

2016

Annual Report & Accounts

jdsportsfashionplc



size?

scotts

FOOTPATROL



chausport®



TESSUTI

MAINLINE

CLOGGS



millets



Ultimate
Outdoors



Nicholas Deakins
Established in England 1991

KOOGA™

FOCUS
INTERNATIONAL



KUKRI

Contents

Overview

Highlights	5
Milestones	6
Who We Are	8
Where We Are	26
Executive Chairman's Statement	47

Strategic Report

Business Model	48
Our Strategy	49
Principal Risks	51
Business Review	53
Financial Review – Continuing Businesses	54
Property and Stores Review	56
Corporate and Social Responsibility	58

Governance

The Board	64
Directors' Report	65
Corporate Governance Report	68
Directors' Remuneration Report	73

Financial Statements

Statement of Director's Responsibilities	82
Independent Auditor's Report	83
Consolidated Income Statement	86
Statement of Comprehensive Income	86
Statement of Financial Position	87
Consolidated Statement of Changes in Equity	88
Consolidated Statement of Cash Flows	89
Notes to the Consolidated Financial Statements	90

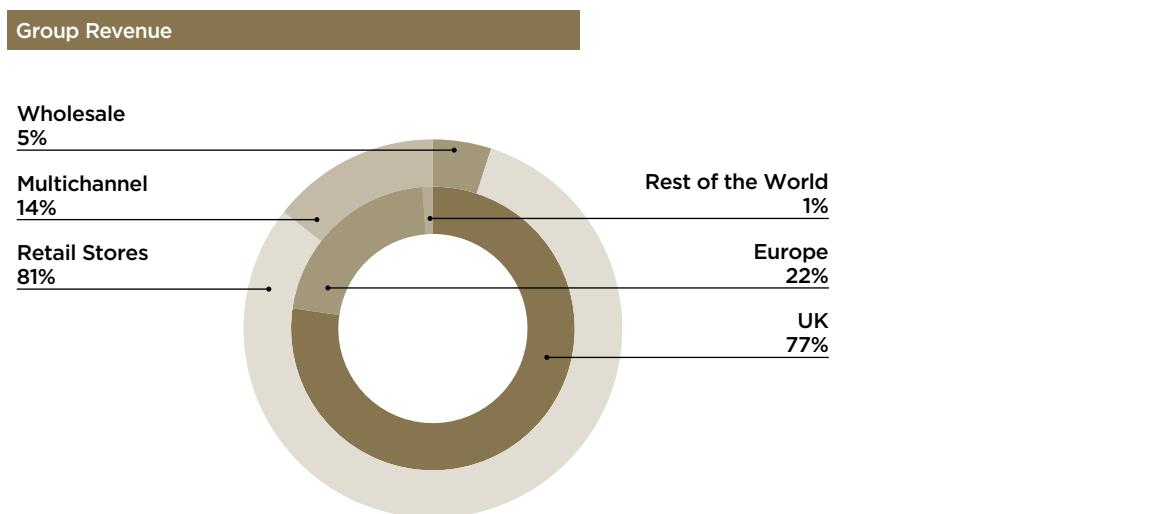
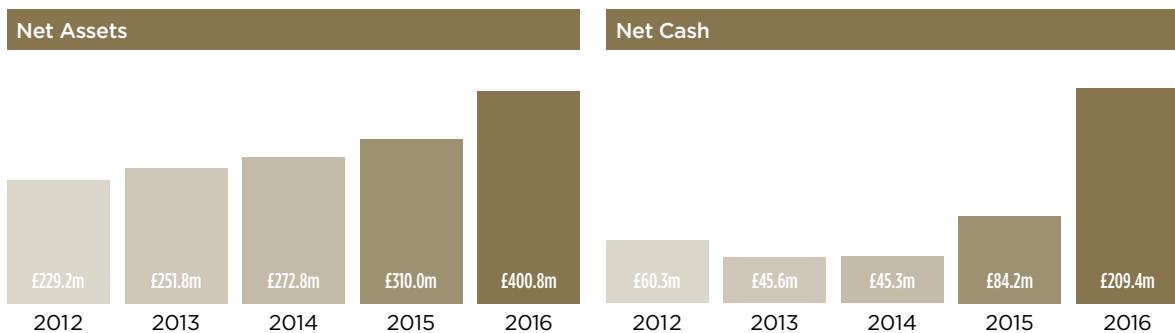
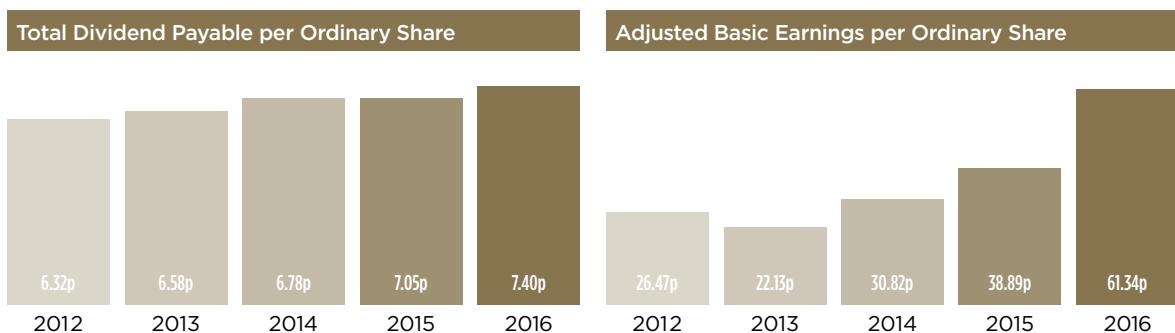
Group Information

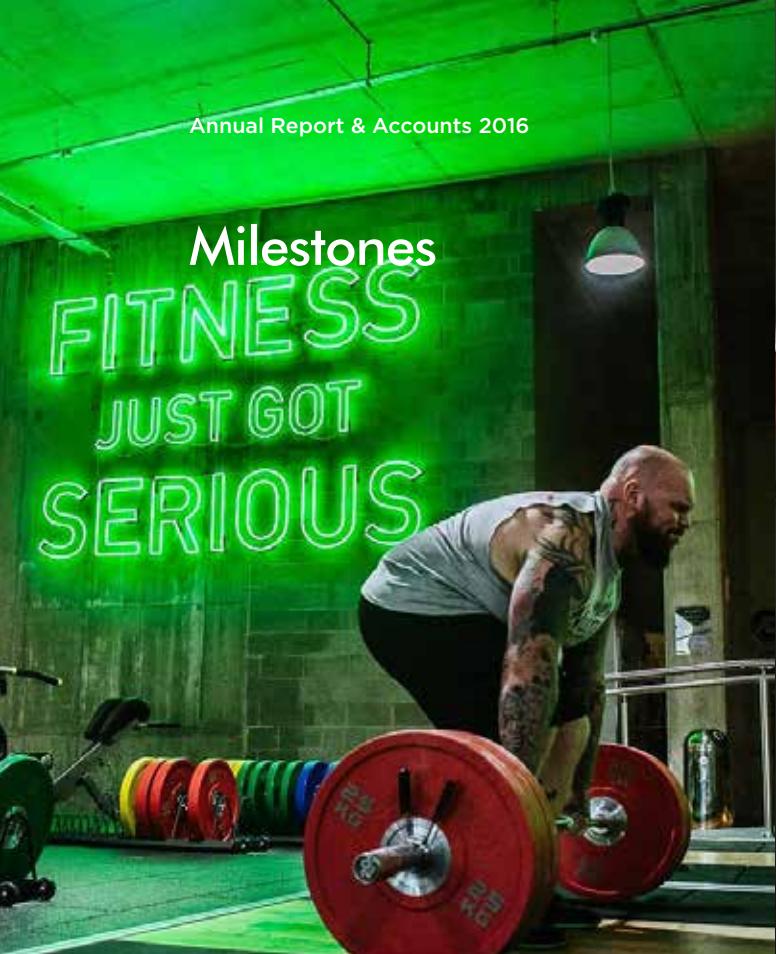
Five Year Record	144
Financial Calendar	145
Shareholder Information	145

“Record result with headline profit before tax and exceptional items of £157.1 million.”

Peter Cowgill

Highlights





April 2015

- 2015 'FACE OF JD' COMPETITION LAUNCHES

September 2015

- KINGSWAY WAREHOUSE EXPANSION PROGRAMME COMPLETE

July 2015

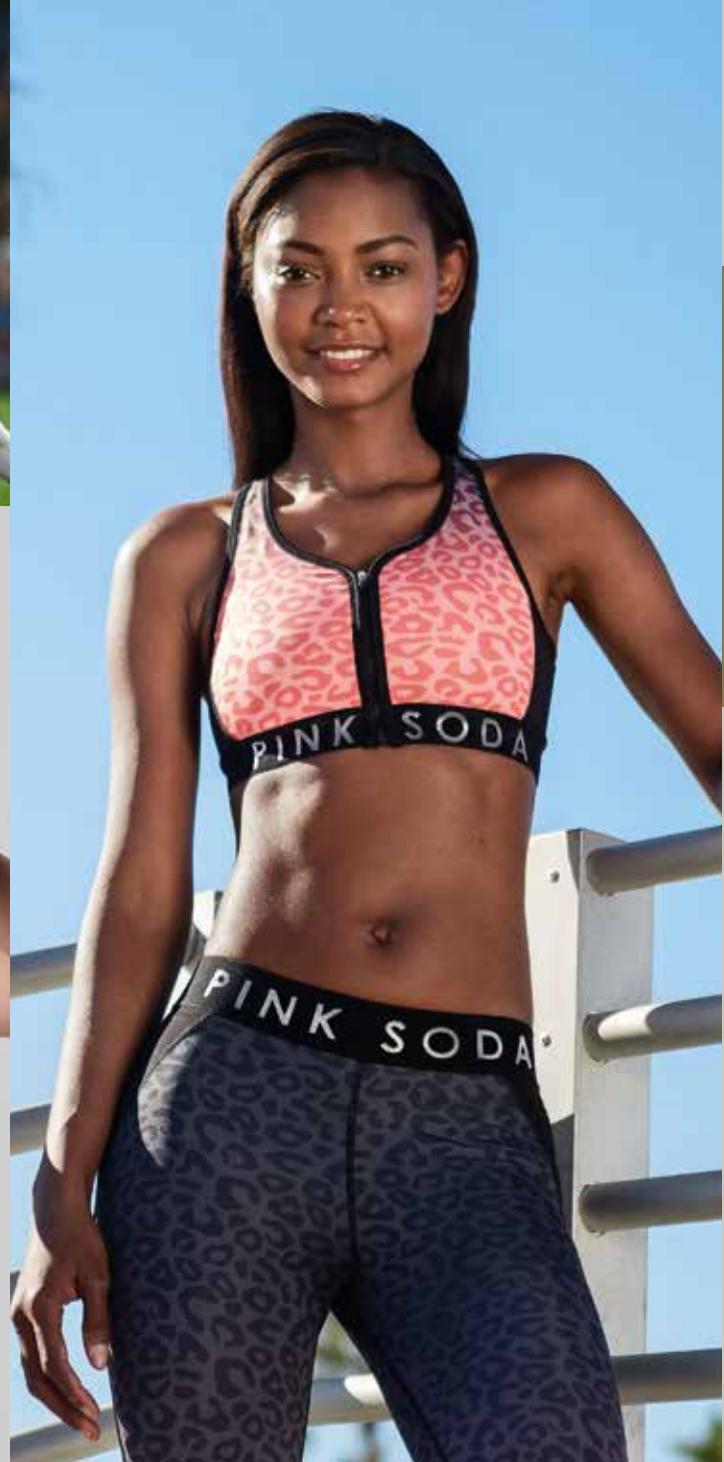
- NEW FLAGSHIP STORES OPEN ON
 - OXFORD STREET, LONDON
 - NORTHUMBERLAND STREET, NEWCASTLE

October 2015

- NEW FLAGSHIP STORE OPENS IN NIEUWENDIJK, AMSTERDAM

August 2015

- FIRST JD STORE IN BELGIUM OPENS IN ANTWERP



November 2015

- FIRST JD STORES OPEN IN
 - ROME (ITALY)
 - STOCKHOLM (SWEDEN)
 - COPENHAGEN (DENMARK)
- NEW FLAGSHIP STORE OPENS ON ARGYLE STREET, GLASGOW

December 2015

- PINK SODA SPORT LAUNCH (FEMALE OWN BRAND ATHLEISURE RANGE)
- JD GYMS RECEIVES BEST BUDGET GYM AWARD
- FOOTBALL FEDERATION KIT LAUNCHES (SCOTLAND, WALES, NORTHERN IRELAND) WITH JD AS EXCLUSIVE RETAILER

January 2016

- FIRST JD STORE IN ASIA OPENS IN KUALA LUMPUR, MALAYSIA

March 2016

- PURCHASE OF THE TRADING ASSETS AND TRADE OF AKTIESPORT AND PERRY SPORT FASCIAS
- ENGLAND FOOTBALL HOME KIT LAUNCH

Who We Are

The Group has over 900 stores across a number of retail fascias and is proud of the fact that it always provides its customers with the latest products from the very best brands.

The Group embraces the latest online and instore digital technology providing it with a truly multichannel, international platform for future growth.



Oxford Street London, UK



Sunway Pyramid, Kuala Lumpur, Malaysia

Who We Are



Northumberland Street, Newcastle Upon Tyne, UK



Nieuwendijk, Amsterdam, The Netherlands



Argyle Street, Glasgow, UK

Who We Are



Mary Street, Dublin, Ireland



Fields Mall Fields Shopping Centre, Copenhagen, Denmark



Who We Are



Kleistrasse, Monchengladbach, Germany



Roma Est Mall, Rome, Italy



Aeroville, Paris, France



Meir, Antwerp, Belgium

Who We Are



Footpatrol, Berwick Street, London UK



Size?, Carnaby Street, London, UK



Scotts, The Trafford Centre, Manchester, UK

Who We Are



Chausport, Centre Commercial Auchan V2, Lille, France



Sprinter, Polígono Vizcarra Nave 14, Elche, Spain



Who We Are

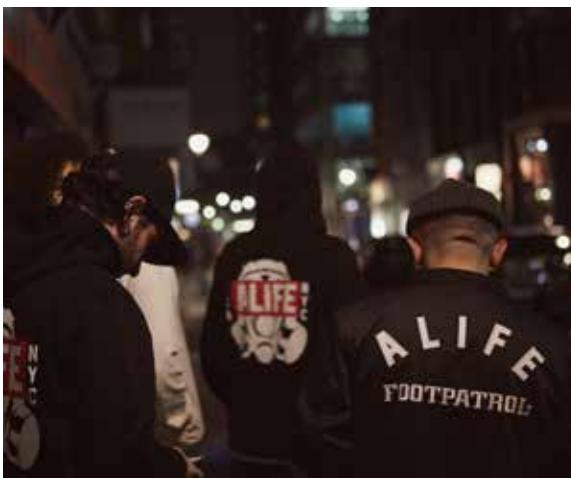
**Established in 1981
with a single store
in the North West
of England,
JD Sports Fashion Plc
is now a leading
international
multichannel
retailer of
sports fashion and
outdoor brands.**

Who We Are



JD is acknowledged as the leading specialist multiple retailer of fashionable branded and own brand sports and casual wear in the UK and Republic of Ireland combining globally recognised brands such as Nike, adidas and The North Face with strong own brand labels such as Mckenzie, Carbrini, Supply & Demand and The Duffer of St George. JD continues to increase its presence in the European market with additional stores in all existing European territories. The recently opened store in Kuala Lumpur, Malaysia is JD's first venture outside of Europe.

FOOTPATROL*



Footpatrol is London's best-known destination sneaker store, with a history in supplying the most exclusive footwear. It has been at the heart of supplying the sneaker fraternity with the most desirable footwear, apparel and accessories. Specialising in new and classic sneakers, limited editions, Japanese exclusives and rare deadstock, Footpatrol is based in the heart of Soho on Berwick Street.

size?



Established in 2000, Size? specialises in supplying the finest products from the best brands in footwear, apparel and accessories. Initially set up to trial edgier product collections before introducing them to the mass market through the JD fascia, the Size? offer has since grown to include its own roster of highly sought-after worldwide exclusive product releases. Outside of the UK and Republic of Ireland, Size? now has stores in France, the Netherlands, Italy, Germany and Denmark.

chausport



Chausport operates throughout France retailing leading international footwear brands such as Nike, adidas and Le Coq Sportif together with brands more specific to the local market such as Redskins.

Who We Are



Sprinter is one of the leading sports retailers in Spain selling footwear, apparel, accessories and equipment for a wide range of sports as well as lifestyle casual wear and childrenswear. Their offer includes both international sports brands and successful own brands.



Scotts retails fashion and sport led brands with authority to older, more affluent male consumers largely beyond school age, stocking brands such as EA7, Lacoste, Fred Perry, adidas Originals and Pretty Green.

TESSUTI



Tessuti's vision is to become the first choice retailer for branded premium menswear fashion in the UK. The current stores offer customers a strong mix of brands including Hugo Boss, Ralph Lauren Polo, Canada Goose and Stone Island.

CLOGGS



Cloggs is an online niche retailer of premium branded footwear. Cloggs also has three stores in Shrewsbury, York and Newcastle.

Who We Are

MAINLINE



Mainline Menswear is an online niche retailer of premium branded Men's apparel and footwear, stocking brands such as Armani, Hugo Boss and Ralph Lauren.

GETTHE
LABEL.COM



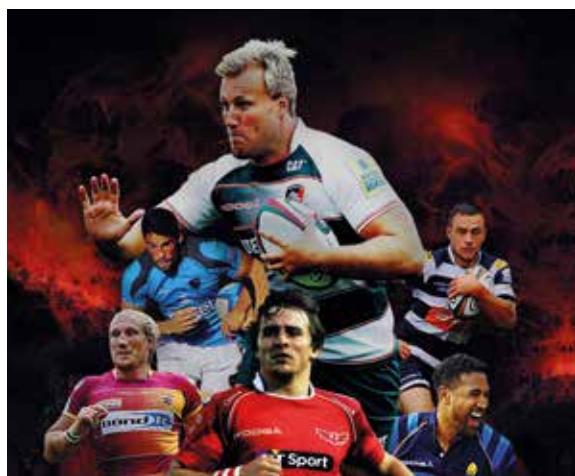
Getthelabel.com is an online and catalogue business which offers customers significant savings on branded fashion and footwear.

JD GYMS



JD Gyms offer exceptional fitness facilities in five prime city centre locations. JD Gyms have the latest gym equipment and workout techniques, providing a whole host of effective fitness classes and unrivalled onsite support and advice. JD Gyms was announced as the 'Best Budget Gym' at the 2015 National Fitness Awards.

KOOGA



Kooga design, source and wholesale rugby apparel and equipment, with teamwear, replica and leisurewear ranges. Kooga is also sole kit supplier to a number of professional rugby clubs.

Who We Are



Kukri Sports is an international sportswear manufacturer supplying bespoke teamwear to many leading schools, colleges and universities. In addition, Kukri is sole kit supplier to a number of high profile professional teams and will once again be the official kit supplier to Team England for the 2018 Commonwealth Games.



Focus are involved in the design, sourcing and distribution of footwear and apparel both for own brand and licensed brands, such as Peter Werth, Fly 53, Ecko, Ellesse, and Voi Footwear, for both Group and external customers.



Source Lab is a football license business in the UK working with some of the biggest and best known names in world football designing, sourcing and distributing mono branded apparel as well as supplying club retail operations. Source Lab has an impressive license portfolio which includes Chelsea, Arsenal, Manchester City and Barcelona.



Nicholas Deakins was launched in 1991 and is firmly established as one of the UK's leading footwear and clothing lifestyle brands with a reputation for innovative, original design and quality manufacture. Nicholas Deakins will celebrate their 25th Anniversary in September 2016.

Who We Are

Blacks



Blacks is a long established retailer of specialist outdoor apparel, footwear and equipment. Trading online and from approximately 60 stores, Blacks primarily stock more technical products from premium brands such as Berghaus and The North Face helping the consumer, from weekend family users to more avid explorers, reach their goals, no matter how high.

Millets



With a strong emphasis on own brands, such as Peter Storm and Eurohike, our Millets outdoor stores are the port of call for a more leisurely consumer. Trading from approximately 100 stores, Millets supply a more casual outdoor customer who seeks value for money, providing for a wide range of recreational activities, such as walking or leisure camping.

Ultimate Outdoors



Ultimate Outdoors is the ultimate destination for the outdoor consumer offering high quality and technical product from the biggest names in outdoors at the best prices. There are now six Ultimate Outdoors stores.



Tiso is Scotland's leading outdoor retailer, with 10 stores with unrivalled product ranges catering for those who take the outdoors a bit more seriously. Alpine Bikes is a quality cycle retailer, with five standalone stores, stocking premium brands such as Trek and Cannondale. Based in the heart of the Lake District, George Fisher is the UK's premium outdoor destination for more discerning explorers, who can expect the highest levels of customer service.

Where We Are



Overview

Asia



Sports Fashion Fascias

No. Stores	JD UK & ROI	JD Europe	JD Asia	Size?	Sub-Total JD & Size?	Chausport	Sprinter	Other	Total
2015	351	65	-	31	447	73	80	60	660
2016	361	103	1	36	501	72	104	59	736
000Sq Ft									
2015	1,292	121	-	49	1,462	82	838	129	2,511
2016	1,371	222	4	63	1,660	81	973	144	2,858

Outdoor Fascias

No. Stores	Blacks	Millets	Tiso	Other	Total
2015	73	92	17	2	184
2016	60	99	16	7	182
000Sq Ft					
2015	270	175	101	62	608
2016	207	205	97	163	672

Group Portfolio

**Our vision and
passion helps
continually build
upon our proud
heritage to set
class leading
standards across
all communications
and imagery.**



Overview







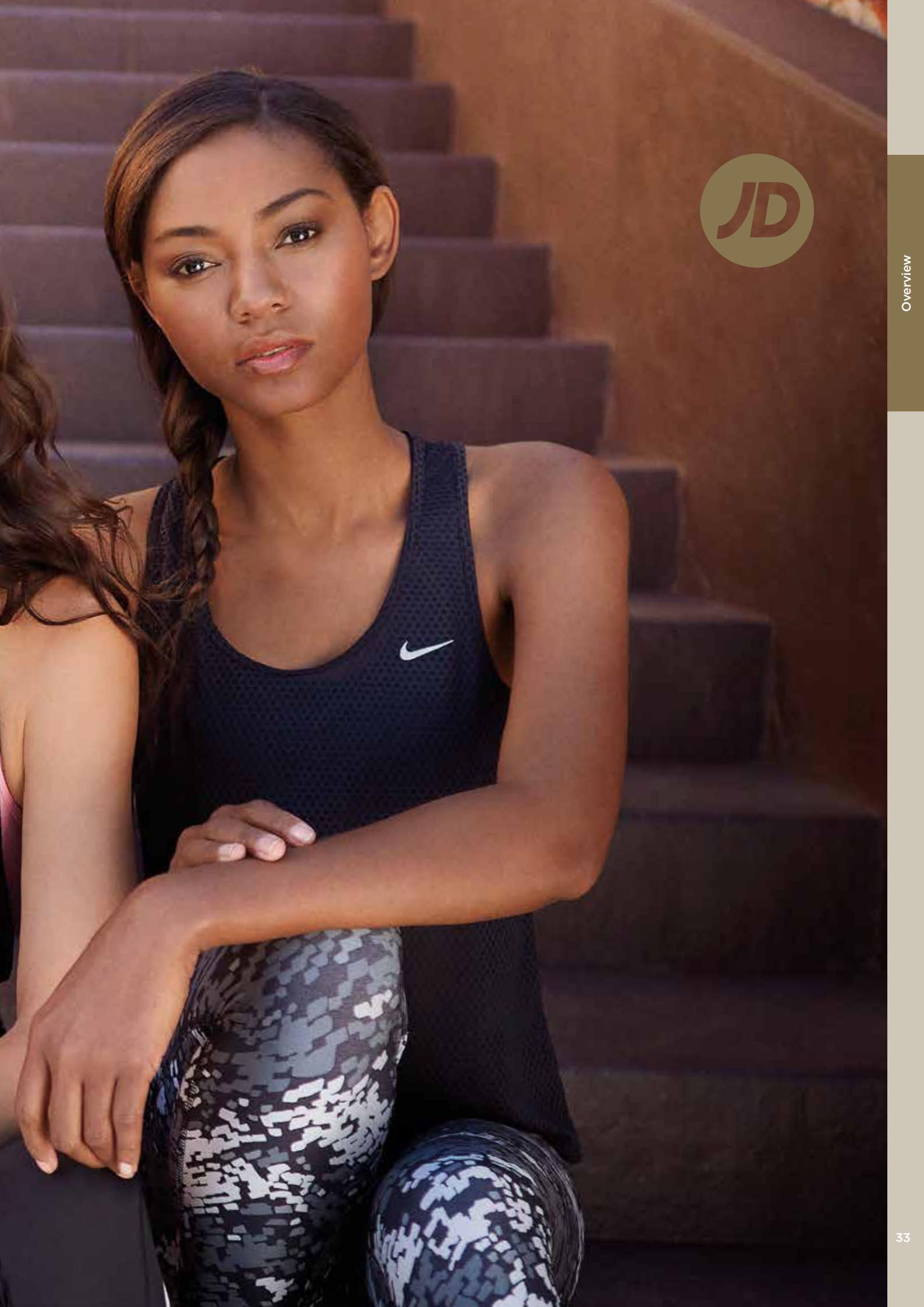
JD

Overview





Overview









PINK SODA SPORT
ATHLETIC TEAM

PINK SODA





PINK SODA SPORT





#SDN
SUPPLY AND DEMAND NEW YORK CITY

NEW YORK CITY





**SUPPLY &
DEMAND**
NEW YORK

Overview

SUPPLY & DEMAND



STRETFORD

adidas

size?





**Ultimate
Outdoors**





A black zip-up jacket is shown from the side, positioned in the lower-left corner of the frame. The jacket has a ribbed collar and cuffs. On the left sleeve, there is a small rectangular patch with the letters "EA" in a stylized font, and below it, the words "EMPORIO ARMANI".

scotts

Overview



FITNESS
JUST GOT
SERIOUS

JD GYMS

Executive Chairman's Statement

Introduction

I am delighted to report that the Group has delivered another very strong set of results for the year to 30 January 2016 with the headline profit before tax and exceptional items increased by 57% to £157.1 million. Given that last year's result was a record for our Group then the performance in the year was very pleasing, further demonstrating the increasing influence of the JD fascia in the UK and beyond.

The foundation of our continued success remains our world class core Sports Fashion fascias. The investments made over a number of years in developing our multichannel retail proposition and driving improved buying, merchandising and retailing disciplines have given us the platform to exploit the favourable trends which exist for athletic inspired footwear and apparel throughout Europe. We remain committed to continually enhancing our proposition for both customers and third party brand partners. During the period we demonstrated this through the opening of new larger spaced flagship style JD stores in London, Glasgow, Newcastle and Amsterdam. JD has continued to develop its reputation for setting the highest standards of visual merchandising and retail theatre and the new flagship stores, which also embrace the latest innovations in digital technology, take these standards to a new level.

During the year we have expanded our international presence with additional stores in existing European territories together with a number of stores in new countries. We continue to gain traction in Europe and are confident of the opportunities that exist for the JD fascia in these markets. More recently, we have opened our first store outside of Europe at Sunway Pyramid in Kuala Lumpur as part of a newly formed venture with Stream Enterprise in Malaysia. Opening a store outside of Europe has brought the expected challenges and we continue to enhance the flexibility of both our proposition and our operational processes to cope with the increasing scale of our international ambitions. Our key international brand partners strongly support the continued international development of JD.

In the early part of the year we made a number of operational management changes in our Outdoor operations. This brought the Blacks and Millets and the newer Ultimate Outdoors fascias under common leadership and greater use has been made of the merchandising and commercial management expertise in the core JD team.

Whilst there is a continual requirement to refine the product proposition, we believe that this new operational framework has given our Outdoor fascias a more efficient and appropriate cost base from which to operate and we are optimistic that this, combined with ongoing refinements to the product offering, will deliver a further improvement in the financial performance of these fascias in the year to January 2017.

Dividends and Earnings per Share

The Board proposes paying a final dividend of 6.20p (2015: 5.90p) bringing the total dividend payable for the year to 7.40p (2015: 7.05p) per ordinary share, an increase of 5%. The proposed final dividend will be paid on 1 August 2016 to all shareholders on the register at 24 June 2016. We believe that this level of dividend strikes a fair balance for shareholders with appropriate capital retained to facilitate ongoing developments, particularly investment in the international Sports Fashion fascias, which will drive success for the Group, and increased benefits to shareholders, over the longer term.

The adjusted earnings per ordinary share before exceptional items have increased by 58% to 61.34p (2015: 38.89p).

The basic earnings per ordinary share have increased by 43% to 50.16p (2015: 35.17p).

Board Effectiveness

As Executive Chairman, I am responsible for the leadership of the Board and ensuring its effectiveness in all aspects of its role. The Board is then responsible for the Group's strategic development, review of performance against the business objectives, overseeing risk and maintaining effective corporate governance including health and safety, environmental, social and ethical matters.

People

We are fortunate, as a Group, to have talented and committed people in every aspect and level of our business. The record result is principally due to their expertise, energy and passion. I thank everybody involved in all of our businesses for delivering these excellent results.

Current Trading and Outlook

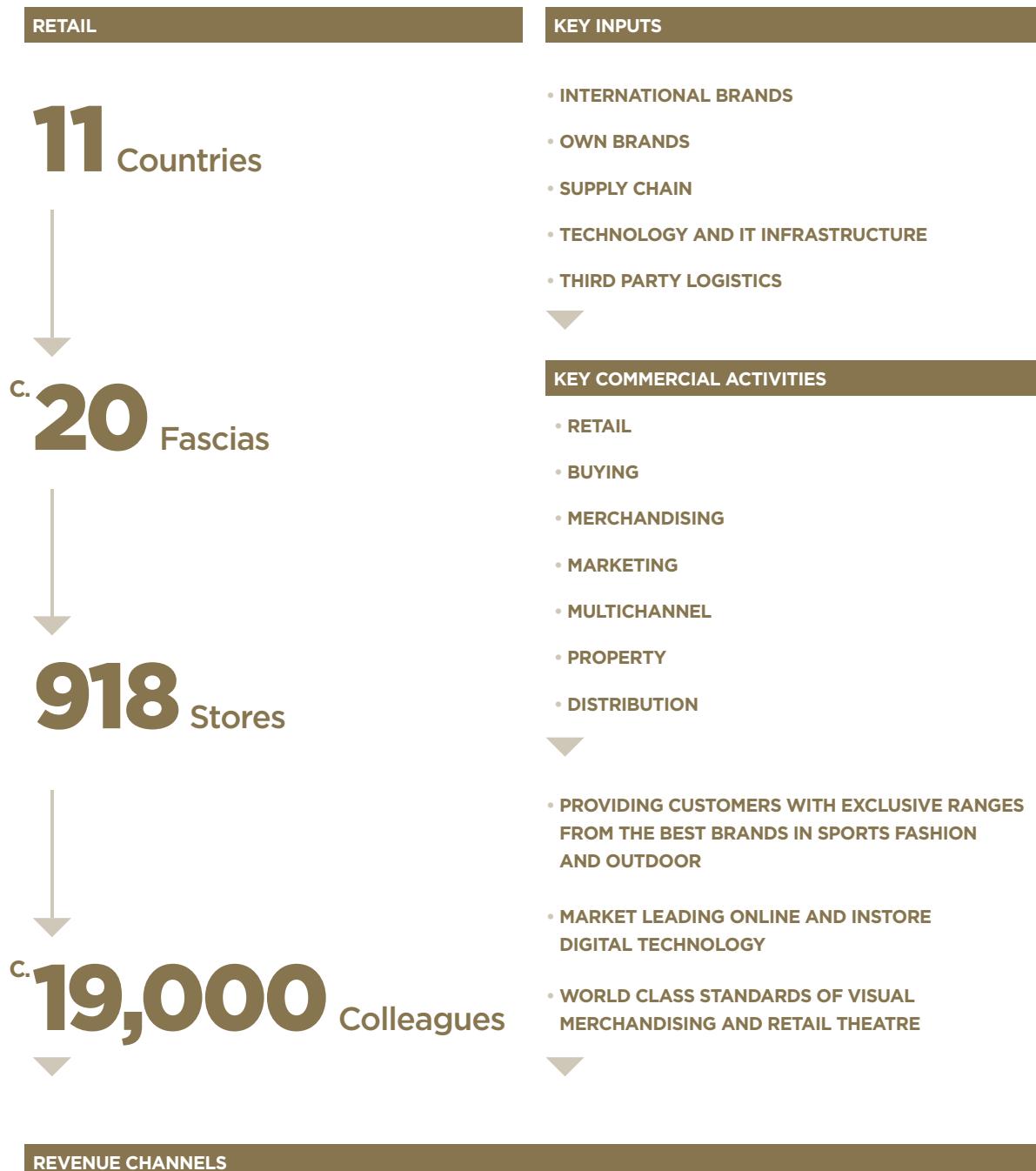
We are encouraged by the continued positive trading across our core fascias in the year to date and the Board continues to believe that the Group is very well positioned for profitable growth.

Our next scheduled update will take place upon the announcement of our Interim Results which is scheduled for 14 September 2016.



Peter Cowgill
Executive Chairman
13 April 2016

Business Model



- STORES
- INSTORE DEVICES
- STORE COLLECTION OR HOME DELIVERY
- DESKTOP, TABLET AND MOBILE OPTIMISED WEBSITES
- APPS

Our Strategy

Introduction

The Group has long been established as a leading retailer of branded and own brand sports fashion apparel and footwear in the UK and Ireland. Our Sports Fashion fascias are also now firmly established in mainland Europe with the existing store presence in France, Spain, the Netherlands and Germany complemented by new openings for JD in the year in Belgium, Italy, Sweden and Denmark. More recently, we have extended our geography further with our first store outside Europe in Kuala Lumpur, Malaysia which necessitates the development of a different operating model. Building our reach in, and potentially beyond Europe, not only gives us significant potential for growth but it also cements the strong supplier relationships required to constantly bring in new and exclusive products and to market them collaboratively.

We will sustain our market position through ongoing investment in the retail store portfolio, development and nurture of global branded supplier relationships, and the acquisition of brands and retailers which we can develop and exploit to ensure our overall product offers remain uniquely appealing and our stores retain a vibrant atmosphere. In working towards these objectives we aim to act always in a responsible and ethical manner with all our stakeholders including suppliers, employees and of course our customers.

Our core business strength is branded retail and our consumers are either sports fashion or outdoor oriented. Where we use own brands we will seek to present them as complementary to third party brands. We seek to build strong market positions which we will always seek to sustain and defend. We maintain these positions by constantly adding to our brand roster and endeavouring to be the partner of choice to as many brands as possible with as much exclusive product as possible. Any business in the Group which we now invest in will have relevance to our core strength. All businesses in the Group need to be capable of enhanced profitability in the medium term.

Our ultimate objective is to deliver long term sustainable earnings growth to enhance total shareholder returns ('TSR') through share price performance and dividends, whilst retaining our financial capability to invest in the growth and the sustainability of our propositions. Recent TSR performance is shown in the graph within the Remuneration Report on page 80.

Stores

We are engaged in omnichannel retail and we continue to invest considerable time and financial resources in our retail property portfolio. Increasingly developments in the Sports Fashion fascias are focused overseas. We believe that the combination of a largely exclusive product offering presented in a well fitted store with world class standards of retail theatre are major drivers of footfall to our stores.

During the year, we have further developed our new flagship concept with new stores in London, Newcastle, Glasgow and Amsterdam. These stores are enhanced by the latest innovations in digital technology and take our already market leading standards of visual merchandising to a new level.

The movements in store numbers and square footage at the start and end of the period are documented in the 'Where We Are' section on page 27.

Multichannel

Multichannel activity has continued to grow significantly over the last 12 months as we continuously strengthen each of our channels and focus on delivering a seamless shopping experience for our customers across all of our channels. The strength of our multichannel offer continues to differentiate us in the market place, is highly regarded by our key global brand partners and is very popular with our consumers. We remain focused on ensuring our customers choose to shop with us, irrespective of which channels they choose to shop in and across.

In the UK, we have again seen significant growth in online sales, principally driven by our continued investment and strengthening of our mobile and apps offer. Our digital and social media channels continue to be important research destinations for our customers and there has been substantial growth in sales from our instore digital devices (kiosks, web tills and iPads), both through increased adoption of existing ones by customers and through the roll out of additional devices. These enable customers to order products from the website but pay in cash, access extended ranges not available in the store and access our full warehouse stock inventory. Our new Oxford Street flagship store showcases our latest instore digital technology. Overseas, JD now has a local language and local currency multichannel offer in: Belgium, Denmark, Ireland, Italy, France, Germany, the Netherlands, Spain and Sweden.

In 2016 we will continue our focus on optimising our digital channels profitably, improving the customer experience, enhancing our multichannel proposition, exploiting group synergies and rolling out our multichannel offer internationally.

Multichannel sales represented 11.3% (2015: 9.9%) of JD and Size? fascia sales in the last year, excluding kiosk sales.

Our Strategy (continued)

Infrastructure and Resources

Our most important resource is our people. We are a large equal opportunities employer and we are particularly proud of our training resources. We provide direct employment and career development to thousands of people. The Group employs large numbers of recent school leavers and graduates and over 180 training courses were completed by employees in the last year. We believe retention of our best staff is crucial to the success of our business as it preserves the DNA of each business.

We are continuing to invest in our central distribution facility (Kingsway) in Rochdale with additional mezzanine racking and machinery introduced in the year. This facility will be able to deal with further growth in volumes although we have also acquired an additional plot of land to facilitate further expansion in the near future.

	Period ended 30 January 2016	Period ended 31 January 2015
Number of items processed by Kingsway Distribution Centre	59.58m	58.75m
Number of items processed by Kingsway Distribution Centre – continuing businesses only (excluding Bank Fashion Limited)	59.22m	52.28m

During the year, we took the decision to halt the project to replace the bespoke legacy core systems with Oracle Retail as we have concluded that the legacy systems can manage further growth and change in the Group with more agility and at a lower cost thus minimising the change risk to the business.

We also recognise the importance of protecting our environment and are committed to carrying out all our activities with due consideration for their environmental impact, particularly with regard to ensuring efficient use of energy and other resources and materials, minimising waste by recycling wherever possible and ensuring compliance with relevant legislation and codes of best practice. See also our Corporate Responsibility Report on pages 58 to 63.

The risks faced by the Group and our mitigation plans are reported separately on pages 51 to 52.

Financial Key Performance Indicators

	2016 £'000	2015 £'000	%
Revenue	1,821,652	1,522,253	+20%
Gross profit %	48.5%	48.6%	
Operating profit	133,406	92,646	+44%
Operating profit (before exceptional items)	158,902	102,173	+56%
Profit before tax and exceptional items	157,127	100,023	+57%
Profit before tax	131,631	90,496	+45%
Basic earnings per ordinary share	50.16p	35.17p	
Adjusted basic earnings per ordinary share	61.34p	38.89p	
Total dividend payable per ordinary share	7.40p	7.05p	
Net cash at end of period (a)	209,421	84,230	

a) Net cash consists of cash and cash equivalents together with interest-bearing loans and borrowings.

On behalf of the Board



Peter Cowgill
Executive Chairman
13 April 2016

Principal Risks

Any business undertaking will involve some risk with many risk factors common to any business no matter what segment it operates in. The Directors acknowledge however that certain risks and uncertainties are more specific to the Group and the markets in which its businesses operate.

The principal risk factors are assessed below:

Omnichannel

Risk and Impact	Mitigating Activities
Key Suppliers and Brands <p>The retail fascias offer a proposition that has a mixture of third party and own brand product. The Group maintains and is dependent on long term supplier relationships whose loss could adversely impact results. The retail fascias are heavily dependent on the products and the brands themselves being desirable to the customer if the revenue streams are to grow. Therefore, the Group needs all of its third party and own brands, including brands licensed exclusively to it, to maintain their design and marketing prominence to sustain that desirability. The Group is also subject to the distribution policies operated by some third party brands both in terms of the fascias which can sell the ranges and, more specifically, the individual towns or retail centres.</p>	<p>The Group seeks to ensure it is not overly reliant on a small number of brands by offering a stable of own brands which is constantly evolving. Where possible, the Group's retail fascias also work in partnership with the third party brands in their business on the design of bespoke product which is then exclusive to the Group's fascias. Further, the Group continues to actively seek additional brands which it can either own or license exclusively.</p>
Intellectual Property <p>The Group's trademarks and other intellectual property rights are critical in maintaining the value of the Group's own brands. Ensuring that the Group's businesses can use these brands exclusively is critical in providing a point of differentiation to our customers and without this exclusivity we believe that footfall into the stores, visits to our websites and ultimately conversion of these visits into revenues would all be reduced.</p>	<p>The Group therefore works with third party organisations to ensure that the Group's intellectual property is registered in all relevant territories. The Group also actively works to prevent counterfeit product being passed off as legitimate.</p>
Retail Property Factors <p>The retail landscape has seen significant changes in recent years with a number of new developments opened and a high volume of retail units becoming vacant. The Group can be exposed where it has committed itself to a long lease in a location which, as a result of a more recent retail development, is no longer as attractive to the customer leading to reduced footfall and potentially lower sales volumes.</p>	<p>Wherever possible, the Group will seek a number of protections when agreeing to new property leases:</p> <ul style="list-style-type: none"> • New leases taken out for a maximum period of 10 years. • Break option part way through the lease. • Capped rent reviews. • Rents which flex with turnover in the store <p>When the Group determines that the current store performance is unsatisfactory then an assessment is made on whether the Group wants to continue trading in that location. If it does then the landlord is approached to see whether we can reach an agreement on a reduction in the rent or a change to a turnover based rent.</p> <p>If it is considered that the best solution is to exit the store completely then the landlord is approached with a view to a complete surrender of the lease. If this is not possible then the Group would alternatively seek to assign the lease or sublet it to another retailer. The Group is mindful of current economic factors, and the adverse impact on the potential for disposal from the high volume of vacant units already available as a consequence of a number of retailers going out of business in recent years.</p> <p>Assigning the lease or finding a sub-tenant is not without risk because if the incoming retailer fails then the liability to pay the rent usually reverts to the head lessee. The Group monitors the financial condition of the assignees closely for evidence that the possibility of a store returning is more than remote and makes a provision for the return of stores if this risk looks probable. The Board reviews the list of assigned leases regularly and is comfortable that appropriate provisions have been made where there is a probable risk of the store returning to the Group under privity of contract and, other than as disclosed in note 25, they are not aware of any other stores where there is a possible risk of these stores returning.</p>
Seasonality <p>The Group's core retail business is highly seasonal. Historically, the Group's most important trading period in terms of sales, profitability and cash flow in its Sports Fashion fascias has been the Christmas season. Lower than expected performance in this period may have an adverse impact on results for the full year, which may cause excess inventories that are difficult to liquidate.</p>	<p>The business monitors stock levels and manages the peaks in demand constantly with regular sales re-forecasting.</p>
Economic Factors <p>As with other retailers and distributors into retail businesses, the demand for the Group's products is influenced by a number of economic factors, notably interest rates, the availability of consumer credit, employment levels and ultimately, disposable incomes.</p>	<p>The Group seeks to manage this risk by offering a highly desirable and competitively priced product range, which is highly differentiated from that of the Group's competitors.</p>
Reliance on Non-UK manufacturers <p>The majority of both third party branded product and the Group's own branded product is sourced outside of the UK. The Group is therefore exposed to the risks associated with international trade and transport as well as different legal systems and operating standards. Whilst the Group can manage the risk in the supply chain on its own and licensed products, it has little control over the supply chain within the third party brands. As such, the Group is exposed to events which may not be under its control.</p>	<p>The Group works with its suppliers to ensure that the products being sourced satisfy increasingly stringent laws and regulations governing issues of health and safety, packaging and labelling and other social and environmental factors. Compliance is monitored by the Group's Head of Quality and Ethics who has extensive experience in this area. Adequate levels of stock are maintained to cover short periods of supply delay.</p>

Principal Risks (continued)

Consistency of Infrastructure

Risk and Impact	Mitigating Activities
IT The Group relies on its IT systems and networks and those of the banks and the credit card companies to service its retail customers all year round. The principal enterprise system continues to be ideally suited to the operations of the business but it has always been reliant on a very limited number of key development staff.	The IT team in place has been strengthened and the documentation of the current system has improved. Further, a bespoke training academy is being established to train already highly skilled IT operatives in the operating system behind the core ERP system. Any long term interruption in the availability of the core enterprise system would have a significant impact on the retail businesses. The Group manages this risk by housing the principal IT servers in a third party location which has a mirror back up available should the primary servers or links fail.

Warehouse Operations

Stock is held in the Group's warehouse in Rochdale. Having the stock in one location with increased automation in the picking process has brought significant benefits in terms of capacity, product availability, quicker deliveries to our European stores and reduced transport costs. However, there is an increased risk to store replenishment and multichannel fulfilment from both equipment and system failure, together with the inherent risk of having all the stock in one location.	The Group has worked with its insurers on a conceptual Business Continuity Plan which came into effect when the warehouse became operational. This plan is being enhanced by the Group Supply Chain and Change Director. In addition, there is a full support contract with our automation equipment providers which includes a 24/7 presence from a qualified engineer thereby enabling immediate attention to any equipment issues. Consideration will also be given to any extension to the Kingsway site being a separate building rather than an extension to the existing footprint.
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Personnel

The success of the Group is dependent upon the continued service of its key management personnel and upon its ability to attract, motivate and retain suitably qualified employees.	To help achieve this continued service, the Group has competitive reward packages for all staff. More specifically for the retail businesses, the Group also has a long established and substantial training function which seeks to develop training for all levels of retail employees and thereby increase morale and improve staff retention. This then ensures that knowledge of the Group's differentiated product offering is not lost, thereby enhancing customer service. The Board regularly considers the actions required to ensure there is succession planning for all key roles.
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Health and Safety

The health and safety of our customers and employees is of the utmost importance. Policies are implemented in conjunction with training programmes to protect our employees and customers. Personal injuries, distress and fatalities could result from a failure to establish and maintain safe environments.	There is a comprehensive induction and training programme for store staff covering Health and Safety issues. The Group Health and Safety Committee meets on a monthly basis, is chaired by the Group Health and Safety Manager and includes as its attendees the Group Company Secretary and Group Property Director. The Group Health and Safety Manager appraises the Board of material issues and incidents on a periodic basis. Targets are set by the Board to enable measurement of performance. Performance against targets, incidents and legal claims that arise are reported to the Board. The Group also works closely with its principal insurers who undertake regular risk reviews both in the store portfolio and in the main central warehouse.
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Treasury and Financial

The Group is exposed to fluctuations in foreign exchange rates. Branded product for the JD fascia throughout Europe is purchased by JD Sports Fashion Plc which is the main UK trading business. This business then sells to the international businesses in their local currencies. Given the current geographical location of the Group's stores this results in an increasingly significant Sterling / Euro exposure in the UK trading business for the Euros which are remitted back for stock purchases. There is also exposure in relation to Sterling / US Dollar consequent to the sourcing of own brand merchandise, where suppliers are located principally in the Far East or Indian Sub-Continent. Strengthening of the US Dollar relative to Sterling makes product sourced in this currency more expensive thus reducing profitability.	The Group encourages its own brand suppliers to quote in Euros where possible thus creating a natural hedge against the Euros remitted from the international businesses. The surplus Euros are also used to fund the international store developments thus alleviating the need for local third party financing. Any surplus Euros are converted back to sterling with hedging now put in place for approximately 75% of the anticipated surplus. This leaves some Euros available should the Group need to move quickly to take advantage of an acquisition or other investment opportunity. Discussions continue with senior management at the major international brands on how the risk on Sterling / Euro volatility from the centralisation of product buying can be shared fairly between the parties. The Group is currently monitoring its exchange rate risk closely in view of potential further uncertainty and volatility in currency markets as a result of the upcoming referendum on the UK's membership of the European Union. The Group sets a buying rate for the purchase of own brand goods in US dollars at the start of the buying season (typically six to nine months before the product actually starts to appear in the stores) and then enters into a number of local currency / US dollar contracts, using a variety of instruments, whereby the minimum exchange rate on the purchase of dollars is guaranteed. The Group typically looks to protect up to 90% of the US dollar requirement for the following year.
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Regulatory and Compliance

The Group operates in an environment regulated by legislation, codes and standards including, but not limited to, listing rules, trading standards, advertising, product quality, carbon emission reporting, bribery, corruption and data protection rules. The Group recognises that failure to comply with these may result in financial or reputational damage to the business.	The Group actively monitors adherence to its existing regulatory requirements and has a number of internal policies and standards to ensure compliance where appropriate. The Group provides training where required and operates a confidential whistleblowing hotline for colleagues to raise concerns in confidence. The Group expects all suppliers to comply with its Conditions of Supply which clearly sets out its expectations of its suppliers and includes a Code of Conduct which all suppliers must adhere to.
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Brian Small
Chief Financial Officer
13 April 2016

Business Review

Sports Fashion

Sports Fashion has had an exceptional year with operating profits (before exceptional items) increased by 49% to £162.9 million (2015: £109.3 million). Our fascias have successfully exploited the buoyant market for branded athletic footwear and apparel across Western Europe with like for like store sales growth in excess of 10% for the second consecutive year. Whilst we would not expect a third year of organic growth at this level, the JD fascia is developing well in both its core and international markets.

Our global brand partners support our continued international development and we would anticipate further significant investments in the current year. Indeed, we have already made one investment in the Netherlands market through the acquisition of the trade and store assets of Aktiesport and Perry Sport from the trustee in bankruptcy of Unlimited Sports Group BV. We are currently assessing the Aktiesport and Perry Sport store portfolio in order to create a viable and sustainable business across the Netherlands.

As anticipated, the overall gross margin in Sports Fashion is slightly lower than the previous year reflecting the impact of the weaker Euro through the majority of the year on the JD fascia's Euro denominated businesses where product is sourced and distributed from the UK. Whilst the Euro has strengthened since the year end, we are mindful of the potential impact of increased volatility in margin as the results of the European businesses increase in relative importance. We continue to work on mitigating any adverse currency impacts with our global brand partners.

We are satisfied with the progress in the Chausport business in France and the Sprinter business in Spain and are also pleased to report a turnaround in the trading performance of Kukri, our supplier of multisport kit for schools, universities and sports teams at all levels.

Finally, we believe that we have successfully established Tessuti and Scotts as premium brand multichannel fashion retailers based on our strong relationships with the major global premium brands where we foster their brand equity to secure product longevity and stimulate further growth.

Outdoor

The Outdoor fascias have made pleasing progress in the year with the operating loss (before exceptional items) reduced to £4.0 million (2015: £7.1 million) with the loss in the current year arising largely from initial losses and other significant property related costs associated with the newer larger space Ultimate Outdoors stores which remain a trial at this stage. We are encouraged that the original Blacks and Millets fascia stores have delivered a breakeven result.

Margins were improved over the full year with reduced levels of discounting of Autumn and Winter ranges relative to the prior year. We are striving for further improvements in margins in this year as the merchandising and commercial disciplines increasingly align themselves with the core JD team. However, in a sector with significant presence from retailers with a high proportion of private label product in their proposition, more significant improvements in margin will require enhanced levels of product differentiation and other support from the major brands.



Peter Cowgill
Executive Chairman
13 April 2016

Financial Review – Continuing Businesses

Revenue, Gross Margin and Overheads

Total revenue increased by 20% in the year to £1,821.7 million (2015: £1,522.3 million). Like for like sales for the 52 week period across all Group fascias, including those in Europe, increased by 11.6%.

Total gross margin in the year of 48.5% was broadly consistent with the prior year with an increase in the margin in Outdoor to 43.3% (2015: 42.2%) offset by a slight reduction in the margin in Sports Fashion to 49.0% (2015: 49.2%).

Operating Profits and Results

Operating profit (before exceptional items) increased substantially by £56.7 million to £158.9 million (2015: £102.2 million) driven by the performance in Sports Fashion assisted by a further reduction in the losses in Outdoor.

There were net exceptional items in the year of £25.5 million (2015: £9.5 million) from the impairment of certain intangible assets and the write off of costs on the project to replace the Group's core IT systems. We took the decision not to continue with this project as we believe that enhanced internally developed systems will enable further growth of the Group, including increasing internationalisation, with more agility, lower cost and reduced risk.

The exceptional items comprised:

	2016 £m	2015 £m
Impairment of intangible assets (1)	10.6	5.1
Termination of project to replace core IT systems (2)	14.9	-
Other property related items	-	4.4
Total exceptional charge	25.5	9.5

1. Relates to the impairment in the period to 30 January 2016 of the goodwill arising in prior years on the acquisition of ActivInstinct Limited, a partial impairment of the Blacks fascia name and the impairment of other goodwill and fascia name balances which were not significant. The charge in the prior period related to the goodwill arising in prior years on the acquisition of Blacks Outdoor Retail Limited, the goodwill arising in prior years on the acquisition of Kukri Sports Limited, the Kukri brand name and the Ark fascia name.

2. One off exceptional charge writing off costs to date including certain other related costs.

Group profit before tax in the year ultimately increased by 45% to £131.6 million (2015: £90.5 million).

Working Capital and Cash

Strong cash generation from the ongoing trading in our core retail fascias combined with further management focus on driving improvements in stock management disciplines has meant that we ended the year with a net cash balance in excess of £200 million for the first time. The positive cash position provides the Group with a strong financial foundation for our ongoing retail developments, both in the UK and internationally. Whilst there were no acquisitions in the year to 30 January 2016, we will continue to make selected acquisitions and investments, as we have done recently in the Netherlands, where they benefit our strategic development.

On 1 September 2015, the Group amended and extended its syndicated committed £155 million bank facility which previously expired on 11 October 2017. The facility has been amended by increasing the syndicated committed facility by £60 million to £215 million. The expiry date has also been extended by two years and so the amended facility now expires on 11 October 2019.

Gross capital expenditure (excluding disposal costs) increased by £13.3 million to £83.5 million (2015: £70.2 million). Our continuing commitment to enhancing our customers' experience, including the development of the new flagship concept, and to developing our overseas businesses means that investment in our retail fascias, both in terms of taking new stores where appropriate and refurbishing existing space, remains very substantial with the spend on our retail fascias increasing by £14.5 million to £51.7 million (2015: £37.2 million).

We anticipate a further increase in capital expenditure in the new financial year although the ultimate level of spend will depend on the final availability of appropriate retail sites.

Elsewhere, we have now completed the project to increase the operational capacity and flexibility of our Kingsway warehouse at a cost in the year of £9.7 million (2015: £11.5 million). We have also acquired a plot of land next to our existing Kingsway site at a cost of £4.7 million to facilitate future development.

Taxation

The effective rate of tax on profit from continuing operations has increased from 22.9% to 23.5% primarily due to impairments of non-current assets which do not qualify for tax relief and prior year adjustments. Excluding both exceptional items and prior year adjustments from the tax charge, the effective core rate from continuing activities has decreased from 22.4% to 21.4%. This core effective rate continues to be above the standard rate due to depreciation of non-current assets which do not qualify for tax relief and overseas subsidiaries being subject to higher rates of corporation tax than the UK.

Financial Review – Continuing Businesses (continued)

Earnings per Share

The basic earnings per share from continuing operations has increased by 42.6% from 35.17p to 50.16p. However, the Directors consider the adjusted earnings per share to be a more appropriate measure of the Group's underlying earnings performance since it excludes the post-tax effect of exceptional items (other than the loss on disposal of non-current assets). The strong trading performance in the year is reflected in the fact that the adjusted earnings per share from continuing operations has increased by 57.7% from 38.89p to 61.34p.

Dividends

A final cash dividend of 6.20p per share is proposed, which if approved, would represent an increase of 5.1% on the final dividend from the prior year. Added to the interim dividend of 1.20p per share, this takes the full year dividend to 7.40p, which is an increase of 5.0% on the prior year. The dividend has risen by 64% since 2010. We believe that this level of dividend strikes a fair balance for shareholders with appropriate capital retained to facilitate ongoing developments, particularly investment in the international Sports Fashion fascias, which will drive success for the Group, and increased benefits to shareholders, over the longer term.

Treasury Facilities

Interest rate hedging has not been put in place on the current facility. The Directors continue to be mindful of the potential for rises in UK base rates as the general economic situation improves but, at present, given the highly seasonal nature of the Group's core cashflows, they do not believe that a long term interest hedge is appropriate. This position continues to be reviewed regularly.

Working capital remains well controlled with suppliers continuing to be paid to agreed terms and settlement discounts taken whenever due.

Foreign Exchange Exposures

The Group has two principal foreign exchange exposures:

1. The sourcing of own brand merchandise from either the Far East or Indian Sub-Continent which usually has to be paid for in US Dollars. A buying rate is set at the start of the buying season (typically six to nine months before product is delivered to stores). At this point, the Group aims to protect the anticipated US Dollar requirement at rates at, or above, the buying rate through appropriate foreign exchange instruments. The Group's forecast requirement for US Dollars in the period to January 2017 is now \$100 million. Cover is in place for 2016 for \$85 million meaning that the Group is currently exposed on exchange rate movements for \$15 million of the current year's estimated requirement.
2. The Group is also exposed to the movement in the rate of the Euro from the sale of its UK sourced stocks to its subsidiaries in Europe. However, the Group has an element of a natural hedge on this exposure as the Euros received for that stock are then reinvested back in those European subsidiaries to fund the development of both new stores and refurbishments. The anticipated surplus over and above the planned investment levels in the period to January 2017, pre any potential acquisition activity to be funded in Euros, is €160 million. Hedging contracts are in place to sell €122 million meaning that the Group is currently exposed on exchange rate movements for €38 million of the current year's estimated surplus.



Brian Small
Chief Financial Officer
13 April 2016

Property and Stores Review

Sports Fashion

JD

The retail property strategy for the core JD fascia is consistent across all of our territories. JD is a world class retail fascia and we strongly believe that our multichannel approach, which marries vibrant retail theatre with the latest retail digital technology, increases the attractiveness and desirability of our product and provides our stores with a real point of difference for both our consumers and our branded supplier partners.

We are committed to continually enhancing our retail proposition for both customers and third party brand partners and during the period we demonstrated this commitment with the opening of new larger spaced flagship style JD stores in Oxford Street London, Glasgow, Newcastle and Amsterdam. Including the Trafford Centre, which was refurbished in the previous year, there are now five stores in this style.

Further international expansion of the JD fascia is a clear strategic focus for the Group. During the year we have opened additional stores in all existing European territories. We also saw the opening of our first JD stores in Belgium, Italy, Denmark and Sweden. More recently, we have opened our first store outside of Europe at Sunway Pyramid in Kuala Lumpur, Malaysia. Our international credibility with both major landlords and property agents is increasing and we continue to look at opportunities, in both our existing and new territories, to develop the fascia with particular focus on major metropolitan areas.

The major property developments in each area were:

- UK & Republic of Ireland – 25 new stores were opened in the period with 14, generally smaller, stores closed. The 25 new stores included nine relocations in towns or malls in the UK to a more appropriately spaced store or a position of greater footfall. We also upsized in four locations where we were able to negotiate a favourable rent deal on additional space, the most significant one being Newcastle Northumberland Street where the enlarged 16,000 sqft store has been presented in the new flagship style.
- Europe - JD continues to develop momentum in Europe with a net increase of 38 stores. A total of 41 stores were opened in the year of which 34 were across the existing territories of France, Spain, the Netherlands and Germany with seven new stores opened in the new territories of Belgium, Italy, Denmark and Sweden. The openings included Amsterdam Nieuwendijk which, with a retail space of 9,500 sqft, is our largest store to date in Europe and is the first flagship style store outside of the UK. Three stores were closed in the year of which two, Berlin Gesundbrunnen and Almere (the Netherlands), were relocations into larger space.

- Asia - The first JD store outside of Europe opened in January 2016 at Sunway Pyramid in Kuala Lumpur where we are working with a local partner, Stream Enterprise SDN BHD.

Size?

As with JD, we believe that the Size? fascia with its independent feel and loyal consumer following has the potential to be successful internationally. Our international focus for this fascia is reflected in the fact that of the seven new Size? stores which were opened during the year, three were in Europe with one further store in France (Marseille) together with our first Size? stores in Germany (Cologne) and Denmark (Copenhagen).

Chausport

It is still our belief that the Chausport fascia is more suited to the smaller regional towns and centres where conflict with JD's expansion is unlikely. We continue to be satisfied with the performance of the Chausport business and will support limited investment in this business. One smaller store, at Chenove, closed in the year.

Sprinter

We continue to believe that the Sprinter proposition has significant potential to expand beyond its traditional heartlands in the communities of Andalucia, Murcia and Valencia and are supporting the Sprinter management team in their store opening programme. During the year we opened a further 24 stores of which 12 were outside of the traditional heartlands, including a further five stores in Catalonia to complement the opening at Badalona in the previous year and a first store off the Spanish mainland on the island of Mallorca. The average retail footprint of the stores opened in the year was 5,600 sqft which is less than 40% of the average retail footprint of the stores on acquisition in 2010. We are confident that this lower footprint provides a more effective and efficient trading area for the business.

Scotts

Whilst investment in the business has been limited in recent years, we are very encouraged by more recent performance. Accordingly, we have supported a limited investment in the fascia during the year with a new store at Cardiff and relocations in St Helens, Bolton and Blackpool.

Tessuti

After a year of consolidation in the previous year, we have been able to increase investment in the Tessuti fascia in the year with five new stores at Liverpool Speke, Blackburn, Ayr, Walsall and West Bromwich. In addition to the usual decision making factors for new property of rent cost, retail footprint and strength of footfall, openings in the premium branded Tessuti business are also dependent on availability of third party brands in a particular location.

Property and Stores Review (continued)

Outdoor

Blacks, Millets and Ultimate Outdoors

Subsequent to our acquisition of the business in January 2012, we agreed short term leases with flexible break clauses with landlords in a number of locations which gave both parties the mutual ability to move quickly if appropriate. Consequently, whilst this gives maximum flexibility, it does mean that the Blacks and Millets store portfolios continue to be very dynamic:

- Blacks: Three new stores were opened in the period at Edinburgh Kinnaird, Cardiff Bay and Leeds with six stores closed. A further six stores were converted to Millets and four, larger space, stores were converted to the new Ultimate Outdoors fascia.
- Millets: The Millets store portfolio has seen further considerable change during the year with nine new stores opened and the conversion of eight stores from other fascias of which six were formerly Blacks stores, one ex JD and one ex Scotts. 10 stores were closed in the year.

- Ultimate Outdoors: Two of the former Kiddicare stores, which we acquired in the previous financial year, were opened in the year in the new larger format Ultimate Outdoors style. These stores, at Merryhill and Nottingham both have retail footprints in excess of 30,000 sqft and, as the name suggests, provide the ultimate destination for the Outdoor consumer. This means that three of the former Kiddicare stores are now trading with Aintree surrendered back to the landlord during the year and Southampton the subject of ongoing discussions with the landlord. Four, larger space stores, where the footprint is more consistent with the Ultimate Outdoors format were converted from Blacks although, subsequently, West Thurrock was closed as the landlord exercised his mutual right to break the flexible lease.

Tiso

The underperforming Tiso store at Fort William was closed in the year.

For a complete table of store numbers see page 27.



Peter Cowgill
Executive Chairman
13 April 2016

Corporate and Social Responsibility

The Group recognises that it has a responsibility to ensure its business is carried out in a way that ensures high standards of environmental and human behaviour. With the help and co-operation of all employees, the Group endeavours to comply with all relevant laws in order to meet that duty and responsibility wherever it operates. The major contributions of the Group in this respect are detailed below.

Training and Development

Who Are Our People?

The Group is a large equal opportunities employer that is committed to providing exceptional prospects for its people to grow and develop within the business, investing heavily in attracting, recruiting and retaining its people.

The Group has grown significantly since its birth in 1981, and at the end of the financial year employs over 19,000 people, across all aspects of the business. Internal progression is a fundamental value of the business and is key to the future expansion of the Group, promoting the core values and DNA throughout. The Group promotes career development both in the UK and internationally, employing large numbers of school leavers and university graduates, within Retail, Head Office and Distribution.

JD's global expansion offers its people infinite opportunities across its ever growing international territories. A variety of interesting positions usually exist across a number of departments such as; Human Resources, Finance, Buying, Merchandising, Property, IT, e-Commerce and Retail.

Within Retail alone there are a number of roles, in more than 900 stores across all territories, such as team members, store management and visual merchandisers, working together to present the product range to extremely high standards and provide unparalleled service to customers.

Recruiting Our People

The Group continues to grow with over 100 new stores opening during the year and the expansion is long term, so there remains a substantial need for recruitment. Whilst the Group is committed to getting the very best from its people, it also strives to ensure that its recruits are of the highest standard.

Dedicated recruitment personnel for our Head Office and Retail teams provide invaluable support in arranging interviews, scouring CV databases and advertising positions both internally and externally, ensuring that the most suitable candidates are sourced.

Developing Our People

The Group understands the importance of developing our people across all levels and is committed to providing all employees with the tools to excel within their careers. In order to facilitate this, learning and development solutions tailored and adjusted to meet the ever changing requirements of a fast-paced, growing business are provided.

Part of the foundation for internal progression is the Group's Trainee Management Academy, designed to turn the most promising junior managers of today into the senior managers of tomorrow. The Academy has already provided a number of key senior positions within the business such as Area Sales Managers and key Head Office appointments, continually evolving to the needs of the Group. During the year ended 30 January 2016, the Academy produced graduates from France, Spain and the Netherlands and continues to expand its international influence.

The development across all territories is provided by the established Learning & Development department. The team operates across all of the Group's fascias and territories, as well as Head Office and the Distribution Centre. This function assesses the needs and designs and delivers necessary programmes for all fascias and territories in order to ensure operational consistency along with developing the management skills required to effectively manage the business.

A Learning Management System ('LMS') platform along with e-learning and compliance based e-assessments are continually evolving to meet the ever demanding needs of the business.

Growing Our People

The opportunities are extensive for those who spend their careers with JD. Examples abound within the group of individuals who began their careers in store before either rising through the Retail ranks or pursuing other careers within JD Sports Fashion Plc.

Equality and Diversity

The Group is committed to promoting policies which are designed to ensure that employees and those who seek to work for the Group are treated equally regardless of gender, marital status, sexual orientation, age, race, religion, ethnic or social origin or disability.

The Group gives full and fair consideration to applications for employment by people who are disabled, to continue whenever possible the development of staff who become disabled and to provide equal opportunities for the career development of disabled employees. It is also Group policy to provide opportunities for the large number of people seeking flexible or part time hours.

Corporate and Social Responsibility (continued)

A breakdown by gender of the number of employees who were Directors of the Company, Senior Managers and other employees as at 30 January 2016, is set out below:

	Male	Female	Total	% Male	% Female
Pic Board	4	1	5	80%	20%
Senior Managers*	108	42	150	72%	28%
All Employees	10,336	9,497	19,833	52%	48%

The breakdown for the comparative period, as at 31 January 2015, is set out below:

	Male	Female	Total	% Male	% Female
Pic Board	4	-	4	100%	-
Senior Managers*	91	36	127	72%	28%
All Employees	8,274	7,551	15,825	52%	48%

* Senior Managers are defined as -

1. persons responsible for planning, directing or controlling the activities of the Company, or a strategically significant part of the Company, other than Company Directors and;
2. any other Directors of subsidiary undertakings

Communication

The number and geographic dispersion of the Group's operating locations make it difficult, but essential, to communicate effectively with employees.

Communication with retail staff is primarily achieved through management in the regional and area operational structures. In addition, formal communications informing all employees of the financial performance of the Group are issued on a regular basis by the Group's Human Resources Department in the form of 'Team Briefs'. This department also produces a booklet four times a year for distribution within the Group's Head Office and Warehouse called People 1st.

Health and Safety

We are fully committed to continuous health and safety improvement across all areas of the Group and understand that it is the way we work and behave that protects our colleagues, customers and other stakeholders.

Our organisational structure defines individual safety responsibilities and duties to ensure that we provide and maintain safe and healthy working conditions, equipment and systems of work for all our colleagues.

We demonstrate this commitment through active leadership, promoting best practice and by setting specific and measurable targets each year.

Our performance against these targets is reviewed and reported upon regularly and we will ensure that adequate resource is provided to enable their achievement and ensure the effective management of risk within the Group. Our commitment is best evidenced by:

- The continued development of our induction and training programmes that ensures every colleague has the competence, understanding and awareness to work safely and at minimum risk.
- Our Group health and safety committee meeting four times a year and our distribution health and safety committee meeting monthly both ensure engagement with our colleagues. Every employee has the opportunity to raise any safety concerns through their nominated representative.
- There has been continued safety input into all our new and refitted stores from the initial design through to opening. Our health and safety team conducts its own audit programmes to ensure the highest safety standards are maintained during the construction phase of all our shop-fit projects.
- We review the processes we have in place and aim to implement current best practice in all areas of our business. During the year we have reviewed and re-written our Group, retail and distribution safety policies. We have also implemented safety improvement plans for our retail and distribution teams demonstrating that we are committed to continuous improvement.
- We have implemented Group safety procedures across all UK companies with our focus on companies with warehousing and distribution activity.

Corporate and Social Responsibility (continued)

- Our drive to implement Group safety procedures across all JD retail stores in Europe continues. Group procedures are now in place in Germany, the Netherlands, Belgium, Denmark and Sweden.
- Acknowledging that our main Distribution Centre is our most hazardous environment, the safety and operations teams have been working throughout the year towards the achievement of a British Safety Council Accreditation.
- We set ourselves a number of measurable targets for the year and have worked towards their achievement, including:
 - Our area sales managers must carry out a health and safety inspection every six months in each store under their control. Our target was that 95% of all stores must have a current inspection in place. At the end of the year the level of compliance was 95%.
 - During the financial year, our target of zero Local Authority or Fire Authority enforcement notices to be served on the company has been achieved.

Environment

The Group recognises that it has a responsibility to manage the impact that its businesses have on the environment and is committed to carrying out its activities with due consideration for the potential environmental impact both now and in the future. We continue to comply with the UK Government's carbon reduction commitment and have the following as the key areas of focus:

- Ensuring efficient use of energy and other materials.
- Maximising the amount of waste which is recycled.
- Ensuring compliance with relevant legislation and codes of best practice.

Energy

Basic Principles

The Group's core business is retail and it is the Group's aim to give customers an enjoyable retail experience with goods presented attractively in an environment that is both well-lit and has a pleasant ambient temperature. However, the Group accepts that all the businesses within it must be responsible in their energy usage and associated carbon emissions. This policy applies in all territories.

Carbon Management Programme

The Group maintains a Carbon Management Programme ('CMP') which is sponsored by the Chief Financial Officer and is reviewed regularly. The objectives of this programme are:

Objective	Action & Progress
1. Understand the drivers and timing of usage by continued investment in energy 'smart' meters.	This has now been achieved in over 545 of the Group's sites with ongoing rollout planned for remaining sites. Combined with the stores where accurate and timely usage data is already received from mandatory half hourly meters, this means that in excess of 96% of the UK and Republic of Ireland electricity consumption and 75% of gas consumption is automatically measured every 30 minutes.
2. Reduce energy usage in non-trading periods.	In the period to 30 January 2016, the Group has invested in Building Management Systems in 180 of its highest energy consuming stores in the UK. The project covers all fascias and is maintaining average energy savings of 20% and a payback in less than 12 months. This technology is now fitted in all new stores as standard with further retrofits scheduled for 2016.
3. Reduce energy usage through investment in lighting technology.	Working with our preferred lighting suppliers, we have improved the design of the 23 Watt LED lamps, which are used as standard in all new shopfits, delivering an 11% improvement in power efficiency compared to the previous design. Our standard retail lighting scheme also incorporates LED lamps in changing areas and individual motion sensors on every light fitting in non-retail areas. Further, individual motion sensors have been fitted on lights in the Group's Head Office building in the year.
4. Reduce energy usage through staff awareness and training.	Retail staff have a key role to play in the execution of the CMP. All new managers receive training in energy management as part of their wider training programme.
5. Purchase energy competitively from sustainable sources wherever possible.	The Group has placed new supply contracts in the UK (except Northern Ireland). The contract is to supply the Group's core businesses with 100% of its electricity requirement from either renewable or other sustainable sources. Newly acquired businesses are migrated to these contracts when possible.
6. Ensure all business activities are aware of their impact on energy consumption.	A multi-disciplined approach to the CMP is adopted with considerable focus also given to reducing usage in the Group's warehouses and offices.
7. Ensure that the CMP applies to all businesses in all territories.	The CMP applies to all business in the Group. We work closely with the local management after acquisition to identify gaps and implement group strategies.

Corporate and Social Responsibility (continued)

KPIs

The Group is committed to using and subsequently reporting on appropriate KPIs with regards to energy usage. Accordingly, the Group can report the following which have been calculated based on the GHG Protocol Corporate Standard using emissions factors from UK government conversion factor guidance for the year reported. The emissions reported correspond with our financial year and reflect emissions from the leased and controlled assets for which the Group is responsible. Emissions are predominately from electricity use and delivery vehicle fuel consumption for our UK operations. Emissions from the Group's overseas operations are low relative to UK activities.

Global GHG emissions from:	2015/16 Tonnes CO ₂ Equivalent	2014/15 Tonnes CO ₂ Equivalent
Combustion of fuels & operation of facilities (i)	3,751	3,691
Purchased electricity, heat, steam & cooling	41,505	43,952
Intensity measurement (ii)		
Emissions reported above normalised to per £m revenue	26	34

- (i) Excludes facility F-Gas emissions
- (ii) Like for like revenues for businesses that have contributed full years both years

The following businesses are excluded from the data above as their contribution is not considered material at this time:

- Kooga Rugby Limited
- JD Sports Fashion Sweden AB
- JD Sports Fashion Denmark ApS
- JD Sports Fashion SDN BHD
- Source Lab Limited
- JD Sports Fashion SRL
- JD Sports Fashion Belgium BVBA

Whilst it is not mandatory, the Group remains committed to presenting data with regard to energy usage and carbon footprint on a 'like for like' basis in respect of those locations in the Group's core operations in the UK and Republic of Ireland that have been present for the full year in both years:

	2016	2015	% Change
Energy Usage – Electricity (MWh)	59,988	63,145	
Energy Usage – Natural Gas (MWh)	1,810	1,905	
Total Energy Use (MWh)	61,798	65,050	
Carbon Footprint (Tonnes CO ₂)	28,059	29,536	-5%

Objectives For The Period To January 2017

The Group is committed to investing in the necessary resources to help achieve its targets on reducing carbon emissions, with the following works planned for the year to 28 January 2017:

- Continue to expand the reach of the CMP by working with the newly acquired businesses.
- Retrofit further stores with the 23 Watt LEDs for retail lighting thereby further reducing energy consumption and heat gain in the retail environment.
- Further investment in the use of building management systems to allow remote monitoring and control of building services.
- Review energy usage and practices at the main warehouse in Kingsway, Rochdale.
- Implement recommendations from the energy surveys carried out to exceed our Energy Savings Opportunity Scheme ('ESOS') obligations.

Interaction With Pentland Group Plc

Under the current rules of the statutory Carbon Reduction Commitment Energy Efficiency scheme ('CRC'), the Group's submission to the UK Environment Agency is aggregated with that of Pentland Group Plc which is the Group's ultimate holding company (see note 36). The Group continues to work closely with Pentland Group Plc to ensure an efficient process with regard to the emissions trading scheme which was introduced in April 2010, as part of the CRC.

Recycling

Wherever possible, cardboard (the major packaging constituent) is taken back to the Group's distribution centres. The cardboard is then baled and passed to recycling businesses for reprocessing. During the year, the amount of cardboard recycled increased to 1,638 tonnes (2015: 1,322 tonnes).

The Group has expanded its use of the Dry Mixed Recycling ('DMR') scheme to all pre-existing stores and businesses in the UK, Ireland and the Netherlands to divert as much waste as possible away from landfill. The scheme will be rolled out to other newly acquired businesses as soon as this is possible. In the period to 30 January 2016 we recycled 95% (2015: 92%) of our DMR waste with the remainder being used as an energy-from-waste (EfW) material.

Our Kingsway Distribution Facility continues to be a zero waste to landfill site.

Corporate and Social Responsibility (continued)

In addition to the DMR scheme, there are three other main elements to our recycling strategy:

- Confidential paper waste is shredded on collection by a recycling business. This business provides a 'Certificate of Environmental Accomplishment' which states that the shredded paper, which was collected in the year, was the equivalent of 3,808 trees (2015: 2,862 trees).
- Photocopier and printer toners (laser and ink) are collected and recycled for charity by Environmental Business Products Limited.
- Food waste is separated where possible and reused in the production of compost.

Plastic bags

Approximately 35% of the bags issued by the Group's like for like businesses are high quality drawstring duffle bags, which are generally reused by customers many times. However, the Group is aware of the environmental impact of plastic bags and has sought to minimise any impact through the following measures:

- The bags are made from 33% recycled material.
- The bags contain an oxo-biodegradable additive, which means that they degrade totally over a relatively short life span.

The use of this material has also been adopted in an additional 70% of the Group's plastic bags handed out to customers. The Group uses paper-based bags rather than plastic bags in its stores in the Republic of Ireland and we are also fully compliant with the carrier bag charge schemes across the United Kingdom.

100% of the proceeds from the carrier bag charges (net of VAT) is passed to the JD Foundation for annual distribution as follows:

- England: £183,000 received from 1 October 2015 to 30 January 2016. 50% of the funds will be passed to Mountain Rescue in England and Wales with 50% donated to other charitable causes in accordance with the objects of the JD Foundation.
- Wales: £89,000 received on a cumulative basis from the inception of the charge to 30 January 2016. 100% of these funds will be passed to Mountain Rescue in England and Wales.
- Scotland: £78,000 received on a cumulative basis from the inception of the charge to 30 January 2016. 100% of these funds will be passed to Scottish Mountain Rescue.

We have committed to continuing the arrangements with Mountain Rescue in England and Wales and Scottish Mountain Rescue for a further two years on the same basis, being:

- Mountain Rescue in England and Wales: 50% of the income (net of VAT) from carrier bag charges levied in England and 100% of charges levied in Wales.
- Scottish Mountain Rescue: 100% of the income (net of VAT) from carrier bag charges levied in Scotland.

Human Rights

The Group endorses the principles set out in the United Nations Universal Declaration of Human Rights and the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work which seek to ensure safe and fair working conditions on a global scale. Our suppliers are selected upon and contractually committed to the Group on the basis of their adherence to these principles.

Ethical Sourcing

The Group seeks to provide its customers with high quality and value merchandise from suppliers who can demonstrate compliance with internationally accepted core labour and ethical standards throughout their supply chain. These standards are based upon the provisions of the Ethical Trading Initiative ('ETI') Base Code and specifically cover areas such as wages, working hours, health and safety and the right to freedom of association.

The Group requires all of its suppliers, both existing and new, to formally commit to implementing the provisions of the ETI Base Code throughout their supply chains. Prior to any orders being placed, all new suppliers are required to complete the Group's risk assessment form to indicate their degree of compliance to the ETI Base Code. All existing suppliers are also required to conduct this assessment on an annual basis. These forms are reviewed by the Group's Compliance team and any areas of concern with regard to potential non-compliance are investigated when visiting the factories concerned. These reports are shared by the Group in a central base and those travelling are encouraged to take all documentation from the base with them when visiting the factories so that follow up can be done on a continual basis.

Corporate and Social Responsibility (continued)

This year has seen the Corporate Responsibility team at JD Head office engage with the Fair Factories Clearing House ('FFC') compliance programme and combined with the continued progression of the Asia Inspections partnership we continue to work towards documented compliance in our suppliers and resolution of non-compliances within the core factory base. Our aim is zero tolerance on critical issues, with critical issues defined as 'an issue that impacts workers causing hardship or harm'. In 2015/16 we eradicated critical issues from our existing supply base and we will continue to do so as our supplier base expands. Furthermore, issues categorised as major and minor issues were reduced by 53% year on year.

Over the past two years we have reduced our supply base by 50% as the Group further amalgamates its sourcing strategy. 62% of these factories have been audited by a third party. With the increase in auditing we have enhanced visibility of issues in these factories and are working with the FFC and the factories to track the resolution of these non-compliances to improve conditions across all areas of the ETI base code. The FFC is invaluable in the monitoring of the progress of individual issues and sharing improvement responsibility with other brands sharing one factory, and it is expected that by joining the FFC we will further develop our ethical compliance programme.

Due to the diverse nature and scope of the supply chain, it is not always possible to visit all of the factories directly. Where instances of non-compliance are identified from the risk assessment forms/and or audits and the supplier cannot be visited, they are required to provide evidence of corrective action and subsequently re-graded against the initial report. These actions will be verified directly by the Group's Compliance team as soon as practically possible on a future visit.

All suppliers are contractually obliged to comply with the Group's Conditions of Supply which includes a specific policy on 'Employment Standards for Suppliers'.

Our Communities

The Group seeks to be involved in the community where it can make an appropriate contribution from its resources and skills base.

During the year, JD set up the JD Foundation (the registered charity number is pending). In addition to the support given to Mountain Rescue in England and Wales and Scottish Mountain Rescue, the aim of the Foundation is to support charities working with young people in the UK with the mission to give back to these youth communities.

We have nominated four specific charities for funding in the new financial year:

- The Teenage Cancer Trust
- The Factory Zone
- Once Upon A Smile
- The Retail Trust

Funding for these donations will come from the remaining 50% of the carrier bag charges in England together with the other fund raising activities undertaken by the Foundation.

A number of donations were made throughout the year, including £14,000 to Once Upon A Smile, £8,000 to Cancer Research UK and £4,000 to The Teenage Cancer Trust.

We also sent each child at a Special Needs school and an orphanage in Coimbatore, India, a present box which was delivered to them on Christmas Eve, along with a further four cartons of toys which were funded by donations from within the Head Office.



Brian Small
Chief Financial Officer
13 April 2016

The Board

Peter Cowgill

Executive Chairman and Chairman of the Nomination Committee - Aged 63

Peter was appointed Executive Chairman in March 2004. He was previously Finance Director of the Group until his resignation in June 2001. He is a Non-Executive Chairman of United Carpets Plc and also held the position of Non-Executive Chairman of MBL Group Plc until June 2014.

Brian Small

Chief Financial Officer - Aged 59

Brian was appointed Chief Financial Officer in January 2004. Immediately prior to his appointment he was Operations Finance Director at Intercare Group Plc and has also been Finance Director of a number of other companies. He qualified as an accountant with Price Waterhouse in 1981.

Andrew Leslie

Non-Executive Director, Chairman of the Remuneration Committee and Member of the Audit and Nomination Committees - Aged 69

Andrew was appointed to the Board in May 2010. He has over 40 years of experience in the retail, footwear and apparel sectors. He was an Executive Board Director of Pentland Brands Plc, from which he retired in 2008. Andrew also held a number of senior positions with British Shoe Corporation, The Burton Group Plc and Timpson Shoes Limited.

Martin Davies

Non-Executive Director, Chairman of the Audit Committee and Member of the Nomination and Remuneration Committees - Aged 56

Martin was appointed to the Board in October 2012. Martin also holds the position of Chairman of Sentric Music Limited. He was previously Group Chief Executive of Holidaybreak Plc from 2010 until its sale to Cox and Kings Limited in 2011. He joined the Board of Holidaybreak Plc in 2007 when it acquired PGL where he had been Chief Executive. He left Holidaybreak Plc in 2012. Previously, he has had roles at Allied Breweries, Kingfisher and Woolworths.

Heather Jackson

Non-Executive Director, Member of the Audit, Nomination and Remuneration Committees - Aged 50

Heather was appointed to the Board in May 2015. Heather has extensive experience in IT and change management. Heather is currently Managing Director at Actinista 2016 Limited and a Non-Executive Director of Ikano Bank AB. Her former roles have included CIO of HBOS Plc and other director level roles with Capital One, Boots the Chemist and George at Asda.

Andy Rubin

Non-Executive Director - Aged 51

Andy was appointed to the Board in February 2016. Andy is Chairman of Pentland Brands, a Director of Pentland Group Plc and the European Vice-President of the World Federation of the Sporting Goods Industry.

Directors' Report

The Directors present their Annual Report and the audited financial statements of JD Sports Fashion Plc (the 'Company') and its subsidiaries (together referred to as the 'Group') for the 52 week period ended 30 January 2016. The Board considers that the Annual Report and Accounts, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's position and performance, business model and strategy.

Principal Activity

The principal activity of the Group is the retail of branded sports fashionwear and outdoor clothing and equipment.

In accordance with the Companies Act 2006, a review of the business providing a comprehensive analysis of the main trends and factors likely to affect the development, performance and position of the business, including environmental, employee, social, community and human rights issues, together with the Group's Key Performance Indicators and a description of the principal risks and uncertainties facing the business is detailed in the Strategy Report on pages 49 to 63.

All of the information set out in those sections is incorporated by reference into, and is deemed to form part of, this report.

The Corporate Governance Report (pages 68 to 72) and the Directors' Remuneration Report (pages 73 to 81) are incorporated by reference into, and are deemed to form part of, this report.

Share Capital

As at 30 January 2016 the Company's issued share capital was £2,433,083 comprising 194,646,632 ordinary shares of 1.25p each.

Shareholder and Voting Rights

All members who hold ordinary shares are entitled to attend and vote at the Company's Annual General Meeting. On a show of hands at a general meeting, every member present in person or by proxy shall have one vote and, on a poll, every member present in person or by proxy shall have one vote for every ordinary share they hold. Subject to relevant statutory provisions and the Company's Articles of Association, holders of ordinary shares are entitled to a dividend where declared or paid out of profits available for such purposes.

Restrictions on Transfer of Shares

The restrictions on the transfer of shares in the Company are as follows:

- The Board may, in its absolute discretion, refuse to register any transfer of shares which are not fully paid up (but not so as to prevent dealings in listed shares from taking place), or which is in favour of more than four persons jointly or which is in relation to more than one class of share.
- Certain restrictions may, from time to time, be imposed by laws and regulations (for example, insider trading laws).
- Restrictions apply pursuant to the Listing Rules of the Financial Conduct Authority whereby Directors and certain of the Group's employees require prior approval to deal in the Company's shares.

The Company is not aware of any arrangement between its shareholders that may result in restrictions on the transfer of shares and / or voting rights.

Substantial Interests in Share Capital

As at 30 January 2016 the Company has been advised of the following significant holdings of voting rights in its ordinary share capital pursuant to the Disclosure and Transparency Rules of the Financial Conduct Authority ('DTRs'):

	Number of ordinary shares/ voting rights held	% of Ordinary share capital
Pentland Group Plc	111,854,888	57.47
Sports World International Ltd	13,500,000	6.94
Fidelity Management and Research LLC	9,990,400	5.13

The Company has not been notified of any significant changes in interests pursuant to the DTRs between 30 January 2016 and the date of this report.

Relationship Agreement

In accordance with LR 9.2.2AR (2) (a), the Company has entered into a written and legally binding relationship agreement with its controlling shareholder Pentland Group Plc. So far as the Company is aware, the independence provisions included within the relationship agreement have been complied with during the period since the agreement has been in force.

Directors' Report (continued)

Directors

The names and roles of the current Directors together with brief biographical details are given on page 64. The Directors are responsible for the management of the business of the Company and, subject to law and the Company's Articles of Association ('Articles'), the Directors may exercise all of the powers of the Company and may delegate their power and discretion to committees.

The number of Directors at any one point in time shall not be less than two.

The Articles give the Directors power to appoint and replace Directors. Any Director so appointed shall hold office only until the dissolution of the first Annual General Meeting of the Company following appointment unless they are re-elected during such meeting.

The Articles require that, at each AGM of the Company, any Director who was elected or last re-elected at or before the AGM held in the third calendar year before the current calendar year must retire by rotation and such further Directors must retire by rotation so that in total not less than one third of the Directors retire by rotation each year. A retiring Director is eligible for re-election.

However, in accordance with the UK Corporate Governance Code the Board has determined that all Directors will stand for re-election at the 2016 AGM.

Amendment of the Company's Articles of Association

The Company's Articles of Association may only be amended by a special resolution at a general meeting of shareholders.

Change of Control - Significant Agreements

In the event of a change of control of the Company, the Company and the lenders of the £215 million bank syndicated facility shall enter into an agreement to determine how to continue the facility. If no agreement is reached within 20 business days of the date of change in control, the lenders may, by giving not less than 10 business days' notice to the Company, cancel the facility and declare all outstanding loans, together with accrued interest and all other amounts accrued immediately due and payable.

Contractual Arrangements Essential to the Business of the Group

The Board considers that continuing supply from Nike and adidas, being the main suppliers of third party branded sporting products, to the Group's core sports fashion retail operation is essential to the business of the Group.

Employees

The Group communicates with its employees through team briefs and via the Company's intranet and notice boards. Views of employees are sought on matters of common concern. Priority is given to ensuring that employees are aware of all significant matters affecting the Group's performance and of significant organisational changes.

The Group's employee remuneration strategy is set out in the Remuneration Report on pages 73 to 81.

The Group is committed to promoting equal opportunities in employment regardless of employees' or potential employees' gender, marital status, sexual orientation, age, race, religion, ethnic or social origin or disability. Recruitment, promotion and the availability of training are based on the suitability of any applicant for the job and full and fair consideration is always given to disabled persons in such circumstances.

Should an employee become disabled during his or her employment by the Group, every effort is made to continue employment and training within their existing capacity wherever practicable, or failing that, in some alternative suitable capacity.

Auditor

KPMG LLP have indicated their willingness to continue in office as auditor of the Company. A resolution proposing their re-appointment will be proposed to shareholders at the forthcoming AGM.

Disclosure of Information to the Auditor

Each person who is a Director at the date of approval of this report confirms that:

- So far as they are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- Each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Directors' Report (continued)

Viability Statement

In accordance with provision C.2.2 of the UK Corporate Governance Code, published by the Financial Reporting Council in September 2014, the Directors have assessed the prospects of the Group over a longer period.

The Board conducted this review for a period of five years. The five year period of review was selected as this was linked to the retail property portfolio and was considered appropriate as this is the average remaining life of the store leases.

In assessment of the viability of the Group, the Board has considered the Group's current position and strategy and performed a robust assessment of each of the principal risks detailed on pages 51 to 52. These principal risks are considered to be those which may threaten the business model, future performance and liquidity. Where appropriate, the Board has evaluated the impact of the key principal risks actually occurring based on severe but plausible scenarios. The evaluation included performing sensitivity analysis by flexing the main assumptions in the scenarios.

The Board has also considered the Group's income and expenditure projections, the Group cash flows and other key financial ratios over the period.

Based on the results of the analysis, the Board has a reasonable expectation that the Group will be able to continue in operation and meet its liabilities as they fall due over the five year period of the assessment.

Going Concern

After making enquiries, the Directors have a reasonable expectation that the Company, and the Group as a whole, has adequate resources to continue in operational existence for the foreseeable future. For this reason, the financial statements have been prepared on a going concern basis.

Annual General Meeting

The Company's AGM will be held at 1pm on 17 June 2016 at Edinburgh House, Hollinsbrook Way, Pilsworth, Bury, Lancashire, BL9 8RR. The notice of this year's AGM is included in a separate circular to shareholders and will be sent out at least 20 working days before the meeting. This notice will be available to view under the 'Investors' section of the Company's website, www.jdplc.com/investor-relations.

The Directors consider that each of the proposed resolutions to be presented at the AGM is in the best interests of the Company and its shareholders and employees as a whole and most likely to promote the success of the Company for the benefit of its shareholders as a whole. The Directors unanimously recommend that shareholders vote in favour of each of the proposed resolutions, as the Directors intend to do in respect of their own shareholdings.

By order of the Board



Brian Small
Chief Financial Officer
13 April 2016

Corporate Governance Report

Compliance with good corporate governance is important to the Board. This report sets out how the Company has applied the main principles set out in the UK Corporate Governance Code published by the Financial Reporting Council in September 2014 ('the Code') and the extent to which the Company has complied with the provisions of the Code.

The Board

The Board currently consists of six Directors; an Executive Chairman, the Chief Financial Officer and four Non-Executive Directors. Martin Davies is the senior independent Non-Executive Director. The name, position and brief profile of each Director is set out on page 64.

The composition of the Board is kept under review and changes are made when appropriate and in the best interests of the Group. The Board considers that its composition during the year had the necessary balance of Executive and Non-Executive Directors providing the desired blend of skills, experience and judgement appropriate for the needs of the Group's business and overall effectiveness of the Board.

The independence of the Non-Executive Directors is considered by the Board on an annual basis. All Non-Executive Directors, save for Andy Rubin, are considered to be independent by the Board. Andrew Leslie was formerly an Executive Director of Pentland Brands Plc, a subsidiary of Pentland Group Plc ('Pentland'), the Company's largest shareholder. Andrew Leslie does not represent the interests of Pentland on the Board and retired from Pentland Brands Plc in 2008. Andy Rubin is the Chairman of Pentland Brands and a Director of Pentland Group Plc and is, therefore, not considered by the Board to be an independent Non-Executive Director. The Board believes that the Non-Executive Directors have provided ample guidance to the Board and perform an effective role in challenging the Executive Directors, when appropriate.

From time to time, the Executive Chairman meets with the Non-Executive Directors without the other Directors present to discuss Board performance and other matters considered appropriate.

The Board considers that all the Directors are able to devote sufficient time to their duties as Directors of the Company. The brief biographical detail on page 64 includes details of the Chairman's other directorships of listed companies. The Board is satisfied that these appointments do not conflict with the Chairman's ability to carry out his role effectively for the Group.

Under the Company's Articles of Association, all Directors are required to retire and offer themselves for re-election every three years. However, in accordance with the Code, all Directors will retire and offer themselves for re-election at the 2016 AGM.

Board Operation

The Board is responsible for the direction, management and performance of the Company. The Board held nine scheduled meetings during the year under review and ad hoc meetings were held between scheduled meetings, where required. Directors' attendance at scheduled Board and Committee meetings is set out in the table opposite. The Board is responsible for providing effective leadership and promoting the success of the Group. The Board has a formal schedule of matters reserved specifically to it for decisions which include major strategic matters, approval of financial statements, acquisitions and disposals and significant capital projects.

The Board delegates certain powers to Board Committees, as set out below.

Board papers are circulated to Directors prior to Board meetings which include up-to-date financial information, reports from the Executive Directors and papers on major issues for consideration by the Board. The Board has a formal procedure for Directors to obtain independent professional advice.

All Board members have full access to the Company Secretary who is a fully admitted solicitor and attends all Board and Committee meetings. The Company Secretary is responsible for advising the Board on Corporate Governance matters. The appointment and removal of the Company Secretary is a matter for the Board as a whole to determine. Andrew Batchelor resigned as the Company Secretary and was replaced by Siobhan Mawdsley with effect from 1 October 2015.

All newly appointed Directors receive an appropriate induction when they join the Board. Relevant training is arranged as and when deemed appropriate.

A performance evaluation of the Board, its Committees and individual Directors was conducted during the year. This consisted of an internally run exercise conducted through the completion by each Director of a questionnaire prepared by the Company Secretary which encourages each Director to give his opinions on Board and Committee procedures, operation and effectiveness as well as any other matter they wish to raise.

A separate questionnaire was completed by the Directors (other than the Executive Chairman) in relation to the performance of the Executive Chairman with the Senior Independent Director discussing the resulting feedback with the other Non-Executive Directors, taking into account the views of the other Executive Directors (excluding the Executive Chairman). The feedback from the evaluation process is used by the Board to identify strengths and development areas and confirmed that the Board and its Committees were operating effectively. The Board determined that an internal performance evaluation exercise was appropriate.

Corporate Governance Report (continued)

The Company, through its majority shareholder Pentland Group Plc, maintains appropriate Directors' and Officers' liability insurance.

Attendance at Board and Committee Meetings

Year to 30 January 2016	Board Meetings	Remuneration Committee	Audit Committee	Nomination Committee
Total number of meetings	9	3	2	2
P Cowgill	9	3(1)	2(1)	2
B Small	9	1(1)	2(1)	2
A Leslie	9	3	2	2
M Davies	9	3	2	2
H Jackson	7	1	1	1

Notes:

1. P Cowgill and B Small attended the Remuneration Committee meetings and the Audit Committee meetings at the invitation of the members of those Committees.

Conflicts of Interest

The Company's Articles of Association permit the Board to consider and, if it sees fit, to authorise situations where a Director has an interest that conflicts, or possibly could conflict, with the interests of the Company. The Board considers that the procedures it has in place for reporting and considering conflicts of interest are effective.

Board Committees

There are three principal Board Committees to which the Board has delegated certain of its responsibilities. The terms of reference for all three Committees are available for inspection on request and are available on the Company's corporate website www.jpplc.com.

Audit Committee

Membership and Meetings

The Audit Committee currently comprises three independent Non-Executive Directors, Martin Davies, Andrew Leslie and Heather Jackson. Martin Davies chairs the Audit Committee.

The Audit Committee met twice in the year with the external auditor attending each meeting. Details of attendance at Audit Committee meetings are set out in the table above.

Principal Duties

The Committee's principal duties are to review draft annual and interim financial statements prior to being submitted to the Board, reviewing the effectiveness of the Group's system of internal control, risk management and the performance and cost effectiveness of the external auditor.

Main Activities During the Year

The Committee's activities included:

- Reviewing the Group's draft financial statements and interim results statement prior to Board approval and reviewing the external auditor's detailed reports thereon including internal controls.
- Reviewing regularly the potential impact on the Group's financial statements of certain matters such as impairments of fixed asset values and proposed International Accounting Standards.
- Reviewing the external auditor's plan for the audit of the Group's financial statements, key risks of misstatement in the financial statements, confirmations of auditor independence, audit fee and terms of engagement of the auditor.
- Reviewing the independence and effectiveness of the Group's external auditor.
- Reviewing the arrangements in place for employees to be able to raise matters of possible impropriety in confidence to ensure they remain appropriate.
- Reviewing the Company's risk register and internal controls.
- Consideration of whether an internal audit function should be established.

Financial Statements and Significant Accounting Matters

The Committee is responsible for reviewing the Group's draft financial statements and interim results statement prior to Board approval. As part of such review, the Committee considers whether suitable accounting policies have been adopted and whether appropriate judgements have been made by management. The Committee also reviews reports by the external auditor on the full year and half year results.

Corporate Governance Report (continued)

The following are material areas in which significant judgements have been applied and have been considered by the Committee during the year:

Impairment of Goodwill and Fascia Names

The Committee considered the assumptions underlying the calculation of the value in use of the cash generating units being tested for impairment, primarily the achievement of the short term business plan, the assumptions on discount rates and long term growth rates. The Committee reviewed the budgets and business plans that support the impairment reviews and challenged the key assumptions used and are comfortable that they represent management's best estimate at the time.

The external auditor provides to the Committee detailed explanations of the results of their review of the estimate of the value in use, including their challenge of management's underlying cash flow projections, the key growth assumptions and discount rates. The Committee has also reviewed the disclosures in the financial statements.

During the year the Committee reviewed the value in use of the Blacks, Millets and ActivInstinct fascia names and, after performing relevant sensitivity analyses, believe that these values are recoverable. Further information on the Blacks and Millets sensitivity analysis is provided in note 14.

Valuation of Inventories

The Committee considered the assumptions used in the inventory obsolescence provision models across the Group. The valuation of inventories is a principal risk for the Group as its retail businesses are highly seasonal. The Committee reviews the provision models and challenges management on the key judgements made over aged stock and the level of proceeds for aged stock.

The external auditor reports to the Committee on the work they have completed and how their audit work is concentrated on this area.

External Auditor

A breakdown of the audit and non-audit related fees is set out in note 3 to the Consolidated Financial Statements on page 97. Non-audit work was comprised mainly of tax and other project work and was undertaken by the external auditor due to their knowledge and understanding of the Group's business and in the interests of efficiency. Larger pieces of non-audit work were awarded following a tender process. The Company has instructed other firms to provide non-audit services from time to time in prior years and the Committee will keep the level of non-audit work performed by the auditor under review. The Committee is satisfied that the level and scope of non-audit services performed by the external auditor does not impact their independence.

The Committee has a formal policy on the provision of non-audit services by the external auditor. The objective of the policy is to ensure the external auditor's independence is maintained and to establish appropriate approval levels prior to non-audit work being undertaken by the external auditor. Under the policy, any non-audit services to be undertaken by the auditor require advance authorisation in accordance with the following:

- Work in excess of £100,000 – Committee approval required.
- For individual pieces of work between £20,000 and £100,000 – Executive Chairman approval required.
- For individual pieces of work below £20,000 - Chief Financial Officer approval required.

KPMG have acted as auditor to the Company since its flotation in 1996 and no tender exercise has been conducted to date. The lead partner is subject to rotation every five years to safeguard independence, with a new lead partner having been appointed to lead the audit during the 2014/15 financial year. The Audit Committee confirms that the Company complied throughout the financial year under review with The Statutory Audit Services for Large Companies Market Investigation (Mandatory Use of Competitive Tender Processes and Audit Committee Responsibilities) Order 2014. The Audit Committee does not necessarily intend to recommend to the Board that it carries out a competitive tender programme for audit services within the next financial year, however, this process will be completed in advance of the deadline for completing a mandatory competitive tender process.

The Committee keeps under review the relationship between the Group and external auditor and, having considered the external auditor's performance during their period in office and being satisfied that the external auditor continues to be independent, recommends their reappointment.

Internal Audit

The Company does not currently have an internal audit function. The Committee considers on an annual basis whether an internal auditor should be recruited and at the current time has determined that this is not necessary due to the centralised nature of the Group's core operations and the Group's experienced Profit Protection team who play an effective role in limiting shrinkage, theft and fraud. The Profit Protection Director reports to the Board on a quarterly basis.

Corporate Governance Report (continued)

Remuneration Committee

The Remuneration Committee currently comprises three independent Non-Executive Directors, Andrew Leslie, Martin Davies and Heather Jackson. Andrew Leslie is the chair of the Remuneration Committee.

The Committee's principal duties are to determine overall Group remuneration policy, remuneration packages for Executive Directors and senior management, the terms of Executive Director service contracts, the terms of any performance-related schemes operated by the Group and awards thereunder.

The Committee met three times during the year. Details of attendance at Remuneration Committee meetings are set out in the table on page 69.

Further details about Directors' remuneration are set out in the Directors' Remuneration Report on pages 73 to 81.

Nomination Committee

The Nomination Committee currently comprises Peter Cowgill, the Executive Chairman, and two independent Non-Executive Directors, Andrew Leslie and Martin Davies. The Executive Chairman is the chair of the Nominations Committee.

The Committee's principal duties are to consider the size, structure and composition of the Board, ensure appropriate succession plans are in place for the Board and senior management and, where necessary, consider new appointments to the Board and senior management. The Nominations Committee met twice during the financial year.

From time to time, the full Board performs some of the duties of the Nomination Committee, as was the case during the year under review. In addition, regular informal discussions on Board structure, succession and performance take place between the Non-Executive Directors and the Executive Chairman.

Board Composition and Diversity

Whilst the Board is mindful of the recommendations of the Davies Review, the Board's overriding aim is to ensure that Board membership is based on merit and that any new appointments to the Board are measured against objective criteria.

The Board undertook a recruitment exercise in the previous financial year led by the Senior Independent Director, employing the professional services of Korn Ferry (a recruitment and executive search consultancy). The search had due regard to the benefits of diversity on the Board, including gender diversity, as well as relevant experience against an agreed criteria. The Board is, accordingly, pleased to welcome Heather Jackson to the Board following the

successful completion of the recruitment exercise. Heather was appointed to the Board on 6 May 2015 and brief biographical details about Heather are located on page 64.

In January 2015 the Board adopted a diversity policy which seeks to recognise and promote the benefits which diversity can bring to the Group and its operations.

Internal Control

There is an ongoing process for identifying, evaluating and managing the significant risks faced by the Group. This process has been in place for the year under review.

The Board, in conjunction with the Audit Committee, has full responsibility for the Group's system of internal controls and monitoring their effectiveness. However, such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement. The Board has established a well-defined organisation structure with clear operating procedures, lines of responsibility, delegated authority to executive management and a comprehensive financial reporting process.

Key features of the Group's system of internal control and risk management are:

- Identification and monitoring of the business risks facing the Group, with major risks identified and reported to the Audit Committee and the Board.
- Detailed appraisal and authorisation procedures for capital investment.
- Prompt preparation of comprehensive monthly management accounts providing relevant, reliable and up-to-date information. These allow for comparison with budget and previous year's results. Significant variances from approved budgets are investigated as appropriate.
- Preparation of comprehensive annual profit and cash flow budgets allowing management to monitor business activities and major risks and the progress towards financial objectives in the short and medium term.
- Monitoring of store procedures and the reporting and investigation of suspected fraudulent activities.
- Reconciliation and checking of all cash and stock balances and investigation of any material differences.

In addition, the Audit Committee receives comprehensive reports from the external auditor in relation to the financial statements and the Group's system of internal controls.

Corporate Governance Report (continued)

The Group has a formal whistleblowing policy in place enabling employees to raise concerns in relation to the Group's activities on a confidential basis. Information about whistleblowing channels is made available to all store and head office employees. During the year, the whistleblowing policy was updated, reviewed and approved by the Audit Committee.

It is the Group's policy to conduct all of its business in an ethical manner. The Group takes a zero tolerance approach to bribery and corruption, amongst its employees, suppliers and any associated parties acting on the Group's behalf. The Group has a detailed Anti-Bribery and Corruption Policy and is committed to acting professionally, fairly and with integrity in all its business dealings and relationships and to implementing effective systems to counter bribery.

The Board has reviewed the effectiveness of the Group's system of internal controls and believes this to be effective. In establishing the system of internal control the Directors have regard to the materiality of relevant risks, the likelihood of a loss being incurred and costs of control. It follows, therefore, that the system of internal control can only provide a reasonable, and not absolute, assurance against the risk of material misstatement or loss.

The integration of recently acquired businesses into the Group's system of internal controls is achieved as quickly as possible.

Shareholder Relations

The Executive Directors maintain an active dialogue with the Company's major shareholders to enhance understanding of their respective objectives. The Executive Chairman provides feedback to the Board on issues raised by major shareholders. This is supplemented by twice yearly formal feedback to the Board on meetings between management, analysts and investors which seeks to convey the financial market's perception of the Group.

The Senior Independent Non-Executive Director is available to shareholders if they have concerns which have not been resolved through dialogue with the Executive Directors, or for which such contact is inappropriate. Major shareholders may meet with the Non-Executive Directors upon request.

External brokers' reports on the Group are circulated to the Board for consideration. In addition, the Non-Executive Directors attend results presentations and analyst and institutional investor meetings whenever possible.

The AGM is attended by all Directors, and shareholders are invited to ask questions during the meeting and to meet with Directors after the formal proceedings have ended.

Compliance with the Code

The Directors consider that during the year under review and to the date of this report, the Company complied with the Code except in relation to the following:

- Code provision B.6.2 – The Board did not conduct an externally facilitated evaluation exercise, as the Board considered it most appropriate to carry out an internal evaluation exercise this year. The Board will keep under consideration on an annual basis whether an externally facilitated exercise is appropriate and would provide value for money.
- Code provision C.3.1 and D.2.1 – These provisions require there to be three independent Non-Executive Directors on the Audit Committee and Remuneration Committee respectively. Each such Committee was comprised of two independent Non-Executive Directors until 6 May 2015 when Heather Jackson was appointed to the Board and joined the Audit Committee and the Remuneration Committee and, accordingly, since that date, the Company has complied with these Code provisions.
- Code provision C.3.7 – The audit has not been put out to tender within the last ten years. In light of the Code, the Committee will keep under review the appropriate timing for a formal tender.
- Code provision D1.1 – The Directors' remuneration policy, which was approved by shareholders at the AGM held on 26 June 2014, does not include clawback and malus provisions, as recommended by the Code. Following such shareholder approval, the remuneration policy will remain in force for a period of three years and, accordingly, will be renewed, subject to a shareholder vote, at the appropriate time.

This report was approved by the Board and signed on its behalf by:



Brian Small
Chief Financial Officer
13 April 2016

Directors' Remuneration Report

Annual Statement

The 2015/2016 year has seen excellent growth across the Group and an outstanding financial performance. This first class earnings improvement and increased shareholder value creation reflect well on the successful efforts of the Executive Directors. In addition the strategic development of JD internationally and its performance here is most encouraging for the future.

The Senior Managers directly below the Board continue to demonstrate great ability, commitment, consistency and energy. They represent a strong core management team led by the Executive Chairman that is driving the business forward.

Annual bonus awards for the Executive Directors reflect this exceptional company performance. The Senior Managers are also rewarded appropriately for their immense contribution. The Remuneration Committee ('Committee') has focused on ensuring that our policies and actions are appropriate for our business and that they balance the rewards to our Executive Directors for delivering first class financial performance with our medium / long term strategic goals to create long term value for our shareholders.

We believe in rewarding our Executives based on their individual and team performance and on the value created for the shareholders. Our annual bonus scheme combines financial targets with medium / long term strategic objectives. A new Long Term Incentive Plan ('LTIP') was approved at the Annual General Meeting on 26 June 2014 which is based on the achievement of earnings based financial targets over a three year period. The first awards under the LTIP were made to the Executive Chairman and the Chief Financial Officer in 2014.

This Directors' Remuneration Report ('Report') is on the activities of the Committee for the period to 30 January 2016. It sets out the remuneration policy and remuneration details for the Executive and Non-Executive Directors of the Company. There are three sections:

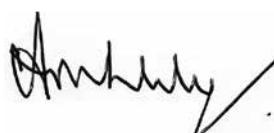
- This Annual Statement.
- The Policy Report setting out the Directors' remuneration policy; and
- The Annual Report on Remuneration providing details on how the Directors' remuneration policy will be operated for 2016/2017 and the remuneration earned in the year to 30 January 2016. This Annual Report on Remuneration together with the Annual Statement will be subject to an advisory shareholder vote at the 2016 AGM.

This report has been prepared in accordance with Schedule 8 of The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 as amended in August 2013 ('Regulations'). The Companies Act 2006 requires the auditor to report to the shareholders on certain parts of the Report and to state whether, in their opinion, those parts of the report have been properly prepared in accordance with the Regulations. The parts of the Annual Report on Remuneration that are subject to audit are indicated in that report.

The Committee keeps under review the remuneration policy and specific remuneration packages for the Executive Directors and Senior Managers. The Committee is mindful that our Group operates in a highly competitive retail environment and we seek to ensure that our remuneration policy is appropriate to attract, retain and motivate Executive Directors and Senior Managers of the right calibre to ensure the success of the Company into the future.

Summary of Activity

- Agreeing bonus awards for the Executive Directors and annual bonus and long term incentive plan for Senior Managers in relation to the period 2015/2016.
- Reviewing the basic salary of the Executive Chairman and the Chief Financial Officer to ensure these are appropriate for the market in which we operate. With effect from 1 April 2016, the Committee has agreed that the basic salary reviews detailed on page 81 will be implemented. The salary increases equate to a 1.5% increase for the Executive Chairman and the Chief Financial Officer (which is in line with the general increase for our Head Office employees).
- Reviewing the annual bonus awards for the year to 30 January 2016, which are set out on page 79, and setting appropriate targets for the 2016/17 financial year. These are based on a combination of financial and non-financial Key Performance Indicators ('KPIs') linked to key strategic objectives which are intended to reward our Executive Directors for performance and provide alignment with shareholder interests.



Andrew Leslie
Chairman of the Remuneration Committee
13 April 2016

Directors' Remuneration Report (continued)

Directors' Remuneration Policy (Unaudited)

This Directors' remuneration policy was approved by shareholders at the AGM held on 26 June 2014 and will, subject to any amendment, remain in force for a period of three years. Remuneration payments and payments for loss of office can only be made to Directors if they are consistent with the approved Directors' remuneration policy. However, commitments made before the Directors' remuneration policy came into effect and commitments made before an individual became a Director will be honoured even if they are inconsistent with the policy prevailing when the commitment is fulfilled.

Policy Overview

- The Group operates in a highly competitive retail environment and the Committee seeks to ensure that the level and form of remuneration is appropriate to attract, retain and motivate Executive Directors of the right calibre to ensure the success of the Company into the future.
- Remuneration should be aligned with the key corporate metrics that drive earnings growth and increased shareholder value with significant emphasis on performance related pay measured over the longer term.
- Incentive arrangements for Executive Directors should provide an appropriate balance between fixed and performance related elements and be capable of providing exceptional levels of total payment if outstanding performance is achieved.

Approved Remuneration Policy Table

Executive Directors

Element of Remuneration	Purpose and link to strategy	Operation	Maximum	Performance targets
Base salary	To provide competitive fixed level remuneration to attract and retain Executive Directors of the necessary calibre to execute the Group's strategy and deliver shareholder value.	Base salaries for the Executive Directors are reviewed annually by the Committee. The following factors are taken into account when determining base salary levels: <ul style="list-style-type: none"> • Remuneration levels at comparable quoted UK retail companies. • The need for salaries to be competitive. • The performance of the individual Executive Director. • Experience and responsibilities. • Pay for other employees in the Group. • The total remuneration available to the Executive Directors and the components thereof and the cost to the Company. 	The policy of the Committee is that the salaries of the Executive Directors should be reviewed annually, although it reserves the right to review salaries on a discretionary basis if it believes an adjustment is required to reflect market rates or performance. There is no prescribed maximum annual increase. The Committee is guided by the general increase for the broader employee population but on occasions may need to recognise, for example, an increase in the scale, scope or responsibility of the role as well as market rates.	Not applicable
Benefits	To ensure the overall package is competitive for Executive Directors.	Current benefits provision is detailed on page 79. Other benefits may be provided where appropriate including health insurance, life insurance / death in service, travel expenses and relocation.	The Committee determines the appropriate level taking into account market practice and individual circumstances.	Not applicable
Pension	To provide post-retirement benefits for Executive Directors.	Payments are made into a defined contribution scheme with company contributions set as a percentage of base salary. The Committee has the discretion to pay a cash amount in lieu of a pension contribution (any such payment would not count for the purposes of calculating bonus and LTIP awards).	The rates are set at a level which the Committee considers is appropriate. Current company contribution rates for Executive Directors are shown on page 79.	Not applicable

Directors' Remuneration Report (continued)

Element of Remuneration	Purpose and link to strategy	Operation	Maximum	Performance targets
Annual Bonus	Executive Directors have the opportunity to earn performance related bonuses based on the achievement of financial targets and key performance indicators which incentivise the achievement of the business strategy.	The bonus is paid annually in cash and is non-pensionable. No claw back provisions apply.	100% of salary, however, the Committee has the discretion to award bonuses of up to 200% of salary for exceptional performance.	The targets are set by the Committee each year and are based on a combination of financial and strategic KPIs, with target and maximum levels. At least two thirds of the annual bonus will be linked to financial targets. The Committee retains the discretion to adjust the targets in the event of significant corporate activity during the year. The Committee will review the Group's overall performance before determining final bonus levels. The Committee may in exceptional circumstances amend the bonus payout should this not, in the view of the Committee, reflect the overall business performance or individual contribution. Targets will be disclosed in the following year's Annual Report.
Long Term Incentive Plans	To provide the Executive Directors with the opportunity to earn competitive rewards. To align the Executive Directors' interests more closely with those of the shareholders. To focus the Executive Directors on sustaining and improving the long-term financial performance of the Company and reward them appropriately for doing so.	A new LTIP was approved at the 2014 AGM. Key features of the LTIP are: <ul style="list-style-type: none">• Cash awards (not shares).• Three year performance period.• The performance condition can be amended or substituted if events occur which cause the Committee to consider that an amended or substituted performance target would be more appropriate. Any amended or substituted target would not be materially more or less difficult to satisfy.• Malus provisions apply to unvested awards. The Committee can reduce, cancel or impose further conditions on the awards where it considers such action is appropriate. This includes where there has been a material misstatement of the Company's audited financial results, a serious failure of risk management or serious reputational damage.	150% to 200% of base salary. The level of any awards under the LTIP remains under the consideration of the Committee. 25% of any award will vest at threshold performance increasing on a straightline basis to 100% for maximum performance.	The LTIP will measure financial performance over a 3 year period with targets based on headline earnings during that period. Targets will be disclosed in the annual accounts for the year following a performance period.

Directors' Remuneration Report (continued)

Non-Executive Directors

Element of Remuneration	Purpose and link to strategy	Operation	Maximum	Performance targets
Non-Executive Director Fees	Set at a level which the Committee considers reflects the time commitment and contributions that are expected from the Non-Executive Directors.	Cash fee paid. Additional fees based on additional responsibilities, such as acting as Senior Independent Director or serving as Chairman of Board Committees, may be paid. Fees are reviewed on an annual basis. The Non-Executive Directors do not participate in the Company's incentive arrangements and no pension contributions are made in respect of them. Reasonable travel and subsistence expenses may be paid or reimbursed by the Company.	The policy of the Committee is that the fees paid to Non-Executive Directors should be reviewed annually, although it reserves the right to review fees on a discretionary basis if it believes an adjustment is required to reflect market rates, scope of responsibilities or performance. There is no prescribed maximum annual increase.	None

Share Ownership Guidelines

The Company does not have a minimum share ownership requirement for the Executive Directors. Given our narrow shareholder base, the Committee considers it impractical to set realistic shareholding targets.

Consideration of Shareholder Views

The Committee engages directly with major shareholders on key aspects of the remuneration policy and will take into consideration feedback received in relation to the AGM (or otherwise) when next reviewing the policy.

Consideration of Employee Conditions Elsewhere in the Group

Remuneration arrangements are determined throughout the Group based on the same principle that reward should be achieved for delivery of our business strategy and should be sufficient to attract and retain high calibre talent, without paying more than is necessary.

Senior Managers below Board level with a significant ability to influence company results may participate in an annual bonus plan and deferred bonus plan which reward both performance and loyalty and are designed to retain and motivate.

Approach to Recruitment Remuneration

In the event that a new Executive Director was to be appointed, a remuneration package would be determined consistent with the Directors' remuneration policy. In particular, new Executive Directors will participate in variable remuneration arrangements on the same basis as existing Executive Directors. In the event that a new Non-Executive Director was to be appointed, the fees payable would be determined consistent with the Directors' remuneration policy.

If it were necessary to attract the right candidate, due consideration would be given to making awards necessary to compensate for forfeited awards in a previous employment. In making any such award, the Committee will take into account any performance conditions attached to the forfeited awards, the form in which they were granted and the timeframe of the forfeited awards. The value of any such award will be capped to be no higher on recruitment than the forfeited awards and will not be pensionable nor count for the purposes of calculating bonus and LTIP awards. The Committee retains the right to exercise the discretion available under Listing Rule 9.4.2 where necessary to put in place an arrangement established specifically to facilitate, in unusual circumstances, the recruitment of a new Executive Director. Where appropriate the Company will offer to pay reasonable relocation expenses for new Executive Directors.

In respect of an internal promotion to the Board, any commitments made before the promotion will continue to be honoured even if they would otherwise be inconsistent with the Directors' remuneration policy prevailing when the commitment is fulfilled.

Service Contracts and Payments for Loss of Office

Details of the contracts currently in place for Executive Directors are as follows:

	Date of Contract	Notice Period (Months)	Unexpired Term
P Cowgill	16 March 2004	12	Rolling 12 months
B Small	10 March 2004	12	Rolling 12 months

It is the Company's policy that notice periods for Executive Director service contracts are no more than 12 months.

Directors' Remuneration Report (continued)

In the event of early termination, the Company may make a termination payment not exceeding one year's salary and benefits. Incidental expenses may also be payable where appropriate. It is in the discretion of the Committee as to whether departing Directors would be paid a bonus. In exercising its discretion on determining the amount payable to an Executive Director on termination of employment, the Board would consider each instance on an individual basis and take into account contractual terms, circumstances of the termination and the commercial interests of the Company. When determining whether a bonus or any other payment should be made to a departing Director, the Committee will ensure that no 'reward for failure' is made. The Committee may make a payment to a departing Director for agreeing to enter into enhanced restrictive covenants following termination where it considers that it is in the best interests of the Company to do so.

In the event of gross misconduct, the Company may terminate the service contract of an Executive Director immediately and with no liability to make further payments other than in respect of amounts accrued at the date of termination.

The current Executive Director service contracts permit the Company to put an Executive Director on garden leave for a maximum period of three months. The Company may adjust such period as deemed appropriate for any new Executive Directors.

The Executive Director service contracts contain a change of control provision whereby if 50% or more of the shares in the Company come under the direct or indirect control of a person or persons acting in concert, an Executive Director may serve notice on the Company, at any time within the 12 month period following a change of control, terminating his employment. Upon termination in these circumstances, an Executive Director will be entitled to a sum equal to 112% of his basic salary (less deductions required by law) and such Executive Director waives any claim for wrongful or unfair dismissal. The Company does not envisage such a provision being contained in any service contracts for any new Executive Directors.

The service contracts and letters of appointment are available for inspection by shareholders at the forthcoming AGM and during normal business hours at the Company's registered office address.

LTIP

Where cessation of employment is due to ill-health, injury, disability or the sale of the employing entity out of the group, the unvested LTIP award will continue. It will continue to vest in accordance with the original vesting date unless the Committee determines that it should vest as soon as reasonably practicable following the date of cessation.

Where cessation of employment is due to death, the LTIP award will, unless the Committee determine otherwise, vest as soon as reasonably practicable following death. Where the Executive Director is dismissed lawfully without notice, the LTIP award will lapse on the date of cessation.

In all other circumstances the LTIP award will lapse on the date of cessation of employment unless the Committee determines otherwise, in which case it will determine the extent to which the unvested LTIP award vest taking into account the extent to which the performance target is satisfied at the end of the performance period or, as appropriate, on the date on which employment ceases. The period of time that has elapsed since the start of the performance period to the date of cessation of employment will also be taken into account unless the Committee determines otherwise.

In the event of a change of control, LTIP awards will vest at the date of change of control (other than in respect of an internal reorganisation) unless the Committee determines otherwise.

Non-Executive Directors

The Non-Executive Directors have entered into letters of appointment with the Company which are terminable by the Non-Executive Director or the Company on not less than three months' notice.

Non-Executive Directorships

The Board recognises that Executive Directors may be invited to become Non-Executive Directors of other businesses and that the knowledge and experience which they gain in those appointments could be of benefit to the Company. Prior approval of the Board is required before acceptance of any new appointments.

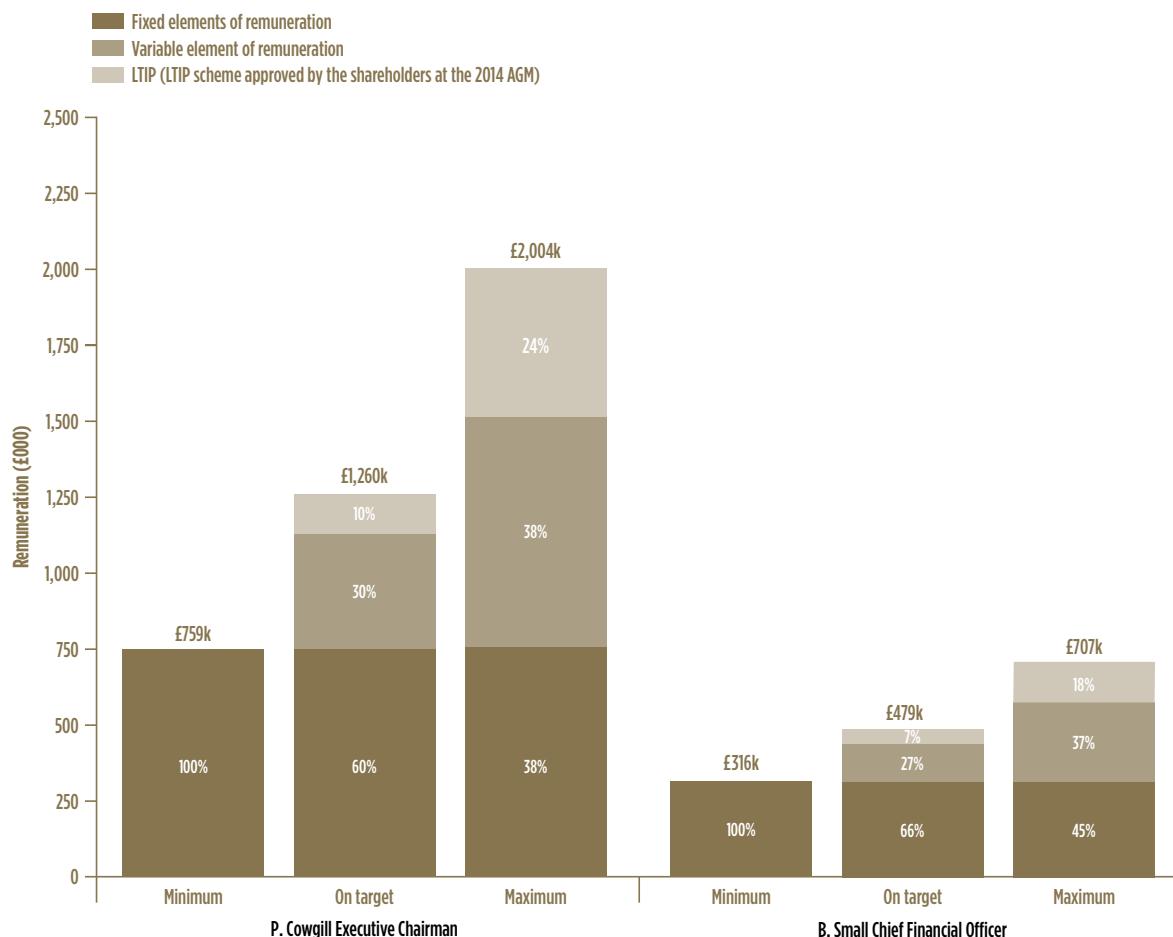
During the year to 30 January 2016, only Peter Cowgill held other Non-Executive Directorships, as a Non-Executive Chairman of United Carpets Group Plc. Peter Cowgill has aggregate retained earnings of £42,500 (2015: £53,909) in respect of these offices.

Illustrations of Application of Remuneration Policy

The chart overleaf illustrates the level of remuneration that would be received by the Executive Directors in accordance with the Directors' remuneration policy in the year to 28 January 2017.

Each bar gives an indication of the minimum amount of remuneration payable at target performance and remuneration payable at maximum performance to each Director under the policy. Each of the bars is broken down to show how the total under each scenario is made up of fixed elements of remuneration and variable remuneration.

Directors' Remuneration Report (continued)



The scenarios in the above graphs are defined as follows:

	Minimum	On target performance	Maximum performance
Fixed Elements of Remuneration	<ul style="list-style-type: none"> The base salary is the salary as at 1 April 2016 The benefits are taken as those in the single figure table on page 79 The pension contribution for Brian Small 		
Annual Bonus (1)	0%	50%	100%
Long Term Incentive Plan (2)	0%	25%	150% to 200%

1. The maximum annual bonus has been based on the usual maximum award of 100% of salary.
2. The new LTIP was adopted at the 2014 AGM. On target performance is 25% of salary. Maximum performance is 150% of salary in the case of Brian Small and 200% of salary in the case of Peter Cowgill. One third of the award would be earned in the year to 28 January 2017 subject to the performance conditions being met and the rules of the scheme.

Directors' Remuneration Report (continued)

Annual Report on Remuneration

Single Total Figure Table (Audited)

	Salary £000	Loss of Office £000	Benefits £000	Pension £000	Bonus £000	LTIP £000	Total £000
Peter Cowgill							
2016	744	-	2	-	1,494	488	2,728
2015	729	-	2	-	732	488	1,951
Brian Small (2)							
2016	264	-	19	26	312	127	748
2015	255	-	20	31	204	127	637
Barry Bown (3,4)							
2016	-	-	-	-	-	-	-
2015	107	952	1	8	-	-	1,068
Andrew Leslie							
2016	44	-	-	-	-	-	44
2015	36	-	-	-	-	-	36
Martin Davies							
2016	44	-	-	-	-	-	44
2015	36	-	-	-	-	-	36
Heather Jackson (5)							
2016	34	-	-	-	-	-	34
2015	-	-	-	-	-	-	-

1. Salary reviews effective 1 April annually
2. In accordance with the remuneration policy £26,000 (2015: £23,000) of the pension contribution shown above for Brian Small has been paid as a cash amount
3. Includes payment for compensation for loss of office
4. Barry Bown stepped down as Chief Executive on 30 May 2014
5. Heather Jackson was appointed as a Non-Executive Director on 6 May 2015

The taxable benefits received by the Executive Directors are car benefits and healthcare insurance.

Pension contributions are:

- Peter Cowgill - 0% of salary
- Brian Small - 12% of salary
- Barry Bown - 8% of salary (contribution ended May 2014)

Statement of Directors' Shareholding (Audited)

The interests of the Directors who held office at 30 January 2016 and their connected persons in the Company's ordinary shares are shown below:

	Ordinary Shares of 1.25p each	
	30 January 2016	31 January 2015
P Cowgill	1,661,052	1,641,052
B Small	95,800	95,800
	1,756,852	1,736,852

There has been no change in the interests of the Directors or their connected persons between 30 January 2016 and the date of this report. The holdings stated above are held directly by the Directors and are not subject to any performance targets. The Directors have no other interests in Company shares. As stated in the Directors' remuneration policy, the Company does not have a minimum share ownership requirement for Directors. Given our narrow shareholder base, the Committee considers it impractical to set realistic shareholding targets.

Directors' Remuneration Report (continued)

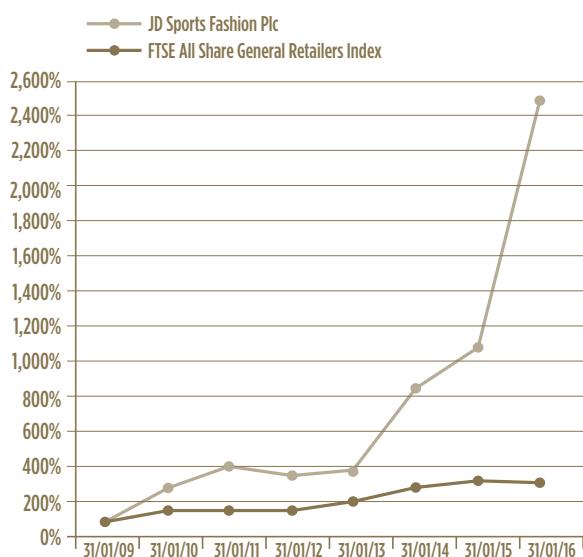
Scheme Interests Awards During the Year (Audited)

Following approval of the LTIP at the 2014 AGM, Peter Cowgill was granted a cash award of up to £1,463,700 (being 200% of base salary) subject to satisfaction of annual audited earnings based performance targets for the Group over a three year period. Brian Small was granted a cash award of up to £382,500 (being 150% of base salary) on the same basis. The target for the period 2015/2016 was £83.1m threshold earnings with a maximum payment being achieved where earnings of £91.4m are achieved with straight line vesting in-between. Threshold earnings are the consolidated earnings on a normalised basis (pre-exceptional and goodwill) as represented in the audited accounts for the period. In the interests of commercial confidence the targets for subsequent years (based on threshold earnings) will be disclosed one year in arrears.

Total Shareholder Return

The following graph shows the Total Shareholder Return ('TSR') of the Group in comparison to the FTSE All Share General Retailers Index over the past seven years. The Committee consider the FTSE All Share General Retailers Index a relevant index for total shareholder return comparison disclosure required under the Regulations as the index represents the broad range of UK quoted retailers.

TSR is calculated for each financial year end relative to the base date of 31 January 2009 by taking the percentage change of the market price over the relevant period, re-investing any dividends at the ex-dividend rate.



Executive Chairman's Remuneration Over Past 5 years (Audited)

The total remuneration figures for the Executive Chairman during each of the last 5 financial years are shown in the table below. The total remuneration figure includes the annual bonus based on that year's performance and LTIP awards based on three year performance periods ending in the relevant financial year. The annual bonus payout and LTIP vesting level as a percentage of the maximum opportunity are also shown for each of these years.

Year ended	January 2012	January 2013	January 2014	January 2015	January 2016
Total remuneration £000	2,293	2,045	3,137	1,951	2,728
Annual bonus %	75	37	100	100	200
LTIP vesting %	100	100	n/a	n/a*	n/a*

- * Whilst the LTIP performance target for the first year has been achieved, final vesting is dependent on the performance measured over the three year period to 28 January 2017. Subject to the performance criteria being achieved over the full three year period, the award will vest on 30 October 2017.

Percentage Change in Executive Chairman's Remuneration (Unaudited)

The table below shows the percentage change in the Executive Chairman's salary, benefits and annual bonus between financial years 31 January 2015 and 30 January 2016 compared to UK Head Office employees in the JD and Size? businesses, being deemed by the Board as the most appropriate comparator group.

	% change
Salary	
Executive Chairman	1.5
UK Head Office Employee average*	3.8
Benefits	
Executive Chairman	-
UK Head Office Employee average*	-
Annual Bonus	
Executive Chairman	200.0
UK Head Office Employee average*	7.0

- * Comparator group as defined above. There are circa 1,015 employees within this group.

Directors' Remuneration Report (continued)

Relative Importance of Spend on Pay (Unaudited)

The following table shows the Group's actual spend on pay (for all employees) relative to dividends, tax and retained profits:

	2016	2015	% Change
Staff costs (£'000)	267,994	237,620	12.8
Dividends (£'000)	13,820	13,260	4.2
Tax (£'000)	31,001	20,741	49.5
Retained profits (£'000)	100,630	53,971	86.5

Implementation of Directors' Remuneration Policy in 2016/17 (Unaudited)

Salaries

Following this year's review, the Committee has determined that salaries for the current year will be revised as follows with effect from 1 April 2016:

	Previous Salary £'000	New Salary £'000	Percentage Increase	Position Against Comparator Group
P Cowgill	747	758	1.5%	Upper Quartile
B Small	260	264	1.5%	Lower Quartile

The Comparator Group for these purposes is the FTSE 350 companies.

The salary increases for P Cowgill and B Small are in line with the general salary increase for Head Office employees.

Annual Bonus Performance Targets

The targets in respect of the annual bonus for the financial year to 30 January 2016 were £104 million threshold earnings with a maximum payment being achieved where earnings are £115 million. The Board considers that the targets for the financial year to 28 January 2017 are commercially sensitive and so will be disclosed in the 2017 Annual Report.

Consideration by Directors of Matters Relating to Directors' Remuneration (Unaudited)

The Committee comprises three independent Non-Executive Directors, being Andrew Leslie, Martin Davies and Heather Jackson. Andrew Leslie was appointed as the Chairman of the Committee on 1 October 2013.

The Committee assists the Board in determining the Group's policy on Executive Directors' remuneration and determines the specific remuneration packages for Senior Executives, including the Executive Directors, on behalf of the Board. Peter Cowgill, the Executive Chairman and Brian Small, the Chief Financial Officer, have assisted the Committee when requested with regards to matters concerning key Executives below Board level.

The Committee can obtain independent advice at the Company's expense where they consider it appropriate and in order to perform their duties. No such advice was obtained during 2015/16.

The Committee is formally constituted with written Terms of Reference, which are available on the Company's corporate website www.jdplc.com. The Committee engages with the major shareholders or other representative groups where appropriate concerning remuneration matters.

The Committee is mindful of the Company's social, ethical and environmental responsibilities and is satisfied that the current remuneration arrangements and policies do not encourage irresponsible behaviour.

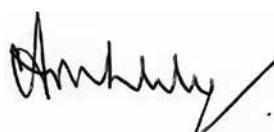
The Committee has met three times during the year under review with each member attending all the meetings. Details of attendance at the Committee meetings are set out on page 69.

Statement of Voting at General Meeting (Unaudited)

At last year's AGM, the Directors' Remuneration Report received the following votes from shareholders:

	2015 AGM	%
Votes cast for	158,003,113	88.08
Votes cast against	21,383,416	11.92
Total votes cast	179,386,529	
Votes withheld	310,174	

This report has been prepared on behalf of the Board.



Andrew Leslie
Chairman of the Remuneration Committee
13 April 2016

Statement of Directors' Responsibilities in Respect of the Annual Report and the Financial Statements

The Directors are responsible for preparing the Annual Report and the Group and Parent Company financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare Group and Parent Company financial statements for each financial year. Under that law they are required to prepare the Group financial statements in accordance with IFRSs as adopted by the EU and applicable law and have elected to prepare the Parent Company financial statements on the same basis.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Parent Company and of their profit or loss for that period. In preparing each of the Group and Parent Company financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and the parent company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Parent Company's transactions and disclose with reasonable accuracy at any time the financial position of the Parent Company and enable them to ensure that its financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the Directors are also responsible for preparing a Strategic Report, Directors' Report, Directors' Remuneration Report and Corporate Governance Statement that complies with that law and those regulations.

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

Responsibility Statement of the Directors in Respect of the Annual Financial Report

We confirm that to the best of our knowledge:

- The financial statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company and the undertakings included in the consolidation taken as a whole; and
- The strategic report includes a fair review of the development and performance of the business and the position of the issuer and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face.

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



Brian Small
Chief Financial Officer
13 April 2016

Independent Auditor's Report to the Members of JD Sports Fashion Plc only

Opinions and Conclusions Arising from our Audit

1. Our Opinion on the Financial Statements is Unmodified

We have audited the financial statements of JD Sports Fashion Plc for the 52 week period ended 30 January 2016 set out on pages 86 to 143. In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 30 January 2016 and of the Group's profit for the year then ended;
- the Group financial statements have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union (IFRSs as adopted by the EU);
- the Parent Company financial statements have been properly prepared in accordance with IFRSs as adopted by the EU and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006 and, as regards the Group financial statements, Article 4 of the IAS Regulation.

2. Our Assessment of Risks of Material Misstatement

In arriving at our audit opinion above on the financial statements the risks of material misstatement that had the greatest effect on our audit are detailed below. There are no changes in the risks which we have determined to have the greatest effect on our audit from the prior year.

Goodwill and Fascia Names - £64.8m (2015: £79.0m)

Refer to page 70 (Audit Committee Report), pages 109 to 110 (accounting policy) and pages 106 to 112 (financial disclosures)

- The risk - There is a risk of impairment of the group's significant goodwill and fascia name balances due to challenging trading conditions in certain of the high street retail sectors and locations that the Group operates in. Goodwill and fascia names are reviewed by the directors for impairment using value in use models. The directors perform their reviews on groups of individual cash generating units (CGUs). Included within the £10.6m total impairment of intangible assets recognised in the year is a write down of £6.6m in relation to the Activinstinct goodwill and £3.5m in relation to the Blacks fascia name. Due to the inherent uncertainty involved in forecasting and discounting future cash flows, which are used as the basis of the assessment of recoverability of all goodwill and fascia names, this is one of the key judgmental areas that our audit concentrated on.

- Our response - our audit procedures included
 - An assessment of the Group's historical budgeting accuracy and challenge of the assumptions used in the current year budgets upon which the cash flow forecasts are based.
 - In addition we have tested the principles and integrity of the discounted cash flow models used and performed sensitivity analysis on the key assumptions underlying the cash flow forecasts (revenue growth and margin growth) and the discount rates used.
 - We assessed the overall consistency of the assumptions and of the estimated inputs, including the potential risk of management bias by comparing growth and discount rates applied in the models across each class of goodwill and fascia names.
 - We challenged the directors' assumptions on revenue and margin growth for management bias by critically analysing their strategy for future growth and undertook our own assessments of future growth potential based on long term growth within the market and historic performance of margin growth within the Group.
 - With the support of our own KPMG valuation specialist we assessed the reasonableness of the discount rates applied to groups of cash generating units.
 - We considered the adequacy of the Group's disclosures in respect of impairment testing and whether disclosures about the sensitivity of the outcome of the impairment assessment to changes in the key assumptions reflected the risks inherent in the valuation of goodwill and fascia names.

Carrying Value of Inventories - £238.3m (2015: £225.0m)

Refer to page 70 (Audit Committee Report), page 119 (accounting policy) and page 119 (financial disclosures)

- The risk over the carrying value of inventories is considered a significant audit risk due to the seasonal nature of the Group's core retail business, the changing desirability of branded products over time and the judgment therefore made in assessing the recoverability of its carrying value.

Independent Auditor's Report to the Members of JD Sports Fashion Plc only (continued)

- Our response - Our audit procedures included testing the principles and integrity of the obsolescence provision calculations used across the Group principally by performing our own assessments in relation to key assumptions within the model such as the proportion of current inventory expected to become aged in the future and average proceeds received for aged inventory. We assessed the overall consistency of the assumptions, including the potential risk of management bias by comparing the assumptions to those used in prior periods, coupled with a review of inventory sold below cost during the year and margins achieved for aged inventory sold post year end. Finally we considered the adequacy of the financial statements disclosures in respect of gross inventory and inventory provisioning.

3. Our Application of Materiality and an Overview of the Scope of our Audit

The materiality of the Group financial statements as a whole was set at £7.0 million (2015: £8.0 million). This has been determined with reference to a benchmark of Group profit before tax from continuing operations, normalised to exclude this year's exceptional items as disclosed in note 4, which we consider to be one of the principal considerations for members of the company in assessing the financial performance of the Group, of which it represents 4.5% reflecting industry consensus levels. In 2015 materiality was determined with reference to a benchmark of Group operating profit, normalised to exclude that year's exceptional items, from both continuing and discontinued operations, of which it represented 8.6%.

We report to the Audit Committee any corrected and uncorrected misstatements exceeding £0.3 million, in addition to other audit misstatements that warranted reporting on qualitative grounds.

Audits for Group reporting purposes were performed by component auditors at the key reporting components in the following countries: UK (two entities), France (one entity), and Spain (one entity), which is consistent with the key reporting components in the prior year. The Group audit team instructed component auditors as to the significant areas to be covered, including the relevant risks detailed above and the information to be reported back. The Group team held telephone conference meetings with the component auditors, including to assess the audit risk and strategy. At these meetings, the findings reported to the Group team were discussed in more detail and any further work required by the Group team was then performed by the component auditor. The group procedures covered 79% of total Group revenue (2015: 74%); 83% of the total Group profits and losses before taxation (2015: 83%); and 88% of total Group assets and liabilities (2015: 90%). The remaining 21% of total group revenue, 17% of group profit before tax and 12% of total group assets is represented by 29 reporting components (2015: 24), none of which individually represented more than 3%

of any of total group revenue, group profit before tax or total group assets. For the remaining components, we performed analysis at an aggregated group level to re-examine our assessment that there were no significant risks of material misstatement within these.

The Group audit team performed the audits of the UK components in accordance with materiality levels used for local audits. These local materiality levels were set individually for each component in the Group and were £6.2m and £2.6m for JD Sports Fashion Plc and Blacks Outdoor Retail Limited respectively. The Group audit team instructed component auditors on component materiality, which was £1.5m for both the Sprinter and Chausport sub-groups.

4. Our Opinion on Other Matters Prescribed by the Companies Act 2006 is Unmodified

In our opinion:

- the part of the Directors' Remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006; and
- the information given in the Strategic report and Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements, and
- information given in the Corporate Governance Statement set out on pages 68 to 72 with respect to internal control and risk management systems in relation to financial reporting processes and about share capital structures is consistent with the financial statements

5. We Have Nothing to Report on the Disclosure of Principal Risks

Based on the knowledge we acquired during our audit, we have nothing material to add or draw attention to in relation to:

- the directors' Viability Statement on page 67 concerning the principal risks, their management, and, based on that, the directors' assessment and expectations of the group's continuing in operation over the 5 years to 2021; or
- the disclosures in note 1 of the financial statements concerning the use of the going concern basis of accounting.

Independent Auditor's Report to the Members of JD Sports Fashion Plc only (continued)

6. We Have Nothing to Report in Respect of the Matters on Which We Are Required to Report by Exception

Under ISAs (UK and Ireland) we are required to report to you if, based on the knowledge we acquired during our audit, we have identified other information in the annual report that contains a material inconsistency with either that knowledge or the financial statements, a material misstatement or fact, or that is otherwise misleading.

In particular we are required to report to you if:

- we have identified material inconsistencies between the knowledge we acquired during our audit and the Directors' statement that they consider that the annual report and financial statements taken as a whole is fair, balanced and understandable and provides information necessary for shareholders to assess the Group's performance, business model and strategy; or
- the section of the Corporate Governance Statement describing the work of the Audit Committee does not appropriately address matters communicated by us to the Audit Committee.

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements and the part of the Directors' Remuneration report to be audited are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- a Corporate Governance Statement has not been prepared by the company

Under the Listing Rules we are required to review:

- the Directors' statement, set out on page 67, in relation to going concern and longer-term viability; and
- the part of the Corporate Governance Statement on pages 68 and 72 relating to the company's compliance with the eleven provisions of the 2014 UK Corporate Governance Code specified for our review; and

We have nothing to report in respect of the above responsibilities.

Scope of Report and Responsibilities

As explained more fully in the Directors' Responsibilities Statement set out on page 82, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate. This report is made solely to the company's members as a body and is subject to important explanations and disclaimers regarding our responsibilities, published on our website at www.kpmg.com/uk/auditscopeukco2014a, which are incorporated into this report as if set out in full and should be read to provide an understanding of the purpose of this report, the work we have undertaken and the basis of our opinions.

**Mick Davies (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor**
Chartered Accountants
1 St. Peter's Square, Manchester, M2 3AE
13 April 2016

Consolidated Income Statement

For the 52 weeks ended 30 January 2016

	Note	52 weeks to 30 January 2016 £000	52 weeks to 30 January 2016 £000	52 weeks to 31 January 2015 £000	52 weeks to 31 January 2015 £000
Continuing Operations					
Revenue			1,821,652		1,522,253
Cost of sales			(937,431)		(782,703)
Gross profit			884,221		739,550
Selling and distribution expenses - normal		(648,333)		(564,333)	
Selling and distribution expenses - exceptional	4	-		(4,467)	
Selling and distribution expenses			(648,333)		(568,800)
Administrative expenses - normal		(78,228)		(73,969)	
Administrative expenses - exceptional	4	(25,496)		(5,060)	
Administrative expenses			(103,724)		(79,029)
Other operating income			1,242		925
Operating profit			133,406		92,646
Before exceptional items			158,902		102,173
Exceptional items	4		(25,496)		(9,527)
Operating profit			133,406		92,646
Financial income	7		388		657
Financial expenses	8		(2,163)		(2,807)
Profit before tax	3		131,631		90,496
Income tax expense	9		(31,001)		(20,741)
Profit from continuing operations			100,630		69,755
Discontinued operation					
Loss from discontinued operation, net of tax	10		-		(15,784)
Profit for the period			100,630		53,971
Attributable to equity holders of the parent			97,634		52,677
Attributable to non-controlling interest			2,996		1,294
Basic earnings per ordinary share from continuing operations	11		50.16p		35.17p
Diluted earnings per ordinary share from continuing operations	11		50.16p		35.17p

Statement of Comprehensive Income

For the 52 weeks ended 30 January 2016

	Group		Company	
	52 weeks to 30 January 2016 £000	52 weeks to 31 January 2015 £000	52 weeks to 30 January 2016 £000	52 weeks to 31 January 2015 £000
Profit for the period	100,630	53,971	91,931	70,150
Other comprehensive income:				
Items that may be classified subsequently to the Consolidated Income Statement:				
Exchange differences on translation of foreign operations	4,144	(4,512)	-	-
Total other comprehensive income / (expense) for the period	4,144	(4,512)	-	-
Total comprehensive income and expense for the period (net of income tax)	104,774	49,459	91,931	70,150
Attributable to equity holders of the parent	101,828	49,983	91,931	70,150
Attributable to non-controlling interest	2,946	(524)	-	-

Statement of Financial Position

As at 30 January 2016

	Note	Group		Company	
		As at 30 January 2016	As at 31 January 2015	As at 30 January 2016	As at 31 January 2015
		£000	£000	£000	£000
Assets					
Intangible assets	14	73,611	101,075	22,291	34,953
Property, plant and equipment	15	173,317	147,934	88,557	78,628
Investment property	16	-	-	3,491	3,532
Other assets	17	33,191	32,402	10,240	10,748
Investments	18	-	-	69,785	69,679
Deferred tax assets	26	482	-	2,148	404
Total non-current assets		280,601	281,411	196,512	197,944
Inventories	19	238,324	225,020	106,336	91,024
Trade and other receivables	20	56,375	53,922	259,059	243,778
Cash and cash equivalents	21	215,996	121,317	148,138	60,070
Total current assets		510,695	400,259	513,533	394,872
Total assets		791,296	681,670	710,045	592,816
Liabilities					
Interest-bearing loans and borrowings	22	(6,301)	(36,713)	-	(31,000)
Trade and other payables	24	(324,964)	(274,006)	(218,040)	(154,586)
Provisions	25	(1,132)	(3,098)	(587)	(1,529)
Income tax liabilities		(15,757)	(12,931)	(14,333)	(10,172)
Total current liabilities		(348,154)	(326,748)	(232,960)	(197,287)
Interest-bearing loans and borrowings	22	(274)	(374)	-	-
Other payables	24	(40,834)	(41,733)	(31,890)	(28,909)
Provisions	25	(1,209)	(1,020)	(1,117)	(655)
Deferred tax liabilities	26	-	(1,804)	-	-
Total non-current liabilities		(42,317)	(44,931)	(33,007)	(29,562)
Total liabilities		(390,471)	(371,679)	(265,967)	(226,849)
Total assets less total liabilities		400,825	309,991	444,078	365,967
Capital and reserves					
Issued ordinary share capital	27	2,433	2,433	2,433	2,433
Share premium		11,659	11,659	11,659	11,659
Retained earnings		378,898	297,161	429,986	351,875
Other reserves		(10,570)	(14,764)	-	-
Total equity attributable to equity holders of the parent		382,420	296,489	444,078	365,967
Non-controlling interest	28	18,405	13,502	-	-
Total equity		400,825	309,991	444,078	365,967

These financial statements were approved by the Board of Directors on 13 April 2016 and were signed on its behalf by:

Brian Small
Director
Registered number: 1888425

Consolidated Statement of Changes in Equity

For the 52 weeks ended 30 January 2016

	Ordinary share capital	Share premium	Retained earnings	Other equity	Foreign currency translation reserve	Total equity attributable to equity holders of the parent	Non-controlling interest	Total equity
Group	£000	£000	£000	£000	£000	£000	£000	£000
Balance at 1 February 2014	2,433	11,659	257,744	(3,073)	(8,997)	259,766	13,074	272,840
Profit for the period	-	-	52,677	-	-	52,677	1,294	53,971
Other comprehensive income:								
Exchange differences on translation of foreign operations	-	-	-	-	(2,694)	(2,694)	(1,818)	(4,512)
Total other comprehensive income	-	-	-	-	(2,694)	(2,694)	(1,818)	(4,512)
Total comprehensive income for the period	-	-	52,677	-	(2,694)	49,983	(524)	49,459
Dividends to equity holders	-	-	(13,260)	-	-	(13,260)	(63)	(13,323)
Non-controlling interest arising on acquisition	-	-	-	-	-	-	1,015	1,015
Balance at 31 January 2015	2,433	11,659	297,161	(3,073)	(11,691)	296,489	13,502	309,991
Profit for the period	-	-	97,634	-	-	97,634	2,996	100,630
Other comprehensive income:								
Exchange differences on translation of foreign operations	-	-	-	-	4,194	4,194	(50)	4,144
Total other comprehensive income	-	-	-	-	4,194	4,194	(50)	4,144
Total comprehensive income for the period	-	-	97,634	-	4,194	101,828	2,946	104,774
Dividends to equity holders	-	-	(13,820)	-	-	(13,820)	(120)	(13,940)
Acquisition of non-controlling interest	-	-	(2,077)	-	-	(2,077)	2,077	-
Balance at 30 January 2016	2,433	11,659	378,898	(3,073)	(7,497)	382,420	18,405	400,825

	Ordinary share capital	Share premium	Retained earnings	Total equity
Company	£000	£000	£000	£000
Balance at 1 February 2014	2,433	11,659	294,628	308,720
Profit for the period	-	-	70,150	70,150
Total comprehensive income for the period	-	-	70,150	70,150
Dividends to equity holders	-	-	(13,260)	(13,260)
Dividends received from subsidiary	-	-	357	357
Balance at 31 January 2015	2,433	11,659	351,875	365,967
Profit for the period	-	-	91,931	91,931
Total comprehensive income for the period	-	-	91,931	91,931
Dividends to equity holders	-	-	(13,820)	(13,820)
Balance at 30 January 2016	2,433	11,659	429,986	444,078

Consolidated Statement of Cash Flows

For the 52 weeks ended 30 January 2016

	Note	Group		Company	
		52 weeks to 30 January 2016	52 weeks to 31 January 2015	52 weeks to 30 January 2016	52 weeks to 31 January 2015
		£000	£000	£000	£000
Cash flows from operating activities					
Profit for the period		100,630	53,971	91,931	70,150
Income tax expense	9	31,001	20,531	30,328	20,416
Financial expenses	8	2,163	2,881	1,832	2,304
Financial income	7	(388)	(657)	(2,387)	(2,193)
Dividends received		-	-	(680)	-
Depreciation and amortisation of non-current assets	3	48,778	45,241	30,671	26,596
Forex losses on monetary assets and liabilities		7,997	4,979	8,373	5,033
Loss on disposal of Bank Fashion Limited, net of tax		-	6,318	-	10,099
Loss on disposal of non-current assets		-	986	-	346
Termination of IT project		14,896	-	14,896	-
Impairment of fixed assets		10,600	6,043	-	-
Increase in inventories		(13,304)	(54,696)	(15,313)	(17,498)
Decrease / (increase) in trade and other receivables		47	7,760	(20,926)	(51,336)
Increase in trade and other payables		55,738	46,097	61,488	32,044
Interest paid		(2,163)	(2,881)	(1,832)	(2,304)
Income taxes paid		(29,981)	(20,811)	(24,417)	(19,318)
Net cash from operating activities		226,014	115,762	173,964	74,339
Cash flows from investing activities					
Interest received		388	657	2,387	2,193
Dividends received		-	-	680	357
Proceeds from sale of non-current assets		1,145	705	869	41
Investment in bespoke software development	14	(4,401)	(7,123)	(4,401)	(7,123)
Acquisition of other intangible assets	14	-	(29)	-	(1,029)
Acquisition of property, plant and equipment	15	(72,765)	(52,924)	(34,522)	(26,688)
Acquisition of non-current other assets	17	(6,343)	(10,124)	(1,076)	(6,654)
Acquisition of investments	18	-	-	(106)	(13,952)
Cash consideration of acquisitions		-	(12,686)	-	-
Cash acquired with acquisitions		-	3,563	-	-
Consideration received on disposal of Bank Fashion Limited	13	-	18,150	-	18,150
Net cash used in investing activities		(81,976)	(59,811)	(36,169)	(34,705)
Cash flows from financing activities					
Repayment of interest-bearing loans and borrowings		(191)	(291)	-	-
Repayment of finance lease liabilities		(30)	(9)	-	-
Draw down of finance lease liabilities		75	-	-	-
(Repayment) / draw down of syndicated bank facility		(31,000)	5,000	(31,000)	5,000
Equity dividends paid	29	(13,820)	(13,260)	(13,820)	(13,260)
Dividends paid to non-controlling interest in subsidiaries		(120)	(63)	-	-
Net cash used in financing activities		(45,086)	(8,623)	(44,820)	(8,260)
Net increase in cash and cash equivalents	32	98,952	47,328	92,975	31,374
Cash and cash equivalents at the beginning of the period	32	115,697	72,043	60,070	32,433
Foreign exchange losses on cash and cash equivalents	32	(4,790)	(3,674)	(4,907)	(3,737)
Cash and cash equivalents at the end of the period	32	209,859	115,697	148,138	60,070

Notes to the Consolidated Financial Statements

1. Basis of Preparation

General Information

JD Sports Fashion Plc, (the 'Company') is a company incorporated and domiciled in the United Kingdom. The financial statements for the 52 week period ended 30 January 2016 represent those of the Company and its subsidiaries (together referred to as the 'Group'). The Parent Company financial statements present information about the Company as a separate entity and not about its Group.

The financial statements were authorised for issue by the Board of Directors on 13 April 2016.

Basis of Preparation

European Union law ('EU LAW') (IAS Regulation EC 1606 / 2002) requires that the financial statements of the Group are prepared and approved in accordance with International Financial Reporting Standards as adopted by the EU ('adopted IFRSs'). The financial statements have been prepared on the basis of the requirements of adopted IFRSs that are endorsed by the EU and effective at 30 January 2016.

The Company has chosen to present its own results under adopted IFRSs and by publishing the Company Financial Statements here, with the Group Financial Statements, the Company is taking advantage of the exemption in s408 of the Companies Act 2006 not to present its individual income statement and related notes.

The financial statements are presented in pounds sterling, rounded to the nearest thousand.

The financial statements have been prepared under the historical cost convention, as modified for financial assets and liabilities (including derivative instruments) at fair value through the Consolidated Income Statement and also put options held by the non-controlling interests.

The preparation of financial statements in conformity with adopted IFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The judgements, estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

The accounting policies set out below have unless otherwise stated been applied consistently to all periods present in these financial statements and have been applied consistently by all Group entities.

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Executive Chairman's Statement and Financial and Risk Review on pages 47 and 54 respectively. In addition, details of financial instruments and exposures to interest rate, foreign currency, credit and liquidity risks are outlined in note 23.

As at 30 January 2016, the Group had net cash balances of £209,421,000 (2015: £84,230,000) with available committed borrowing facilities of £215,000,000 (2015: £155,000,000) of which £nil (2015: £31,000,000) has been drawn down (see note 22). With a facility of £215,000,000 available, the Directors believe that the Group is well placed to manage its business risks successfully despite the current uncertain economic outlook.

After making enquiries, the Directors have a reasonable expectation that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Adoption of New and Revised Standards

The following amendments to accounting standards and interpretations, issued by the International Accounting Standards Board (IASB), have been adopted for the first time by the Group in the period with no significant impact on its consolidated results or financial position:

- Annual Improvements to IFRSs - 2010 – 2012 Cycle
- Annual Improvements to IFRSs - 2011 – 2013 Cycle

Notes to the Consolidated Financial Statements (continued)

1. Basis of Preparation (continued)

A number of new standards, amendments to standards and interpretations have been issued during the 52 week period ended 30 January 2016 but are not yet effective, and therefore have not yet been adopted by the Group.

IFRS 9 'Financial Instruments' is expected to be applicable after 1 January 2018. If endorsed, this standard will simplify the classification of financial assets for measurement purposes, but it is not anticipated to have a significant impact on the financial statements.

IFRS 16 Leases is expected to be applicable after 1 January 2019. If endorsed, this standard will significantly affect the presentation of the Group financial statements with all leases apart from short term leases being recognised as on-balance sheet finance leases with a corresponding liability being the present value of lease payments.

The Group continues to monitor the potential impact of other new standards and interpretations which may be endorsed by the European Union and require adoption by the Group in future reporting periods.

The Group does not consider that any other standards, amendments or interpretations issued by the IASB, but not yet applicable, will have a significant impact on the financial statements.

Critical Accounting Estimates and Judgements

The preparation of financial statements in conformity with adopted IFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The judgements, estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are considered to be the impairment of goodwill and intangibles (due to the inherent uncertainty involved in forecasting and discounting future cash flows) and inventory (due to the seasonal nature of the Group's retail businesses and the judgement required in assessing the recoverability of its carrying value). These are discussed further below:

I. Impairment of Goodwill

Goodwill arising on acquisition is allocated to groups of cash-generating units that are expected to benefit from the synergies of the business combination from which goodwill arose. Goodwill is allocated to groups of cash-generating units, being portfolios of stores or individual businesses. The cash-generating units used to monitor goodwill and test it for impairment are therefore the store portfolios and individual businesses rather than individual stores, as the cash flows of individual stores are not considered to be independent. The recoverable amount is the higher of the value-in-use and the fair value less the costs to sell. The recoverable amounts of these cash-generating units are determined based on value-in-use calculations. The use of this method requires the estimation of future cash flows expected to arise from the continuing operation of the cash-generating unit and the choice of a suitable discount rate in order to calculate the present value. See note 14 for further disclosure on impairment of goodwill and review of the key assumptions used.

II. Impairment of Other Intangible Assets with Definite Lives

The Group is required to test whether other intangible assets with a definite useful economic life have suffered any impairment. The recoverable amount of brand names is based on an estimation of future sales and the choice of a suitable royalty and discount rate in order to calculate the present value, when this method is deemed the most appropriate. Alternatively the carrying value of the brand names has been allocated to a cash-generating unit, along with the relevant goodwill and fascia names, and tested in the value-in-use calculation performed for that cash-generating unit. The recoverable amount of brand licences is determined based on value-in-use calculations. The use of this method requires the estimation of future cash flows expected to arise from the continuing operation of the cash-generating unit until the licence expiry date and the choice of a suitable discount rate in order to calculate the present value. Note 14 provides further disclosure on impairment of other intangible assets with definite lives, including review of the key assumptions used.

Notes to the Consolidated Financial Statements (continued)

1. Basis of Preparation (continued)

III. Impairment of Other Intangible Assets with Indefinite Lives

The Group is required to test whether other intangible assets with an indefinite useful economic life have suffered any impairment. The recoverable amount of these assets is determined based on value-in-use calculations. The use of this method requires the estimation of future cash flows expected to arise from the continuing operation of the cash-generating unit and the choice of a suitable discount rate in order to calculate the present value. Note 14 provides further detail of the judgements made by the Board in determining that the lives of acquired fascia names are indefinite and further disclosure on impairment of other intangible assets with indefinite lives, including review of the key assumptions used.

IV. Provisions to Write Inventories Down to Net Realisable Value

The Group makes provisions for obsolescence, mark downs and shrinkage based on historical experiences, the quality of the current season buy, market trends and management estimates of future events.

Other Accounting Estimates and Judgements

I. Impairment of Property, Plant and Equipment and Non-current Other Assets

Property, plant and equipment and non-current other assets are reviewed for impairment if events or changes in circumstances indicate that the carrying amount of an asset or a cash-generating unit is not recoverable. A cash-generating unit is an individual store. The recoverable amount is the greater of the fair value less costs to sell and value-in-use. Impairment losses recognised in prior periods are assessed at each reporting period date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the assets carrying amount does not exceed the carrying amount that would be held (net of depreciation) if no impairment had been realised.

II. Onerous Property Lease Provisions

The Group makes a provision for onerous property leases on specific stores based on the anticipated future cash outflows relating to the contractual lease cost less potential sublease income. The estimation of sublease income is based on historical experience and knowledge of the retail property market in the area around each specific property. Significant assumptions and judgements are used in making these estimates and changes in assumptions and future events could cause the value of these provisions to change. This would include sublet premises becoming vacant, the liquidation of an assignee resulting in a property reverting to the Group or closing an uneconomic store and subletting at below contracted rent.

III. Value of Put Options Held by Non-controlling Interest

The Group recognises put options over non-controlling interests in its subsidiary undertakings as a liability in the Consolidated Statement of Financial Position at the present value of the estimated exercise price of the put option. The present value of the non-controlling interests' put options are estimated based on expected earnings in Board-approved forecasts and the choice of a suitable discount rate. Upon initial recognition a corresponding entry is made to other equity. For subsequent changes on remeasurement of the liability the corresponding entry is made to the Income Statement.

IV. Estimation of Useful Economic Lives of Brand Names

The Group amortises brand names over their useful economic life. In determining the useful economic life of each brand name, the Board considers the market position of the brands acquired, the nature of the market that the brands operate in, typical product life cycles of brands and the useful economic lives of similar assets that are used in comparable ways.

V. Determination of Fair Value of Assets and Liabilities on Acquisition

For each acquisition, the Group reviews the appropriateness of the book values of the assets and liabilities acquired, taking into account the application of Group accounting policies, to determine if fair value adjustments are required. The key judgements involved are the identification and valuation of intangible assets which require the estimation of future cash flows based on the Board's strategic plans for the intangible asset, the useful economic life of the intangible asset and the selection of a suitable discount rate.

2. Segmental Analysis

IFRS 8 'Operating Segments' requires the Group's segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the Chief Operating Decision Maker to allocate resources to the segments and to assess their performance. The Chief Operating Decision Maker is considered to be the Executive Chairman of JD Sports Fashion Plc.

Notes to the Consolidated Financial Statements (continued)

2. Segmental Analysis (continued)

Information reported to the Chief Operating Decision Maker is focused on the nature of the businesses within the Group. The Group's reportable segments under IFRS 8 are therefore as follows:

- Sports Fashion – includes the results of JD Sports Fashion Plc, John David Sports Fashion (Ireland) Limited, Spodis SA, Champion Sports Ireland, JD Sprinter Holdings 2010 SL (including subsidiary companies), JD Sports Fashion BV, JD Sports Fashion Germany GmbH, JD Sports Fashion SRL, JD Sports Fashion Belgium BVBA, JD Sports Fashion Sweden AB, JD Sports Fashion Denmark ApS, JD Sports Fashion SDN BHD, Size GmbH, ActivInstinct Limited, JD Gyms Limited, Duffer of St George Limited, Topgrade Sportswear Limited, Kooga Rugby Limited, Focus Brands Limited (including subsidiary companies), Kukri Sports Limited (including global subsidiary companies), Source Lab Limited, R.D. Scott Limited, Tessuti Group Limited (including subsidiary companies), Nicholas Deakins Limited, Cloggs Online Limited, Ark Fashion Limited and Mainline Menswear Limited.
- Outdoor – includes the results of Blacks Outdoor Retail Limited and Tiso Group Limited (including subsidiary companies).

Activinstinct Limited is now included in the Sports Fashion segment reflecting the fact that there has been a restructure of the business in the year and the website is now held on a different platform more closely aligned with the Group's other Sports Fashion businesses than with the businesses classified as Outdoor.

The Chief Operating Decision Maker receives and reviews segmental operating profit. Certain central administrative costs including Group Directors' salaries are included within the Group's core 'Sports Fashion' result. This is consistent with the results as reported to the Chief Operating Decision Maker.

IFRS 8 requires disclosure of information regarding revenue from major products and customers. The majority of the Group's revenue is derived from the retail of a wide range of apparel, footwear and accessories to the general public. As such, the disclosure of revenues from major customers is not appropriate. Disclosure of revenue from major product groups is not provided at this time due to the cost involved to develop a reliable product split on a same category basis across all companies in the Group.

Intersegment transactions are undertaken in the ordinary course of business on arm's length terms.

The Board consider that certain items are cross divisional in nature and cannot be allocated between the segments on a meaningful basis. Net funding costs and taxation are treated as unallocated reflecting the nature of the Group's syndicated borrowing facilities and its tax group. Drawdowns from the Group's syndicated borrowing facility of £nil (2015: £31,000,000), a deferred tax asset of £482,000 (2015: liability of £1,804,000) and an income tax liability of £15,757,000 (2015: £12,931,000) are included within the unallocated segment.

Each segment is shown net of intercompany transactions and balances within that segment. The eliminations remove intercompany transactions and balances between different segments which primarily relate to the net down of long term loans and short term working capital funding provided by JD Sports Fashion Plc (within Sports Fashion) to other companies in the Group, and intercompany trading between companies in different segments.

Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts and sales related taxes.

In the case of goods sold through the retail stores and trading websites, revenue is recognised when goods are sold and the title has passed, less provision for returns. Accumulated experience is used to estimate and provide for such returns at the time of the sale. Retail sales are usually in cash, by debit card or by credit card.

Wholesale revenue is recognised when goods are dispatched and the title and the risks and rewards of ownership have passed to the customer. In some instances, goods are sold with a right of return. Where wholesale goods are sold with a right of return, a provision is made to estimate the expected level of returns based on accumulated experience and historical rates. Wholesale sales are either settled by cash received in advance of the goods being dispatched or made on agreed credit terms.

Notes to the Consolidated Financial Statements (continued)

2. Segmental Analysis (continued)

Business Segments

Information regarding the Group's reportable operating segments for the 52 weeks to 30 January 2016 is shown below:

	Sports Fashion £000	Outdoor £000	Continuing Operations £000
Income statement			
Gross revenue	1,666,477	155,313	1,821,790
Intersegment revenue	(138)	-	(138)
Revenue	1,666,339	155,313	1,821,652
Operating profit / (loss) before exceptional items	162,864	(3,962)	158,902
Exceptional items	(21,634)	(3,862)	(25,496)
Operating profit / (loss)	141,230	(7,824)	133,406
Financial income			388
Financial expenses			(2,163)
Profit before tax			131,631
Income tax expense			(31,001)
Profit for the period			100,630

	Sports Fashion £000	Outdoor £000	Unallocated £000	Eliminations £000	Total £000
Total assets and liabilities					
Total assets	792,411	82,016	482	(83,613)	791,296
Total liabilities	(336,736)	(121,591)	(15,757)	83,613	(390,471)
Total segment net assets / (liabilities)	455,675	(39,575)	(15,275)	-	400,825

	Sports Fashion £000	Outdoor £000	Total £000
Other segment information			
Capital expenditure:			
Software development	4,401	-	4,401
Property, plant and equipment	69,025	3,740	72,765
Non-current other assets	6,343	-	6,343
Depreciation, amortisation and impairments:			
Depreciation and amortisation of non-current assets	45,326	3,452	48,778
Impairment of intangible assets	6,739	3,861	10,600
Termination of IT project	14,896	-	14,896
Impairment of non-current assets	843	584	1,427

Notes to the Consolidated Financial Statements (continued)

2. Segmental Analysis (continued)

The comparative segmental results (re-presented) for the 52 weeks to 31 January 2015 are as follows:

	Sports Fashion	Outdoor	Continuing Operations	Discontinued Operations	Total
Income statement (re-presented)	£000	£000	£000	£000	£000
Gross revenue	1,382,408	139,924	1,522,332	83,441	1,605,773
Intersegment revenue	(79)	-	(79)	-	(79)
Revenue	1,382,329	139,924	1,522,253	83,441	1,605,694
Operating profit / (loss) before exceptional items	109,315	(7,142)	102,173	(7,832)	94,341
Exceptional items	(4,876)	(4,651)	(9,527)	(8,088)	(17,615)
Operating profit / (loss)	104,439	(11,793)	92,646	(15,920)	76,726
Financial income			657	-	657
Financial expenses			(2,807)	(74)	(2,881)
Profit / (loss) before tax			90,496	(15,994)	74,502
Income tax (expense) / credit			(20,741)	210	(20,531)
Profit / (loss) for the period			69,755	(15,784)	53,971

	Sports Fashion	Outdoor	Unallocated	Eliminations	Total
Total assets and liabilities (re-presented)	£000	£000	£000	£000	£000
Total assets	670,491	94,873	-	(83,694)	681,670
Total liabilities	(274,031)	(135,607)	(45,735)	83,694	(371,679)
Total segment net assets / (liabilities)	396,460	(40,734)	(45,735)	-	309,991

	Sports Fashion	Outdoor	Total
Other segment information (re-presented)	£000	£000	£000
Capital expenditure:			
Software development	7,123	-	7,123
Other intangible assets	29	-	29
Property, plant and equipment	49,770	3,154	52,924
Non-current other assets	10,124	-	10,124
Depreciation, amortisation and impairments:			
Depreciation and amortisation of non-current assets	42,047	3,194	45,241
Impairment of intangible assets	2,560	2,500	5,060
Impairment of non-current assets	233	750	983

Notes to the Consolidated Financial Statements (continued)

2. Segmental Analysis (continued)

Geographical Information

The Group's operations are located in the UK, Republic of Ireland, France, Spain, Germany, the Netherlands, Italy, Sweden, Denmark, Belgium, Malaysia, Australia, New Zealand, Canada, Dubai, Singapore and Hong Kong.

The following table provides analysis of the Group's revenue by geographical market, irrespective of the origin of the goods / services:

Revenue	52 weeks to 30 January 2016			52 weeks to 31 January 2015		
	Continuing £000	Discontinued £000	Total £000	Continuing £000	Discontinued £000	Total £000
UK	1,407,866	-	1,407,866	1,184,966	82,940	1,267,906
Europe	391,954	-	391,954	317,472	189	317,661
Rest of world	21,832	-	21,832	19,815	312	20,127
	1,821,652	-	1,821,652	1,522,253	83,441	1,605,694

The revenue from any individual country, with the exception of the UK, is not more than 10% of the Group's total revenue.

The following is an analysis of the carrying amount of segmental non-current assets by the geographical area in which the assets are located:

Non-current assets	2016		2015	
	£000	£000	£000	£000
UK		183,623		206,692
Europe		96,437		74,523
Rest of world		541		196
		280,601		281,411

Notes to the Consolidated Financial Statements (continued)

3. Profit Before Tax

	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	£000	£000
Profit before tax is stated after charging:		
Auditor's remuneration:		
Audit of these financial statements (KPMG LLP)	115	111
Amounts receivable by the Company's auditor (KPMG LLP) and its associates in respect of:		
Audit of financial statements of subsidiaries of the Company	345	352
Audit-related assurance services	33	32
Taxation compliance services	-	8
Other tax advisory services	40	37
All other services	-	6
Depreciation and amortisation of non-current assets:		
Depreciation of property, plant and equipment	37,310	35,601
Amortisation of intangible assets	9,304	8,433
Amortisation of non-current other assets - owned	2,164	1,207
Impairments of non-current assets:		
Property, plant and equipment	1,382	1,203
Intangible assets	10,600	5,060
Other non-current assets	45	-
Rentals payable under non-cancellable operating leases for:		
Land and buildings - non-contingent rentals payable	118,717	118,714
Land and buildings - contingent rentals payable	10,071	4,100
Other - plant and equipment	3,102	2,906
Foreign exchange loss recognised	6,300	5,085
Movement in the fair value of forward contracts	7,849	-
Profit before tax is stated after crediting:		
Rents receivable and other income from property	566	542
Sundry income	677	383
Reversal of impairments of other non current assets	-	220
Reverse premia	2,505	590
Movement in the fair value of forward contracts	-	9,783

In addition, fees of £76,000 (2015: £52,000) were incurred and paid by Pentland Group Plc (see note 36) in relation to the non-coterminous audit of the Group for the purpose of inclusion in their consolidated financial statements.

Non-current other assets comprise key money, store deposits, legal fees and lease premia associated with the acquisition of leasehold interests (see note 17).

Notes to the Consolidated Financial Statements (continued)

4. Exceptional Items

Items that are, in aggregate, material in size and / or unusual or infrequent in nature, are included within operating profit and disclosed separately as exceptional items in the Consolidated Income Statement.

The separate reporting of exceptional items, which are presented as exceptional within the relevant category in the Consolidated Income Statement, helps provide an indication of the Group's underlying business performance. The principal items where significant or non-recurring which will be included as exceptional items are:

- Profit / (loss) on the disposal of non-current assets
- Provision for rentals on onerous property leases
- Impairment of property, plant and equipment
- Impairment of non-current other assets
- Impairment of goodwill, brand names and fascia names
- Impairment of investment property
- Profit / (loss) on disposal of subsidiary undertakings
- Negative goodwill
- Business restructuring and business closure related costs
- (Gains) / losses arising on changes in ownership interest where control has been obtained
- Fair value adjustments to put option liabilities

	Note	52 weeks to 30 January 2016	52 weeks to 31 January 2015
		£000	£000
Property related exceptional costs		-	4,467
Selling and distribution expenses - exceptional		-	4,467
Impairment of goodwill, brand names and fascia names (1)		10,600	5,060
Termination of project to replace core IT systems (2)		14,896	-
Administrative expenses - exceptional		25,496	5,060
Exceptionals - continuing operations		25,496	9,527
Exceptionals - discontinued operations	10	-	8,088
		25,496	17,615

(1) Relates to the impairment in the period to 30 January 2016 of the goodwill arising in prior years on the acquisition of ActivInstinct Limited, a partial impairment of the Blacks fascia name and the impairment of several other goodwill and fascia name balances which were not significant. The charge in the prior period related to the goodwill arising in prior years on the acquisition of Blacks Outdoor Retail Limited, the goodwill arising in prior years on the acquisition of Kukri Sports Limited, the Kukri brand name and the Ark fascia name.

(2) One off exceptional charge writing off costs to date including certain other related costs.

These selling and distribution expenses and administrative expenses are exceptional items as they are, in aggregate, material in size and / or unusual or infrequent in nature.

Notes to the Consolidated Financial Statements (continued)

5. Remuneration of Directors

The remuneration of the Executive Directors includes provision for future LTIP payments of £615,000 (2015: £615,000). Further information on Directors' emoluments is shown in the Directors' Remuneration Report on page 73.

In the opinion of the Board, the key management as defined under revised IAS 24 'Related Party Disclosures' are the five Executive and Non-Executive Directors (2015: four). Full disclosure of the Directors' remuneration is given in the Directors' Remuneration Report on page 79.

	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	£000	£000
Directors' emoluments:		
As Non-Executive Directors	122	73
As Executive Directors	3,450	2,665
Pension contributions	26	39
Compensation for loss of office	-	952
	3,598	3,729

6. Staff Numbers and Costs

Group

The average number of persons employed by the Group (including Directors) during the period, analysed by category, was as follows:

Group	2016	2015
Continuing operations:		
Sales and distribution	18,284	15,209
Administration	749	676
Discontinued operations:		
Sales and distribution	-	1,797
Administration	-	2
	19,033	17,684
Full time equivalents - continuing operations	12,602	10,471
Full time equivalents - discontinued operations	-	727

The aggregate payroll costs of these persons were as follows:

Group	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	£000	£000
Continuing operations:		
Wages and salaries	241,536	214,312
Social security costs	23,341	20,667
Other pension costs (see note 31)	3,117	2,641
	267,994	237,620

Notes to the Consolidated Financial Statements (continued)

6. Staff Numbers and Costs (continued)

Company

The average number of persons employed by the Company (including Directors) during the period, analysed by category, was as follows:

Company	2016	2015
Sales and distribution	10,463	9,197
Administration	359	309
	10,822	9,506
Full time equivalents	7,056	5,942

The aggregate payroll costs of these persons were as follows:

Company	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	£000	£000
Wages and salaries	135,525	119,222
Social security costs	8,743	8,300
Other pension costs	1,456	1,136
	145,724	128,658

7. Financial Income

Financial income comprises interest receivable on funds invested. Financial income is recognised in the Consolidated Income Statement on an effective interest method.

	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	£000	£000
Bank interest	388	657
Financial income - continuing operations	388	657

8. Financial Expenses

Financial expenses comprise interest payable on interest-bearing loans and borrowings. Financial expenses are recognised in the Consolidated Income Statement on an effective interest method.

	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	£000	£000
On bank loans and overdrafts	1,908	2,542
Amortisation of facility fees	230	206
Interest on obligations under finance leases	7	23
Other interest	18	36
Financial expenses - continuing operations	2,163	2,807
Financial expenses - discontinued operations	-	74
	2,163	2,881

Notes to the Consolidated Financial Statements (continued)

9. Income Tax Expense

Tax on the profit or loss for the year comprises current and deferred tax.

Current Income Tax

Current income tax expense is calculated using the tax rates which have been enacted or substantively enacted by the reporting date, adjusted for any tax paid in respect of prior years.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for:

- Goodwill not deductible for tax purposes
- The initial recognition of assets or liabilities that affect neither accounting nor taxable profit
- Differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future

The amount of deferred tax provided is based on the expected realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

	52 weeks to 30 January 2016 £000	52 weeks to 31 January 2015 £000
Current tax		
UK corporation tax at 20.2% (2015: 21.3%)	32,568	22,817
Adjustment relating to prior periods	574	(196)
Total current tax charge - continuing operations	33,142	22,621
Deferred tax		
Deferred tax (origination and reversal of temporary differences)	(2,892)	(1,900)
Adjustment relating to prior periods	751	20
Total deferred tax credit - continuing operations	(2,141)	(1,880)
Income tax expense - continuing operations	31,001	20,741
Income tax credit - discontinued operations (see note 10)	-	(210)
Income tax expense	31,001	20,531

	52 weeks to 30 January 2016 £000	52 weeks to 31 January 2015 £000
Reconciliation of income tax expense - continuing operations		
Profit before tax multiplied by the standard rate of corporation tax in the UK of 20.2% (2015: 21.3%)	26,590	19,276
Effects of:		
Expenses not deductible	310	1,127
Depreciation and impairment of non-qualifying non-current assets (including brand names arising on consolidation)	2,315	1,541
Non taxable income	(452)	(147)
Loss on disposal of non-qualifying non-current assets	(116)	36
Effect of tax rates in foreign jurisdictions	612	1,209
Research and development tax credits and other allowances	(54)	(57)
Recognition of previously unrecognised tax losses	(283)	(110)
Reduction in tax rate	262	(315)
Change in unrecognised temporary differences	492	691
Over provided in prior periods	1,325	(176)
Group relief from discontinued operations, not paid for	-	(2,334)
Income tax expense - continuing operations	31,001	20,741

Notes to the Consolidated Financial Statements (continued)

10. Discontinued Operations

A discontinued operation is a component of the Group's business, the operations and cash flows of which can be clearly distinguished from the rest of the Group and which:

- represents a separate major line of business or geographic area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographic area of operations; or
- is a subsidiary acquired exclusively with a view to re-sale

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be classified as held for sale.

When an operation is classified as a discontinued operation, the comparative statement of profit or loss and other comprehensive income is re-presented as if the operation has been discontinued from the start of the comparative year.

On 25 November 2014 the Group disposed of its 100% shareholding in Bank Fashion Limited to Huk 57 Limited (a subsidiary of Hilco Capital Limited). Bank Fashion Limited has been treated as a discontinued operation as at 31 January 2015 as its fashionwear business offering represented a significant line of business.

Results of discontinued operation	Note	£000	52 weeks to 30 January 2016	52 weeks to 31 January 2015
Revenue		-	83,441	
Expenses - normal		-	(91,273)	
Expenses - exceptional		-	(1,770)	
Net interest expense		-	(74)	
Results from operating activities		-	(9,676)	
Income tax		-	210	
Results from operating activities, net of tax		-	(9,466)	
Loss on sale of discontinued operation - exceptional	13	-	(6,318)	
Loss for the period		-	(15,784)	
Basic loss per ordinary share		-	(8.11p)	
Diluted loss per ordinary share		-	(8.11p)	

The result from the discontinued operations of £nil (2015: loss of £15,784,000) is attributable entirely to the equity holders of the parent.

Cash flows from / (used in) discontinued operation	Note	£000	52 weeks to 30 January 2016	52 weeks to 31 January 2015
Net cash used in operating activities		-	(25,272)	
Net cash from investing activities		-	18,905	
Net decrease in cash and cash equivalents		-	(6,367)	

Notes to the Consolidated Financial Statements (continued)

10. Discontinued Operations (continued)

	52 weeks to 31 January 2015
Effect of disposal on the financial position of the Group	£000
Property, plant and equipment	(9,266)
Inventories	(18,371)
Trade and other receivables	(4,198)
Income tax assets	(21)
Deferred tax asset	(873)
Trade and other payables	10,624
Provisions	1,599
Net assets	(20,506)
Fascia name	(5,481)
Deferred tax on fascia name	1,519
Net fascia name disposed of on divestment of subsidiary	(3,962)
Consideration received, satisfied in cash	18,150
Cash and cash equivalents disposed of	-
Net cash inflow	18,150

11. Earnings Per Ordinary Share

Basic and Diluted Earnings Per Ordinary Share

The calculation of basic and diluted earnings per ordinary share at 30 January 2016 is based on the profit from continuing operations for the period attributable to equity holders of the parent of £97,634,000 (2015: £68,461,000) and a weighted average number of ordinary shares outstanding during the 52 week period ended 30 January 2016 of 194,646,632 (2015: 194,646,632).

An Ordinary Resolution was passed at the Annual General Meeting, effective 30 June 2014, resulting in a share split whereby four ordinary shares were issued for each ordinary share. In accordance with IAS 33, the number of shares outstanding before the event has been adjusted for the proportionate change as if the event had occurred at the beginning of the earliest period presented.

	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	Number	Number
Issued ordinary shares at beginning and end of period	194,646,632	194,646,632

Adjusted Basic and Diluted Earnings Per Ordinary Share

Adjusted basic and diluted earnings per ordinary share have been based on the profit for the period from continuing operations attributable to equity holders of the parent for each financial period but excluding the post-tax effect of certain exceptional items. The Directors consider that this gives a more meaningful measure of the underlying performance of the Group.

	52 weeks to 30 January 2016	52 weeks to 31 January 2015
	£000	£000
Profit for the period from continuing operations attributable to equity holders of the parent	97,634	68,461
Exceptional items excluding loss on disposal of non-current assets	4	25,496
Tax relating to exceptional items	(3,737)	(1,309)
Profit for the period from continuing operations attributable to equity holders of the parent excluding exceptional items	119,393	75,693
Adjusted basic and diluted earnings per ordinary share from continuing operations	61.34p	38.89p

Notes to the Consolidated Financial Statements (continued)

12. Acquisitions

Business Combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect the returns through its power over the entity.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in the Consolidated Income Statement.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and the settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognised in the Consolidated Income Statement.

Current Period Acquisitions

During the period, the Group has increased its shareholding in three non-wholly owned subsidiaries. These transactions were not material.

Prior Period Acquisitions

Mainline Menswear Limited

On 21 March 2014, the Group acquired 80% of the issued share capital of Mainline Menswear Holdings Limited for cash consideration of £10,924,000 with additional consideration of up to £500,000 payable after 30 November 2014 if certain performance criteria were achieved. At acquisition, management believed that Mainline Menswear was on course to meet the performance criteria for the maximum contingent consideration to be payable and therefore the fair value of this contingent consideration at this time was £500,000. The deferred consideration was subsequently paid in full in February 2015. Mainline Menswear is primarily an online niche retailer of premium branded men's apparel and footwear.

The measurement period concluded in the 52 week period ended 30 January 2016, with no measurement adjustments being made to the fair values in the period. The final goodwill calculation is summarised below:

	Book value £000	Measurement adjustment £000	Fair value at 30 January 2016 £000
Acquiree's net assets at acquisition date:			
Intangible assets	-	843	843
Property, plant and equipment	52	-	52
Inventories	1,519	-	1,519
Cash	3,535	-	3,535
Trade and other receivables	60	-	60
Trade and other payables	(692)	-	(692)
Income tax liabilities	(62)	-	(62)
Deferred tax liabilities	(10)	(169)	(179)
Net identifiable assets	4,402	674	5,076
Non-controlling interest (20%)	(880)	(135)	(1,015)
Goodwill on acquisition			7,363
Consideration paid - satisfied in cash			11,424

The intangible asset acquired represents the fair value of the 'Mainline' fascia name. The Board believes that the excess of consideration paid over the fair value of the net identifiable assets of £7,363,000 is best considered as goodwill on acquisition representing employee expertise and anticipated future operating synergies.

Notes to the Consolidated Financial Statements (continued)

12. Acquisitions (continued)

Ultimate Outdoors

On 3 February 2014, the Group acquired, via its 100% owned subsidiary Blacks Outdoor Retail Limited, 100% of the entire issued share capital of Ultimate Outdoors Limited for cash consideration of £835,000 which was equal to the fair value of the net identifiable assets acquired.

The measurement period concluded in the 52 week period ended 30 January 2016, with no measurement adjustments being made to the fair values in this period.

Oswald Bailey

On 28 March 2014, the Group acquired, via its 100% owned subsidiary Blacks Outdoor Retail Limited, the trade and assets of 14 stores (and 2 websites) trading as Oswald Bailey for cash consideration of £851,000 which was equal to the fair value of the net identifiable assets acquired. Oswald Bailey is a retailer of outdoor footwear, apparel and equipment.

The measurement period concluded in the 52 week period ended 30 January 2016, with no measurement adjustments being made to the fair values in this period.

13. Disposals

Prior Period Disposal

Disposal of 100% of the Issued Ordinary Share Capital of Bank Fashion Limited

On 25 November 2014, the Group disposed of its 100% shareholding in Bank Fashion Limited to Huk 57 Limited (a subsidiary of Hilco Capital Limited) for a total consideration of £18.15m. The total cash payment comprised £1 for the entire share capital of Bank Fashion Limited and £18.15m which repaid a substantial part of the intercompany receivable balance of £28.25m. JD Sports Fashion Plc has recorded a provision of £10.1m against the remaining balance.

The assets and liabilities related to Bank Fashion Limited form a disposal group. Bank Fashion Limited has been treated as a discontinued operation as at 31 January 2015 as its fashionwear business offering represented a significant line of business.

Further information related to the disposal is set out below:

	52 weeks to 31 January 2015	£000
Consideration received		18,150
Less carrying value of net assets disposed of		(20,506)
Less fascia name disposed of		(5,481)
Plus deferred tax on fascia name		1,519
Loss on disposal		<u>(6,318)</u>
Net cashflow on disposal:		
Consideration received		18,150
Less cash and cash equivalents disposed of		-
Net cash inflow from disposal		<u>18,150</u>

Notes to the Consolidated Financial Statements (continued)

14. Intangible Assets

Group	Goodwill £000	Brand licences £000	Brand names £000	Fascia name £000	Software development £000	Total £000
Cost or valuation						
At 1 February 2014	78,776	11,779	15,314	29,203	4,609	139,681
Acquisitions	7,363	-	-	1,204	-	8,567
Additions	-	-	29	-	7,123	7,152
Divestment of subsidiaries	-	-	-	(5,481)	-	(5,481)
At 31 January 2015	86,139	11,779	15,343	24,926	11,732	149,919
Additions	-	-	-	-	4,401	4,401
Disposals	-	-	-	-	(9,273)	(9,273)
Exchange differences	(2,195)	-	-	(493)	-	(2,688)
At 30 January 2016	83,944	11,779	15,343	24,433	6,860	142,359
Amortisation and impairment						
At 1 February 2014	25,560	4,543	4,271	838	139	35,351
Charge for the period	-	2,799	3,112	1,000	1,522	8,433
Impairments	4,153	-	438	469	-	5,060
At 31 January 2015	29,713	7,342	7,821	2,307	1,661	48,844
Charge for the period	-	750	3,984	1,000	3,570	9,304
Impairments	6,738	-	-	3,862	-	10,600
At 30 January 2016	36,451	8,092	11,805	7,169	5,231	68,748
Net book value						
At 30 January 2016	47,493	3,687	3,538	17,264	1,629	73,611
At 31 January 2015	56,426	4,437	7,522	22,619	10,071	101,075
At 1 February 2014	53,216	7,236	11,043	28,365	4,470	104,330

Impairment

The impairment in the current period relates to the impairment of the goodwill arising in prior years on the acquisition of ActivInstinct Limited, a partial impairment of the Blacks fascia name and the impairment of several other goodwill and fascia name balances which were not significant.

The goodwill in ActivInstinct of £6,617,000 arose in October 2013 on the acquisition of the share capital of ActivInstinct by the Group's newly formed subsidiary, ActivInstinct Holdings Limited. ActivInstinct is a cash-generating unit and is included in the Sports Fashion segment. The recoverable amount of the cash-generating unit is the value-in-use, which has been calculated using a pre-tax discount rate of 15.9% (2015: 13.7%). The goodwill has been impaired following a weaker than anticipated performance due to increased competition in the marketplace and adverse currency movements. The Board believes that the ActivInstinct fascia name (£3,524,000) is recoverable after having performed relevant sensitivity analysis.

The Black and Millets fascia names of £8,500,000 arose in January 2012 on the acquisition of the trade and assets of Blacks Leisure Group Plc (in administration) by the Group's newly formed subsidiary, Blacks Outdoor Retail Limited. Blacks is a cash-generating unit and is included in the Outdoor segment. The recoverable amount of the cash-generating unit is the value-in-use, which has been calculated using a pre-tax discount rate of 15.3% (2015: 15.3%). The fascia name has been partially impaired following a weaker than anticipated performance following generally milder weather resulting in heavy discounting across the wider Outdoor Sector which impacted margins. The Board believes that the remainder of the Blacks fascia name (£3,000,000) and Millets fascia name (£2,000,000) are recoverable after having performed relevant sensitivity analysis.

The impairment in the previous period related to the impairment of the goodwill arising in prior years on the acquisition of Blacks Outdoor Retail Limited ('Blacks'), the goodwill arising on the acquisition of Kukri Sports Limited, the Kukri brand name and the Ark fascia name.

Notes to the Consolidated Financial Statements (continued)

14. Intangible Assets (continued)

Intangibles Assets with Definite Lives

Brand Licences

Brand licences are stated at cost less accumulated amortisation and impairment losses. Amortisation of brand licences is charged to the Consolidated Income Statement within cost of sales over the term to the licence expiry on a straight line basis.

Brand licences are tested annually for impairment by comparing the recoverable amount to their carrying value. Impairment losses are recognised in the Consolidated Income Statement.

The recoverable amount of brand licences is determined based on value-in-use calculations. The use of this method requires the estimation of future cash flows expected to arise from the continuing operation of the relevant cash-generating unit until the licence expiry date and the choice of a suitable discount rate in order to calculate the present value.

The Group's brand licences and the key assumptions used in the value-in-use calculations, are as follows:

Group	Segment	Terms	Basic information			Impairment model assumptions used					
			Net Book		Net Book Value 2015	Short term growth rate (1)	Long term growth rate (2)	Pre Tax Discount rate (3) 2016		Pre Tax Discount rate (3) 2015	
			Cost	Value 2016				%	%	Margin rate	%
Fila	Sports Fashion	10 year licence from January 2011 for exclusive use of the brand in the UK and Republic of Ireland	7,500	3,687	4,437	2.0%	2.0%	Gross margins over the remaining licence period are assumed to be consistent with approved budget levels for the period ending January 17			
Sergio	Sports Fashion	Sub-liscence to use the brand in the UK	4,279	-	-	N/A	N/A	The licence has been fully written down in the period ended January 2015			
			11,779	3,687	4,437					N/A - fully written down	N/A - fully written down

(1) The short term growth rate is the Board approved compound annual growth rate in sales for the first two year period following the January 2017 financial year currently underway

(2) The long term growth rate is the rate used thereafter until the end of the licence period

(3) The discount rate applied is pre-tax and reflects current market assessments of the time value of money and risks specific to the assets, for which future cash flow estimates have not been adjusted. This discount rate is considered to be equivalent to the rate a market participant would use

Notes to the Consolidated Financial Statements (continued)

14. Intangible Assets (continued)

Brand Names

Brand names acquired as part of a business combination are stated at fair value as at the acquisition date less accumulated amortisation and impairment losses. Brand names separately acquired are stated at cost less accumulated amortisation and impairment losses. The useful economic life of each purchased brand name is considered to be finite.

Brand names are all amortised over a period of 10 years and the amortisation charge is included within administrative expenses in the Consolidated Income Statement. Brand names are tested annually for impairment by comparing the recoverable amount to their carrying value.

The recoverable amount of brand names is determined based on a 'royalty relief' method of valuation. This is based on an estimation of future sales and the choice of a suitable royalty and discount rate in order to calculate the present value, when this method is deemed the most appropriate. This method involves calculating a net present value for each brand by discounting the projected future royalties expected over the remaining useful life of each brand. The future royalties are estimated by applying a suitable royalty rate to the sales forecast. Alternatively the carrying value of the brand names has been allocated to a cash-generating unit, along with the relevant goodwill and fascia names, and tested in the value-in-use calculation performed for that cash-generating unit (see below). Impairment losses are recognised in the Consolidated Income Statement.

The Group's brand names and the key assumptions used in 'royalty relief' method of valuation, are as follows:

Group	Segment	Date of acquisition	Basic information			Impairment model assumptions used			
			Cost £000	Net Book Value 2016 £000	Net Book Value 2015 £000	Short term growth rate (1) %	Long term growth rate (2) %	Pre Tax Discount rate (3) 2016 %	Pre Tax Discount rate (3) 2015 %
Royalty relief model used to test the following brands:									
Duffer of St George	Sports Fashion	24 November 2009	2,071	684	913	2.0%	2.0%	12.9%	13.0%
Sonneti	Sports Fashion	26 April 2010	1,520	684	836	2.0%	2.0%	12.9%	13.0%
Peter Werth	Sports Fashion	26 May 2011	400	213	253	2.0%	2.0%	12.9%	13.0%
Brands included within the intangible asset models (as below):									
Nanny State	Sports Fashion	4 August 2010	350	160	195				
Peter Storm	Outdoor	9 January 2012	2,250	1,359	1,578				
Eurohike	Outdoor	9 January 2012	750	438	512				
Brands with nil net book value at period end:									
Kooga	Sports Fashion	3 July 2009	452	-	-				
Chilli Pepper	Sports Fashion	18 June 2010	190	-	-				
Kukri	Sports Fashion	7 February 2011	720	-	-				
Fenchurch	Sports Fashion	17 March 2011	1,100	-	669				
Henleys	Sports Fashion	4 May 2012	2,632	-	1,908				
One True Saxon	Sports Fashion	13 September 2012	50	-	38				
Gio Goi	Sports Fashion	31 January 2013	2,400	-	297				
Fly 53	Sports Fashion	2 February 2013	458	-	323				
			15,343	3,538	7,522				

(1) The short term growth rate is the Board approved annual growth rate in sales for the first two year period following the January 2017 financial year currently underway

(2) The long term growth rate is the rate used thereafter until the end of the useful life remaining

(3) The discount rate applied is pre-tax and reflects current market assessments of the time value of money and risks specific to the assets, for which future cash flow estimates have not been adjusted. This discount rate is considered to be equivalent to the rate a market participant would use

Notes to the Consolidated Financial Statements (continued)

14. Intangible Assets (continued)

Software Development

Software development costs (including website development costs) are capitalised as Intangible Assets if the technical and commercial feasibility of the project has been demonstrated, the future economic benefits are probable, the Group has an intention and ability to complete and use or sell the software and the costs can be measured reliably. Costs that do not meet these criteria are expensed as incurred. Software development costs are stated at historic cost, less accumulated amortisation.

Software development costs are all amortised over a period of two to seven years and the amortisation charge is included within administrative expenses in the Consolidated Income Statement.

Intangibles Assets with Indefinite Lives

Fascia Name

Separately identifiable fascia names acquired are stated at fair value as at the acquisition date less accumulated impairment losses.

With the exception of the Champion fascia name, all fascia names are not being amortised as management consider these assets to have indefinite useful economic life.

All fascia names are subject to an impairment review on an annual basis or more frequently if there is an indicator that the fascia name is impaired. The recoverable amount of these assets is determined based on value-in-use calculations. The use of this method requires the estimation of future cash flows expected to arise from the continuing operation of the cash-generating unit and the choice of a suitable discount rate in order to calculate the present value. Impairment losses are recognised in the Consolidated Income Statement.

As the remaining Champion stores are being converted to the JD fascia it was determined that this now indicates that the Champion fascia name has a finite useful life and should be amortised in line with the conversion programme. The change in the useful life assessment from indefinite to finite in the previous period was accounted for as a change in the accounting estimate in accordance with IAS 8. The fascia name has been fully amortised in the period ended 30 January 2016.

Factors considered by the Board in determining that the useful life of the fascia names are indefinite for all fascia names (with the exception of Champion):

- The strength of the respective fascia names in the relevant sector and geographic region where the fascia is located
- The history of the fascia names and that of similar assets in the UK (in relation to Blacks, Millets, Tessuti, Ark and Tiso), Spain (Sprinter) and Germany (Isico) retail sectors
- The commitment of the Group to continue to operate these stores separately for the foreseeable future, including the ongoing investment in new stores and refurbishments
- The strength of the respective online fascia names for the online fascia's acquired (Cloggs, ActivInstinct and Mainline Menswear)

Notes to the Consolidated Financial Statements (continued)

14. Intangible Assets (continued)

Goodwill

Goodwill represents amounts arising on acquisition of subsidiaries.

Method 1: For acquisitions on or after 31 January 2010, the Group measures goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- the net recognised amount of the identifiable assets acquired and liabilities assumed.

When the excess is negative, negative goodwill is recognised immediately in the Consolidated Income Statement.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit/loss on disposal.

Method 2: In respect of business acquisitions that occurred from 1 February 2004 to 30 January 2010, goodwill represents the difference between the cost of the acquisition and the net fair value of the identifiable assets, liabilities and contingent liabilities of the acquiree. When the excess was negative (negative goodwill), it was recognised immediately in the Consolidated Income Statement as an exceptional item. Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurred in connection with business combinations were capitalised as part of the cost of the acquisition.

Method 3: In respect of acquisitions prior to 1 February 2004, goodwill is included on the basis of its deemed cost, which represents the amount recorded under previous GAAP. The classification and accounting treatment of business combinations that occurred prior to 1 February 2004 has not been reconsidered in preparing the Group's opening adopted IFRS balance sheet at 1 February 2004.

Goodwill is stated at cost less any accumulated impairment losses. Goodwill is allocated to groups of cash-generating units and is tested annually for impairment and whenever there is an indication that the goodwill may be impaired. The cash-generating units used are individual stores and the groups of cash-generating units are either the store portfolios or individual businesses acquired. The recoverable amount is compared to the carrying amount of the cash-generating units including goodwill.

The recoverable amount of a cash-generating unit is determined based on value-in-use calculations. The carrying amount of goodwill and fascia name by cash-generating units, along with the key assumptions used in the value-in-use calculation is set out on the following pages:

Notes to the Consolidated Financial Statements (continued)

14. Intangible Assets (continued)

Group	Segment	Basic financial information						Impairment model assumptions used			
		Fascia Goodwill 2016	Total intangible 2016	Goodwill 2015	Fascia name 2015	Total intangible 2015	Short term growth rate (1)	Long term growth rate (2)	Margin rate	Pre Tax Discount rate (3) 2016	Pre Tax Discount rate (3) 2015
		£000	£000	£000	£000	£000	%	%	%	%	%
First Sport store portfolio	Sports Fashion	14,976	-	14,976	14,976	-	14,976	1.0%	1.0%	Gross margins are assumed to be broadly consistent with recent historic and approved budget levels	9.7% 9.9%
Champion store portfolio	Sports Fashion	9,757	-	9,757	11,202	1,000	12,202	2.0%	2.0%	Gross margins are assumed to be broadly consistent with recent historic and approved budget levels	10.9% 12.7%
Sprinter store portfolio	Sports Fashion	5,528	3,644	9,172	6,173	4,139	10,312	2.0%	2.0%	Gross margins are assumed to be broadly consistent with recent historic and approved budget levels	13.8% 15.1%
ActivInstinct online	Sports Fashion	-	3,524	3,524	6,617	3,524	10,141	2.0%	1.0%	Gross margins are assumed to be broadly consistent with approved budget levels	15.9% 13.7%
Blacks/Millets store portfolio (4)	Outdoor	-	5,000	5,000	-	8,500	8,500	3.5%	3.0%	Gross margins are assumed to improve by 2.0% in the short term to reflect increase proportion of own brand sales budget and better purchasing	15.3% 15.3%
Tiso store portfolio	Outdoor	3,280	2,700	5,980	3,280	2,700	5,980	3.8%	2.0%	Gross margins are assumed to improve by 3.1% in the short term to reflect focused strategy regarding stock and merchandising	15.4% 13.1%
Mainline Menswear Limited	Sports Fashion	7,363	843	8,206	7,363	843	8,206	3.0%	1.0%	Gross margins are assumed to improve by 1.7% in the short term to reflect implementation of enhanced group terms and focused strategy regarding stock and merchandising	13.5% 13.6%
Other	Sports Fashion	6,589	1,553	8,142	6,815	1,552	8,367	1.0% - 3.0%	1.0% - 2.0%	A range of gross margin assumptions, from broadly consistent with approved budget levels to improvements of up to 3.5% in the short term to reflect implementation of enhanced group terms and focused strategy regarding stock and merchandising	9.7% - 12.9% 9.9% - 13.2%
Other	Outdoor	-	-	-	-	-	361	361	-	-	- 14.0%
		47,493	17,264	64,757	56,426	22,619	79,045				

(1) The short term growth rate is the Board approved compound annual growth rate for the four year period following the January 2017 financial year currently underway

(2) The long term growth rate is the rate used thereafter, which is an estimate of the growth based on past experience within the Group taking account of economic growth forecast for the relevant industries

(3) The discount rate applied is pre-tax and reflects the current market assessments of the time value of money and any specific risk premiums relevant to the individual cash-generating unit. These discount rates are considered to be equivalent to the rates a market participant would use

(4) The impairment model prepared for Blacks and Millets, in addition to covering the fascia names, has also been used to support the net book value of the Peter Storm and Eurohike brand names, which are exclusively sold through the Blacks and Millets store portfolio

Notes to the Consolidated Financial Statements (continued)

14. Intangible Assets (continued)

The cash flow projections used in the value-in-use calculations are all based on actual operating results, together with financial forecasts and strategy plans approved by the Board covering a five year period. These forecasts and plans are based on both past performance and expectations for future market development.

Sensitivity Analysis

A sensitivity analysis has been performed on the base case assumptions of margin growth used for assessing the goodwill and other intangibles.

With regards to the assessment of value-in-use of all cash-generating units, with the exceptions of those listed below, the Board believe that there are no reasonably possible changes in any of the key assumptions, which would cause the carrying value of the unit to exceed its recoverable amount.

For the Blacks and Millets cash-generating unit, changes in key assumptions could cause the carrying value of the unit to exceed its recoverable amount.

The Board has considered the possibility of each of these businesses achieving less revenue and gross profit % than forecast. Whilst any reduction in revenue would be partially offset by a reduction in revenue related costs, the Board would also take actions to mitigate the loss of gross profit by reducing other costs.

Blacks and Millets

Should the business not achieve the assumed store gross margin rate % growth in the first five year period of 2.0% by 1.0% and be unable to reduce selling and distribution and administrative costs, the reduction in value-in-use would lead to an impairment of £5,000,000. All other assumptions remain unchanged.

Should the business not achieve the assumed online gross margin rate % growth in the first five year period of 2.9% by 1.0% and be unable to reduce selling and distribution and administrative costs, the reduction in value-in-use would lead to an impairment of £1,100,000. All other assumptions remain unchanged.

Should the pre-tax discount rate increase by 1%, the reduction in value-in-use would lead to an impairment of £2,800,000. All other assumptions remain unchanged.

Company	Goodwill £'000	Brand licences £'000	Brand names £'000	Software development £'000	Total £'000
Cost or valuation					
At 1 February 2014	19,945	11,779	8,750	4,609	45,083
Additions	-	-	1,029	7,123	8,152
At 31 January 2015	19,945	11,779	9,779	11,732	53,235
Additions	-	-	-	4,401	4,401
Disposals	-	-	-	(9,273)	(9,273)
At 30 January 2016	19,945	11,779	9,779	6,860	48,363
Amortisation and impairment					
At 1 February 2014	4,045	4,543	1,945	139	10,672
Charge for the period	-	2,799	3,289	1,522	7,610
At 31 January 2015	4,045	7,342	5,234	1,661	18,282
Charge for the period	-	750	3,470	3,570	7,790
At 30 January 2016	4,045	8,092	8,704	5,231	26,072
Net book value					
At 30 January 2016	15,900	3,687	1,075	1,629	22,291
At 31 January 2015	15,900	4,437	4,545	10,071	34,953
At 1 February 2014	15,900	7,236	6,805	4,470	34,411

Goodwill in the Company comprises the goodwill on acquisition of First Sport (£14,976,000) and Allsports (£924,000).

Brand names in the Company comprise all brand names included in the Group table above within the Sport Fashion segment, with the exception of the fair value adjustments remaining in relation to brand name acquired on acquisition of Duffer of St George (£684,000).

Notes to the Consolidated Financial Statements (continued)

15. Property, Plant and Equipment

Owned Assets

Items of property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. Where parts of an item of property, plant and equipment have different useful economic lives, they are accounted for as separate items.

Legal fees and other costs associated with the acquisition of a leasehold interest are capitalised within non-current other assets (see note 17). These costs are amortised over the life of the lease.

Rental income from operating leases where the Group is the lessor is recognised on a straight-line basis over the term of the relevant lease.

Depreciation

Depreciation is charged to the Consolidated Income Statement over the estimated useful life of each part of an item of property, plant and equipment. The estimated useful economic lives are as follows:

• Freehold land	not depreciated
• Long leasehold and freehold properties	2% per annum on a straight line basis
• Improvements to short leasehold properties	life of lease on a straight line basis
• Computer equipment	3 - 4 years on a straight line basis
• Fixtures and fittings	5 - 7 years, or length of lease if shorter, on a straight line basis
• Motor vehicles	25% per annum on a reducing balance basis

Notes to the Consolidated Financial Statements (continued)

15. Property, Plant and Equipment (continued)

Group	Freehold land, long leasehold & freehold properties £'000	Improvements to short leasehold properties £'000	Computer equipment £'000	Fixtures and fittings £'000	Motor vehicles £'000	Total £'000
Cost						
At 1 February 2014	12,120	20,872	33,480	211,534	396	278,402
Additions	-	2,556	6,006	44,298	64	52,924
Disposals	-	(895)	(458)	(12,828)	(192)	(14,373)
Acquisitions	554	-	7	930	3	1,494
Divestment of subsidiaries	-	(3,482)	(383)	(23,466)	32	(27,299)
Exchange differences	-	(1)	(9)	(5)	12	(3)
At 31 January 2015	12,674	19,050	38,643	220,463	315	291,145
Additions	4,511	5,481	4,827	57,911	35	72,765
Disposals	-	(1,587)	(3,060)	(8,159)	(100)	(12,906)
Transfers	-	-	6	(6)	-	-
Exchange differences	-	(157)	(540)	(9,170)	(15)	(9,882)
At 30 January 2016	17,185	22,787	39,876	261,039	235	341,122
Depreciation and impairment						
At 1 February 2014	193	11,719	16,049	108,852	15	136,828
Charge for the period	191	1,915	6,970	26,428	97	35,601
Disposals	-	(724)	(395)	(12,024)	(85)	(13,228)
Impairments	-	84	5	1,114	-	1,203
Acquisitions	107	-	-	717	-	824
Divestment of subsidiaries	-	(1,848)	(300)	(15,916)	31	(18,033)
Exchange differences	-	-	(7)	5	18	16
At 31 January 2015	491	11,146	22,322	109,176	76	143,211
Charge for the period	189	1,966	8,594	26,482	79	37,310
Disposals	-	(1,532)	(393)	(7,297)	(80)	(9,302)
Transfers	-	-	11	(11)	-	-
Impairments	-	74	35	1,273	-	1,382
Exchange differences	-	(67)	(349)	(4,374)	(6)	(4,796)
At 30 January 2016	680	11,587	30,220	125,249	69	167,805
Net book value						
At 30 January 2016	16,505	11,200	9,656	135,790	166	173,317
At 31 January 2015	12,183	7,904	16,321	111,287	239	147,934
At 1 February 2014	11,927	9,153	17,431	102,682	381	141,573

Impairment charges of £1,382,000 (2015: £1,203,000) relate to all classes of property, plant and equipment in cash-generating units which are loss making and where it is considered that the position cannot be recovered as a result of a continuing deterioration in the performance in the particular store. The cash-generating units represent individual stores with the loss based on the specific revenue streams and costs attributable to those cash-generating units. Assets in impaired stores are written down to their recoverable amount which is calculated as the greater of the fair value less costs to sell and value-in-use.

Notes to the Consolidated Financial Statements (continued)

15. Property, Plant and Equipment (continued)

Leased Assets

Assets funded through finance leases and similar hire purchase contracts are capitalised as property, plant and equipment where the Group assumes substantially all of the risks and rewards of ownership. Upon initial recognition, the leased asset is measured at the lower of its fair value and the present value of the minimum lease payments. Future instalments under such leases, net of financing costs, are included within interest-bearing loans and borrowings.

Rental payments are apportioned between the finance element, which is included in finance costs, and the capital element which reduces the outstanding obligation for future instalments so as to give a constant charge on the outstanding obligation.

All other leases are accounted for as operating leases and the rental costs, are charged to the Consolidated Income Statement on a straight line basis over the life of the lease. Contingent rentals payable based on store revenues are accrued in line with the related sales and are charged as expenses in the period to which they relate. The value of any lease incentives is recognised as deferred income and credited to the Consolidated Income Statement against rentals payable on a straight line basis over the life of the lease.

The carrying amount of the Group's property, plant and equipment includes an amount of £122,000 (2015: £63,000) in respect of motor vehicles held under finance leases. The depreciation charge on those motor vehicles for the current period was £36,000 (2015: £26,000).

Company	Land £'000	Improvements to short leasehold properties £'000	Computer equipment £'000	Fixtures and fittings £'000	Motor vehicles £'000	Total £'000
Cost						
At 1 February 2014	942	13,471	26,522	129,642	215	170,792
Additions	-	1,135	3,693	21,860	-	26,688
Disposals	-	(743)	(114)	(6,211)	(145)	(7,213)
At 31 January 2015	942	13,863	30,101	145,291	70	190,267
Additions	4,511	3,163	1,541	25,307	-	34,522
Disposals	-	(1,348)	(2,816)	(4,994)	-	(9,158)
At 30 January 2016	5,453	15,678	28,826	165,604	70	215,631
Depreciation and impairment						
At 1 February 2014	-	9,231	13,291	77,620	118	100,260
Charge for period	-	992	4,956	12,307	13	18,268
Disposals	-	(683)	(99)	(6,002)	(105)	(6,889)
At 31 January 2015	-	9,540	18,148	83,925	26	111,639
Charge for period	-	1,253	6,185	13,892	10	21,340
Disposals	-	(1,255)	(216)	(4,434)	-	(5,905)
At 30 January 2016	-	9,538	24,117	93,383	36	127,074
Net book value						
At 30 January 2016	5,453	6,140	4,709	72,221	34	88,557
At 31 January 2015	942	4,323	11,953	61,366	44	78,628
At 1 February 2014	942	4,240	13,231	52,022	97	70,532

Notes to the Consolidated Financial Statements (continued)

16. Investment Property

Investment property, which is property held to earn rentals, is stated at cost less accumulated depreciation and impairment losses. Investment property is depreciated over a period of 50 years on a straight line basis, with the exception of freehold land, which is not depreciated. The Group has elected not to revalue investment property annually but to disclose the fair value in the Consolidated Financial Statements.

The fair value is based on an external valuation prepared by persons having the appropriate professional qualification and experience.

Company	£'000
Cost	
1 February 2014, 31 January 2015 and 30 January 2016	4,837
Depreciation and impairment	
At 1 February 2014	1,264
Charge for period	41
At 31 January 2015	1,305
Charge for period	41
At 30 January 2016	1,346
Net book value	
At 30 January 2016	3,491
At 31 January 2015	3,532
At 1 February 2014	3,573

The investment properties brought forward relate to properties leased to Focus Brands Limited (£4,160,000) and Kukri Sports Limited (£677,000).

Both of these properties are owner-occupied from the perspective of the Group as both Focus Brands Limited and Kukri Sports Limited are subsidiaries of the Group. These properties however remain Investment Properties from the Company perspective as at 30 January 2016.

Based on an external valuation, the fair value of the investment properties as at 30 January 2016 was £3,977,000 (2015: £3,777,000).

Management do not consider either of the investment properties to be impaired as the future rental income supports the carrying value.

17. Non-current Other Assets

Key Money

Monies paid in certain countries to give access to retail locations are capitalised within non-current assets. Key money is stated at historic cost less impairment losses. These assets are not depreciated as past experience has shown that the key money is fully recoverable on disposal of a retail location and is deemed to have an indefinite useful economic life but will be impaired if evidence exists that the market value is less than the historic cost. Gains / losses on key money from the subsequent disposal of these retail locations are recognised in the Consolidated Income Statement.

Deposits

Money paid in certain countries as deposits to store landlords as protection against non-payment of rent, is capitalised within non-current assets. A provision for the impairment of these deposits is established when there is objective evidence that the landlord will not repay the deposit in full.

Legal Fees

Legal fees and other costs associated with the acquisition of a leasehold interest are capitalised within non-current other assets and amortised over the life of the lease.

Lease Premia

Money paid in certain countries specifically to landlords or tenants as an incentive to exit an existing lease commonly referred to as compensation for early termination, to enable acquisition of that lease. These payments are capitalised within other non-current assets and amortised over the life of the lease.

Notes to the Consolidated Financial Statements (continued)

17. Non-current Other Assets (continued)

	Group			Company				
	Key Money £000	Deposits £000	Legal Fees £000	Lease Premia £000	Total £000	Legal Fees £000	Lease Premia £000	Total £000
Cost								
At 1 February 2014	14,086	2,925	12,542	-	29,553	8,961	-	8,961
Additions	240	1,135	1,654	7,095	10,124	1,654	5,000	6,654
Disposals	(255)	(208)	(200)	-	(663)	(200)	-	(200)
Transfers	(280)	-	(1,280)	1,560	-	-	-	-
At 31 January 2015	13,791	3,852	12,716	8,655	39,014	10,415	5,000	15,415
Additions	1,105	3,764	1,210	264	6,343	1,076	-	1,076
Disposals	(23)	(222)	(422)	(525)	(1,192)	(323)	-	(323)
Reclassifications	-	(31)	31	-	-	-	-	-
Exchange Differences	(1,531)	(581)	(45)	(380)	(2,535)	-	-	-
At 30 January 2016	13,342	6,782	13,492	8,014	41,630	11,168	5,000	16,168
Depreciation and Impairment								
At 1 February 2014	968	62	4,721	-	5,751	4,126	-	4,126
Charge for period	-	-	1,015	192	1,207	677	-	677
Disposals	10	-	(136)	-	(126)	(136)	-	(136)
Reclassifications	-	-	93	(93)	-	-	-	-
Impairments	(220)	-	-	-	(220)	-	-	-
At 31 January 2015	758	62	5,693	99	6,612	4,667	-	4,667
Charge for period	-	-	1,243	921	2,164	875	625	1,500
Disposals	-	-	(263)	-	(263)	(239)	-	(239)
Reclassifications	-	-	(185)	185	-	-	-	-
Impairments	45	-	-	-	45	-	-	-
Exchange differences	(60)	-	(13)	(46)	(119)	-	-	-
At 30 January 2016	743	62	6,475	1,159	8,439	5,303	625	5,928
Net book value								
At 30 January 2016	12,599	6,720	7,017	6,855	33,191	5,865	4,375	10,240
At 31 January 2015	13,033	3,790	7,023	8,556	32,402	5,748	5,000	10,748
At 1 February 2014	13,118	2,863	7,821	-	23,802	4,835	-	4,835

Notes to the Consolidated Financial Statements (continued)

18. Investments

In the Company's accounts all investments in subsidiary undertakings and joint ventures are stated at cost less provisions for impairment losses.

Basis of Consolidation

I. Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the equity attributable to holders of the parent. Non-controlling interests consist of the amount of those interests at the date that control commences and the attributable share of changes in equity subsequent to that date.

II. Joint Ventures

Joint ventures are entities over which the Group has joint control based on a contractual arrangement. The results and assets and liabilities of joint ventures are incorporated in the consolidated financial statements using the equity method of accounting. Investments in joint ventures are carried in the Consolidated Statement of Financial Position at cost and adjusted for post-acquisition changes in the Group's share of the net assets. Losses of the joint venture in excess of the Group's interest in it are not recognised.

III. Transactions Eliminated on Consolidation

Intragroup balances, and any unrealised income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements.

Changes in Ownership Interest Without a Loss of Control

In accordance with IAS 27 'Consolidated and Separate Financial Statements' (2008), upon a change in ownership interest in a subsidiary without a loss of control, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the parent. Acquisitions or disposals of non-controlling interests are therefore accounted for as transactions with owners in their capacity as owners and no goodwill is recognised as a result of such transactions. Associated transaction costs are accounted for within equity.

Company	£000
Cost	
At 1 February 2014	60,697
Additions	14,452
At 31 January 2015	75,149
Additions	106
At 30 January 2016	75,255
Impairment	
At 1 February 2014, 31 January 2015 and 30 January 2016	5,470
Net book value	
At 30 January 2016	69,785
At 31 January 2015	69,679
At 1 February 2014	55,227

Notes to the Consolidated Financial Statements (continued)

18. Investments (continued)

The additions to investments in the current year comprise the following. Unless otherwise stated the investment is 100% owned.

Company	2016 £'000
Open Fashion Limited	-
JD Sports Fashion SDN BHD (50% owned)	-
JD Sports Fashion Denmark ApS	4
JD Sports Fashion Sweden AB	5
Kukri Sports Limited	10
JD Sports Fashion Belgium BVBA	16
JD Sports Fashion SRL	71
Total additions	106

A list of subsidiaries is shown in note 37.

19. Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is based on the weighted average principle. Provisions are made for obsolescence, mark downs and shrinkage.

	Group		Company	
	2016 £'000	2015 £'000	2016 £'000	2015 £'000
Finished goods and goods for resale	238,324	225,020	106,336	91,024

The cost of inventories recognised as expenses and included in cost of sales from continuing operations for the 52 weeks ended 30 January 2016 was £937,431,000 (2015: £782,703,000).

The Group has £28,430,000 (2015: £24,602,000) of stock provisions at the end of the period. The Company has £12,450,000 (2015: £9,798,000) of stock provisions at the end of the period.

Cost of inventories includes a net charge of £7,800,000 (2015: £12,800,000) in relation to net provisions recognised against inventories.

20. Trade and Other Receivables

Trade receivables are recognised at amortised cost less impairment losses. A provision for the impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation and default or delinquency in payments are considered indicators that the trade receivable is impaired. The movement in the provision is recognised in the Consolidated Income Statement.

Notes to the Consolidated Financial Statements (continued)

20. Trade and Other Receivables (continued)

	Group		Company	
	2016 £000	2015 £000	2016 £000	2015 £000
Current assets				
Trade receivables	14,592	11,719	3,847	277
Other receivables	11,297	4,465	3,218	298
Prepayments and accrued income	30,486	37,738	18,011	17,234
Amounts owed by other Group companies	-	-	233,983	225,969
	56,375	53,922	259,059	243,778

The ageing of trade receivables is detailed below:

Group	2016			2015		
	Gross £000	Provision £000	Net £000	Gross £000	Provision £000	Net £000
Not past due	8,447	(3)	8,444	6,617	-	6,617
Past due 0 - 30 days	3,776	(31)	3,745	2,598	(47)	2,551
Past due 30 - 60 days	1,477	(175)	1,302	744	(115)	629
Past 60 days	1,777	(676)	1,101	2,869	(947)	1,922
	15,477	(885)	14,592	12,828	(1,109)	11,719

Company	2016			2015		
	Gross £000	Provision £000	Net £000	Gross £000	Provision £000	Net £000
Not past due	1,770	-	1,770	-	-	-
Past due 0 - 30 days	1,850	-	1,850	302	(25)	277
Past due 30 - 60 days	241	(173)	68	108	(108)	-
Past 60 days	486	(327)	159	87	(87)	-
	4,347	(500)	3,847	497	(220)	277

Analysis of gross trade receivables is shown below:

	Group		Company	
	2016 £000	2015 £000	2016 £000	2015 £000
Not past due or impaired	8,444	6,617	1,770	-
Past due but not impaired	6,148	5,102	2,077	277
Impaired	885	1,109	500	220
	15,477	12,828	4,347	497

Notes to the Consolidated Financial Statements (continued)

20. Trade and Other Receivables (continued)

The ageing of the impaired gross receivables is detailed below:

	Group		Company	
	2016 £000	2015 £000	2016 £000	2015 £000
Not past due	3	-	-	-
Past due 0 - 30 days	31	47	-	25
Past due 30 - 60 days	175	115	173	108
Past 60 days	676	947	327	87
	885	1,109	500	220

The Board consider that the carrying amount of trade and other receivables approximate their fair value. Concentrations of credit risk with respect to trade receivables are limited due to the majority of the Group's customer base being wide and unrelated. Therefore, no further credit risk provision is required in excess of the normal provision for impairment losses, which has been calculated following individual assessments of credit quality based on historic default rates and knowledge of debtor insolvency or other credit risk.

Movement on this provision is shown below:

	Group £000	Company £000
At 1 February 2014	650	100
Created	815	120
Released	24	-
Utilised	(11)	-
Divestments	(381)	-
Exchange differences	12	-
At 31 January 2015	1,109	220
Created	437	339
Released	(7)	-
Utilised	(642)	(59)
Divestments	-	-
Exchange differences	(12)	-
At 30 January 2016	885	500

The other classes within trade and other receivables do not contain impaired assets.

21. Cash and Cash Equivalents

Cash and cash equivalents comprise cash balances and call deposits with an original maturity of three months or less. Bank overdrafts are included as a component of cash and cash equivalents for the purpose of the Consolidated Statement of Cash Flows, as these are used as an integral part of the Group's cash management.

	Group		Company	
	2016 £000	2015 £000	2016 £000	2015 £000
Bank balances and cash floats	215,996	121,317	148,138	60,070

Notes to the Consolidated Financial Statements (continued)

22. Interest-bearing Loans and Borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Following the initial recognition, interest-bearing borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the Consolidated Income Statement over the period of the borrowings on an effective interest basis.

	Group		Company	
	2016 £000	2015 £000	2016 £000	2015 £000
Current liabilities				
Finance lease liabilities	44	28	-	-
Bank loans and overdrafts	6,191	5,620	-	-
Syndicated bank facility	-	31,000	-	31,000
Other loans	66	65	-	-
	6,301	36,713	-	31,000
Non-current liabilities				
Finance lease liabilities	64	35	-	-
Bank loans	-	60	-	-
Other loans	210	279	-	-
	274	374	-	-

The following provides information about the contractual terms of the Group and Company's interest-bearing loans and borrowings. For more information about the Group and Company's exposure to interest rate risk, see note 23.

Bank Facilities

On 1 September 2015, the Group amended and extended its syndicated committed £155,000,000 bank facility which previously expired on 11 October 2017. The facility has been amended by increasing the syndicated committed facility by £60,000,000 to £215,000,000. The expiry date has also been extended by two years and so the amended facility now expires on 11 October 2019.

Under this facility, a maximum of 10 drawdowns can be outstanding at any time with drawdowns made for a period of one, two, three or six months with interest currently payable at a rate of LIBOR plus a margin of 1.10% (2015: 1.35%). The arrangement fee payable on the amended facility is 0.5% on £60,000,000 of the commitment and 0.25% on £155,000,000 of the commitment. The commitment fee on the undrawn element of the facility is 35% of the applicable margin rate.

This facility encompasses cross guarantees between the Company, RD Scott Limited, Topgrade Sportswear Limited, Blacks Outdoor Retail Limited, Tessuti Limited and Focus International Limited.

At 30 January 2016, £nil was drawn down on this facility (2015: £31,000,000).

Bank Loans and Overdrafts

The following Group companies have overdraft facilities which are repayable on demand:

- Spodis SA €5,000,000 (2015: €5,000,000)
- Sprinter Megacentros Del Deporte SLU €12,000,000 (2015: €13,000,000)
- Champion Sports Ireland €3,000,000 (2015: €3,000,000)
- Source Lab Limited £350,000 (2015: £350,000)
- Tiso Group £5,030,000 (2015: £5,030,000)
- ActivInstinct Limited £300,000 (2015: £300,000)
- Cloggs Online Limited £500,000 (2015: £nil)
- Kukri Sports Limited and Kukri GB Limited £1,000,000 (2015: £nil)

As at 30 January 2016, these facilities were drawn down by £6,136,000 (2015: £5,503,000). Further information on guarantees provided by the Company is disclosed in note 34.

Notes to the Consolidated Financial Statements (continued)

22. Interest-bearing Loans and Borrowings (continued)

The maturity of the bank loans and overdrafts is as follows:

	Group	Company	
	2016 £000	2015 £000	2016 £000
Within one year	6,191	5,620	-
Between one and five years	-	60	-
	6,191	5,680	-

Other Loans

The acquisition of Tessuti Group Limited included a freehold property with a mortgage balance remaining of £508,000 at the time of acquisition. The loan is repayable over 10 years and attracts interest at 2.99% over base. At 30 January 2016, 46 months is remaining.

The maturity of the other loans is as follows:

	Group	Company	
	2016 £000	2015 £000	2016 £000
Within one year	66	65	-
Between one and five years	210	279	-
	276	344	-

Finance Leases

As at 30 January 2016, the Group's liabilities under finance leases are analysed as follows:

	Minimum lease payments	Present value of minimum lease payments	
		2016 £000	2015 £000
Amounts payable under finance leases:			
Within one year	48	33	44
Later than one year and not later than five years	72	39	64
	120	72	108
			63

Assets held under finance leases consist primarily of motor vehicles. The fair value of the Group's lease obligations approximate to their present value.

The Group's obligations under finance leases are secured by the lessors' rights over the leased assets.

Notes to the Consolidated Financial Statements (continued)

23. Financial Instruments

Financial assets and financial liabilities are recognised in the Group's Statement of Financial Position when the Group becomes a party to the contractual provisions of the instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial assets expire or are transferred. Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Financial Assets

The Group's financial assets are all categorised as loans and receivables with the exception of derivative assets. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The Group's loans and receivables comprise 'Trade and other receivables' and 'Cash and cash equivalents' in the Consolidated Statement of Financial Position.

Cash and cash equivalents comprise short-term cash deposits with major United Kingdom and European clearing banks earning floating rates of interest based upon bank base rates or rates linked to LIBOR and EURIBOR.

The currency profile of cash and cash equivalents is shown below:

	Group		Company	
	2016 £'000	2015 £'000	2016 £'000	2015 £'000
Bank balances and cash floats	215,996	121,317	148,138	60,070
Sterling	136,459	14,798	113,066	(4,194)
Euros	67,245	98,271	27,766	58,642
US Dollars	7,981	6,744	6,428	5,580
Australian Dollars	611	918	34	42
New Zealand Dollars	588	212	-	-
Swedish Krona	792	-	-	-
Danish Krone	791	-	381	-
Other	1,529	374	463	-
	215,996	121,317	148,138	60,070

Financial Liabilities

The Group's financial liabilities are all categorised as other financial liabilities. Other financial liabilities, with the exception of foreign exchange forward contracts and put option liabilities, are measured at amortised cost. The Group's other financial liabilities comprise 'Interest-bearing loans and borrowings' and 'Trade and other payables'.

The currency profile of interest-bearing loans and borrowings is shown below:

	Group		Company	
	2016 £'000	2015 £'000	2016 £'000	2015 £'000
Interest-bearing loans and borrowings	6,575	37,087	-	31,000
Sterling	6,500	36,872	-	31,000
Euros	53	176	-	-
US Dollars	-	39	-	-
Australian Dollars	4	-	-	-
New Zealand Dollars	18	-	-	-
	6,575	37,087	-	31,000

Notes to the Consolidated Financial Statements (continued)

23. Financial Instruments (continued)

Risk Management

The Group's operations expose it to a variety of financial risks that include the effects of changes in exchange rates, interest rates, credit risk and its liquidity position. The Group manages these risks through the use of derivative instruments, which are reviewed on a regular basis. Derivative instruments are not entered into for speculative purposes. There are no concentrations of risk in the period to 30 January 2016.

Interest Rate Risk

The Group finances its operations by a mixture of retained profits and bank borrowings. The Group's borrowings are at floating rates, partially hedged by floating rate interest on deposits, reflecting the seasonality of its cash flow. Interest rate risk therefore arises from bank borrowings. Interest rate hedging has not been put in place on the current facility. The Directors continue to be mindful of the potential volatility in base rates, but at present do not consider a long term interest rate hedge to be necessary given the inherent short term nature of both the revolving credit facility and working capital facility. This position is reviewed regularly, along with the level of facility required.

The Group has potential bank floating rate financial liabilities on the £215,000,000 committed bank facility, together with overdraft facilities in subsidiary companies (see note 22). At 30 January 2016 £nil was drawn down from the committed bank facility (2015: £31,000,000). When drawdowns are made, the Group is exposed to cash flow interest risk with interest paid at a rate of LIBOR plus a margin of 1.10% (2015: 1.35%).

As at 30 January 2016 the Group has liabilities of £108,000 (2015: £63,000), in respect of finance lease or similar hire purchase contracts.

A change of 1.0% in the average interest rates during the year, applied to the Group's floating interest rate loans and borrowings as at the reporting date, would change profit before tax by £610,000 (2015: £938,000) and would change equity by £610,000 (2015: £938,000). The calculation is based on any floating interest rate loans and borrowings drawn down at the period end date. This includes the Group's committed bank facility, Tiso Group Limited's overdraft and Cloggs Online Limited's overdraft. Calculations are performed on the same basis as the prior year and assume that all other variables remain unchanged.

Foreign Currency Risk

Foreign Currency Translation

Transactions denominated in foreign currencies are translated into sterling at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rate of exchange at the reporting date. Exchange differences in monetary items are recognised in the Consolidated Income Statement.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

On consolidation, the assets and liabilities of the Group's overseas operations are translated into sterling at the rate of exchange at the reporting date. Income and expenses are translated at the average exchange rate for the accounting period. Foreign currency differences are recognised in Other Comprehensive Income and are presented in the foreign currency translation reserve.

Derivative Financial Instruments

The Group uses derivative financial instruments to hedge its exposure to foreign exchange and interest rate risks arising from operational, financing and investment activities. In accordance with its treasury policy, the Group does not hold or issue derivative financial instruments for trading purposes. However, derivatives that do not qualify for hedge accounting are accounted for as trading instruments.

Derivative financial instruments are recognised initially at fair value and remeasured at each period end. The gain or loss on remeasurement to fair value is recognised immediately in the Consolidated Income Statement. However, where derivatives qualify for hedge accounting, recognition of any resultant gain or loss depends on the nature of the item being hedged.

Interest rate swaps are recognised at fair value in the Consolidated Statement of Financial Position with movements in fair value recognised in the Consolidated Income Statement for the period. The fair value of interest rate swaps is the estimated amount that the Group would receive or pay to terminate the swap at the reporting date, taking into account current interest rates and the respective risk profiles of the swap counterparties.

Notes to the Consolidated Financial Statements (continued)

23. Financial Instruments (continued)

Hedging of Monetary Assets and Liabilities

Where a derivative financial instrument is used to hedge the foreign exchange exposure of a recognised monetary asset or liability, no hedge accounting is applied and any gain or loss on the hedging instrument is recognised in the Consolidated Income Statement.

The Group is exposed to foreign currency risk on sales and purchases that are denominated in a currency other than pound sterling. The currencies giving rise to this risk are the Euro and US Dollar with sales made in Euros and purchases made in both Euros and US Dollars (principal exposure). To protect its foreign currency position, the Group sets a buying rate in each country for the purchase of goods in US Dollars at the start of the buying season (typically six to nine months before the product actually starts to appear in the stores) and then enters into a number of local currency / US Dollar contracts whereby the minimum exchange rate on the purchase of dollars is guaranteed.

As at 30 January 2016, options have been entered into to protect approximately 85% of the US Dollar requirement for the period to January 2017. The balance of the US Dollar requirement for the period will be satisfied at spot rates.

As at 30 January 2016, the fair value of these instruments was a liability of £4,344,000 (2015: asset of £2,888,000) and these are all classified as due within one year. A loss of £4,344,000 (2015: gain of £2,888,000) has been recognised in cost of sales within the Consolidated Income Statement for the change in fair value of these instruments.

We have considered the credit risk of the Group's and counterparty's credit risk and this is not expected to have a material effect on the valuation of these options.

A 10.0% strengthening of sterling relative to the following currencies as at the reporting date would have reduced profit before tax and equity as follows:

Impact of 10% strengthening of sterling	Profit before tax		Equity	
	2016 £000	2015 £000	2016 £000	2015 £000
Euros	4,147	5,487	10,937	7,571
US Dollars	615	363	615	362
Australian Dollars	28	80	55	95
New Zealand Dollars	50	59	74	67
Other	32	3	(129)	(15)
	4,872	5,992	11,552	8,080

A 10.0% weakening of sterling relative to the following currencies as at the reporting date would have increased profit before tax and equity as follows:

Impact of 10% weakening of sterling	Profit before tax		Equity	
	2016 £000	2015 £000	2016 £000	2015 £000
Euros	5,068	6,707	13,534	9,496
US Dollars	752	444	752	440
Australian Dollars	35	98	67	107
New Zealand Dollars	61	73	91	74
Other	33	3	(164)	(218)
	5,949	7,325	14,280	9,899

Calculations are performed on the same basis as the prior year and the method assumes that all other variables remain unchanged.

Notes to the Consolidated Financial Statements (continued)

23. Financial Instruments (continued)

Credit Risk

Credit risk arises from the possibility of customers and counterparties failing to meet their obligations to the Group. Investments of cash surpluses, borrowings and derivative instruments are made through major United Kingdom and European clearing banks, which must meet minimum credit ratings as required by the Board.

All customers who wish to trade on credit terms are subject to credit verification procedures. Receivable balances are monitored on an ongoing basis and provision is made for impairment where amounts are not thought to be recoverable (see note 20). At the reporting date there were no significant concentrations of credit risk and receivables which are not impaired are believed to be recoverable.

The Group considers its maximum exposure to credit risk to be equivalent to total trade and other receivables of £56,375,000 (2015: £53,922,000) and cash and cash equivalents of £215,996,000 (2015: £121,317,000).

The Company has provided guarantees on working capital and other banking facilities entered into by Spodis SA (€6,600,000), Sprinter Megacentros Del Deporte SLU (€8,750,000), Cloggs Online Limited (£500,000), Kukri Sports Limited and Kukri GB Limited (£1,000,000), and Kooga Rugby Limited (£250,000). As at 30 January 2016, these facilities were drawn down by £490,000 (2015: £nil). In addition, the syndicated committed £215,000,000 bank facility, which was in place as at 30 January 2016, encompassed cross guarantees between the Company, RD Scott Limited, Topgrade Sportswear Limited, Blacks Outdoor Retail Limited, Tessuti Limited and Focus International Limited to the extent to which any of these companies were overdrawn. As at 30 January 2016, these facilities were drawn down by £nil (2015: £31,000,000).

Liquidity Risk

The Group manages its cash and borrowing requirement to minimise net interest expense, whilst ensuring that the Group has sufficient liquid resources to meet the operating needs of the business. The forecast cash and borrowing profile of the Group is monitored on an ongoing basis, to ensure that adequate headroom remains under committed borrowing facilities. The Board review 13 week and annual cash flow forecasts each month.

Information about the maturity of the Group's financial liabilities is disclosed in note 22.

As at 30 January 2016, there are committed facilities with a maturity profile as follows:

	2016 £000	2015 £000
Expiring in more than two years but no more than three years	-	155,000
Expiring in more than three years but no more than four years	215,000	-
	215,000	155,000

The commitment fee on these facilities is 0.35% (2015: 0.45%).

Notes to the Consolidated Financial Statements (continued)

23. Financial Instruments (continued)

Fair Values

The fair values together with the carrying amounts shown in the Statement of Financial Position as at 30 January 2016 are as follows:

	Note	Group		Company	
		Carrying amount	Fair value	Carrying amount	Fair value
		2016 £000	2016 £000	2016 £000	2016 £000
Trade and other receivables	20	25,889	25,889	241,048	241,048
Cash and cash equivalents	21	215,996	215,996	148,138	148,138
Interest-bearing loans and borrowings - current	22	(6,301)	(6,301)	-	-
Interest-bearing loans and borrowings - non-current	22	(274)	(189)	-	-
Trade and other payables - current		(275,910)	(275,910)	(199,507)	(199,507)
Trade and other payables - non-current		(4,890)	(4,282)	(10,588)	(7,854)
		(45,490)	(44,797)	179,091	181,825
Unrecognised gains			693		2,734

The comparatives at 31 January 2015 (restated) are as follows:

	Note	Group		Company	
		Carrying amount	Fair value	Carrying amount	Fair value
		2015 £000	2015 £000	2015 £000	2015 £000
Trade and other receivables	20	16,184	16,184	226,544	226,544
Cash and cash equivalents	21	121,317	121,317	60,070	60,070
Interest-bearing loans and borrowings - current	22	(36,713)	(36,713)	(31,000)	(31,000)
Interest-bearing loans and borrowings - non-current	22	(374)	(233)	-	-
Trade and other payables - current		(234,307)	(234,307)	(143,250)	(143,250)
Trade and other payables - non-current		(4,710)	(4,094)	(10,401)	(7,644)
		(138,603)	(137,846)	101,963	104,720
Unrecognised gains			757		2,757

In the opinion of the Board, the fair value of the Group's current financial assets and liabilities as at 30 January 2016 and 31 January 2015 are not considered to be materially different to that of the book value. On this basis, the fair value hierarchy reflects the carrying values. In respect of the Group's non-current financial assets and liabilities as at 30 January 2016 and 31 January 2015, the fair value has been calculated using a pre-tax discount rate of 12.3% (2015: 12.4%) which reflects the current market assessments of the time value of money and the specific risks applicable to the liability.

Estimation of Fair Values

For trade and other receivables/payables, the notional amount is deemed to reflect the fair value.

Fair Value Hierarchy

As at 30 January 2016, the Group held the following financial instruments carried at fair value on the Statement of Financial Position:

- Foreign exchange forward contracts - non-hedged

Notes to the Consolidated Financial Statements (continued)

23. Financial Instruments (continued)

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

At 30 January 2016	Carrying amount £'000	Level 1 £'000	Level 2 £'000	Level 3 £'000
Loans and receivables				
Deposits	6,720	-	6,720	-
Trade and other receivables	25,170	-	25,170	-
Cash and cash equivalents	215,996	-	215,996	-
Financial assets at fair value through profit or loss				
Foreign exchange forward contracts – non-hedged	719	-	719	-
Financial liabilities at fair value through profit or loss				
Foreign exchange forward contracts – non-hedged	(5,063)	-	(5,063)	-
Other financial liabilities				
Interest-bearing loans and borrowings - current	(6,301)	-	(6,301)	-
Interest-bearing loans and borrowings - non-current	(274)	-	(274)	-
Trade and other payables - current	(270,847)	-	(270,847)	-
Trade and other payables - non-current	(1,630)	-	(1,630)	-
Put options held by non-controlling interests	(3,260)	-	(3,260)	-

Where the Company has corresponding balances, these are categorised as the same level as above.

In addition, Investment property held in the Company of £3,491,000 (2015: £3,532,000) is categorised as Level 3 within the fair value hierarchy.

At 31 January 2015	Carrying amount £'000	Level 1 £'000	Level 2 £'000	Level 3 £'000
Loans and receivables				
Deposits	3,790	-	3,790	-
Trade and other receivables	16,184	-	16,184	-
Cash and cash equivalents	121,317	-	121,317	-
Financial assets at fair value through profit or loss				
Foreign exchange forward contracts – non-hedged	2,888	-	2,888	-
Other financial liabilities				
Interest-bearing loans and borrowings - current	(36,713)	-	(36,713)	-
Interest-bearing loans and borrowings - non-current	(374)	-	(374)	-
Trade and other payables - current	(237,195)	-	(237,195)	-
Trade and other payables - non-current	(1,637)	-	(1,637)	-
Put options held by non-controlling interests	(3,073)	-	(3,073)	-

Notes to the Consolidated Financial Statements (continued)

24. Trade and Other Payables

Trade and Other Payables

Trade and other payables are non-interest-bearing and are stated at their cost. Volume related rebates or other contributions from suppliers are recognised in the Consolidated Financial Statements when it is contractually agreed with the supplier and can be reliably measured. All significant rebates and contributions are agreed with suppliers retrospectively and after the end of the relevant supplier's financial year.

Reverse Premia

Reverse premia represent monies received by the Group on assignment of property leases.

Reverse premia are amortised over the life of the remaining lease.

	Group	Company	
	2016 £'000	2015 £'000	2016 £'000
Current liabilities			
Trade payables	122,638	124,590	72,555
Other payables and accrued expenses	160,613	116,144	124,791
Other tax and social security costs	41,713	33,272	14,606
	324,964	274,006	218,040
Non-current liabilities			
Other payables and accrued expenses	40,834	41,733	24,562
Amounts payable to other Group companies	-	-	7,328
	40,834	41,733	31,890

Put Options Held by Non-controlling Interests

Put options held by non-controlling interests are accounted for using the present access method. The Group recognises put options over non-controlling interests in its subsidiary undertakings as a liability in the Consolidated Statement of Financial Position at the present value of the estimated exercise price of the put option. Upon initial recognition a corresponding entry is made to other equity, and for subsequent changes on remeasurement of the liability the corresponding entry is made to the Income Statement.

The Group has a number of options to buy the remaining shares in partly-owned subsidiaries from the non-controlling interest. The present value of these options has been estimated as at 30 January 2016 and is included within non-current other payables and accrued expenses.

The present value of the estimated exercise price is calculated using the option price formula agreed on acquisition. All existing option price formulas are based on a profit measure, which is estimated by applying an approved growth assumption to the current budget profit for the January 2017 financial year, if appropriate for the individual business the put option directly relates to. A discount rate is also applied to the option price which is pre-tax and reflects the current market assessments of the time value of money and any specific risk premiums relevant to the individual businesses involved. These discount rates are considered to be equivalent to the rates a market participant would use.

	Source Lab Limited £'000	Tessuti Group Limited £'000	ActivInstinct Holdings Limited £'000	JD Germany GmbH £'000	Tiso Group Limited £'000	Total £'000
Put options held by non-controlling interests						
At 31 January 2015	310	361	2,178	224	-	3,073
Increase/ (decrease) in the present value of the existing option liability	(161)	1,999	(2,178)	(105)	632	187
At 30 January 2016	149	2,360	-	119	632	3,260

Notes to the Consolidated Financial Statements (continued)

24. Trade and Other Payables (continued)

Put Options Held by Non-controlling Interests (continued)

Company	Options in existence	Exercise periods	Methodology	Recognised as a liability and in other equity	
				At 30 January 2016 £'000	At 31 January 2015 £'000
Source Lab Limited	Put and call option, whereby JD Sports Fashion Plc may acquire or be required to acquire (in stages) the remaining 15% of the issued share capital of Source Lab Limited.	Exercisable by either party after the third anniversary of the completion of the initial transaction, during the 30 day period commencing on the date on which the statutory accounts of Source Lab Limited for the relevant financial year have been approved by the board of directors.	The option price is calculated based on a multiple of the audited profit before distributions, interest, amortisation and exceptional items but after taxation for the relevant financial year prior to the exercise date.	The option price shall not exceed £12,450,000.	149 310
Tessuti Group Limited	Put and call option whereby JD Sports Fashion Plc may acquire or be required to acquire (in stages) the remaining 40% of the issued share capital of Tessuti Group Limited.	Exercisable by either party after the fifth anniversary of the completion of the initial transaction, during the 30 day period commencing on the date on which the statutory accounts of Tessuti Group Limited for the relevant financial year have been approved by the board of directors (exercise period).	The option price is calculated based on a multiple of the audited consolidated profit before distributions, interest, amortisation and exceptional items but after taxation for Tessuti Group Limited (which includes its subsidiary undertakings) for the relevant financial year prior to the exercise date.	The option price shall not exceed £12,000,000.	2,360 361
Cloggs Online Limited	Put and call options, whereby JD Sports Fashion Plc may acquire or be required to acquire the remaining 6% of the issued share capital of Cloggs Online Limited.	The put option is exercisable between the period starting on the date on which the statutory accounts for the financial year ending in 2016 have been approved by the board of directors of the Company until one month after the date on which the statutory accounts of the Company for the financial period ending in 2018 have been approved by the board of directors of the Company. Two months after the put options cease to be exercisable the call options become exercisable.	The option price is calculated based on a multiple of the average audited profit before distributions, amortisation and exceptional items but after taxation for the relevant two financial years prior to the exercise date.	The put option price shall not exceed £3,000,000 and the call option shall not exceed £5,000,000.	- -
Ark Fashion Limited	Put and call option whereby JD Sports Fashion Plc may acquire or be required to acquire (in stages) the remaining 22% of the issued share capital of Ark Fashion Limited.	The call option is exercisable at any point from completion date if the contract of employment of non-controlling interest with the Company is terminated. The put option is exercisable each year after the fifth anniversary of the initial transaction during the 30 day period commencing on the date on which the accounts of Ark Fashion Limited for the relevant year have been approved by the board of directors.	The option price is calculated based on a multiple of the average profit before tax for the relevant two financial years prior to the exercise date.	The option price shall not exceed £5,000,000.	- -
JD Germany GmbH	Put option whereby JD Sports Fashion Plc may be required to acquire all or some of the remaining 15% of the issued share capital of JD Germany GmbH, including earn out shares.	The put option is exercisable after a period of five years from the completion date during the 30 days following approval of the shareholders meeting of the audited annual accounts of the Company for the relevant financial year.	The option price is calculated based on a multiple of the average earnings before tax for the relevant two financial years prior to the exercise date.	The put option price shall not exceed €20,000,000.	119 224
Tiso Group Limited	First put and call option whereby JD Sports Fashion Plc may acquire or be required to acquire 20% of the issued share capital of Tiso Group Limited. Second put and call option whereby JD Sports Fashion Plc may acquire or be required to acquire 40% (or the remaining 20%) of the issued share capital of Tiso Group Limited.	First call option is exercisable 90 days beginning 30 days after the consolidated accounts of the Company for the financial period ending 28 January 2017 are signed. The first put option is exercisable 60 days following the end of the first call option. The second call option is exercisable 90 days beginning 30 days after the consolidated accounts of the Company for the financial period ending 3 February 2018 are signed. The first put option is exercisable 60 days following the end of the second call option.	The option price is calculated based on a multiple of the average operating profit for the financial year ending 28 January 2017 and the prior year for the first put and call option and year ending 3 February 2018 and the prior year for the second put and call option.	The option price shall not exceed £8,000,000 or 25p per share.	632 -
ActivInstinct Holdings Limited	Put and call option whereby JD Sports Fashion Plc may acquire or be required to acquire 13.3% remaining issued share capital of ActivInstinct Holdings Limited.	Within 40 business days of the financial period ending 31 August 2016 the Company must deliver the relevant option accounts for the 12 month period to 31 August 2016. Either party has then 30 days to exercise the options once both parties have agreed to accounts.	The option price is calculated based on a multiple of the relevant EBITDA for the 12 months to August 2016.	The option price shall not exceed £10,211,000	- 2,178
					3,260 3,073

Notes to the Consolidated Financial Statements (continued)

25. Provisions

A provision is recognised in the Consolidated Statement of Financial Position when the Group has a present legal or constructive obligation as a result of a past event, it is more likely than not that an outflow of economic benefits will be required to settle the obligation and the obligation can be estimated reliably.

Within the onerous lease provision, management have provided against the minimum contractual lease cost less potential sublease income for vacant stores. For loss making trading stores and for stores where there is a probable risk of the store returning to the Group under privity of contract, a provision is made to the extent that the lease is deemed to be onerous.

The provisions are discounted where the effect is material. The pre-tax discount rate used is 12.3% (2015: 12.4%) which reflects the current market assessments of the time value of money and the specific risks applicable to the liability.

Provisions have been analysed between current and non-current as follows:

Group	Onerous property leases £000
Balance at 31 January 2015	4,118
Provisions created during the period	1,893
Provisions released during the period	(185)
Provisions utilised during the period	(3,485)
Balance at 30 January 2016	2,341

Provisions have been analysed between current and non-current as follows:

Group	2016 £000	2015 £000
Current	1,132	3,098
Non-current	1,209	1,020
	2,341	4,118

Company	Onerous property leases £000
Balance at 31 January 2015	2,182
Provisions created during the period	727
Provisions utilised during the period	(1,205)
Balance at 30 January 2016	1,704

Provisions have been analysed between current and non-current as follows:

Company	2016 £000	2015 £000
Current	587	1,529
Non-current	1,117	653
	1,704	2,182

26. Deferred Tax Assets and Liabilities

Recognised Deferred Tax Assets and Liabilities

Deferred tax assets and liabilities are attributable to the following:

Group	Assets 2016 £000	Assets 2015 £000	Liabilities 2016 £000	Liabilities 2015 £000	Net 2016 £000	Net 2015 £000
Property, plant and equipment	(1,717)	(314)	-	-	(1,717)	(314)
Chargeable gains held over / rolled over	-	-	225	237	225	237
Other	-	-	1,409	2,460	1,409	2,460
Tax losses	(399)	(579)	-	-	(399)	(579)
Tax (assets) / liabilities	(2,116)	(893)	1,634	2,697	(482)	1,804

Notes to the Consolidated Financial Statements (continued)

26. Deferred Tax Assets and Liabilities (continued)

Deferred tax assets on losses of £4,136,000 (2015: £4,136,000) within Kooga Rugby Limited; £723,000 (2015: £810,000) with Champion Sports Ireland; £3,114,000 (2015: £3,847,000) within Champion Retail Limited; £1,000,000 (2015: £1,656,000) with Tessuti Group Limited (and its subsidiaries); £2,251,000 (2015: £2,369,000) with Ark Fashion Limited and £523,000 (2015: £399,000) with Kukri Sports Limited (and its subsidiaries) have not been recognised as there is uncertainty over the utilisation of these losses.

Movement in Deferred Tax During the Period

Group	Property, plant and equipment £000	Chargeable gains held over/ rolled over £000	Other £000	Tax losses £000	Total £000
Balance at 1 February 2014	(126)	237	4,556	(384)	4,283
Recognised in income	(808)	-	(986)	(86)	(1,880)
Recognised on acquisition	168	-	-	(109)	59
Recognised on disposal	452	-	(1,110)	-	(658)
Balance at 31 January 2015	(314)	237	2,460	(579)	1,804
Recognised in income	(1,401)	(12)	(900)	172	(2,141)
Foreign exchange movements	(2)	-	(151)	8	(145)
Balance at 30 January 2016	(1,717)	225	1,409	(399)	(482)

Recognised Deferred Tax Assets and Liabilities

Deferred tax assets and liabilities are attributable to the following:

Company	Assets 2016 £000	Assets 2015 £000	Liabilities 2016 £000	Liabilities 2015 £000	Net 2016 £000	Net 2015 £000
Property, plant and equipment	(950)	-	-	263	(930)	263
Chargeable gains held over / rolled over	-	-	226	237	226	237
Other	(1,444)	(904)	-	-	(1,444)	(904)
Tax (assets) / liabilities	(2,374)	(904)	226	500	(2,148)	(404)

Movement in Deferred Tax During the Period

Company	Property, plant and equipment £000	Chargeable gains held over/ rolled over £000	Other £000	Total £000
Balance at 1 February 2014	340	237	(584)	(7)
Recognised in income	(77)	-	(320)	(397)
Balance at 31 January 2015	263	237	(904)	(404)
Recognised in income	(1,193)	(11)	(540)	(1,744)
Balance at 30 January 2016	(930)	226	(1,444)	(2,148)

As at 30 January 2016, the Group has no recognised deferred income tax liability (2015: £nil) in respect of taxes that would be payable on the unremitted earnings of certain overseas subsidiaries. As at 30 January 2016, the unrecognised gross temporary differences in respect of overseas subsidiaries is £32,088,000 (2015: £30,072,000). No deferred income tax liability has been recognised in respect of this temporary timing difference due to the foreign profits exemption, the availability of double tax relief and the ability to control the remittance of earnings.

There are no income tax consequences attached to the payment of dividends by the Group to its shareholders.

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. This will reduce the group's future current tax charge accordingly. The deferred tax asset at 30 January 2016 has been calculated based on a rate of 19% as this is the prevailing rate at which the group expects the deferred tax liability to reverse.

Notes to the Consolidated Financial Statements (continued)

27. Capital

Issued Ordinary Share Capital

Group and Company	Number of ordinary shares thousands	Ordinary share capital £'000
At 31 January 2015 and 30 January 2016	194,647	2,433

An Ordinary Resolution was passed at the Annual General Meeting, effective 30 June 2014, resulting in a share split whereby four ordinary shares were issued for each ordinary share. In accordance with IAS 33, the number of shares outstanding before the event has been adjusted for the proportionate change as if the event had occurred at the beginning of the earliest period presented.

The total number of authorised ordinary shares was 248,600,000 (2015: 248,600,000) with a par value of 1.25p per share (2015: 1.25p per share). All issued shares are fully paid.

The capital structure of the Group consists of equity attributable to equity holders of the parent, comprising issued share capital, share premium and retained earnings.

It is the Board's policy to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The processes for managing the Group's capital levels are that the Board regularly monitors the net cash / debt in the business, the working capital requirements and forecast cash flows. Based on this analysis, the Board determines the appropriate return to equity holders while ensuring sufficient capital is retained in the business to meet its strategic objectives.

The Board consider the capital of the Group as the net cash / debt at the year end (see note 32) and the Board review the gearing position of the Group which as at 30 January 2016 was less than zero (2015: less than zero). There were no changes to the Group's approach to capital management during the period.

Full disclosure on the rights attached to shares is provided in the Directors' Report on page 65.

28. Non-controlling Interests

The following disclosure provides summarised financial information for investments that have non-controlling interests. Non-controlling interest is initially measured at the proportionate interest in identifiable net assets of the acquiree.

The table below provides a list of the subsidiaries which include non-controlling interests at 30 January 2016 and 31 January 2015:

Group	Country of incorporation	% of non-controlling interests and non-controlling voting rights at 30 January 2016	% of non-controlling interests and non-controlling voting rights at 31 January 2015	Net income/(loss) attributable to non-controlling interests for 52 weeks ending 30 January 2016 £'000	Non-controlling interests at 30 January 2016 £'000	Net income/(loss) attributable to non-controlling interests for 52 weeks ending 31 January 2015 £'000	Non-controlling interests at 31 January 2015 £'000
Name of subsidiary:							
Sprinter Megacentros Del Deporte SLU (Sprinter)	Spain	49.9%	49.9%	4,008	21,618	3,263	17,757
ActivInstinct Holdings Limited	UK	13.3%	18.8%	(1,266)	(2,509)	300	(1,241)
Mainline Menswear Holdings Limited	UK	20.0%	20.0%	373	1,643	254	1,270
Tessuti Group Limited	UK	40.0%	40.0%	267	(1,272)	(537)	(1,539)
Cloggs Online Limited	UK	6.0%	6.0%	(93)	(160)	(77)	(135)
Ark Fashion Limited	UK	22.0%	22.0%	(297)	(841)	(557)	(742)
Tiso Group Limited	UK	40.0%	40.0%	(265)	(1,417)	(306)	(1,151)
JD Sports Fashion Germany GmbH	Germany	15.0%	15.0%	25	230	67	221
Other	UK/ Malaysia	15% - 50%	15% - 20%	244	1,113	(1,113)	(938)
				2,996	18,405	1,294	13,502

During the period, the Group has increased its shareholding in three non-wholly owned subsidiaries. The consideration paid was negligible.

Notes to the Consolidated Financial Statements (continued)

28. Non-controlling Interests (continued)

The table below provides summarised financial information for significant non-controlling interests at 30 January 2016 and 31 January 2015:

	Sprinter 2016 £000	Sprinter 2015 £000
Summarised statement of financial position		
Current assets	52,370	47,186
Non-current assets	38,080	33,894
Total assets	90,450	81,080
Current liabilities	(40,647)	(34,203)
Non-current liabilities	(1,755)	(1,779)
Net assets	48,048	45,098

	Sprinter 52 weeks to 30 January 2016 £000	Sprinter 52 weeks to 31 January 2015 £000
Summarised results of operations		
Revenue	141,590	118,730
Profit for the period, net of tax	7,888	6,405

	Sprinter 52 weeks to 30 January 2016 £000	Sprinter 52 weeks to 31 January 2015 £000
Summarised statement of cash flows		
Net cash provided by operating activities	12,200	11,343
Net cash used in investing activities	(12,707)	(9,524)
Net cash used in financing activities	(1,613)	(1,468)
Cash and cash equivalents:		
At the beginning of the period	24,461	24,110
At the end of the period	22,341	24,461

29. Dividends

After the reporting date the following dividends were proposed by the Directors. The dividends were not provided for at the reporting date.

	52 weeks to 30 January 2016 £000	52 weeks to 31 January 2015 £000
6.2000p per ordinary share (2015: 5.9000p)	12,068	11,484

Dividends on Issued Ordinary Share Capital

	52 weeks to 30 January 2016 £000	52 weeks to 31 January 2015 £000
Group and Company		
Final dividend of 5.9000p (2015: 5.6625p) per qualifying ordinary share paid in respect of prior period, but not recognised as a liability in that period	11,484	11,022
Interim dividend of 1.2000p (2015: 1.1500p) per qualifying ordinary share paid in respect of current period	2,336	2,238
	13,820	13,260

Notes to the Consolidated Financial Statements (continued)

30. Commitments

Group

(i) Capital Commitments

As at 30 January 2016, the Group had entered into contracts to purchase property, plant and equipment as follows:

Group	2016 £'000	2015 £'000
Contracted	4,442	15,344

(ii) Operating Lease Commitments

The Group leases various retail outlets, offices, warehouses, plant and equipment under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights.

Undiscounted total future minimum rentals payable under non-cancellable operating leases are as follows:

Group	Land and buildings 2016 £'000	Plant and equipment 2016 £'000	Land and buildings 2015 (restated) £'000	Plant and equipment 2015 (restated) £'000
	2016 £'000	2016 £'000	2015 £'000	2015 £'000
Within one year	106,219	1,846	95,657	2,339
Later than one year and not later than five years	312,653	1,583	264,484	2,583
After five years	219,975	3	172,223	4
	638,847	3,432	532,364	4,926

The future minimum rentals payable on land and buildings represent the base rents that are due on each property over the non-cancellable lease term, being usually the earliest date at which the lease can be exited. Certain properties have rents which are partly dependent on turnover levels in the individual store concerned.

(iii) Sublease Receipts

The Group subleases various retail outlets under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights. The total future minimum operating sublease receipts expected to be received at 30 January 2016 are as follows:

Group	2016 £'000	2015 (restated) £'000
Within one year	489	468
Later than one year and not later than five years	1,447	1,434
After five years	613	957
	2,549	2,859

Company

(i) Capital Commitments

As at 30 January 2016, the Company had entered into contracts to purchase property, plant and equipment as follows:

Company	2016 £'000	2015 £'000
Contracted	261	8,912

Notes to the Consolidated Financial Statements (continued)

30. Commitments (continued)

(ii) Operating Lease Commitments

The Company leases various retail outlets, offices, warehouses, plant and equipment under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights.

Undiscounted total future minimum rentals payable under non-cancellable operating leases are as follows:

Company	Land and buildings 2016 £000	Plant and equipment 2016 £000	Land and buildings	Plant and equipment
			2015 (restated) £000	2015 (restated) £000
Within one year	53,696	890	48,478	1,287
Later than one year and not later than five years	160,502	839	139,761	1,628
After five years	125,961	-	97,813	-
	340,159	1,729	286,052	2,915

(iii) Sublease Receipts

The Company subleases various retail outlets under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights. The total future minimum operating sublease receipts expected to be received at 30 January 2016 are as follows:

Company	2016 £000	2015 £000
Within one year	324	350
Later than one year and not later than five years	1,254	1,211
After five years	578	880
	2,156	2,441

31. Pension Schemes

The Group operates defined contribution pension schemes, the assets of which are held separately from those of the Group in independently administered funds. Obligations for contributions to the defined contribution schemes are recognised as an expense in the Consolidated Income Statement when incurred.

The pension charge for the period represents contributions payable by the Group of £3,091,000 (2015: £2,602,000) in respect of employees, and £26,000 (2015: £39,000) in respect of Directors. The amount owed to the schemes at the period end was £435,000 (2015: £393,000).

Notes to the Consolidated Financial Statements (continued)

32. Analysis of Net Cash

Net cash consists of cash and cash equivalents together with other borrowings from bank loans and overdrafts, other loans, loan notes, finance leases and similar hire purchase contracts.

Group	At 31 January £000	Cash flow £000	Non-cash movements £000	At 30 January
				2016 £000
Cash at bank and in hand	121,317	99,586	(4,907)	215,996
Overdrafts	(5,620)	(634)	117	(6,137)
Cash and cash equivalents	115,697	98,952	(4,790)	209,859
Interest-bearing loans and borrowings:				
Bank loans	(60)	123	(117)	(54)
Syndicated bank facility	(31,000)	31,000	-	-
Finance lease liabilities	(63)	(45)	-	(108)
Other loans	(344)	68	-	(276)
	84,230	130,098	(4,907)	209,421
Company	At 31 January £000	Cash flow £000	Non-cash movements £000	At 30 January
				2016 £000
Cash at bank and in hand	60,070	92,975	(4,907)	148,138
Cash and cash equivalents	60,070	92,975	(4,907)	148,138
Interest-bearing loans and borrowings:				
Syndicated bank facility	(31,000)	31,000	-	-
	29,070	123,975	(4,907)	148,138

33. Related Party Transactions and Balances

Transactions and balances with each category of related parties during the period are shown below. Transactions were undertaken in the ordinary course of business on an arm's length basis. Outstanding balances are unsecured (unless otherwise stated) and will be settled in cash.

Transactions with Related Parties Who Are Not Members of the Group

Pentland Group Plc

Pentland Group Plc owns 57.5% (2015: 57.5%) of the issued ordinary share capital of JD Sports Fashion Plc. The Group and Company made purchases of inventory from Pentland Group Plc in the period and the Group also sold inventory to Pentland Group Plc. The Group also paid royalty costs to Pentland Group Plc for the use of a brand.

During the period, the Group entered into the following transactions with Pentland Group Plc:

Group	Income from related parties	Expenditure with related parties	Income from related parties	Expenditure with related parties
	2016 £000	2016 £000	2015 £000	2015 £000
Sale of inventory	45	-	42	-
Purchase of inventory	-	(21,251)	-	(25,232)
Royalty costs	-	(785)	-	(270)

Notes to the Consolidated Financial Statements (continued)

33. Related Party Transactions and Balances (continued)

At the end of the period, the following balances were outstanding with Pentland Group Plc:

Group	Amounts owed by related parties	Amounts owed to related parties	Amounts owed by related parties	Amounts owed to related parties
	2016	2016	2015	2015
	£000	£000	£000	£000
Trade receivables / (payables)	-	(570)	4	(638)

During the period, the Company entered into the following transactions with Pentland Group Plc:

Company	Income from related parties	Expenditure with related parties	Income from related parties	Expenditure with related parties
	2016	2016	2015	2015
	£000	£000	£000	£000
Sale of inventory	45	-	48	-
Purchase of inventory	-	(10,912)	-	(11,573)

At the end of the period, the Company had the following balances outstanding with Pentland Group Plc:

Company	Amounts owed by related parties	Amounts owed to related parties	Amounts owed by related parties	Amounts owed to related parties
	2016	2016	2015	2015
	£000	£000	£000	£000
Trade receivables / (payables)	-	(283)	2	(580)

Transactions with Related Parties Who Are Members of the Group Subsidiaries

Subsidiaries

The Company transacts and has outstanding balances with its subsidiaries. The Company enters into loans with its subsidiaries as follows:

Long term loans represent historic intercompany balances and initial investment in subsidiary undertakings to enable them to purchase other businesses. These loans do not attract interest when the subsidiaries are wholly owned, with the exception of loans to Spodis SA and JD Sports Fashion (France) SAS, where interest is charged at the official French government interest rate. This interest rate is variable and is reviewed quarterly. For subsidiaries with a non-controlling interest, these long term loans attract interest at the UK base rate plus an applicable margin. All long term loans are repayable on demand.

Debenture loans represent formal loan agreements previously put in place between the Company and its subsidiaries RD Scott Limited and Premium Fashion Limited (2015: RD Scott Limited and Premium Fashion Limited). These loans attract interest at the UK base rate plus a margin of 2.0% and are repayable on demand.

The secured loan from the Company is secured upon the intellectual property in Duffer of St George Limited. This loan accrues interest at the UK base rate plus a margin of 4.0%. This loan is repayable on demand.

Other intercompany balances and trade receivables/payables relates to

- The sale and purchase of stock between the Company and its subsidiaries on arms length terms
- Recharges for administrative overhead and distribution costs.

Other intercompany balances are settled a month in arrears. These balances do not accrue interest. In certain circumstances where the subsidiaries have not repaid these balances, they have been reclassified to long term loans, and therefore accrue interest as applicable.

Notes to the Consolidated Financial Statements (continued)

33. Related Party Transactions and Balances (continued)

During the period, the Company entered into the following transactions with subsidiaries:

Company	Income from related parties	Expenditure with related parties	Income from related parties	Expenditure with related parties
	2016 £000	2016 £000	2015 £000	2015 £000
Sale / Purchase of inventory	134,273	(6,954)	87,923	(7,001)
Interest receivable	2,108	-	1,851	-
Dividend income received	680	-	357	-
Rental income	695	-	440	-
Royalty income	732	-	900	-
Concession fee payable	-	(192)	-	(167)
Management charge receivable	4,321	-	1,988	-

At the end of the period, the Company had the following balances outstanding with subsidiaries:

Company	Amounts owed by related parties	Amounts owed to related parties	Amounts owed by related parties	Amounts owed to related parties
	2016 £000	2016 £000	2015 £000	2015 £000
Non-trading loan receivable	138,886	-	130,752	-
Non-trading loan receivable (interest bearing)	59,051	-	31,064	-
Non-trading loan payable	-	(7,328)	-	(7,328)
Debenture loan receivable (interest bearing)	7,312	-	7,255	-
Secured loan receivable	670	-	641	-
Trade receivables / (payables)	9,238	(214)	12,771	(284)
Other intercompany balances	56,252	(10,096)	66,078	(9,163)
Income tax group relief	-	(13,110)	-	(13,145)

Remuneration of Key Management Personnel

Other than the remuneration of Directors as shown in note 5 and in the Directors' Remuneration Report on page 79 there have been no other transactions with Directors in the year (2015: nil)

34. Contingent Liabilities

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the company treats the guarantee contract as a contingent liability until such time as it becomes probable that the company will be required to make a payment under the guarantee.

The Company has provided the following guarantees:

- Guarantee on the working capital facilities and bonds and guarantees in Spodis SA of €6,600,000 (2015: €6,600,000)
- Guarantee on the working capital and other banking facilities in relation to the Sprinter Megacentros Del Deporte SLU of €8,750,000 (2015: €8,750,000)
- Guarantee on the working capital facilities in Cloggs Online Limited of £500,000 (2015: £500,000)
- Guarantee on the working capital facilities in Kooga Rugby Limited of £250,000 (2015: £250,000)
- Guarantee on the working capital facilities Kukri Sports Limited and Kukri GB Limited of £1,000,000 (2015: £nil)
- Guarantee to Kiddicare Properties Limited in relation to the rental commitments on four stores assigned to Blacks Outdoor Retail Limited in the year. The total value of the remaining rental commitments at 30 January 2016 was £15,383,026 (2015: £21,700,000)

Notes to the Consolidated Financial Statements (continued)

35. Subsequent Events

Sports Unlimited Retail BV

On 20 March 2016, the Group acquired, via its newly incorporated subsidiary Sports Unlimited Retail BV, the trading assets and trade of the Aktiesport and Perry Sport fascias from the Trustee of Unlimited Sports Group BV which was declared bankrupt by the court of Amsterdam on 23 February 2016. On acquisition there were 187 trading stores and two trading websites.

The Board believe that the cash consideration of €26.5 million represents the current best estimates of the fair value of the net assets acquired.

	Provisional fair value at 20 March 2016 £000
Acquiree's net assets at acquisition date:	
Property, plant and equipment	3,929
Inventories	23,330
Cash and cash equivalents	58
Trade and other payables	(8,364)
Net identifiable assets	18,953
Goodwill on acquisition	-
Consideration paid - satisfied in cash	18,953

36. Ultimate Parent Company

The Company is a subsidiary undertaking of Pentland Group Plc which is also the ultimate parent company. Pentland Group Plc is incorporated in England and Wales.

The largest group in which the results of the Company are consolidated is that headed by Pentland Group Plc. The results of Pentland Group Plc may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

The Company has taken advantage of the exemption in s408 of the Companies Act 2006 not to present its individual income statement and related notes. The total recognised comprehensive income for the parent included in these consolidated financial statements is £91,931,000 (2015: £70,150,000). The Consolidated Financial Statements of JD Sports Fashion Plc are available to the public and may be obtained from The Company Secretary, JD Sports Fashion Plc, Hollinsbrook Way, Pilsworth, Bury, BL9 8RR or online at www.jpplc.com.

Notes to the Consolidated Financial Statements (continued)

37. Subsidiary Undertakings

The following companies were the subsidiary undertakings of JD Sports Fashion Plc at 30 January 2016.

Name of subsidiary	Place of registration	Nature of business and operation	Ownership interest	Voting rights interest
John David Sports Fashion (Ireland) Limited	Ireland	Retailer of sports inspired footwear and apparel	100.0%	100.0%
JD Sports Limited	Ireland	Intermediate holding company	100.0%	100.0%
Athleisure Limited	UK	Intermediate holding company	100.0%	100.0%
Jog Shop Limited*	UK	Dormant company	100.0%	100.0%
Allsports.co.uk Limited*	UK	Dormant company	100.0%	100.0%
Sonneti Fashions Limited*	UK	Dormant company	100.0%	100.0%
Peter Werth Limited*	UK	Dormant company	100.0%	100.0%
First Sport Limited*	UK	Dormant company	100.0%	100.0%
Capsos Holdings Limited*	Isle of Man	Intermediate holding company	100.0%	100.0%
R.D. Scott Limited	UK	Retailer of fashion clothing and footwear	100.0%	100.0%
Topgrade Sportswear Holdings Limited	UK	Dormant company	80.0%	80.0%
Topgrade Sportswear Limited*	UK	Distributor and multichannel retailer of sports and fashion clothing and footwear	80.0%	80.0%
GetTheLabel.com Limited*	UK	Dormant company	80.0%	80.0%
Topgrade Trading Limited*	UK	Dormant company	80.0%	80.0%
Nicholas Deakins Limited	UK	Distributor of fashion footwear	100.0%	100.0%
JD Sports Fashion (France) SAS	France	Intermediate holding company	100.0%	100.0%
Spodis SA*	France	Retailer of sports footwear and accessories	100.0%	100.0%
Kooga Rugby Limited	UK	Distributor of rugby clothing and accessories	100.0%	100.0%
Duffer of St George Limited	UK	Licensor of a fashion brand	100.0%	100.0%
Focus Brands Limited	UK	Intermediate holding company	80.0%	80.0%
Focus Group Holdings Limited*	UK	Intermediate holding company	80.0%	80.0%
Focus International Limited*	UK	Distributor of sports clothing and footwear	80.0%	80.0%
Focus Sports & Leisure International Limited*	UK	Dormant company	80.0%	80.0%
Focus Italy S.p.a.*	Italy	Distributor of sports clothing and footwear	80.0%	80.0%
Focus Equipment Limited*	UK	Dormant company	80.0%	80.0%
Kukri Sports Limited	UK	Intermediate holding company	100.0%	100.0%
Kukri GB Limited*	UK	Distributor and retailer of sports clothing and accessories	100.0%	100.0%
Kukri (Asia) Limited*	Hong Kong	Distributor of sports clothing and accessories	100.0%	100.0%
Kukri NZ Limited*	New Zealand	Distributor of sports clothing and accessories	75.0%	75.0%
Kukri Sports Ireland Limited*	Ireland	Distributor of sports clothing and accessories	100.0%	100.0%
Kukri Australia Pty Limited*	Australia	Distributor of sports clothing and accessories	83.0%	83.0%
Kukri Sports Canada Inc*	Canada	Distributor of sports clothing and accessories	75.0%	75.0%
Kukri Sports Middle East JLT*	Middle East	Distributor of sports clothing and accessories	100.0%	100.0%
Kukri Pte Limited*	Singapore	Distributor of sports clothing and accessories	100.0%	100.0%
Kukri Events Limited*	UK	Dormant company	100.0%	100.0%
Frank Harrison Limited*	UK	Dormant company	90.0%	90.0%
Kukri (HK) Limited*	Hong Kong	Dormant company	100.0%	100.0%
Squirrel Sports Limited*	UK	Dormant company	100.0%	100.0%
The John David Group Limited	UK	Dormant company	100.0%	100.0%
JD Sports Limited	UK	Dormant company	100.0%	100.0%
Champion Sports Group Limited*	Ireland	Intermediate holding company	100.0%	100.0%
PCPONE*	Ireland	Intermediate holding company	100.0%	100.0%
Champion Retail Limited*	Ireland	Retailer of sports and leisure goods	100.0%	100.0%
Champion Sports Ireland*	Ireland	Retailer of sports and leisure goods	100.0%	100.0%
Champion Sports Newco Limited*	Ireland	Dormant company	100.0%	100.0%
Marathon Sports Limited*	Ireland	Dormant company	100.0%	100.0%
Champion Sports (Holdings) Unlimited*	Ireland	Dormant company	100.0%	100.0%
JD Sprinter Holdings 2010 SL	Spain	Intermediate holding company	50.1%	50.1%
JD Spain Sports Fashion 2010 SL*	Spain	Retailer of sports and leisure goods	65.1%	65.1%
Sprinter Megacentros Del Deporte SLU*	Spain	Retailer of sports and leisure goods	50.1%	50.1%
Blacks Outdoor Retail Limited	UK	Retailer of outdoor footwear, apparel and equipment	100.0%	100.0%

*Indirect holding of the Company

Notes to the Consolidated Financial Statements (continued)

37. Subsidiary Undertakings (continued)

Name of subsidiary	Place of registration	Nature of business and operation	Ownership interest	Voting rights interest
Ultimate Outdoors Limited*	UK	Dormant company	100.0%	100.0%
Oswald Bailey Limited*	UK	Dormant company	100.0%	100.0%
Source Lab Limited	UK	Design and distributor of sportswear	85.0%	85.0%
Tessuti Group Limited	UK	Intermediate holding company	60.0%	60.0%
Tessuti Limited*	UK	Retailer of fashion clothing and footwear	60.0%	60.0%
Tessuti Retail Limited*	UK	Dormant company	60.0%	60.0%
Prima Designer Limited*	UK	Intermediate holding company	60.0%	60.0%
Blue Retail Limited*	UK	Retailer of sports inspired footwear and apparel	49.8%	49.8%
Cloggs Online Limited	UK	Multichannel retailer of fashion footwear	94.0%	94.0%
Ark Fashion Limited	UK	Retailer of fashion clothing and footwear	78.0%	78.0%
Tiso Group Limited	UK	Intermediate holding company	60.0%	60.0%
Graham Tiso Limited*	UK	Retailer of outdoor footwear, apparel and equipment	60.0%	60.0%
Sundown Limited*	UK	Dormant company	60.0%	60.0%
Alpine Group (Scotland) Limited*	UK	Intermediate holding company	60.0%	60.0%
The Alpine Group Limited*	UK	Intermediate holding company	60.0%	60.0%
Alpine Bikes Limited*	UK	Retailer of outdoor footwear, apparel and equipment	60.0%	60.0%
The Alpine Store Limited*	UK	Dormant company	60.0%	60.0%
George Fisher Holdings Limited*	UK	Intermediate holding company	60.0%	60.0%
George Fisher Limited*	UK	Retailer of outdoor footwear, apparel and equipment	60.0%	60.0%
JD Sports Fashion Germany GmbH	Germany	Retailer of sports inspired footwear and apparel	85.0%	85.0%
JD Size GmbH	Germany	Retailer of sports inspired footwear and apparel	100.0%	100.0%
JD Sports Fashion BV*	Netherlands	Retailer of sports inspired footwear and apparel	100.0%	100.0%
Activinstinct Holdings Limited	UK	Intermediate holding company	86.7%	86.7%
Millet Sports Limited*	UK	Dormant company	86.7%	86.7%
Activinstinct Limited*	UK	Multichannel retailer of sports inspired footwear and apparel	86.7%	86.7%
Activinstinct Pty Limited*	UK	Dormant company	86.7%	86.7%
Mainline Menswear Holdings Limited	UK	Intermediate holding company	80.0%	80.0%
Mainline Menswear Limited*	UK	Retailer of premium branded Men's apparel and footwear	80.0%	80.0%
Dapper (Scarborough) Limited*	UK	Retailer of premium branded Men's apparel and footwear	80.0%	80.0%
JD Sports Gyms	UK	Operator of fitness centres	100.0%	100.0%
JD Sports Fashion SRL	Italy	Retailer of sports inspired footwear and apparel	100.0%	100.0%
JD Sports Fashion SDN BHD	Malaysia	Retailer of sports inspired footwear and apparel	50.0%	50.0%
JD Sports Fashion Belgium BVBA	Belgium	Retailer of sports inspired footwear and apparel	100.0%	100.0%
JD Sports Fashion Sweden AB	Sweden	Retailer of sports inspired footwear and apparel	100.0%	100.0%
JD Sports Fashion Denmark ApS	Denmark	Retailer of sports inspired footwear and apparel	100.0%	100.0%
JD Sports Fashion Distribution Limited	UK	Dormant company	100.0%	100.0%
Size? Limited	UK	Retailer of sports inspired footwear and apparel	100.0%	100.0%
Henleys Clothing Limited	UK	Dormant company	100.0%	100.0%
Nanny State Limited	UK	Distributor of fashion clothing and footwear	100.0%	100.0%
Fly53 Ltd	UK	Dormant company	100.0%	100.0%
Footpatrol London 2002 Limited	UK	Dormant company	100.0%	100.0%
Premium Fashion Limited	UK	Dormant company	100.0%	100.0%
Exclusive Footwear Limited	UK	Retailer of premium branded footwear	90.0%	90.0%
Pink Soda Limited	UK	Intermediate holding company	100.0%	100.0%
Varsity Kit Limited*	UK	Dormant company	100.0%	100.0%
Allsports (Retail) Limited	UK	Dormant company	100.0%	100.0%
OneTrueSaxon Limited	UK	Dormant company	100.0%	100.0%
Peter Storm Limited	UK	Dormant company	100.0%	100.0%
Open Fashion Limited	UK	Retailer of fashion clothing and footwear	100.0%	100.0%
Millets Limited	UK	Dormant company	100.0%	100.0%
Planet Fear Limited	UK	Dormant company	100.0%	100.0%
JD Sports Active Limited	UK	Dormant company	100.0%	100.0%
Hip Store Limited	UK	Retailer of fashion clothing and footwear	100.0%	100.0%

Five Year Record

	(iv) 52 weeks to 28 January 2012 £000	(iv) 53 weeks to 2 February 2013 £000	(iv) 52 weeks to 1 February 2014 £000	(iv) 52 weeks to 31 January 2015 £000	52 weeks to 30 January 2016 £000
Revenue	1,059,523	1,258,892	1,216,371	1,522,253	1,821,652
Cost of sales	(538,676)	(645,404)	(624,220)	(782,703)	(937,431)
Gross profit	520,847	613,488	592,151	739,550	884,221
Selling and distribution expenses - normal	(403,923)	(494,619)	(455,657)	(564,333)	(648,333)
Selling and distribution expenses - exceptional	(10,532)	(3,724)	(5,164)	(4,467)	-
Selling and distribution expenses	(414,455)	(498,343)	(460,821)	(568,800)	(648,333)
Administrative expenses - normal	(43,193)	(59,973)	(55,185)	(73,969)	(78,228)
Administrative expenses - exceptional	847	(1,624)	-	(5,060)	(25,496)
Administrative expenses	(42,346)	(61,597)	(55,185)	(79,029)	(103,724)
Other operating income	2,730	2,427	1,723	925	1,242
Operating profit	66,776	55,975	77,868	92,646	133,406
Before exceptional items	76,461	61,323	83,032	102,173	158,902
Exceptional items	(9,685)	(5,348)	(5,164)	(9,527)	(25,496)
Operating profit before financing and share of result of joint venture	66,776	55,975	77,868	92,646	133,406
Share of results of joint venture before exceptional items (net of income tax)	(102)	-	-	-	-
Share of exceptional items (net of income tax)	1,170	-	-	-	-
Share of results of joint venture	1,068	-	-	-	-
Financial income	646	645	582	657	388
Financial expenses	(1,048)	(1,503)	(1,619)	(2,807)	(2,163)
Profit before tax	67,442	55,117	76,831	90,496	131,631
Income tax expense	(18,093)	(13,875)	(18,897)	(20,741)	(31,001)
Profit for the period	49,349	41,242	57,934	69,755	100,630
Discontinued operation					
Loss from discontinued operation, net of tax	-	-	(16,448)	(15,784)	-
Attributable to equity holders of the parent	46,847	38,786	40,158	52,677	97,634
Attributable to non-controlling interest	2,502	2,456	1,328	1,294	2,996
Basic earnings per ordinary share from continuing operations (i)	24.07p	19.93p	29.08p	35.17p	50.16p
Adjusted basic earnings per ordinary share from continuing operations (ii)	26.47p	22.13p	30.82p	38.89p	61.34p
Dividends per ordinary share (iii)	6.32p	6.58p	6.78p	7.05p	7.40p

- (i) Basic and adjusted earnings per ordinary share and dividends per ordinary share have been adjusted to reflect the share split (see note 27), effective 30 June 2014, as if the event had occurred at the beginning of the earliest period presented.
- (ii) Adjusted basic earnings per ordinary share is based on earnings excluding the post-tax effect of certain exceptional items (see note 11).
- (iii) Represents dividends declared for the year. Under IFRS dividends are only accrued when approved.
- (iv) In accordance with IFRS 5, the results of Bank Fashion Limited ('Bank') are presented as a discontinued activity in the 52 weeks to 31 January 2015 as Bank was a separate major line of business. The Consolidated Income Statement for the 52 weeks to 1 February 2014 has consequently been re-presented as if Bank had been discontinued from the start of the comparative year. The previous two financial years as shown above have not been re-presented.

Financial Calendar

Final Results Announced	14 April 2016
Final Dividend Record Date	24 June 2016
Financial Statements Published	May 2016
Annual General Meeting	17 June 2016
Final Dividend Payable	1 August 2016
Interim Results Announced	14 September 2016
Period End (52 Weeks)	28 January 2017
Final Results Announced	April 2017

Shareholder Information

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Trading websites

www.jdsports.co.uk
www.size.co.uk
www.scottsmenswear.com
www.chausport.com
www.getthelabel.com
www.kukrisports.com
www.nicholasdeakins.com
www.peterwerth.co.uk
www.blacks.co.uk
www.millets.co.uk
www.cloggs.co.uk
www.sprinter.es
www.tessuti.co.uk
www.footpatrol.co.uk
www.tiso.com
www.georgefisher.co.uk
www.mainlinemenswear.co.uk
www.ultimateoutdoors.com
www.thehipstore.co.uk
www.jdgyms.co.uk
www.fly53.com
www.jdsports.fr
www.jdsports.nl
www.jdsports.ie
www.jdsports.de
www.jdsports.es
www.jdsports.be
www.jdsports.it
www.jdsports.se
www.jdsports.dk
www.topgradesportswear.com
www.milletsports.com

Non trading websites

www.uksourcelab.com
www.kooga-rugby.com
www.bluestheskishop.co.uk
www.thedufferofstgeorge.com
www.planetfear.com

Registered office

JD Sports Fashion Plc
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www.jpplc.com

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