduction in current tax liability as a result of the exercise of share options	(0.1)	-
Origination and reversal of temporary differences in relation to unexercised share options	0.2	-
Tax credit in the Group statement of changes in equity	0.1	-

The total effective tax rate is 27.8% (2023: 19.2%).

There is no tax impact in relation to the foreign exchange differences in the statement of comprehensive income.

9. Earnings per share

Basic earnings per share amounts are calculated by dividing profit for the year attributable to ordinary equity holders of the Parent by the weighted average number of Ordinary shares outstanding during the year.

Diluted earnings per share is calculated by dividing the profit attributable to ordinary equity holders of the Parent by the weighted average number of Ordinary shares outstanding during the year plus the weighted average number of Ordinary shares that would have been issued on the conversion of all dilutive potential Ordinary shares into Ordinary shares.

Earnings

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Profit after tax for the period	90.2	115.0
Non-underlying items	(9.9)	(39.3)
Underlying profit after tax	80.3	75.7

	At 29 December 2024 Number	At 31 December 2023 Number
Basic weighted average number of shares (excluding treasury shares)	393,720,595	410,406,240
Dilutive effect of share options and awards	2,581,313	1,915,682
Diluted weighted average number of shares	396,301,908	412,321,922

The performance conditions relating to share options granted over 5,879,430 shares (2023: 5,131,078) have not been met in the current financial period and therefore the dilutive effect of the number of shares which would have been issued at the period end has not been included in the diluted earnings per share calculation.

There were 1,867,439 share options excluded from the diluted earnings per share calculation because they would be antidilutive (2023: 1,791,468).

	52 weeks ended 29 December 2024	53 weeks ended 31 December 2023
Statutory earnings per share		
Basic earnings per share	22.9p	28.0p
Diluted earnings per share	22.8p	27.9p
Underlying earnings per share		
Basic earnings per share	20.4p	18.4p
Diluted earnings per share	20.3p	18.4p

10. Dividends

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Declared and paid during the period:		
Equity dividends on Ordinary shares:		
Final dividend for 2023: 7.2p (2022: 6.8)	28.1	28.3
Interim dividend for 2024: 3.5p (2023: 3.3p)	13.9	13.6
Dividends paid	42.0	41.9
Proposed for approval by shareholders at the AGM (not recognised as a liability at 29 December 2024 nor 31 December 2023)		
Final dividend for 2024: 7.5p (2023: 7.2p)	29.6	28.4

Total dividend for 2024 of 11.0p per share, with final dividend of 7.5p proposed to be paid on 07 May 2025. The ex-dividend date is 3 April 2025, and the record date is 4 April 2025.

11. Intangible assets

	Goodwill £m	Franchise fees £m	Software £m	Other £m	Total £m
Cost or valuation					
At 25 December 2022	28.1	5.5	69.5	0.8	103.9
Additions	-	-	9.2	0.3	9.5
At 31 December 2023	28.1	5.5	78.7	1.1	113.4
Acquisition of subsidiaries	64.7	22.4	-	-	87.1
Additions	-	-	6.3	0.5	6.8

Disposals	(28.1)	(4.4)	-	-	(32.5)
Foreign exchange translation	(2.1)	(0.6)	-	-	(2.7)
At 29 December 2024	62.6	22.9	85.0	1.6	172.1
Accumulated amortisation and impairment					
At 25 December 2022	16.4	5.2	51.9	0.4	73.9
Provided during the year	-	0.2	10.5	-	10.7
At 31 December 2023	16.4	5.4	62.4	0.4	84.6
Provided during the year	-	3.3	6.6	0.3	10.2
Disposals	(16.4)	(4.4)	-	-	(20.8)
At 29 December 2024	-	4.3	69.0	0.7	74.0
Net book value at 29 December 2024	62.6	18.6	16.0	0.9	98.1
Net book value at 31 December 2023	11.7	0.1	16.3	0.7	28.8

At 29 December 2024, the net book value of internally generated intangibles included within software was £10.8m (2023: £9.9m). Internally generated intangibles included within software additions during the year was £4.4m (2023: £7.5m). The intangible assets relating to online sales have a net book value at the end of the period of £13.9m (2023: £13.9m).

During the current period the Group acquired Shorecal Limited resulting in the recognition of intangible assets of £22.4m at fair value and goodwill of £64.7m at cost, further detailed in note 15. The intangible asset relates to the valuation of the Standard Franchise Agreements ("SFAs" or "Franchise fees") which were in place before the acquisition, previously issued by the Group to Shorecal Limited when this was an independently controlled franchisee. These are amortised over the remaining life of the franchise agreements, which is on average 5 years.

During prior periods, the Group acquired Sell More Pizza Limited which formed part of the Group's London Corporate stores. On acquisition, the Group recognised reacquired SFAs at fair value and goodwill at cost. During the current period the remaining £11.7m carrying value of the intangibles and goodwill relating to these London corporate stores were disposed of, as further detailed in note 16.

The carrying amount of goodwill and indefinite life intangibles has been allocated as follows:

	At 29 December 2024 £m	At 31 December 2023 £m
London corporate stores	-	11.7
Shorecal	62.6	-

Impairment Review

The Group is obliged to test goodwill and indefinite life intangibles annually for impairment, or more frequently if there are indications that goodwill and indefinite life intangibles might be impaired.

In performing these impairment tests, management is required to compare the carrying value of the assets of a Cash Generating Unit (CGU), including goodwill and indefinite life intangibles, with their estimated recoverable amount. The recoverable amounts of an asset being the higher of its fair value less costs to sell and value in use. Management considers the different nature of the Group's operations to determine the appropriate methods for assessing the recoverable amounts of the assets of a CGU. When testing goodwill for impairment, the goodwill is allocated to the CGU or group of CGUs that were expected to benefit from the synergies of the business combination from which it first arose.

Corporate stores - Impairment Review

An impairment review has been performed over the goodwill and intangible assets attributable to the Group's corporate store business, within the UK & Ireland operating segment. Following the disposal of the Group's London corporate stores and acquisition of Shorecal Limited in the period, the impairment review considers the recoverable amount of the Shorecal corporate store business located in Northern Ireland and the Republic of Ireland.

The Group sold its London corporate stores for an aggregate profit on disposal before tax of £21.4m, which exceeded the impairments previously recognised against the goodwill allocated to those stores of £16.4m. The Group's experience acquiring, operating and selling its London corporate stores has been considered in the value assessments of its Shorecal corporate stores.

Recoverable amount has been assessed by estimating the fair value less costs of disposal of the Shorecal business, where it is estimated how much interested parties would pay to acquire the future cash generation potential of the business. The assessment of future cash generation potential draws on the Group's five-year plan for the business. During 2024, the Shorecal business performed broadly in line with expectations. Areas of estimation uncertainty in the cash flow projections are those regarding revenue growth, new store openings and EBITDA margins, where food cost inflation, labour inflation, employment tax rates and expected productivity gains are key underlying assumptions. The Group has drawn on its historic experience in estimating new store and store refit capital expenditure.

Long-term growth rates are set no higher than the long-term economic growth projections of UK&I, where the business geographically operates. In valuing future cash generation potential, pre-tax discount rates have been used as an estimate of current market assessments of the time value of money and the risks specific to the CGUs and businesses under review. The discount rates and long-term growth rates applied in the annual impairment reviews conducted in the current and prior year, are as follows:

	Long-term Growth Rate		Discount Rate	
	2024	2023	2024	2023
Corporate Stores	2.0%	2.0%	12.0%	11.3%

For the year ended 29 December 2024, no impairment has been recognised against the goodwill allocated to the corporate stores (2023: £nil). The valuation based on the current five-year plan results in a recoverable amount of £107.4m, with the asset base being £85.6m, headroom of £21.8m is available. The valuation is at Level 3 of the IFRS 13 hierarchy, due to there being assumptions in the valuation not based on observable market data.

Master franchise fees

Master Franchise fees consist of costs relating to the MFA for UK and Ireland. Each MFA is treated as having an indefinite life.

Master franchise fees consist of costs relating to the MFA in the UK and Ireland. Each MFA is treated as having an indefinite life. The MFAs are tested annually for impairment in accordance with IAS 36. The assumptions underlying the tests on the UK & Ireland MFAs are not disclosed as the carrying value is not material.

Standard Franchise Agreements

SFAs are recognised at fair value on acquisition of corporate stores and, as reacquired assets, are being amortised over their remaining contractual life. The net book value of SFAs at 29 December 2024 is £18.6m (2023: £0.4m). The SFAs attributable to acquired corporate stores are tested for impairment in tandem with the goodwill and other intangible assets attributable to those stores, as described above.

The amortisation of intangible assets is included within administration expenses in the income statement.

12. Right-of-use assets, lease receivables and lease liabilities

Right-of-use assets

	At 29 December 2024 £m	At 31 December 2023 £m
Property	8.9	9.7
Equipment	11.9	9.6
	20.8	19.3

Amounts recognised in the income statement

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Depreciation - Property	0.8	0.9
Depreciation - Equipment	4.0	4.4
	4.8	5.3

Lease receivables

	At 29 December 2024 £m	At 31 December 2023 £m
Property	206.7	208.7
	206.7	208.7

Lease liabilities

	At 29 December 2024 £m	At 31 December 2023 £m
Property	217.3	220.2
Equipment	12.4	10.1
	229.7	230.3

13. Investment in associates and joint ventures

	Joint ventures £m	Associates £m
Balance at 25 December 2022	4.6	20.8
Underlying profit for the period	0.1	1.9
Dividends received	(0.3)	(1.9)
Balance at 31 December 2023	4.4	20.8
Underlying profit for the period	0.3	3.0
Dividends received	-	(2.5)
Balance at 29 December 2024	4.7	21.3

Investments in associates

The Group has a 49% interest in Full House Restaurant Holdings Limited ('Full House'), a private company that manages pizza delivery stores in the UK.

The Group has a 46% interest in Victa DP Limited (Victa). The investment has been treated as an associate as the Group holds significant influence through the voting rights gained through the equity investment, and representation on the Board. The investment is treated as an associate under IAS 28, however is referred to as the 'Northern Ireland Joint Venture' or 'NI JV' through the report as it is considered commercially to be a joint venture.

Victa had significant external net debt at the balance sheet date of £18.9m and was in breach of its finance facility covenants. The company continues to trade profitably and make all payments as they fall due including debt payments. During the period, the Group provided £3.9m of loan financing to Victa, which was used by the company to repay debts owed to former owners and to settle a legacy tax liability. The £3.9m of loan financing provided to Victa has been included in the analysis of amounts owed by associates and joint ventures in note 19 as loan balances. As a feature of the agreements upon which the £3.9m of financing was provided, the Group holds an option to acquire three stores from Victa. If exercised, £2.4m of the £3.9m financing provided would be regarded as a prepayment of consideration for the three stores. The fair value of the option at the balance sheet date was deemed to be £nil, with the exercise price being comparable to the fair value of the three stores.

The loan investments, along with the Group's associate investment in Victa, have been assessed for impairment at the balance sheet date. The impairment assessment compared the present value of future expected pre-tax free cash flows of

balance sheet date. The impairment assessment compared the present value of future expected pre-tax free cash flows of Vici with the carrying value of the Group's investments and loans to the company, adjusting for its external net debt. The discount rate used in the assessment was 13.3%, comparable with the rate the Group used in conducting an impairment review of its Shorecal corporate stores (see note 11) after making tax rate adjustments. No impairment was deemed to be required, with there being a minimum headroom of £1.8m in the assessment.

Investments in joint ventures

During the year, the Group held a 50% UK joint venture in Domino's Pizza West Country Limited ('West Country'). West Country is accounted for as a joint venture using the equity method in the consolidated financial statements as the Group has joint control through voting rights and share ownership as well as being party to a joint venture agreement, which ensures that strategic, financial and operational decisions relating to the joint venture activities require the unanimous consent of the two joint venture partners.

14. Financial liabilities

	At 29 December 2024 £m	At 31 December 2023 £m
Current		
Share buyback obligations	-	6.1
	-	6.1
Non-current		
Bank revolving facility	19.1	85.8
Private Placement Loan Notes	298.6	199.1
	317.7	284.9

Share buyback obligation

In the prior year, the Group entered into an irrevocable non-discretionary programme with Numis Securities Limited to purchase up to a maximum of £70.0m of shares from 29 August 2023. During 2023, 17,152,705 shares were purchased for a consideration of £63.9m. The remaining share buybacks and unpaid amounts outstanding at 31 December 2023 of £6.1m were recognised as a financial liability. This obligation was settled during 2024.

Debt facilities

At 29 December 2024, the Group had a total of £500m (2023: £400m) of debt facilities, of which £180m (2023: £112.9m) was undrawn. The facilities include a £200m multi-currency revolving credit facility (RCF) and £300m (2023: £200m) of US private placement loan notes (USPP). Arrangement fees of £1.9m and £2.0m were incurred on the RCF and USPP respectively.

Private placement loan notes

The USPP loan notes issued in 2022 mature on 27th July 2027. Arrangement fees of £0.7m (2023: £0.9m) directly incurred in relation to this USPP are included in the carrying values of the loan notes and are being amortised over the remaining loan term. Interest is charged at 4.26% per annum.

On 20 June 2024, the Group issued an additional £100m USPP loan notes, which mature on 20th June 2034. Arrangement fees of £0.7m directly incurred in relation to this USPP are included in the carrying values of the loan notes and are being amortised over the loan term. Interest is charged at 5.97% per annum.

The USPP loan notes are secured by an unlimited cross guarantee between the same legal entities that are guaranteeing the revolving credit facility.

Bank revolving facility

The £200m revolving credit facility expires on 27 July 2027. Arrangement fees of £0.9m (2023: £1.3m) directly incurred in relation to the RCF are included in the carrying values of the facility and are being amortised over the extended term of the facility.

Interest charged on the revolving credit facility ranges from 1.85% per annum above SONIA (or equivalent) when the Group's leverage is less than 1:1 up to 2.85% per annum above SONIA for leverage above 2.5:1. A further utilisation fee is charged if over one-third is utilised at 0.15%, which rises to 0.30% of the outstanding loans if over two-thirds is drawn. In addition, a commitment fee is calculated on undrawn amounts based on 35% of the current applicable margin.

The RCF is secured by an unlimited cross guarantee between Domino's Pizza Group plc, DPG Holdings Limited, Domino's Pizza UK & Ireland Limited, DP Realty Limited, DP Pizza Limited, Sell More Pizza Limited, Sheermans SS Limited, Sheermans Limited, Shorecal Limited, Karshan Limited, K&M Pizzas Limited and Sarcon No 214 Limited.

An ancillary overdraft and pooling arrangement was in place with Barclays Bank Plc for £20.0m covering the Companies, Domino's Pizza Group plc, DPG Holdings Limited, Domino's Pizza UK & Ireland Limited, DP Realty Limited, DP Pizza Limited, Sell More Pizza Limited, Sheermans SS Limited and Sheermans Limited. Interest is charged for the overdraft at the same margin as applicable to the revolving credit facility above SONIA.

15. Business combinations

On the 10th of April 2024, the Group acquired the remaining 85% share capital of Shorecal Limited, a private company registered in the Republic of Ireland that operates Domino's franchise stores in Ireland, taking its ownership to 100%. A total consideration of £54.8m was transferred, which includes net cash consideration of £32.5m and share consideration of £22.3m which relates to a share issue of 6,700,909 shares in the Company at the share price on the acquisition date.

The acquisition enables the Group to accelerate Shorecal's growth across ROI and Northern Ireland, materially increasing the store count and leverage capacity in the Irish supply chain centre.

The provisional acquisition balance sheet was adjusted to reflect the provisional fair value of the assets and liabilities. Adjustments to the balance sheet primarily relate to recognition of intangible assets for the reacquired rights relating to the franchise agreements, remeasurement of right of use assets and lease liabilities, and contingent liabilities and provisions.

The reacquired rights of £22.4m were valued using multiple period excess earnings method over the remaining contractual term of the franchise agreements. These assets will be amortised over the period of the franchise agreements, with

amortisation recognised in non-underlying results.

Provisions of £4.2m have been recognised on acquisition which include £1.6m relating to dilapidations provisions for the acquired leases and £2.6m relates to historical tax exposures of the Shorecal group, including litigation with Revenue Ireland which has yet to be settled. Progress towards a settlement of the historical tax exposures is being made, however there remains uncertainty over the settlement amount and therefore cannot be reliably measured. Based on expert advice, the best estimate is currently a £2.2m settlement, however there could be an outcome significantly different to this.

Financial liabilities of £16.3m, representing external debt held pre-acquisition, were settled by the Group subsequent to the acquisition date.

The resulting goodwill of £64.7m recognised represents intangible assets that do not qualify for separate recognition, such as the extensive assembled workforce, and synergies resulting from the Group's purchase of this franchisee group, and the future growth potential of the Group.

Immediately prior to the acquisition, the Group held a 15% interest in Shorecal with a fair value of £10.0m on the acquisition date.

Since the acquisition, Shorecal has contributed £30.0m of Group revenue and profit before tax of £0.9m. Had the acquisition taken place at the start of the reporting period, the Group would have had revenue of £673.7m and profit before tax of £125.6m. Since acquisition an exchange rate loss of £2.1m arose on Goodwill.

One of Shorecal Limited's subsidiaries, Karshan (Letterkenny) Limited, has 49% of its issued share capital owned by non-controlling shareholders. Karshan (Letterkenny) Limited owns just one of the 34 stores the Group acquired in the Shorecal acquisition. The fair value of the non-controlling interest at acquisition is considered immaterial to the Group and has not been recognised. Profit and equity attributable to the non-controlling interest at the balance sheet date is also considered immaterial to the Group and so has not been recognised in the Group's Balance Sheet, Statement of Comprehensive Income and Statement of Changes in Equity.

	£m
Cash paid on acquisition	37.3
Cash acquired	(4.8)
Net cash consideration	32.5
Non-cash consideration - Share issue	22.3
Total consideration transferred	54.8
Fair value of net assets acquired	
Property, plant and equipment	2.9
Intangible assets	22.4
Right-of-use-assets	6.3
Deferred tax assets	0.6
Trade and other receivables	2.0
Inventories	0.2
Total assets acquired	34.4
Current tax liabilities	(0.3)
Deferred tax liabilities	(3.7)
Financial liabilities	(16.3)
Provisions	(4.2)
Lease liabilities	(6.3)
Trade and other payables	(3.5)
Total liabilities acquired	(34.3)
Net identifiable assets acquired at fair value	0.1
Goodwill arising on acquisition	
Consideration transferred	54.8
Previously held investment in Shorecal	10.0
Non-controlling interest	-
Fair value of net assets acquired	(0.1)
Goodwill	64.7

16. Disposals

London corporate stores

During the period, the Group disposed of its London corporate stores, generating a profit on disposal of £21.4m as follows:

	£m
Cash received on disposal	32.8
Deferred consideration	2.0
Total consideration	34.8
Net assets disposed excluding cash (see below)	(12.9)
Profit on disposal before professional fees	21.9
Costs associated with disposal	(0.5)
Total profit on disposal	21.4
Intangible assets	11.7
Property, plant and equipment	2.1
Right-of-use assets	7.2
Inventories, trade receivables and trade and other payables	0.1
Deferred tax assets	0.2
Lease liabilities	(7.2)
Provisions	(1.2)
Net assets disposed	12.9

Investment in Daytona JV Limited

In June 2023, the Group disposed of its 33.3% interest in Daytona JV Limited. The Group received £79.9m, of which £70.6m related to the investment in Daytona JV Limited and £9.3m related to the repayment of the loan. Included in the cash received on disposal was a £1.8m gain on a forward foreign currency contract that was entered into to provide certainty to the Group over cash flows received on disposal. The profit on disposal is analysed as follows:

	Daytona JV Limited
	£m
Cash received on disposal	70.6
Carrying amount of investment disposed	(32.4)
Currency translation gain transferred from translation reserve	2.5
Profit on disposal before professional fees	40.7
Professional fees relating to the disposal	(0.1)
Total profit on disposal of investment	40.6

The profits arising from the disposal were treated as non-taxable on the basis the disposal fell under the Substantial Shareholding Exemption.

17. Financial instruments

Investments

In November 2018, the Group acquired 15% of the issued share capital of Shorecal Limited, a private company registered in the Republic of Ireland. The Group's shareholding in Shorecal Limited was in preference shares, acquired for an original cost of investment of €12.2m (£11.0m). As a preference shareholder, the Group had enhanced rights to dividend distributions and enhanced rights over Shorecal Limited's equity value in the event of a liquidation or onward share sale. The investment in Shorecal Limited was designated as a fair value through profit and loss equity instrument, whereby dividends received by the Group were recognised in profit and loss together with any fair value gains or losses. A probability weighted expected return method was applied in determining the fair value of the investment in previous periods, whereby multiple future outcomes for Shorecal Limited were simulated with a probability assigned to each scenario. The investment was categorised at Level 3 of the IFRS 13 hierarchy due to the unobservable inputs in the method for determining fair value.

The Group acquired the remaining 85% of issued share capital of Shorecal Limited in the current period, as further detailed in note 15. There were no fair value investment changes in the current period prior to the full acquisition. In the prior period, there were also no fair value investment changes and dividends of €0.9m (£0.8m) were received against the investment.

In April 2024, the Group acquired 12.1% of the issued ordinary share capital of DP Poland plc, an AIM-listed company based in the UK, for a cost of £11.4m, which includes transaction costs of £0.4m. An election has been made for the equity instrument to be designated as fair value through other comprehensive income. The investment is categorised at Level 1 of the IFRS 13 fair value hierarchy with its fair value based on quoted prices in the active AIM market. The fair value of the investment at the balance sheet date is £11.5m resulting in a fair value gain of £0.1m which has been recognised in other comprehensive income.

The Group also entered an option agreement to purchase additional shares in DP Poland plc from another shareholder, which would take the Group's percentage ownership in DP Poland plc up to a maximum of 29.99%. This option is not recognised on the balance sheet as it had no fair value. The option was not considered to give the Group rights and benefits that would require treatment of the investment as an associate at the balance sheet date. The option lapsed shortly after the balance sheet date on 31 December 2024.

18. Share-based payments

The expense recognised for share-based payments in respect of employee services received during the 52 weeks ended 29 December 2024 was £4.0m (2023: £3.8m). This all arises on equity-settled share-based payment transactions.

19. Related party transactions

During the period the Group entered into transactions, in the ordinary course of business, with related parties. Transactions entered into and trading balances outstanding with related parties are as follows:

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Sales to related parties		
Associates	45.4	46.8
Joint Ventures	7.1	7.5
	52.5	54.3
	As at 29 December 2024 £m	As at 31 December 2023 £m
Amounts owed by related parties		
Associates	6.9	1.4
Joint Ventures	0.1	1.7
	7.0	3.1

20. Analysis of Net Debt

	At 29 December 2024 £m	At 31 December 2023 £m
Cash and cash equivalents	52.2	52.1
Debt facilities	(320.0)	(287.1)
Capitalised facility arrangement fees	2.3	2.2
Net Debt	(265.5)	(232.8)

The Group's lease liabilities are not included in the Group's definition of Net Debt. Lease liabilities are measured at the present value of future lease payments, including variable lease payments and the exercise price of purchase options where it is reasonably certain that the option will be exercised, discounted using the interest rate implicit in the lease, if readily determinable or alternatively the Group's incremental borrowing rate as a lessee.

determine, or alternatively the Group's financial performance as a result.

21. Additional cash flow information

Other cash flows from investing activities

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Dividends received from investments	0.1	0.8
Dividends received from associates and joint ventures	2.5	2.2
(Increase) / Decrease in loans to associates and joint ventures	(3.9)	9.3
	(1.3)	12.3

Share transactions in cash flows from financing activities

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Purchase of own shares - share buyback	(26.3)	(93.3)
Purchase of own shares - employee benefit trust	-	(5.0)
	(26.3)	(98.3)

Reconciliation of free cash flow

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Cash generated from operating activities	103.5	113.5
Net interest paid	(15.7)	(13.1)
Receipt of principal element on lease receivables	16.2	15.0
Receipt of interest element on lease receivables	13.0	12.6
Repayment of principal element on lease liabilities	(20.7)	(20.1)
Repayment of interest element on lease liabilities	(14.1)	(13.8)
Dividends received	2.6	3.0
Other	(0.1)	(0.1)
	84.7	97.0

Cash and cash equivalents

	52 weeks ended 29 December 2024 £m	53 weeks ended 31 December 2023 £m
Cash at bank and in hand	52.2	52.1
Total cash at bank and in hand	52.2	52.1

Reconciliation of financing activities

	At 01 January 2024 £m	Net cash flow £m	Exchange differences £m	Non-cash movements £m	At 29 December 2024 £m
Debt facilities	(284.9)	(32.5)	0.4	(0.7)	(317.7)
Lease liabilities	(230.3)	34.8	0.5	(34.7)	(229.7)
	(515.2)	2.3	0.9	(35.4)	(547.4)

	At 26 December 2022 £m	Net cash flow £m	Exchange differences £m	Non-cash movements £m	At 31 December 2023 £m
Debt facilities	(283.7)	(0.8)	0.2	(0.6)	(284.9)
Lease liabilities	(223.4)	33.9	0.1	(40.9)	(230.3)
	(507.1)	33.1	0.3	(41.5)	(515.2)

22. Post balance sheet events

On 10 March 2025, the Group purchased an additional 24% equity in Victa DP Limited. Prior to the acquisition, the Group held a 46% stake in Victa DP Limited. Following this transaction, the Group's total ownership in Victa DP Limited increased to 70%.

The net cash consideration for the acquisition amounted to £25.6 million, which consisted of an equity purchase of £7.2m, capital contribution of £5.2m and debt provided of £19.4m, which was offset with receipts of amounts due to the Group for existing assets of £6.2m.

The fair value of the identifiable assets and liabilities of Victa DP Limited at the acquisition date will be determined and disclosed in the financial statements for the 2025 financial year.

The acquisition occurred after the end of the financial year, which concluded on 29 December 2024, and therefore, is considered a post-balance sheet event under IFRS. The financial impact of this acquisition is not reflected in the financial statements for the year ended 29 December 2024.

A final dividend has been proposed of 7.5p per share. Refer to note 10 for additional information.

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