



NORCROS

A POWERFUL CHOICE FOR BETTER LIVING



A POWERFUL CHOICE
FOR BETTER LIVING

ANNUAL REPORT & ACCOUNTS 2026

FOR THE 53 WEEKS ENDED 5 APRIL 2026

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UK & IRELAND'S NO.1 BATHROOM PRODUCTS GROUP

Welcome to the Norcros Annual Report 2026

We are a group of market-leading brands that design and supply sustainable bathroom and kitchen products in Europe and South Africa, in addition to selected export markets.

Our brands

EUROPE



SOUTH AFRICA



GROUP HIGHLIGHTS

Strong progress towards strategic targets

Financial highlights

Reported revenue

£393.4m
+10.6%

Underlying operating profit

£48.0m
+7.9%

Operating margin

12.2%
2025: 12.5%

Operating cash conversion

116%
2025: 84%

ROCE

20.0%
2025: 17.3%

Dividends per ordinary share (p)

11.3p
+8.7%

Sustainability highlights

- Delivered our Scope 1 and 2 science-based targets two years early, reducing emissions by 65% from our 2023 baseline
- Increased use of lower-carbon logistics, with 37% of inbound freight shipped using eco-fuel, reducing emissions by around 80% on those routes
- Accelerated our transition to more sustainable product categories through the acquisition of Fibo, strengthening our position in lower-carbon wall panel solutions
- Achieved Great Place to Work accreditation across the UK, Ireland and South Africa, reflecting strong engagement and a culture embedded through our Purpose and Keys



→ READ OUR SUSTAINABILITY REPORT FOR MORE INFORMATION

GROUP AT A GLANCE

A POWERFUL CHOICE FOR BETTER LIVING

Our Purpose: To create products and connections that offer sustainable choices for better living *(helping nurture the world we love and share)*



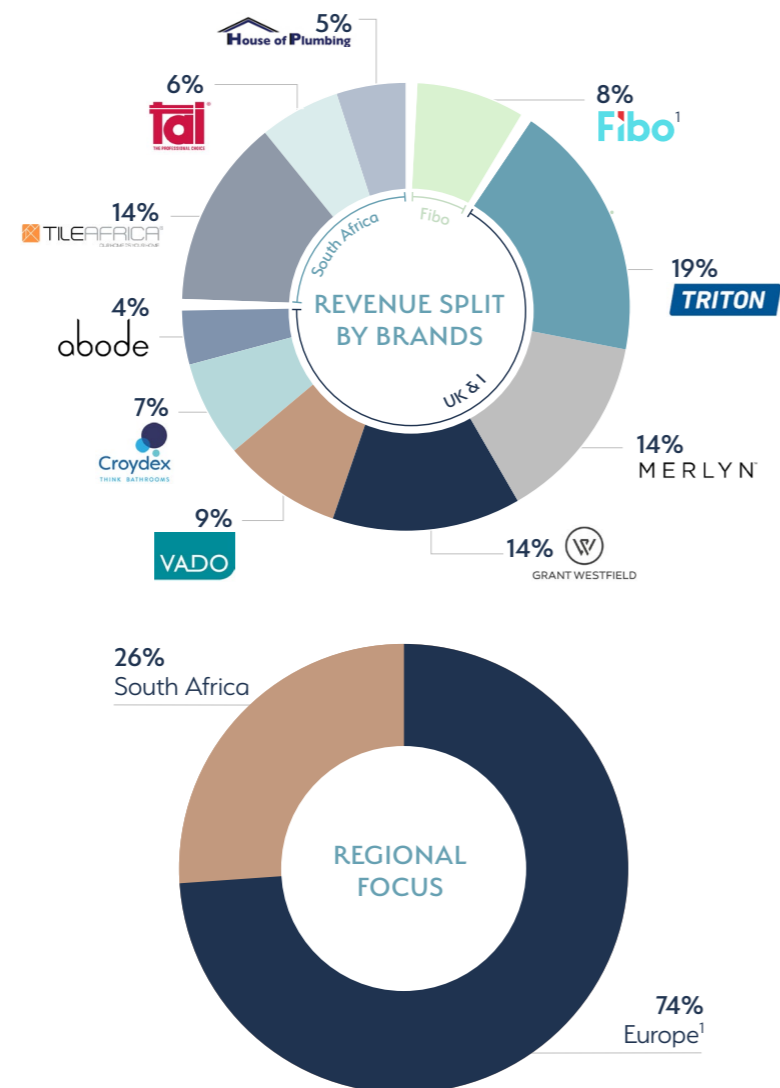
At Norcros, we believe in making a meaningful impact — on the lives of our customers, the strength of our business and the world we share.

Our purpose shapes how we think, how we act and how we make decisions across the Group. It reflects the responsibility that comes with creating products people use every day — and the importance of getting those decisions right.

We are focused on delivering well-designed, high-quality products whilst making thoughtful, practical choices about how we operate — from how we work with our customers and suppliers, to how we manage our impact on people and the environment.

This approach brings consistency to how we run our businesses, supporting long-term performance, strong relationships and sustainable growth.

Our balanced and diversified business portfolio



¹ Fibo's contribution to FY26 post-acquisition only

Our Keys (values)

At Norcros, we live our purpose by starting from a place of doing good, bravely challenging the status quo, and working together with a disciplined, collective focus.

Our Keys are the foundations of how we work at Norcros. They guide the decisions we make, the way we collaborate, and the culture we are building across the Group.

Together, they add up to **#BeSomeone**: a commitment to valuing every individual and creating an inclusive, growth-focused environment where everyone can thrive, contribute and make a positive difference.



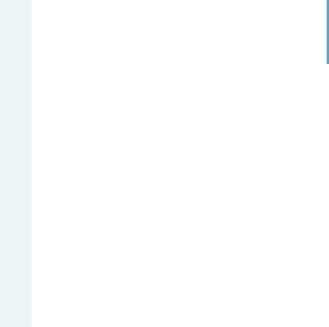
1 Care

+



2 Courage

+



3 Connection

+

4 Common Sense

= **#BeSomeone**



GROUP AT A GLANCE

CONTINUED

Our current product offering

As the UK and Ireland's No. 1 bathroom products group, our brands cover most categories in the bathroom and kitchen market, with significant opportunity for growth.

Brassware (bathroom)

Beautifully-designed taps and accessories in a range of styles and finishes



Bathroom tiles

Top-quality tiles for flooring and walls, supported by expert advice



Accessories

Toilet seats, cabinets, mirrors and more. Patented easy-fit systems for simple installation



Tile and building adhesives

Quality tiling installation material such as screeds, grouts and adhesives and the necessary tools. Made in South Africa and perfect for the local climatic conditions



Brassware (kitchen)

Beautifully-designed taps and accessories in a range of styles and finishes. WRAS-approved steaming hot water taps under the Pronteau brand by Abode



Wall coverings

A modern alternative to tiles. Looks like tile, performs like a panel. Now also available outside of the bathroom with Naturepanel



Furniture

Vanity units and bathroom furniture, offering practical storage and coordinated design



Showers

Sustainable electric showers, mixer showers and shower accessories



Enclosures and trays

Expertly crafted shower screens, doors and trays in a range of finishes. Bespoke design service for made-to-measure enclosures



Plumbing materials

A wide range of plumbing materials and fittings for professional and DIY use



Kitchen tiles

Top-quality tiles for flooring and walls, supported by expert advice



The complementary nature of our portfolio enables us to bring together products across our brands to create more complete, joined-up solutions for customers.

We are increasingly leveraging this through closer collaboration between our businesses — aligning product design, finishes and ranges to offer coordinated solutions, such as matching VADO and Triton showers with MERLYN enclosures, making it easier for customers and installers to specify, select and fit our products.

This approach allows us to increase customer value, strengthen our proposition and take share in attractive, mid-premium segments.

As we continue to develop the Group, there remain further opportunities to broaden our offering in complementary categories such as bathroom furniture and sanitaryware, supported by both organic development and targeted acquisitions.

GROUP AT A GLANCE

CONTINUED

Our diversified customer base

Breadth and depth of customer relationships ensures a high level of resilience in uncertain markets

Europe

We have broad routes to market across trade, retail and online channels and a significant export business, and a strong customer list with over 1,000 blue chip customers and with many long-term relationships. Norcros brands are often selected because of strong product design, quality and customer service.



South Africa

In South Africa, we go to market through similar channels, in addition to directly to consumers through our Tile Africa retail and House of Plumbing specialist plumbing supply businesses.



HOW WE DELIVER OUR PURPOSE

BY PROVIDING OUR CUSTOMERS WITH A POWERFUL CHOICE FOR BETTER LIVING

We live our purpose by starting from a place of doing good, always challenging the status quo, and working together with a disciplined, collective focus. Our commitment to developing beautifully-designed and environmentally-responsible bathroom products gives our customers a powerful and compelling reason to live better every day. As a team, we recognise that we cannot solve every challenge at once and are committed to telling it like it is when it comes to where we are able to positively impact and where we cannot yet do so.

This intentional and authentic approach is increasingly driving greater value creation for our shareholders, demonstrating that doing the right thing in a responsible and considered way is simply common sense.



WHY WE WANT TO ACHIEVE OUR PURPOSE

Better living, every day

We design products that people use every day — in homes, hotels and commercial spaces — and that creates an opportunity to make a real difference. By focusing on design, quality and ease of use, we help customers create better-performing, longer-lasting bathroom spaces that combine functionality with sustainability and style.

Responding to changing customer needs

Customer expectations are evolving — from sustainability and ease of installation to coordinated, design-led solutions. Our portfolio enables us to respond to these shifts, developing products that are easier to specify, fit and maintain, whilst supporting customers in reducing water and energy usage.

Collaborating with our stakeholders

We work closely with customers, suppliers and local teams across our markets to deliver long-term value. This includes building deep supplier relationships, supporting customers with reliable service and product expertise, and fostering strong, accountable businesses that contribute to the communities in which they live and work.

Creating long-term value

Our purpose supports a clear commercial model: combining strong brands, targeted innovation and disciplined execution to deliver sustainable growth. By focusing on resilient mid-premium segments and capital-light categories, we are building a more focused, higher-quality business that generates consistent returns through the cycle.

HOW WE ACHIEVE OUR PURPOSE

Empowering people and culture

Our decentralised model empowers local management teams to operate close to their customers, supported by a clear framework and shared values. Through our Purpose and Keys, we are building a culture of accountability, collaboration and continuous improvement, reflected in strong engagement and recognition through programmes such as Great Place to Work.

Design-led innovation

Our brands specialise in design-led product development, supported by in-house expertise and cross-Group collaboration. We invest in new product development and align ranges across brands to create coordinated solutions — improving customer choice whilst accelerating speed to market and driving organic growth.

Clear focus on sustainability

We are shifting our portfolio towards less carbon-intensive, more sustainable product categories, including the growth of wall panels alongside traditional materials. Through our Sustainable Products Framework, we are embedding sustainability into product design and helping customers make more informed choices.

Making things easy

We leverage our scale to improve efficiency, resilience and service across the Group. This includes investment in warehousing, logistics and inventory, enabling strong stock availability and customer service, as well as initiatives such as eco-fuel freight and footprint optimisation to reduce cost and environmental impact.



SEE PAGES 50 TO 53 FOR MORE ABOUT OUR **PEOPLE AND CULTURE**



SEE PAGE 29 FOR MORE ABOUT OUR **ORGANIC GROWTH STRATEGY**



SEE PAGE 32 FOR MORE ABOUT OUR **APPROACH TO SUSTAINABILITY**



SEE PAGE 30 FOR MORE ABOUT OUR **OPERATIONAL EXCELLENCE STRATEGY**

POWERFUL CHOICES, BROUGHT TO LIFE

Simplifying the bathroom journey through collaboration

CASE STUDY

Designing and delivering a complete bathroom remains a complex process for customers, retailers and installers. Multiple suppliers, fragmented product ranges and separate deliveries create unnecessary complexity at every stage of the journey. In many cases, a single bathroom installation can involve numerous orders and deliveries, requiring customers to coordinate multiple brands and timelines.

We are working on simplifying and demystifying the bathroom journey.

This begins with recognising that consumers do not think in terms of individual product categories, but in terms of creating a complete, coordinated space.

MERLYN and **VADO** are working closely together to address this challenge. By aligning their capabilities in showering, brassware and complementary bathroom products, the businesses are developing a more joined up proposition that reflects how customers want to buy. This includes closer collaboration on product development, coordinated ranges and more integrated solutions for retail and specification partners.

The opportunity goes beyond combining product categories. By working together, the businesses are exploring how to reduce the number of transactions and deliveries required to complete a bathroom project, simplify ordering processes, and improve the overall customer experience. For retailers and installers, this means fewer suppliers to manage. For consumers, it creates a more straightforward and less time consuming journey.

This is an intentional, growth-focused approach — using collaboration across the Group to solve real customer challenges. Whilst still at an early stage, it demonstrates how Norcros is bringing its capabilities together to support a more complete bathroom proposition and create the foundations for long-term growth.



Our focus is on simplifying the entire bathroom journey — from product selection through to installation.



CASE STUDY

Leading the shift towards sustainable wall coverings

Across the bathroom sector, there is a clear shift underway in how walls are finished — with wall panels increasingly chosen as a faster, more practical and more sustainable alternative to traditional tiling.

This is a structural shift, not a short-term trend. It reflects changing expectations from installers, customers and developers, and a growing focus on efficiency, consistency and environmental impact in both new build and renovation projects.

Norcros has made a deliberate strategic move to position itself at the centre of this shift. Through **Grant Westfield** in the UK and now **Fibo** in Norway, the Group has built strong, complementary positions in a category that continues to gain momentum across multiple markets.

The acquisition of Fibo during the year further strengthens this platform, extending the Group's reach and accelerating its transition towards lower-carbon product categories. This builds on a broader shift in the Group's portfolio away from more energy intensive tile manufacturing and towards solutions that are both less carbon intensive and better aligned with future market demand.

Wall panels offer clear practical advantages. They are designed to make installation faster and more efficient, reduce time on site and deliver a consistent, high-quality finish. These benefits are increasingly important in a market facing labour constraints and rising expectations around speed and reliability.

At the same time, sustainability considerations are becoming more influential in customer decision-making. Wall panels can offer a more efficient use of materials and energy compared with traditional alternatives, supporting a growing shift towards more sustainable renovation choices. This aligns directly with Norcros' focus on developing products that make both environmental and commercial sense.

This is a clear example of *Powerful Choices brought to life*. By combining strong local market positions with a deliberate shift in portfolio strategy, Norcros is not simply responding to change — we are helping to lead it, supporting continued share gains in a category that is reshaping the future of bathrooms.

Wall panels make installation faster and easier, while offering a more sustainable alternative — a simple, common-sense approach to modern bathroom design.

WHY INVEST IN NORCROS

Norcros is a focused, design-led group of market-leading brands operating in attractive, resilient segments, with a clear strategy to deliver sustainable growth and long-term shareholder value.

01

Market-leading brands

A portfolio of well-established, design-led brands with strong positions across multiple product categories in Europe and South Africa. Our brands operate close to their markets, combining specialist expertise with the benefits of Group scale, delivering high-quality products, strong customer relationships and consistent performance.

SEE PAGES 02 TO 05 FOR MORE ABOUT **OUR BRANDS**

02

Resilient model

A diversified and capital-light model, focused on mid-premium segments and predominantly repair, maintenance and improvement (RMI) markets. This provides resilience through economic cycles, supported by strong cash generation, disciplined cost management and a decentralised structure that enables agility and local decision-making.

SEE PAGES 18 AND 19 FOR **OUR BUSINESS MODEL**

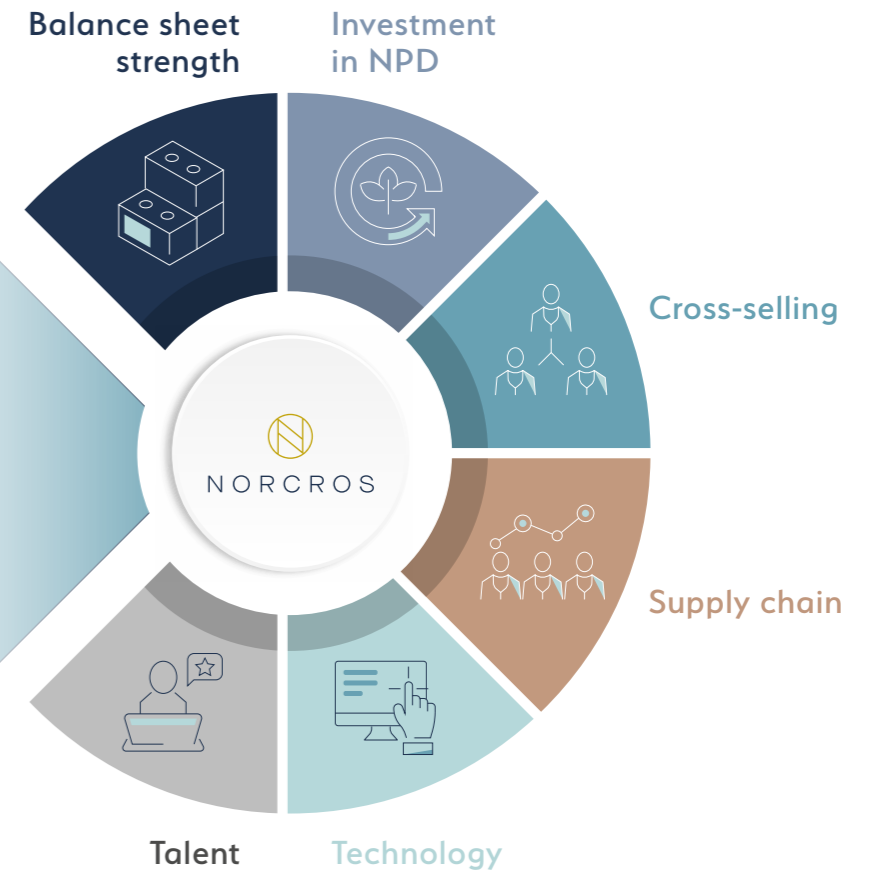
03

Proven track record

A consistent track record of delivering growth through a blend of organic initiatives and targeted acquisitions. We have successfully integrated and developed complementary businesses, whilst actively reshaping the portfolio to focus on higher-growth, higher-return categories aligned with long-term market trends.

SEE PAGES 26 TO 31 FOR MORE ABOUT **OUR STRATEGY IN ACTION**

BENEFITS OF SCALE DIFFERENTIATE IN FRAGMENTED MARKET



Accelerated growth drivers in play



Successful and scalable platform

- Market-leading brands
- Diversified products and channels
- Design and customer service
- Organic and M&A track record



Significant opportunity to develop and grow

- Large, fragmented markets
- Sustainability
- Adaptive living
- Benefits of scale



Norcros strategy

- Portfolio development
- Organic growth
- Operational excellence
- ESG driving competitive advantage

Portfolio development



Portfolio growth opportunities – where we currently have very low market share

- | | | |
|----------------------|--------------|---------|
| Sustainable products | Lighting | Europe |
| Adaptive living | Baths | Ireland |
| Shower trays | Furniture | |
| Mirrors | Sanitaryware | |

Existing portfolio

- | | |
|-------------------------------|---------------------------|
| Wall panels (Grant Westfield) | Kitchen products (Abode) |
| Accessories (Croydex) | Bathrooms (VADO) |
| Shower enclosures (MERLYN) | Electric showers (Triton) |



CHAIR'S STATEMENT

STRONG FINANCIAL PERFORMANCE CLEAR PLATFORM FOR SUSTAINED GROWTH



STEVE GOOD
Chair

Introduction

Norcros is building a focused, higher-quality group centred on branded, sustainable bathroom products, underpinned by a disciplined and repeatable model of portfolio development, organic growth and effective capital allocation.

During the year, the Group made further meaningful progress to support this, whilst also delivering a strong financial performance. Following the completion of the acquisition of Fibo and its exit from tile manufacturing, the business has significantly strengthened its position in attractive, capital-light bathroom categories. The Board has also recently announced that we are exploring the potential sale of our remaining South African business.

Consistent delivery through the cycle

Norcros again traded in line with market expectations despite subdued end markets. The Group grew market share, supported by its strong brands, mid-premium positioning and scale, and continued to progress towards the medium-term targets set out at our 2024 Capital Markets Event. Noting the current geopolitical and macroeconomic challenges, Norcros has a strong balance sheet, including healthy inventory levels, and remains well placed to take market share during periods

like this, as demonstrated through the Covid-19 period and subsequent supply chain interruptions.

Executing our strategy

Norcros continues to progress its four strategic priorities – portfolio development, organic growth, operational excellence and ESG – with discipline, and the portfolio focus achieved important milestones during the year.

Three major portfolio milestones, two completed in-year and one initiated post year-end, have significantly advanced the transition to a capital-light, sustainable bathroom products group focused on the UK and Europe. The Group acquired Fibo in Norway, adding a capital-light business in the fast-growing waterproof wall panel category, complementing Grant Westfield and creating the market leader in this attractive category in Northern Europe, whilst completing the exit from tile manufacturing following the sale of Johnson Tiles UK in 2025 and closure of Johnson Tiles South Africa in 2026.

Whilst driving the quality and focus of our portfolio, Norcros continues to grow share organically through disciplined investment in product development, targeted cross-selling, operational excellence and ESG. The Group's sustainability credentials have supported share gains in both new build and

RMI and we have steered away from the political noise around sustainability by applying common and commercial sense. Norcros' core fragmented and attractive UK and European markets provide significant opportunities for sustained further growth, both organically and through acquisition.

Review of South Africa

Following the closure of Johnson Tiles South Africa, the Board announced in May 2026 it is investigating the potential sale of the remaining South African business, in line with the plans set out at the 2024 Capital Markets Event. This is a quality profitable asset that sits outside of core product and geographic focus areas and we will provide updates on the process to find the business and its team the right shareholders at the appropriate times. The successful sale would complete the transformation of the Group into a focused European branded bathroom business.

ESG: Sustainability and responsible growth

Sustainability is integral to how Norcros grows and creates long-term value. We published our first standalone Sustainability Report last year and delivered its short-term SBTi targets for Scopes 1 and 2 two years early. The Board expects this focus to continue to support differentiation and value creation as regulations and customer expectations evolve.

Talent, culture and leadership

A key strength of Norcros is our portfolio of specialist businesses, each with strong market positions and leadership teams operating within a clearly defined, decentralised framework. This model empowers local management teams to make decisions close to their customers and markets, collaborate with other Group businesses to leverage the benefits of our collective scale where it makes sense, whilst benefiting from the Group's strategic oversight, financial discipline and shared values.

This combination of autonomy and accountability continues to drive entrepreneurial behaviour, operational agility and consistent execution across the Group. Our Purpose and Keys provide a common cultural foundation, ensuring that whilst our businesses operate independently, they are aligned in how they create value and deliver for stakeholders.

Throughout the year, our teams demonstrated resilience, ownership and adaptability in challenging conditions. On behalf of the Board, I would like to thank all colleagues for their continued commitment and contribution.

Acting responsibly

The Board remains committed to high standards of governance, integrity and accountability. Regular engagement with the Executive team provides effective oversight and challenge. The wellbeing, safety and empowerment of our people remain priorities, supported by an inclusive culture and clear values.

“Norcros' decentralised model allows each business the freedom to perform, whilst ensuring the Group benefits from clear strategy, discipline and shared values.”

Dividend

The Board is recommending a final dividend of 7.6p per share (2025: 6.9p). When combined with the interim dividend of 3.7p per share, this brings the total dividend for the year to 11.3p per share, up 8.7% compared to the prior year and maintaining an appropriate level of dividend cover.

Farewell

On behalf of the Board and the wider Norcros team, I would like to thank James Eyre, our Chief Financial Officer, who, as previously announced, will be leaving the business after 12 years of service. He has made a significant and valued contribution to Norcros, initially leading our acquisition strategy before becoming CFO.

The search process for James's successor has commenced. Andy Hamer, currently UK and Ireland Finance Director and previously Group Financial Controller, will take on the additional non-Board role of interim CFO until this process is concluded and we will update the market on progress in due course.

Outlook

The Board is confident in the Group's prospects and ability to deliver through the economic cycle. Whilst conditions remain uncertain, Norcros is well positioned with a strong balance sheet, disciplined capital allocation and a clear strategy. We will remain focused on sustainable growth, risk management and long-term value for stakeholders.

STEVE GOOD
Chair

10 June 2026

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STRATEGIC REPORT

BUSINESS MODEL

Brand business model

Our individual brands are experts at in-house design, managed sourcing and customer service. They are positioned in the mid-premium segment of the market and are differentiated from the competition by great design and outstanding customer service. Our brands benefit from being part of the Norcros Group through our financial support, organic growth accelerators and scale-based operational efficiencies.

Group business model

We acquire and grow capital-light, sustainable and design-led bathroom and kitchen products brands with strong, complementary and resilient market positions. Our decentralised model ensures that decision-making is close to our customers and supply chain. We are focused on generating cash and reinvesting in our growth as well as growing shareholder returns.

Inputs and key resources

Our people and culture

→ READ MORE ON PAGES 50 TO 53

Portfolio of market-leading brands

→ READ MORE ON PAGES 02 TO 05

Positioned in attractive, complementary geographies

→ READ MORE ON PAGES 20 TO 23

Positioned towards resilient RMI and mid-premium segments

→ READ MORE ON PAGES 20 TO 23

Strong customer relationships

→ READ MORE ON PAGES 06 TO 07

Deep supply chain partnerships

→ READ MORE IN OUR SUSTAINABILITY REPORT

Financial strength

→ READ MORE ON PAGES 46 TO 49

Design

In-house product design teams

Each of our brands specialises in niche, mid-premium, bathroom or kitchen products. Category expertise, consumer insight and market knowledge drive product design and development. Group knowledge sharing enhances new product development, which boasts a robust pipeline and impressive annual vitality rates.

Technology and I.P.

Through the process of new product development, the brands within the Group develop technologies and intellectual property that drives competitive advantage. Brands within the Norcros Group can benefit from these inventions within their own product design and product innovations.

Sustainable products

Global megatrends, including climate change, energy transition and ageing populations, are creating an increasing focus on sustainability. In the future, there will be an increasing demand for bathroom and kitchen products that are less carbon-intensive, make more economical use of water and energy and cater for the needs of ageing consumers. Our focus on reducing energy consumption, enhancing social benefits and promoting a circular economy drives our competitive advantage through sustainable products and ESG focus.

BRANDS



M&A

Our dedicated in-house corporate development team develops our M&A pipeline and leads transactions and integration. We target successful, capital-light businesses with strong management teams and growth plans that align with our strategy and culture. We deliver dedicated integration plans that realise growth synergies and drive benefits of Group scale.

GROUP

Growth accelerators

We enable our brands to accelerate growth through a range of cross-Group resources, processes and programmes. These include key account management, cross-selling programmes, new product development coordination and a Marketing Forum. Each is focused on collaborating across our Group to increase sales and brand awareness.

Source

Deep sourcing

We leverage deep sourcing to thoroughly understand our suppliers' operations and networks. By engaging with suppliers and sub-suppliers, we ensure a resilient, transparent and strategically-aligned supply chain, while proactively managing risks, maintaining high-quality standards and fostering strong supplier relationships, which enhance performance and competitiveness.

Quality and reliability

Our commitment to quality and reliability is unwavering. Our products undergo rigorous testing to meet stringent quality and safety standards. We're proud of our record, with less than 0.11% of customer products being recalled for quality issues and 0.01% for safety concerns. Our reputation as a reliable supplier is built on this dedication.

Assurance

We excel in product assurance through meticulous planning, aligning quality standards with customer needs and regulatory requirements. In partnership with our manufacturers, we ensure consistent quality through robust process controls and inspections. Our culture of continuous improvement ensures customers receive reliable, high-quality products they can trust.

Operating platform

We enable our brands to be more efficient and effective by collaborating across our Group on sourcing, warehousing and logistics, and technology and data. Our model is based on a culture of continuous improvement, collaboration and innovation. As we increase the level of collaboration, we are able to realise the benefits of scale.

Service

Routes to market

In the UK, we primarily go to market through B2B channels. These include trade (merchants), specification (residential and commercial), retail and online, where we have many long-term customer relationships. In South Africa, we have a vertically-integrated model where, in addition to B2B channels, we have a retail division direct to consumers. We also export products from the UK, Ireland and South Africa, typically using local distributors or retailers.

Technical support

Providing exceptional technical support to partners is a priority. We offer dedicated teams for swift, accurate issue resolution, technical drawings, product specifications, and installation instructions. Support is available through a variety of channels. Proactive follow-ups ensure satisfaction, and our feedback mechanism enhances support quality. Our tailored, responsive approach strengthens partnerships.

Excellent customer service

We are differentiated by our ability to provide timely, accurate and quality delivery of our products. This is enabled by our investment in stock, warehousing and logistics, customer communications and dedicated after-sales support.

Value we create for stakeholders

Employees

Opportunity to develop skills and careers in an inclusive, collaborative and innovative environment where we can all #BeSomeone

Customers

Exceptional customer service and long-term relationships

End consumers

On-trend, design-led sustainable products that make great bathroom and kitchen spaces

Society

Supporting communities as an employer and through local development projects

Environment

Providing innovative sustainable products that reduce carbon, energy and water usage

Supply chain

Long-term, trusted partnerships with multiple strong routes to market

Shareholders

High quality of earnings with progressive returns

ESG drives competitive advantage



People



Product



Planet






OUR MARKETPLACE

Significant opportunity for organic and M&A growth in large, fragmented markets

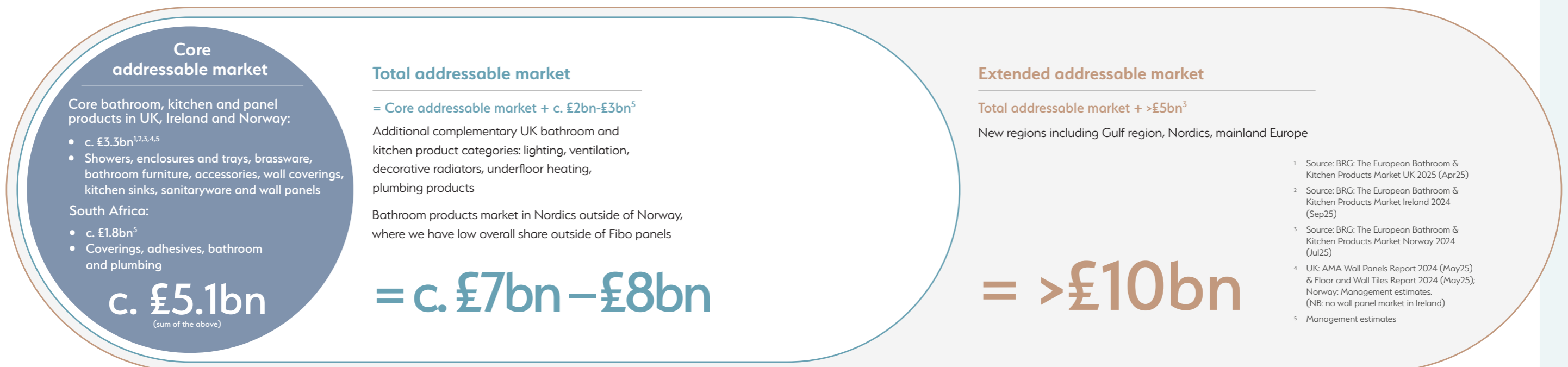
We operate in the bathroom and kitchen products markets in Europe (the UK, Ireland and Norway) and South Africa.

We consider our market in three groups:

| | | |
|---|--|---|
|  |  |  |
| <h3>Core Addressable Market</h3> <p>This covers the core product categories that we serve today in Europe and South Africa.</p> | <h3>Total Addressable Market</h3> <p>This covers a range of complementary bathroom product categories that we are not materially serving today, but where we have the routes to market to be successful.</p> | <h3>Extended Addressable Market</h3> <p>This covers a range of geographies where we are not currently based, but where we have some experience of operating. It also includes a wider range of adjacent product categories.</p> |

Market in numbers

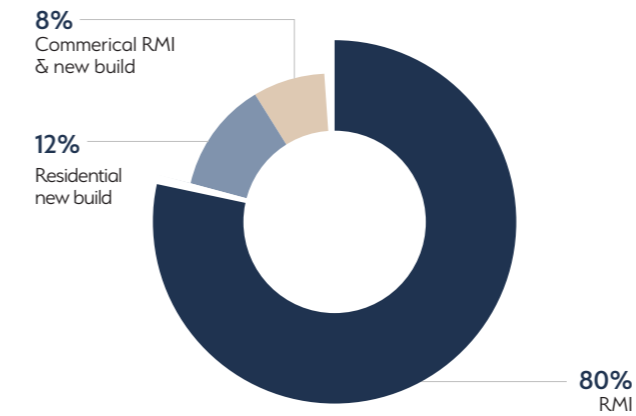
The diagram shows how our total market is broken down.



¹ Source: BRG: The European Bathroom & Kitchen Products Market UK 2025 (Apr25)
² Source: BRG: The European Bathroom & Kitchen Products Market Ireland 2024 (Sep25)
³ Source: BRG: The European Bathroom & Kitchen Products Market Norway 2024 (Jul25)
⁴ UK: AMA Wall Panels Report 2024 (May25) & Floor and Wall Tiles Report 2024 (May25); Norway: Management estimates. (NB: no wall panel market in Ireland)
⁵ Management estimates

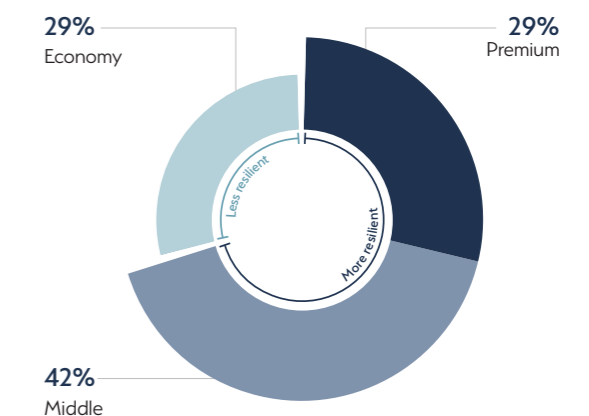
The sweet spot

End market¹



- RMI² main driver of bathroom and kitchen market; 81% of Norcros revenue in FY26
- New build headwinds, but strong underlying medium-term growth drivers and recovery potential

Quality/price point¹



- Norcros in more resilient mid-premium segment
- Differentiated from building sector commodities

¹ Source: BRG: The European Bathroom & Kitchen Product Markets UK 2025
² RMI: Renovation Maintenance Improvement

OUR MARKETPLACE

CONTINUED

Market drivers

Europe

Market sizes

BRG^{1,2,3} estimates that the bathroom and kitchen product markets of the UK, Ireland and Norway are £2.1bn, £0.2bn and £0.3bn respectively.

End market

Demand for bathroom and kitchen products is split between repair, maintenance and investment (RMI), residential new build and commercial (for example, hotels and commercial buildings).

RMI is the main driver of the bathroom market, accounting for approximately 80%¹ of UK demand. Small renovation projects and replacement purchases are the typical consumer reasons for RMI demand. This area of the market also includes larger renovation projects. Given that most of RMI spend is driven by need, it is somewhat resilient to economic conditions.

New build accounts for approximately 12%¹ of the UK market. Demand is driven by the need to fit out bathrooms in new houses. The bathroom products market (both new build and RMI) benefits from the trend of having more bathrooms in the home. New build demand is more cyclical and depends on the housing market. Recent inflationary pressures and higher mortgage rates have seen challenges in this part of the economy. However, with a growing population, ageing housing stock and an undersupply of housing, we expect to see the housing market improve over the medium term. This market is important and attractive for Norcros as it often includes larger-scale projects with multiple units.

Commercial RMI and new build accounts for approximately 8%¹ of the UK market. This is an attractive market to be in because it involves larger-scale projects (both RMI and new build). However, it is also typically cyclical in line with the regional economy.

Norcros' revenue broadly mirrors the RMI/new build/commercial split, although with the downturn in housing starts in the UK market, the RMI market represented approximately 81% of the Group UK revenue.

Quality/price point

The market is typically viewed in three segments: premium, middle and economy.

The mid-premium segments account for approximately 71%¹ of the market. These segments are typically more resilient to cost-of-living pressures as consumers are less price sensitive. They also offer higher margins for high-quality, sustainable and in-fashion products.

Norcros is mainly focused on the mid-premium segment.

Market dynamics

The UK bathroom products market is estimated to have contracted in the year¹, primarily driven by the downturn in residential new build construction, exacerbated by the negative impact on residential RMI due to cost-of-living pressures.

The pace of any recovery in the new build sector is still unclear; exacerbated by the Iranian conflict, its associated impact on energy prices and the potential that central banks will increase interest rates to mitigate inflationary pressures. RMI is likely to remain lacklustre given consumer sentiment has recently deteriorated sharply.

The medium-term outlook, however, remains positive, given the shortage of houses and consumer demand for quality and environmentally-friendly products.

The BRG report (released April 2026) indicates that the bathroom market declined by circa 1.2%^{1,4} by value in the year.

The bathroom products market remains highly fragmented. Norcros is the largest UK and Ireland group, but there is no single dominant player across all categories.

South Africa

The market in South Africa is large with a total size of circa £1.8bn and covers the coverings, adhesives and bathroom and plumbing segments.

As in the UK, the market is driven by RMI, residential new build and commercial. In South Africa, there is a shortage of housing and, whilst construction levels remain lower than their 2007 peak, we expect to see increases in demand in residential and commercial new build.

The South African economy has been subject to challenges in cost-of-living pressures and energy infrastructure in recent years and this has continued to impact demand.

The market is more concentrated than the UK with a smaller number of larger players. In the bathroom and plumbing segment, the market is regional and more fragmented with few national players.

Norcros South Africa is one of the market leaders with a vertically integrated business model covering design, manufacturing, sourcing and retail. Both Norcros and the other market leader deploy similar integrated business models from production to retail to reach all segments and channels.



Norcros positioning in South Africa

Well-established market-leading brands

- Integrated model with design, manufacture, sourcing and retail
- Also go to market through trade routes
- Shortage of housing
- Favourable long-term socio-economic demographics
- Large target market (circa £1.8bn)
- Regional fragmentation in bathroom and plumbing segment
- Significant opportunity to take further share from smaller competitors

Norcros positioning in Europe

Largest bathroom products group in the UK and Ireland

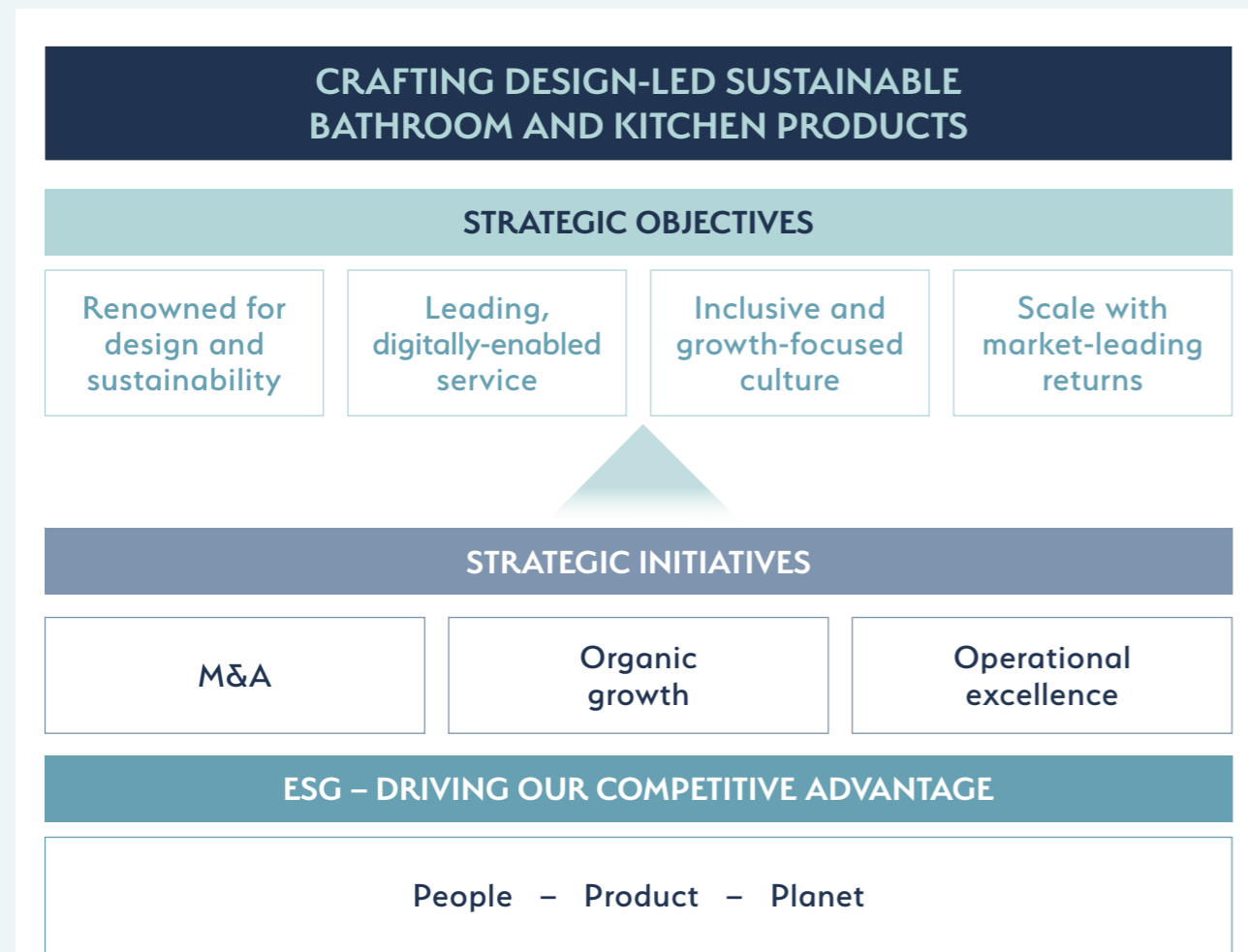
- Market-leading positions in most bathroom products categories (but very limited presence in the large furniture and sanitaryware categories)
- Orientated towards higher margin, more resilient mid-premium segment
- Indexed broadly in line with long-term end-market split (RMI circa 81% of market and circa 81% of Norcros revenue)
- Large target market (circa £2.7bn in current categories with a further circa £1.2bn in adjacent product categories)
- Housing stock: growing population, ageing housing infrastructure, shortage of housing
- ESG and ageing population trends resulting in growth market for sustainable and adaptive products
- Fragmented by product and channel



FURTHER OPPORTUNITY TO GROW SHARE IN FRAGMENTED MARKETS

¹ Source: Norcros BRG: The European Bathrooms & Kitchen Product Markets UK 2025 (Apr26).
² Source: Norcros BRG: The European Bathrooms & Kitchen Product Markets Ireland 2024 (Sep25).
³ Source: Norcros BRG: The European Bathrooms & Kitchen Product Markets Norway 2024 (Sep25).
⁴ Source: Norcros BRG: The European Bathrooms & Kitchen Product Markets UK 2024 (Apr25).

OUR STRATEGY



| Medium-term targets | | | | |
|------------------------|------------------|-----------------|------|---------------------------------------|
| ORGANIC GROWTH | OPERATING MARGIN | CASH CONVERSION | ROCE | SCIENCE-BASED CARBON EMISSION TARGETS |
| 2–3% | 15% | >90% | >20% | 2028 |
| per annum above market | Over medium term | | | |

- LINK TO KPIS**
- 1 Total revenue
 - 2 Underlying operating profit
 - 3 Underlying return on capital employed
 - 4 Dividend per share
 - 5 Underlying operating cash flow
 - 6 Return on sales
- LINK TO RISKS**
- 1 Mergers, acquisitions and disposals
 - 2 Stakeholder and reporting requirements
 - 3 Staff retention and recruitment
 - 4 Market conditions
 - 5 Loss of key customers
 - 6 Competition
 - 7 Reliance on production facilities
 - 8 Loss of key supplier
 - 9 Exchange rate risk
 - 10 Funding and liquidity risk
 - 11 Pension scheme risk
 - 12 Cyber security

M&A

Align portfolio to Group strategy and accelerate growth through selective M&A

Progress in 2026

- Completed closure of Johnson Tiles SA
- Completed acquisition of Fibo
- Exploring sale of Norcros South Africa
- Refreshed M&A pipeline against new Group strategy

Priorities for the medium term

- Explore sale of Norcros South Africa
- Continue to drive growth in panels
- Fill category and channel gaps in UK
- New market development (Europe and adaptive living segment)

Link to KPIS 1 2 3 4 5 6

Link to Risks 1 3 4 6 9 10 11

→ READ MORE ON PAGES 26 TO 28

Organic growth

Grow ahead of the market by establishing growth accelerators and energising our entrepreneurial culture

Progress in 2026

- Significant new product development – complete bathroom ranges, Metlex, and ENlight with HeatRepeat
- Cross-selling to key customers such as Wickes, B&Q and Victorian Plumbing
- Brand collaborations with Laura Ashley and Clarke & Clarke

Priorities for the medium term

- Cross-selling programme with top customers
- NPD centre of excellence with focus on (i) cross-Group range development and (ii) sustainability and digital innovation
- Driving growth in specification channel

Link to KPIS 1 2 3 4 5 6

Link to Risks 2 3 4 5 6 7 8 9 10 11

→ READ MORE IN THE CASE STUDY ON PAGE 29

Operational excellence

Deliver leading customer service and maximise the benefits of our scale

Progress in 2026

- Group freight plan delivering operational savings
- UK-wide green energy contract reducing energy costs
- Self-help measures in challenging markets in South Africa

Priorities for the medium term

- Operations Leadership programme, focused on further developing the operating platform in the UK
- Further opportunities for consolidated logistics and warehousing
- Enhance data capabilities to improve operational effectiveness and customer service

Link to KPIS 1 2 3 4 5 6

Link to Risks 3 4 5 6 7 8 9 10 11

→ READ MORE IN THE CASE STUDY ON PAGE 30

ESG

Investing in our people, products and planet to drive our competitive advantage

Progress in 2026

- Cumulative 65% reduction in Scope 1 and 2 carbon emissions from 2023 base year
- 37% of inbound freight shipped using eco-fuel
- Great Place to Work accreditation in all 3 major regions

Priorities for the medium term

- Continue to deliver against Net Zero Transition Plan, including a reset on Scope 1 and 2 targets
- Drive further investment in sustainable products
- Further investment in automation in our manufacturing sites
- Further investment in solar energy across our estate

Link to KPIS 1 2 3 4 5 6

Link to Risks 2 3 4 6 8

→ READ MORE IN THE CASE STUDY ON PAGE 31

STRATEGY IN ACTION

Portfolio development

Through active portfolio development, we are reshaping Norcros – focusing on higher-growth, capital-light, more sustainable categories whilst exiting less strategic areas to build a more focused, resilient and higher-quality business.



2013

Acquisition of VADO

Taps, mixer showers, bathroom accessories and valves



2016

Acquisition of Abode

Kitchen taps, sinks, bathroom brassware and showering solutions



2019

Acquisition of House of Plumbing

Supplier of specialist plumbing materials



2023

Closure of Norcros Adhesives



2025

Acquisition of Fibo Holding AS

Sustainable wall panels



2026

Exploring options to sell Norcros SA
(Announced May 2026)

2015

Acquisition of Croydex

High-quality bathroom furnishing and accessories



2017

Acquisition of MERLYN

Shower enclosures and trays



2022

Acquisition of Grant Westfield

Luxurious and sustainable wall panels



2024

Sale of Johnson Tiles UK



STRATEGY IN ACTION

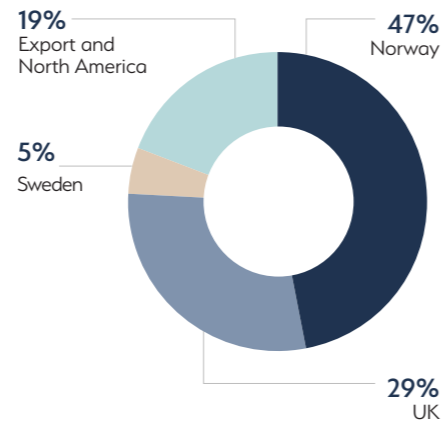
CONTINUED

Portfolio development

Fibo – Market leader in attractive market

- Leading wall panel business in Nordics and central Europe
- Wall panels – fast growing product segment
- Taking share from tiles (ease of installation / maintenance)
- Excellent sustainability credentials
- Experienced and committed management team
- Designs, manufactures and supplies high-quality panels from factory in Lyngdal, Norway

Net sales by country¹



Large, fragmented and known market

¹ Sales data derived from the Fibo Group audited accounts for the year ended 31 December 2024

Strategically complementary acquisition

- Creates position of scale in attractive high-growth panels segment
- Fibo to benefit from our previous proven scale-based growth accelerators
- Strong cross-selling opportunities (both ways)
- New Nordic and Central European platform in large and fragmented markets

Grant Westfield

Key: ■ Core ■ Secondary



Fibo

Key: ■ Core ■ Secondary



Platform for Norcros Group geographic expansion

Organic growth

Proven growth accelerators

- Investing in high-growth segments e.g. wall panels
- New product development and sustainable products
- Brand collaborations including Laura Ashley and Clarke & Clarke
- Cross-selling - Wickes, Screwfix, Topps Tiles, B&Q (under Triton brand)



Metlex – Expanding into new categories through in-house expertise

CASE STUDY

Organic growth at Norcros is driven by using our existing capabilities to identify and unlock new opportunities within our markets.

At **Croydex**, this approach is demonstrated through the relaunch of Metlex. Building on deep product knowledge and design capability, the business has developed a proposition that combines contemporary styling with practical performance – underpinned by technical expertise, not just aesthetics.

Whilst still at an early stage, the relaunch of Metlex demonstrates how Norcros delivers organic growth in practice: building on what we already do well, developing propositions with clear customer relevance, and entering new areas of the market with confidence and intent.

The Metlex range has been designed with a clear focus on usability. Products are easy to specify, simple to install and deliver a consistent, high-quality finish, reflecting an understanding of the needs of both customers and installers. This focus on practical application is supported by ongoing product development and technical refinement, ensuring the range performs reliably in real-world settings.

Rather than entering the category through acquisition, Metlex represents a deliberate move into a new segment through internal expertise. By leveraging existing capabilities across the Group, Croydex has been able to establish a credible and differentiated presence in an adjacent category, creating a new avenue for growth.



STRATEGY IN ACTION

CONTINUED

Operational excellence

Focus on Group freight and energy

- Exceed eco-fuel target with Maersk
- Using eco-fuel has diluted energy risk
- Group joined Sustainable Energy Consortium
- Benefits of scale – Group approach enabling predictability and savings



ESG

Doing the right thing whilst driving margin gains

- Scope 1 and 2 near-term target achieved two years early
- Progress reflects exit from tile market in favour of more sustainable panel alternative
- We will review targets in 2027 to incentivise progress to 2040 net zero
- Great Place to Work certification in all three of our major regions



Maersk – Leveraging scale to strengthen supply chain resilience and control cost

CASE STUDY

Operational excellence at Norcros is demonstrated in how the Group uses its scale to deliver outcomes that individual businesses could not achieve alone.

A clear example is the Group's partnership with Maersk, which brings together shipping volumes across the business to create a more coordinated and resilient approach to global freight. In a fragmented market, this scale provides access to commercial terms, capacity and flexibility that would not otherwise be available.

During the year, Norcros set a target for 20% of shipping volumes to be transported using lower-carbon eco-fuels. Through close collaboration and coordinated execution across the Group, actual usage reached approximately 37%, significantly exceeding the original ambition.

This partnership also delivers tangible commercial benefit. By securing eco-fuel capacity under pre-agreed pricing arrangements, Norcros has reduced exposure to volatility in global fuel markets. Whilst energy prices have fluctuated significantly, this approach has provided

greater cost stability and predictability across the Group's supply chain.

Beyond cost, the arrangement enhances operational resilience. Access to both conventional and lower-carbon fuel options provides flexibility in an uncertain environment, helping to maintain continuity of supply and reducing dependence on any single route or energy source.

This is a practical example of how sustainability and commercial performance are aligned. By acting at scale, Norcros is able to adopt lower-carbon solutions whilst strengthening supplier relationships, improving cost control and increasing supply chain resilience.

It is also a clear demonstration of operational excellence in practice: using the strength of the Group to act collectively, respond to market volatility with greater certainty, and build a more flexible and resilient supply chain for the future.

Inbound freight shipped with eco-fuel

37%

Eco-fuel provides stability and resilience

HeatRepeat® – Partnering to deliver lower-carbon, lower-cost solutions

CASE STUDY

The challenges we face – from climate change to water scarcity – are bigger than any one business, brand or product. Over two billion people already live in water-stressed countries, and even in the UK there is a serious risk of water supply shortages in the decades ahead.

At Norcros, sustainability means thinking about the choices made today – both large and small – and the impact they have in the long term. It also means recognising that these challenges cannot be solved alone. This is why the Norcros Purpose explicitly includes connections as well as products: to create products and connections that *offer sustainable choices for better living*.

A practical example is Triton's ENlight® with HeatRepeat®, developed to work with wastewater heat recovery systems (WWHRS) – a technology that captures heat from used shower water and uses it to pre-warm the incoming water supply. WWHRS is already established in the market, but integrating it effectively with electric showers is more complex than with standard systems. Rather than trying to design in isolation, Triton worked closely with specialist WWHRS partners (including Zylpho and Showersave) to ensure compatibility across different systems, supported by joint testing, installation learning and shared technical expertise.

This approach is about being part of a bigger solution – combining expertise across organisations so that sustainable choices can be designed into homes from the outset and deliver lasting impact. It is also where environmental outcomes meet everyday realities. When paired with WWHRS, ENlight® with HeatRepeat® can reduce annual energy consumption by up to 51% and water usage by 44%, helping to cut both carbon impact and household running costs.

This is where ESG becomes a source of competitive advantage. By building on existing technologies, partnering with specialist providers, and applying in-house design and engineering expertise, Norcros is able to bring scalable, credible solutions to market more effectively – strengthening relationships with specifiers, supporting evolving regulation and helping customers deliver lower-carbon homes that cost less to run.

OUR APPROACH TO SUSTAINABILITY

Sustainability is one of Norcros’ core strategic pillars and a key driver of long-term value. We’re focused on reducing our environmental footprint, strengthening our culture and communities, and embedding ESG thinking in every part of how we operate – because how we do business matters just as much as what we deliver.

This year, we’ve made clear and measurable progress. We have now reduced market-based Scope 1 and 2 emissions by 65% from our 2023 baseline achieving our short-term target two years early, and making progress towards our long-term target of net zero emissions by 2040.

Our ESG focus areas

Our strategy is structured around three core elements, each aligned to priority themes that shape our culture, innovation and long-term performance.

- **People:** By fostering a supportive, empowering culture, we invest in our people, enabling each person to grow, thrive and “Be Someone” who makes a difference.
- **Product:** We develop innovative and efficient products that enhance our customers’ lives and allow them to make sustainable choices.
- **Planet:** Reducing water and energy usage in our products and operations helps us nurture the world we love and share.

We track progress through a Group-wide ESG MI Framework across ten priority themes, shown on the next pages. We undertook a thorough materiality assessment in 2022 to determine the sustainability issues with the most material impact on the Group’s business. Reporting against this framework ensures we hold ourselves accountable and build year-on-year improvements into how we work.

Governance and oversight

Our Board of Directors oversees the sustainability agenda, supported by our ESG Forum with representatives from each of our brands. This governance structure ensures consistent progress on shared goals whilst enabling decentralised ownership at brand level. We report quarterly on key initiatives, including carbon reduction, policy development and supply chain standards.

2026 highlights

- Further refined and embedded the Norcros Sustainable Products Framework, aligning methodology with industry best practice.
- Reduced Scope 1 and 2 carbon emissions by 65% from the 2023 base year, achieving our near-term SBTi target two years early.
- Acquired Fibro in October 2025, accelerating the Group’s shift towards lower-carbon wall panel solutions.
- Maintained our CDP Climate Change B Rating.
- Triton Showers maintained EcoVadis Silver status, ranking in the 85th percentile globally.
- Completed our second Group-wide employee engagement survey, achieving Great Place to Work accreditation in the UK, Ireland and South Africa.
- Published our Group Environmental Policy.

Learn more

For full details on our ESG strategy, progress and future plans – including supporting data tables, our Net Zero Transition Plan and Sustainable Products Framework – see our 2026 Sustainability Report at www.norcros.com.





People: Our priority themes

| | AMBITION: Working to be incident and injury free, while creating an environment where our people feel safe, supported and able to do their best work. | | |
|--|---|-------------------|-------------|
| <p>Health and safety</p> | KPI | 2026 | 2025 |
| | Accident incident rate (reportable injuries per 100,000 employees) | 442 | 502 |
| | Fatalities | 0 | 0 |
| <p>Talent and workforce development</p> | AMBITION: To make Norcros a place people choose to be, where everyone can #BeSomeone | 2026 | 2025 |
| | KPI | | |
| | Average number of training hours per employee | 19 | 117 |
| | Total employee turnover | 22% | 21% |
| <p>Diversity and inclusion</p> | AMBITION: Diversity and inclusion are at the heart of who we are; we continue to build and develop a team with a broad range of backgrounds, skills and views. | 2026 | 2025 |
| | KPI | | |
| | Gender diversity | Male 65% | Male 64% |
| | | Female 35% | Female 36% |
| <p>Ethical conduct and integrity</p> | AMBITION: Operate with integrity and respect to regulation and laws in all dealings | 2026 | 2025 |
| | KPI | | |
| | Proportion of eligible employees who received training in bribery and corruption | 95% | 80% |
| | Total number of reported breaches of Code of Ethics and Standards of Business Conduct in total (and those specifically relating to bribery) | 15 | 149 |
| | Total number of investigated breaches of Code of Ethics and Standards of Business Conduct in total (and those specifically relating to bribery) | 15 | 149 |
| | Total number of upheld breaches of Code of Ethics and Standards of Business Conduct in total (and those specifically relating to bribery) | 15 | 107 |
| Percentage of staff disciplined or dismissed due to non-compliance with Anti-Bribery/Corruption Policy | 0.80% | 0.05% | |





OUR APPROACH TO SUSTAINABILITY

CONTINUED

Product: Our priority themes

|  Product: Our priority themes | | | |
|--|--|--------------|---------------------------|
|  Innovative and efficient products | AMBITION: Drive growth through high-quality, design-led and sustainable products | | |
| | KPI | 2026 | 2025 |
| | Revenue from sustainable products | 36% | See Sustainability Report |
| | Proportion of revenue from products that have been launched in the last three years | 23% | 23% |
|  Product quality and safety | AMBITION: Design, manufacture and/or supply high-quality and safe products | | |
| | KPI | 2026 | 2025 |
| | Customer products recalled due to safety issues as a proportion of total products sold | 0.01% | 0.0001% |
| | Customer products recalled due to poor product quality as a proportion of total products sold | 0.11% | 0.09% |
|  Supply chain management | AMBITION: Ensure our supply chain operates in line with our ESG standards by applying our Norcros Supply Chain Policy | | |
| | KPI | 2026 | 2025 |
| | Proportion of supply chain that engage with the Norcros Supply Chain Policy | 67% | n/a |

Planet: Our priority themes

|  Planet: Our priority themes | | | |
|--|---|-------------------|-------------|
|  Climate change and emissions | AMBITION: a sustainable business, reducing our impact on the environment | | |
| | <ul style="list-style-type: none"> • Net zero by 2040 • Reduce energy use at our sites • Increase proportion of electricity from renewable sources • Minimise toxic emissions | | |
| | KPI | 2026 | 2025 |
| | Scope 1 and 2 emissions (tCO ₂ e) | 19,969 | 54,453 |
| | Scope 3 emissions (tCO ₂ e) | 812,746 | 846,702 |
| | Total energy consumption (kWh) | 73,326,337 | 201,689,338 |
| | Percentage of electricity from renewable sources | 37% | 23% |
|  Circular economy | AMBITION: Make the most efficient use of material resources across our business | | |
| | <ul style="list-style-type: none"> • Minimise waste to landfill and increase recycled waste • Reduce water use at our sites • Operate at or work towards Environmental Management standard ISO 14001 | | |
| | KPI | 2026 | 2025 |
| | Total waste (tonnes) | 6,156 | 12,850 |
| | Water withdrawal (m ³) | 39,416 | 169,911 |
| | Water consumption (m ³) | 10,366 | 111,882 |
| | Percentage of packaging used from recycled materials | 31% | 10% |
|  Social and community engagement | AMBITION: Engage our wider community to achieve sustainable outcomes | | |
| | We monitor social and community engagement as a qualitative area of focus, recognising that impact is best understood through the nature and outcomes of activities rather than a single quantitative KPI. | | |

CHIEF EXECUTIVE OFFICER'S REVIEW

STRONG FINANCIAL PERFORMANCE

CLEAR PLATFORM FOR SUSTAINED GROWTH



THOMAS WILLCOCKS
Chief Executive Officer

Introduction

Norcros delivered another strong performance this year, continuing to execute our strategy and further strengthening the quality of our business portfolio. Despite ongoing economic and geopolitical uncertainty, our differentiated model, strong brands and disciplined execution helped us grow market share and deliver in line with our plans.

Scale matters. Our businesses hold leading positions in their markets, underpinned by well-invested inventory and strong customer relationships. Together, these strengths give us resilience through periods of volatility and create opportunities to gain market share.

We continue to make excellent progress against our strategic targets having achieved all but the operating margin target:

- Organic growth at 2% - 3% above the market
- Group underlying operating profit margin to reach 15%
- Cash conversion greater than 90%
- Return on capital employed greater than 20%
- Delivery of SBTi-validated science-based emissions targets by 2028

Our operating margin target is well within our reach, and we expect to deliver this in the medium term as Fibo margins improve and we find new shareholders for our remaining South African assets. The strategic targets will be reset at this time. The material progress against our financial targets has been driven by our clear ongoing focus on the four pillars that we shared at our capital markets event in May 2023, supporting the Group's development and long-term value creation.

Portfolio development

Portfolio development remains central to our strategy, helping us build a capital-light, cash-generative Group with exposure to attractive mid-premium segments. During the year, we completed the acquisition of Fibo in Norway, a highly complementary business with strong branded positions and attractive margins. Fibo broadens our scale, extends our geographic reach and strengthens our product capability. It will also be materially earnings accretive in its first full year of ownership.

The Group also completed the closure of Johnson Tiles South Africa, marking our exit from tile manufacturing and further improving our portfolio's capital efficiency and resilience. The Board is also now exploring potential sale options of the wider South African business as we continue to sharpen our focus on the European bathroom market in line with our strategy.

Acquisitions remain an important part of our growth strategy. We maintain a well-developed pipeline across our core UK and Ireland markets and selected international geographies, focused on complementary, scalable businesses capable of delivering attractive returns under Norcros ownership.

Organic growth

Alongside portfolio development, organic growth remains a core driver of value creation. Across the Group, we delivered ahead-of-market revenue growth, supported by new product development, cross-selling and high service levels.

Our scale across brands and channels continues to support innovation and range expansion, whilst our mid-premium positioning gives us resilience in softer market conditions. Continued investment in people, customer relationships and product capability will remain important to supporting medium-term growth.

In FY26 Q4, we announced that we will begin formalising the collaboration between VADO and MERLYN to create and offer a range of complete bathroom ranges that look great, are easier to install and give our customers a powerful choice when it comes to intentionally lowering their impact on the environment. This improved service offer will be supported by our investment in our systems infrastructure that will help deliver these bathrooms in a simpler and more efficient manner. The project is at an early stage, and we expect benefits to start to flow through in the second half of 2027.

Operational excellence

Supporting both portfolio development and organic growth, operational excellence underpins profitable growth at scale. We continue to improve service, reduce complexity and drive efficiency across the Group. Targeted investment in systems infrastructure is improving stock availability, customer service and operational leverage.

The benefits of scale are increasingly visible in logistics, freight procurement and inventory management, supporting margin delivery and resilience. These initiatives remain an important enabler of our strategy and a clear point of differentiation in fragmented markets.

ESG and people

Alongside commercial and operational progress, our ESG priorities (people, product, and planet) remains integral to how we operate and grow. We have delivered a reduction of 65% in our Scope 1 and 2 emissions since 2023 and are ahead of our 2028 SBTi carbon reduction target for Scopes 1 and 2. This has been achieved through a wide range of emissions reduction projects and transitioning the Group away from tiles to less carbon-intensive alternative products. We will reset our science-based targets to ensure they remain robust, relevant and aligned with the Group's future footprint.

Our people agenda is a real strength. The Group has seen strong engagement and recognition through the Great Place to Work programme, achieving accreditation in our major regions and reflecting the common culture that is being embedded across our businesses. During the year, we completed the Group wide rollout of our Purpose and Keys, reinforcing the shared behaviours that support collaboration, accountability and performance across the Group.

Maintaining high standards of governance and transparency remains a priority for the Board and Executive team. We were pleased to receive Best Employment Engagement Strategy from the Corp Comms Awards and Best Annual Report from the Investor Relations Society, recognising the quality of last year's Annual Report and our commitment to clear, balanced, high-quality reporting for all stakeholders.

Outlook and priorities

Trading performance through the first two months of the year reflects continued market share gains, supported by the strength of our brands, service levels and scale benefits across the Group.

Group revenue in the two months to the end of May 2026 was 3.1% ahead of the prior year on a constant currency like for like basis, adjusting for Johnson Tiles SA and the acquisition of Fibo. Market conditions are likely to remain subdued, with the pace of any recovery in the new build sector still unclear, however, the RMI sector is currently more resilient and the Board's expectations for FY27 remain unchanged.

Whilst market conditions remain uncertain and the pace of any recovery in new build remains unclear, the RMI sector remains more resilient. Our scale, market positioning, and strong balance sheet leave us well placed to manage short-term volatility whilst continuing to execute our growth strategy.

A business built to grow

Our strategy is clear, focused, and built on four pillars: portfolio development, organic growth, operational excellence and ESG. Together, these strengths give Norcros resilience and the ability to keep taking share through the quality of our brands, operational depth and well-invested inventory. As a result, the Group is well positioned to continue growing, strengthening its portfolio and delivering sustainable long-term value for all stakeholders.

THOMAS WILLCOCKS
Chief Executive Officer

10 June 2026

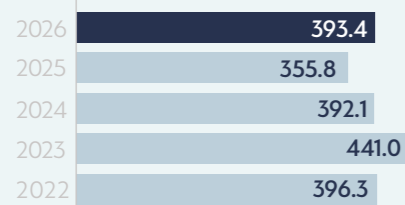
KEY PERFORMANCE INDICATORS

We use the following key performance indicators (KPIs) to measure our progress against our strategic priorities and enable investors and other stakeholders to measure our progress.

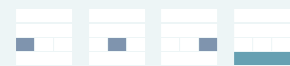
Financial KPIs

1 TOTAL REVENUE (€M)¹

€393.4m



Link to strategy



Definition

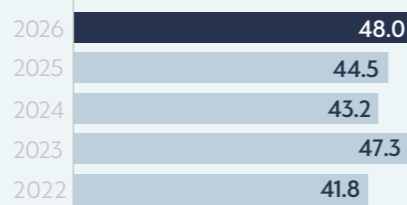
Reported Group revenue for the year

Performance

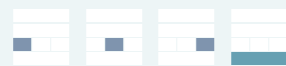
Total revenue for the year increased by 0.6% on a constant currency like-for-like basis. Reported revenue increased by 10.6% as a result of the acquisition of Fibo offset by the closure of Johnson Tiles SA.

2 UNDERLYING OPERATING PROFIT (€M)¹

€48.0m



Link to strategy



Definition

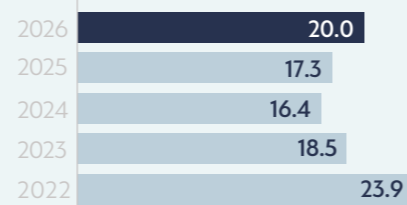
Reported operating profit as adjusted for IAS 19R administrative expenses, acquisition and disposal-related costs and exceptional operating items, as defined in note 8 to the financial statements

Performance

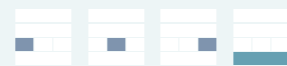
Underlying operating profit increased from the prior year, recognising the acquisition of Fibo and robust performance in the UK and Ireland, offset by challenging market conditions in South Africa.

3 UNDERLYING RETURN ON CAPITAL EMPLOYED (%)

20.0%



Link to strategy



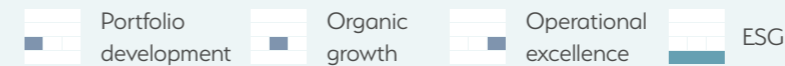
Definition

Underlying operating profit on a pre-IFRS 16 basis expressed as a percentage of the average of opening and closing underlying capital employed (as defined in note 8 to the financial statements)

Performance

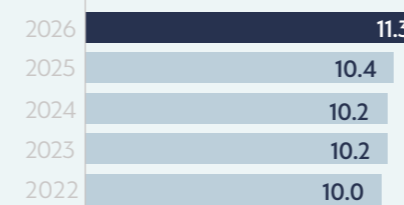
Underlying ROCE achieved the strategic target of 20% over the economic cycle.

Link to strategy

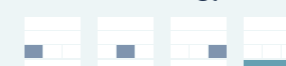


4 DIVIDEND PER SHARE (P)

11.3p



Link to strategy



Definition

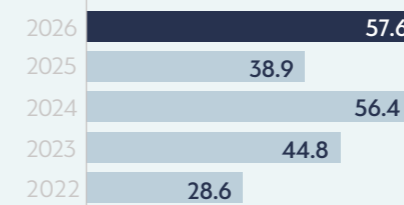
Total of the interim dividend and the proposed final dividend for the financial year

Performance

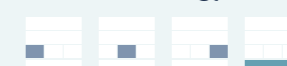
In line with the Board's progressive, albeit prudent, dividend policy, the dividend per share has been increased by 8.7% to 11.3p per share.

5 UNDERLYING OPERATING CASH FLOW (€M)

€57.6m



Link to strategy



Definition

Cash generated from continuing operations adjusted for cash flows from exceptional items and pension fund deficit recovery contributions, as defined in note 8 to the financial statements

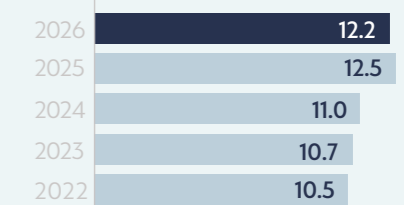
Performance

Underlying operating cash generation increased to €57.6m largely reflecting increase in operational profitability as well as decrease in working capital outflows following the discontinuation of Johnson Tiles SA.

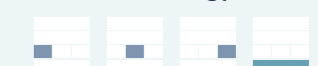
→ READ ABOUT OUR ESG KPIS ON PAGES 33 TO 35

6 RETURN ON SALES (%)¹

12.2%



Link to strategy



Definition

Underlying operating profit as a percentage of revenue

Performance

When restating prior year for the discontinuation of Johnson Tiles SA, this results in a Return on sales of 12.5%. The current year return on sales of 12.2% has therefore decreased by 0.3% driven by portfolio changes in the year.

¹ The prior period comparatives have been restated where required to reflect discontinued operations. See note 32 for further information.

Medium-term targets

Organic growth

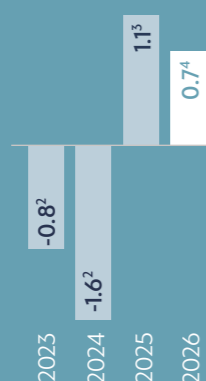
2-3%

per annum above market

² Adjusted for Johnson Tiles UK, Norcros Adhesives and Grant Westfield.

³ Adjusted for Johnson Tiles UK and Norcros Adhesives.

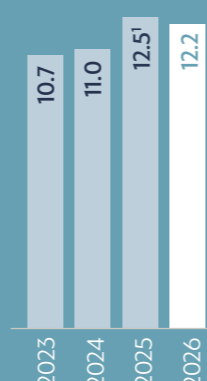
⁴ Adjusted for Johnson Tiles UK and Fibo.



Operating margin

15%

over medium term



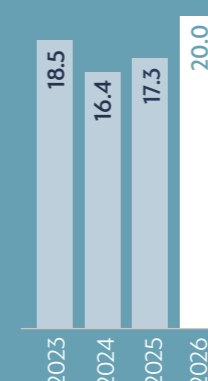
Cash conversion

>90%



ROCE

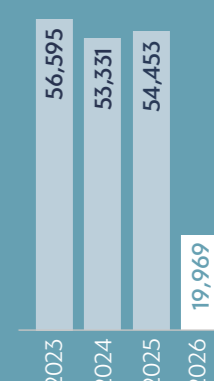
>20%



Science-based carbon emission targets

(Graph shows Scope 1 and 2 emissions only)

2028



BUSINESS REVIEW EUROPE

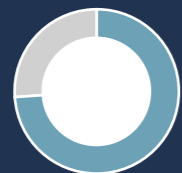


HELENE ROBERTS
Managing Director - UK & Ireland

Highlights 2026

Europe revenue

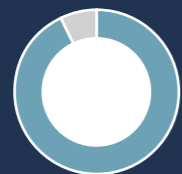
£291.6m



74% SHARE OF GROUP

Europe underlying operating profit

£44.4m



92% SHARE OF GROUP

Europe underlying operating margin

15.2%

Strong underlying operating profit performance

Our core European business (previously called UK&I) delivered strong growth in revenue, market share and profit. The acquisition of Fibo in Norway, combined with our focus on resilient, brand-conscious mid-premium segments, enabled the business to outperform underlying market and sector weakness, and deliver another exceptional set of results.

The wider European business (including Fibo) delivered a strong and resilient performance in FY26, demonstrating the strength of the Group’s operating model and market-leading brands in the mid-premium segment despite continued softness in new housebuilding and a challenging consumer backdrop. It is worth noting that while we have a strong presence in the housebuilding sector, new build only accounts for c. 20% of market demand and our overall revenue. Reported revenue of £291.6m (2025: £256.4m) was 13.7% higher year on year, reflecting market share gains and the acquisition of Fibo in October 2025. On a like-for-like basis, revenue increased by 0.7%, continuing to outperform the underlying market.

Growth was driven by market share gains in both the new build and repair, maintenance and improvement (RMI) sectors, supported by product, cross-selling and strong customer service across the Group’s brands. Underlying operating profit in Europe increased to £44.4m, reflecting strong performances across the business and the contribution from the acquisition of Fibo in the period of £3.3m.

Operating margin reduced slightly to 15.2% (2025: 15.5%), reflecting the mid-year acquisition of Fibo. Fibo currently operates slightly below targeted group operating margins. That said, we are confident of delivering meaningful progress in the years ahead as the team and this well-invested business move beyond the acquisition and integration phase and focus on profitable growth. For all of our businesses, continued discipline in working capital, inventory and forecast accuracy supported service resilience and cash performance. Operating cash conversion was ahead of the prior year as inventory investment returned to more normal levels.

The RMI segment remained the largest and most resilient part of the market. Retail and e-commerce channels performed well, offsetting continued weakness in new build activity, where planning delays, cost pressures and weak demand resulted in lower levels of housebuilding than initially expected. There remains a significant shortage of homes in the UK and Ireland, and our relationships with local and national housebuilders remain strong, with further market share gains recorded during the year.

Our four Group strategic pillars – portfolio development, organic growth, operational excellence and ESG – continue to drive collective focus and meaningful progress, with underlying operating margins for the European (previously UK&I) LFL businesses increasing from 15.5% to 15.9%.

Portfolio development

Following its acquisition in October 2025, Fibo has delivered a solid performance in line with expectations, reflecting continued strength in premium wall panel systems. Underlying operating profit was supported by an excellent operational performance and disciplined margin management. Fibo broadens the Group’s European presence beyond the UK and Ireland and provides a platform for our wider growth ambitions across the rest of Europe.

Organic growth

Organic growth of 0.7% remained ahead of the market, driven by market share gains as we continue to cross-sell across our brands, leverage our robust new product development programmes and benefit increasingly from our growing sustainability credentials. The year was marked by clear differentiation through service, product innovation and vitality, with many of the brands delivering record performances.

Our cross-selling initiatives delivered strong share growth, particularly for Grant Westfield, where the initial customer introductions at Wickes, Screwfix and Topps have since been added to, driving revenue and margin gains. During the year, we also began to formalise collaboration between VADO and MERLYN, with a focus on collectively delivering a full and coordinated bathroom offering. The first steps in this process were demonstrated through a strategic collaboration at the KBB show in March 2026, and included the launch of VADO’s second complete bathroom offering, Safari.

Our in-house design capabilities continue to support a structured and productive new product development pipeline, with new product vitality levels averaging c. 23%. Highlights included Triton’s HeatRepeat® technology, which significantly reduces the energy required in electric showering; the expansion of Grant Westfield’s Naturepanel range; and the relaunch by Croydex of the Metlex range of innovative, well-designed mirrors and cabinets. Abode launched six new boiling and filtered water taps at KBB, alongside a new, more energy-efficient boiler, the Abode PB3X, which includes an industry first eco-mode setting.

Leveraging our scale, we have a small but focused Group new product development team working on projects with a three-to five-year horizon. The team has a strong sustainability brief and is also addressing the increasing shortage of installers by making our bathrooms easier to fit.

Operational excellence

As a Group, we continue to identify opportunities to leverage our scale more effectively, both to enhance our service proposition and improve efficiency. We have a dedicated Group-wide team working closely with carefully selected external partners to leverage scale, as we have with Group freight, but also to develop a Group-wide approach to systems infrastructure.

Our decentralised but collaborative model allows us to benefit from scale whilst retaining segment expertise. Our scale and operational focus have helped limit disruption to customers through current and recent geopolitical shocks, as reflected in MERLYN’s five-star Trustpilot rating. As we continue to grow, we expect our collective scale and collaboration to deliver further efficiency gains.

ESG

Our commitment to our ESG programmes continued through ongoing investment across our supply chain where we exceeded our target for eco-fuel use in shipping and the signing of a new UK-wide green energy contract. A particular highlight was shipping 37% of our freight using eco-fuel, against a target of 20%, which has materially improved our resilience during the current period of energy market volatility. More detail is included in our standalone Sustainability Report.

This commitment also supported Triton’s increasing engagement with policymakers and industry stakeholders on water and energy efficiency, reinforcing its leadership in sustainable showering solutions. Triton also published a White Paper, “Hot Water Down the Drain”, in response to the Government’s Warm Homes Plan.

We achieved Great Place to Work certification in the UK, Ireland and South Africa. Achieving this during a period of significant change is a testament to our teams’ alignment with our Group-wide Purpose and Keys (values).

Outlook

Whilst the timing of a full recovery in new housebuilding remains uncertain, we continue to take share as a result of our strong positioning in the mid-premium RMI segment, long-standing relationships with national and regional housebuilders, and alignment with evolving energy and water efficiency regulation. This leaves the European business well positioned to grow share in the current market and accelerate progress as market conditions improve.

We see significant growth potential in Europe, where individual markets place a premium on design, sustainability and service. Norcros has developed the capability to grow both organically and inorganically and will continue to apply these strengths across the UK and Ireland and the rest of Europe with the same discipline and care shown to date.



CASE STUDY



Grant Westfield: building capability to support future growth

Since joining Norcros in 2022, Grant Westfield has strengthened its operational foundations and created new opportunities to grow, supported by investment, collaboration and a more structured approach to people and performance.

At acquisition, the business had strong products and clear potential, but required investment to unlock its next phase. Since then, Norcros has supported significant improvements across manufacturing, capacity and safety. Investment in the factory, new machinery and layout changes have enabled the business to expand into new product areas and increase innovation, with new product vitality rising materially over the period.

environment and leadership has supported a more positive and inclusive culture, reflected in the achievement of Great Place to Work certification during the year. Being part of Norcros has also opened up access to new channels and relationships. Collaboration across the Group has accelerated entry into larger retail customers and broadened the business's reach into new geographies, including early progress in international markets. Whilst still developing, these channels are growing and are expected to become an increasingly important part of the business over time.

This investment has also supported a step change in health and safety. Enhanced processes, improved layouts and a stronger focus on standards have helped embed a more proactive safety culture, with the business achieving a sustained period without lost time incidents significantly beyond historic levels.

Overall, the business is now stronger, more resilient and better positioned for growth than it was at acquisition. Whilst some initiatives remain at an early stage, the combination of investment, collaboration and capability building is creating a platform for continued progress as part of the Norcros Group.

Alongside operational improvements, there has been a clear shift in how the business approaches its people strategy. Greater focus on employee engagement, working



"The investment and support we've had has allowed us to strengthen our foundations and build for the future."

JOHN MORTIMER
Managing Director Grant Westfield

BUSINESS REVIEW SOUTH AFRICA



KEVIN SWAN
Managing Director - Norcros South Africa

Self help in challenging market conditions

Our South African business delivered revenue of £101.8m (2025: £99.4m), 0.3% ahead of the prior year on a constant currency basis, demonstrating resilience in a challenging macroeconomic environment characterised by subdued consumer confidence, elevated interest rates and continued weakness in residential development and large commercial construction. Despite the tough trading conditions, the proactive decision to cease tile manufacturing and close the Johnson Tiles business in the first quarter saw strong cash generation.

Revenue growth reflects disciplined execution and targeted market share gains across the portfolio. Underlying operating profit was £3.6m, with an underlying operating margin of 3.5%, as inflationary pressures, competitive pricing and subdued end-market demand continued to weigh on profitability.

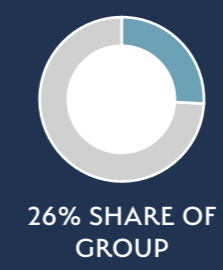
TAL, the Group's market-leading tile adhesives and construction products business, delivered a strong performance, underpinned by resilient demand in core categories, effective pricing and a continued focus on innovation and service. Performance benefited from targeted new product launches, growth in adjacent ranges and reliable product availability, whilst selective investment in manufacturing efficiency and supply chain capability further strengthened the business.

Tile Africa delivered a resilient performance relative to the wider market, recovering from a softer start to the year through self-help operational initiatives. Retail demand improved in the second half, supported by stronger trading in bathroom and kitchen categories, enhanced in-store execution and improved product availability. Commercial demand remained mixed, with delays to government infrastructure projects and subdued private investment continuing to weigh on certain regions. Ongoing focus on product mix, innovation and the rollout of the kitchen store-within-a-store concept supported differentiation and customer engagement.

Highlights 2026

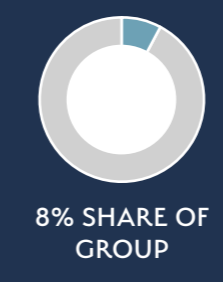
South Africa revenue

£101.8m



South Africa underlying operating profit

£3.6m



South Africa underlying operating margin

3.5%

BUSINESS REVIEW

SOUTH AFRICA CONTINUED

House of Plumbing delivered a weaker performance, reflecting its higher exposure to residential development and large commercial new-build markets, which remained subdued throughout the year. Performance was further affected by heightened price competition and softer activity across trade channels. Management remained focused on working capital discipline, cost control and expanding imported product ranges to support margins and the customer proposition, whilst export activity into neighbouring Southern African markets remained modest.

After the year end, the Group announced its intention to commence a process to evaluate options to sell the remaining South African business. Norcros South Africa has been an important part of the Group since 1954 and has made a positive contribution over many years. This step is intended to sharpen the Group's focus on the UK and European bathroom markets, whilst ensuring the South African business is well positioned for long-term growth under ownership with a primary focus on Southern Africa.

Norcros South Africa is a well-managed, high-quality business, and our priority is to identify the right long-term home for the business, its people and its customers. Throughout the process, which, if successful, is expected to take 12 to 18 months, the Group will remain focused on business as usual, continuing to invest in the South African operations, support customers without disruption and work closely with the local leadership team.

Portfolio development

During the year, the Group completed the closure of the Johnson Tiles manufacturing operation in South Africa following prolonged market oversupply, sustained pricing pressure and underutilisation of capacity. The closure has been managed effectively by the local leadership team and remains on plan. The cash cost of the closure is expected to be neutral or better, supported by the orderly clearance of remaining inventory and the decommissioning and sale of plant and equipment.

As a result, Norcros South Africa is now a more asset-light and attractive business, well positioned to build on its strong market positions.

Operational excellence

Following the closure of the tile plant, the Group is relocating the Tile Africa distribution centre from leased premises to the former plant site, which it owns. This, together with continued investment in supply chain systems, is expected to improve efficiency and strengthen the overall customer service proposition.

ESG

Sustainability remains an important operational and strategic priority for the South African businesses. Progress continued during the year in reducing exposure to grid energy through solar installations, with generation capacity now in place across the majority of Tile Africa and House of Plumbing stores. These initiatives are helping to reduce energy costs whilst supporting the Group's broader environmental objectives. Further action has also been taken to improve waste management, recycling and water efficiency.

Outlook

Whilst market conditions remain challenging, the South African operations are well managed, operationally resilient and competitively positioned. The focus remains on disciplined execution, protecting profitability and ensuring the businesses remain well placed to take share as opportunities arise.

The Group will take a disciplined approach when evaluating strategic options, with clear guardrails in place to minimise disruption and maintain operational focus throughout the process.

CASE STUDY

Performance built on discipline and trust

In a highly competitive and price sensitive South African construction products market, TAL has delivered two consecutive years of strong performance by focusing consistently on the fundamentals that matter — product quality, disciplined execution and long-term customer relationships.



Rather than pursuing short-term solutions, the leadership team focused on strengthening the foundations of the business — recognising that sustainable performance would come from consistent execution rather than short-term wins. A key area of focus was strengthening product formulation and quality controls. By improving consistency and reliability, TAL reinforced confidence internally and externally, enabling sales teams to engage the market knowing they were standing behind products that would perform as expected.

reinforce its role as a partner to customers rather than simply a supplier.

These behaviours have been reinforced through continued investment in people, systems and operational capability. Hiring the right people, improving manufacturing efficiency and reinvesting in facilities have supported

both service levels and cost control, allowing TAL to remain competitive whilst maintaining a clear premium positioning.

The commercial performance seen in recent years is the result of sustained effort rather than isolated initiatives. At the heart of this is a simple but consistent mindset: **discipline in execution** — setting clear priorities, doing the basics well and delivering on commitments to customers, employees and partners.

At the same time, leadership attention was directed towards rebuilding trust within the organisation. Clear accountability, open dialogue and consistent decision-making helped teams to work together more effectively, fostering a shared understanding of priorities and expectations. This clarity created the foundation for faster decision-making, stronger collaboration and improved execution across the business.



“Our performance today is the result of discipline in execution — building trust, fixing the fundamentals and consistently doing what we say we will do.”

GORDON MAKGATO
General Manager, TAL



CHIEF FINANCIAL OFFICER'S REVIEW

PROFIT GROWTH EXCELLENT CASH CONVERSION STRONG BALANCE SHEET



JAMES EYRE
Chief Financial Officer

Highlights 2026

- Group revenue increased by 0.6% on a constant currency like-for-like basis; reported revenue increased by 10.6% to £393.4m (2025: £355.8m)
- Operating profit increased to £22.2m (2025: £9.6m)
- Group underlying operating profit increased by 7.9% to £48.0m (2025: £44.5m)
- Group underlying profit before tax was £40.9m (2025: £37.8m)
- Diluted underlying earnings per share of 35.8p (2025: 33.4p)
- Full year total dividend 11.3p (2025: 10.4p)
- Cash conversion of 116% of underlying EBITDA (2025: 84%) – underlying operating cash flow of £57.6m (2025: £38.9m)
- Return on capital employed of 20.0% (2025: 17.3%)
- Leverage of 1.2x (2025: 0.8x) and net debt of £65.8m (2025: net debt of £36.8m)

Revenue

Group revenue at £393.4m (2025: £355.8m) increased by 0.6% on a constant currency like-for-like basis after adjusting from 53 to 52 weeks and for the acquisition of Fibo in October 2025, and closure of Johnson Tiles SA manufacturing in June 2025. Reported revenue increased by 10.6%.

Operating profit

Underlying operating profit increased by 7.9% to £48.0m (2025: £44.5m), and operating profit increased to £22.2m (2025: £9.6m). Our European businesses delivered a strong performance with an underlying operating profit of £44.4m (2025: £39.8m). Our South African businesses recorded an underlying operating profit of £3.6m (2025: £4.7m). Group underlying operating profit margin was 12.2% (2025: 12.5%).

Johnson Tiles South Africa

Johnson Tiles South Africa ceased manufacturing in June 2025 and accordingly has been classified as a Discontinued Operation for the year. This means the results of the division have been excluded from continuing operations within the Consolidated Income Statement, and the entirety of the result has been presented in a separate "loss for the period from

discontinued operations". Please see note 31 for further details. Results remain in the balance sheet and cash flow as the division was not held for sale.

Acquisition and disposal related costs

Acquisition and disposal-related costs of £13.1m (2025: £25.4m) have been recognised in the year, with £3.9m relating to Fibo acquisition costs and £1.4m of Fibo deferred remuneration. In line with previous years, we also recognised £7.8m of acquired intangible asset amortisation. In the prior year, the costs largely related to the non-cash loss on disposal of Johnson Tiles UK. Total cash costs of £9.4m were recognised relating to exceptional items and acquisition and disposal related costs; these predominantly related to the Fibo acquisition, cash costs associated with the discontinuation of Johnson Tiles SA, and various other project costs.

IAS 19 administrative costs

These costs represent the costs incurred by the Trustee of administering the UK defined benefit pension scheme and are reflected in the Income Statement under IAS 19R. Costs of £2.8m are higher than the prior year (2025: £1.8m) mainly as a result of additional work relating to Guaranteed Minimum Pensions equalisation.

Exceptional operating items

Exceptional costs of £9.9m (2025: £7.7m) have been recognised in the year.

| | 2026 £m | 2025 £m |
|---|------------|------------|
| Restructuring costs | 1.9 | 4.6 |
| Investment property costs | 0.2 | – |
| Costs in relation to new Enterprise Resource Planning systems | 1.0 | 2.0 |
| Impairment | 7.2 | – |
| Legal case | (0.4) | 1.1 |
| | 9.9 | 7.7 |

The £1.9m (2025: £4.6m) exceptional restructuring costs predominantly relate to a restructuring programme implemented to combine our MERLYN and VADO businesses to create a complete bathroom products business. In the prior year it related to the consolidation of warehousing and distribution at Grant Westfield and the move to a single site in VADO. A total of £1.0m of costs were incurred in relation to the implementation of new SaaS Enterprise Resource Planning systems, predominantly at MERLYN and Tile Africa. Exceptional legal case credits relate to the successful conclusion of a now closed legal case.

The Group reviews all cash-generating units to determine whether any of the assets related to our operations are impaired. These reviews are performed by comparing the

“ We delivered another year of profit growth and excellent cash generation, supported by a strong balance sheet and disciplined capital allocation. ”

estimated future cash flows generated by the divisions with the carrying value of the assets generating those cash flows. As a result of these reviews, the impairment charge of £7.2m mostly relates to goodwill impairment of the Tile Africa and House of Plumbing brands.

Discontinued operations, relating to Johnson Tiles SA, include exceptional items of £11.1m which consist of c. £10.2m of non-cash items predominantly relating to the write-off of inventory and fixed assets, and c. net £0.9m of cash costs relating to redundancy costs offset by proceeds from the sale of fixed assets.

Finance costs

Finance costs for the year of £7.7m largely relate to interest payable on bank borrowing and leases. The increase compared to £7.1m in 2025 is mainly due to increased borrowings following the acquisition of Fibo, as well as costs associated with the banking refinance in December 2025.

The Group has recognised a £0.4m IAS 19R interest credit in respect of the UK defined benefit pension scheme surplus (2025: credit of £0.8m) due to the accounting surplus throughout the year.

Underlying profit before tax

Underlying profit before tax increased to £40.9m in the year (2025: £37.8m).

Taxation

The tax charge for the year of £1.1m (2025: credit of £1.5m) was impacted by improved profitability and the acquisition of Fibo.

The Group's average tax rate was (97.1%) (2025: (45.0%)). This movement to the prior year, which was impacted by the taxable losses arising from the sale of Johnson Tiles UK, is due to the taxable losses arising in South Africa relating to the discontinuation of Johnson Tiles SA in the period. The underlying effective tax rate in the year was 21.1% (2025: 20.4%). The standard rate of corporation tax in the UK is 25% (2025: 25%), in South Africa 27% (2025: 27%), in Norway 22% (2025: 22%) and in Ireland 12.5% (2025: 12.5%).

CHIEF FINANCIAL OFFICER'S REVIEW

CONTINUED

Dividends

Diluted underlying EPS has increased in the year to 35.8p (2025: 33.4p) and the Board recommends a final dividend of 7.6p per share (2025: 6.9p). This, combined with the interim dividend of 3.7p per share (2025: 3.5p), results in a total dividend of 11.3p per share (2025: 10.4p). The total dividend is equivalent to a dividend cover of 3.2 times, broadly consistent with the prior year. The cash cost of the total dividend is £10.1m.

This final dividend, if approved at the Annual General Meeting, will be payable on 3 August 2026 to shareholders on the register on 26 June 2026. The shares will be quoted ex-dividend on 25 June 2026. Norcros plc operates a Dividend Reinvestment Plan (DRIP). If a shareholder wishes to use the DRIP, the latest date to elect for this in respect of this final dividend is 10 July 2026.

Cash flow and net debt

Underlying operating cash flow was £18.7m higher than in the prior year at £57.6m (2025: £38.9m).

| | 2026 £m | 2025 £m |
|--|-------------|------------|
| Underlying operating profit¹ | 46.0 | 43.2 |
| Depreciation and underlying amortisation (owned assets) ² | 5.5 | 4.8 |
| Depreciation and loss on disposal of right-of-use assets | 5.8 | 5.2 |
| Lease costs | (7.8) | (6.8) |
| Underlying EBITDA (pre-IFRS 16)¹ | 49.5 | 46.4 |
| Net working capital movement | (1.1) | (14.1) |
| Depreciation of right-of-use assets | 5.6 | 5.2 |
| Operating profit impact of IFRS 16 | 2.0 | 1.6 |
| IFRS 2 charge | 1.5 | 0.3 |
| Settlement of share options | 0.1 | (0.5) |
| Underlying operating cash flow | 57.6 | 38.9 |
| Underlying operating cash conversion² | 116% | 84% |

¹ Includes continuing and discontinued operations. Johnson Tiles SA is presented as a discontinued operation but its assets and liabilities are not held for sale, and accordingly the related cash flows are presented in the above underlying operating cash flow reconciliation. Accordingly, these profit measures may differ to those seen in the financial statements which exclude discontinued operations.

² Includes depreciation relating to Johnson Tiles South Africa.

³ Represents underlying operating cash flow as a percentage of underlying EBITDA (pre-IFRS 16).

The main drivers of the increase in underlying operating cash flow was an improvement in underlying operating profit and significantly reduced working capital outflow following investment in inventories in the prior period. Underlying operating cash conversion in the year was 116% of underlying EBITDA (2025: 84%).

The Group ended the year with net debt of £65.8m (2025: net debt of £36.8m) on a pre-IFRS 16 basis. This represents a leverage of 1.2 times underlying EBITDA (2025: 0.8 times). Net debt inclusive of IFRS 16 lease liabilities was £96.7m (2025: £57.4m).

Balance sheet

The Group's balance sheet is summarised below.

| | 2026 £m | 2025 £m |
|--|--------------|------------|
| Property, plant and equipment | 22.8 | 21.8 |
| Asset held for sale | – | 3.7 |
| Right-of-use assets | 26.9 | 16.7 |
| Goodwill and intangible assets | 187.8 | 153.5 |
| Deferred tax | (14.4) | (8.6) |
| Net current assets excluding cash and borrowings | 73.0 | 72.7 |
| Pension scheme surplus | 0.4 | 6.8 |
| Lease liabilities | (30.9) | (20.6) |
| Other non-current assets and liabilities | (1.7) | (1.3) |
| Net debt | (65.8) | (36.8) |
| Net assets | 198.1 | 207.9 |
| Underlying return on capital employed | 20.0% | 17.3% |

Total net assets decreased by £9.8m to £198.1m (2025: £207.9m). Net current assets (excluding cash and borrowings) increased by £0.3m largely reflecting increased debtors at year-end. Goodwill and intangibles increased due to £33.2m of intangibles arising on acquisition and £2.3m of goodwill, both relating to the Fibo acquisition. Net debt increased due to the drawdown of borrowings to fund the acquisition.

Property, plant and equipment increased by £1.0m to £22.8m in the year largely due to £3.8m of assets acquired with Fibo, offset by net £3.4m of disposals from the discontinuation of Johnson Tiles SA. Other additions and the annual depreciation charge make up the remaining difference. The depreciation charge was £5.0m (2025: £4.8m) including Johnson Tiles SA.

Right-of-use assets increased by £10.2m to £26.9m (2025: £16.7m), primarily reflecting Fibo's right-of-use assets acquired of £6.9m and net additions of £1.6m, offset by right-of-use depreciation of £5.6m (2025: £5.2m). Exchange gains of £0.8m were recognised in relation to right-of-use assets (2025: £nil).

The net deferred tax liability increased by £5.8m to a liability of £14.4m (2025: liability of £8.6m). The increase is primarily the result of the deferred tax liability arising on the intangibles created upon acquisition of Fibo, offset by actuarial losses on the pension scheme.

The underlying return on capital employed has increased to 20.0% (2025: 17.3%) following improved performance and portfolio improvements, demonstrating further momentum and achievement of our strategic target of 20.0%. This has been driven by increased profitability alongside our portfolio development initiatives including the closure of our tile manufacturing operations and the acquisition of Fibo.

Pension schemes

On an IAS 19R accounting basis, the gross defined benefit pension scheme valuation of the UK scheme showed a surplus of £0.4m compared to a surplus of £6.8m last year. The present value of scheme liabilities decreased by £5.1m as a result of benefit payments made and the discount rate saw a slight increase to 5.7% (31 March 2025: 5.6%). This was partially offset by mortality assumptions which were updated in year to reflect prolonged life expectancies and led to a small increase in liabilities. The value of scheme assets decreased by £11.5m largely due to benefit payments made in the year.

In the prior year, the Group reached agreement with the Trustee on the 31 March 2024 triennial actuarial valuation for the UK defined benefit scheme. The actuarial deficit at 31 March 2024 was £11.7m (2021: £35.8m). The current deficit repair contributions were reconfirmed at £3.8m per annum from 1 April 2022 to June 2027 (increasing with CPI, capped at 5%, each year). It was agreed that there would be no further deficit repair contributions after June 2027.

The agreement also included a mechanism where deficit repair contributions would be diverted into an escrow account when the scheme is deemed to be in surplus on a technical provisions basis. In addition, the Group will contribute up to a maximum of £1.0m per annum to cover pension administrative expenses should asset investment performance not be sufficient to cover the ongoing management fees. The 2027 triennial actuarial valuation is expected to take place during the year ending 31 March 2028.

The Group's cash contributions to its defined contribution pension scheme were £3.9m (2025: £3.8m).

Banking, funding and liquidity

Following a refinancing in December 2025, the Group increased its committed banking facilities to £150m (plus a £75m uncommitted accordion) with a maturity date of the facility of December 2029 with a further one-year extension available. Net bank debt increased to £65.8m in the year (2025: £36.8m) following drawdown to fund the acquisition of Fibo; positive cash generation continues to reduce the borrowings of the Group.

Capital allocation framework

The Group has a capital allocation framework of 1) Organic investment; 2) Ordinary dividends; 3) Complementary acquisitions; and 4) Supplementary distributions. Alongside this framework are investment guardrails of maintaining leverage below 2.0x underlying EBITDA and dividend cover of circa 3.0x in addition to the strategic objectives of cash conversion above 90% and a ROCE target of 20% in the medium term.

Norcros South Africa

As announced on 12 May 2026, the Board has commenced a process to evaluate sale options for the Group's South African operations, including a potential divestment.

Norcros South Africa (Norcros SA) is a distinct operating segment within the Group, comprising TAL, Tile Africa and House of Plumbing. The business has continued to trade as expected during the year and remains well managed by an experienced team, with well-established market positions in its respective sectors.

At the balance sheet date, Norcros SA had total net assets of £37.5 m (excluding net cash). For the year, the business generated revenue of £101.8 m and operating profit of £6.3 m on a pre-central cost basis. The segment remains cash generative, with continued focus on working capital discipline and operational efficiency.

The decision to explore sale options reflects the Group's broader objective to focus on a more capital-light, cash-generative portfolio centred on mid-premium bathroom markets in the UK and Europe. Recent portfolio actions, including the exit from Johnson Tiles South Africa, the sale of Johnson Tiles UK and the acquisition of Fibo, are consistent with this strategic direction.

There is no impact on the Group's reported results or on its financial position for the current year as a result of the announcement.

Future success

Finally, this will be my last Annual Report as Chief Financial Officer at Norcros and I will be stepping down from the Board at the end of June. Norcros is a great business, and it has been a privilege to work with our dedicated teams to grow into the largest branded bathroom products business in the UK and Ireland. The Group is in a strong financial position with a tremendous future ahead. I wish all involved every success.

JAMES EYRE
Chief Financial Officer

10 June 2026

CHIEF PEOPLE OFFICER'S REVIEW

BUILDING A FUTURE-READY WORKFORCE



HELEN GOPSILL
Chief People Officer

Introduction

Norcros invests in entrepreneurial, decentralised businesses with deep expertise in their markets. Our people are central to how those businesses perform and grow. We want each business to keep its distinct strengths, whilst benefiting from the scale, standards and shared values of the Group.

That means our culture is not left to chance. It is shaped by a clear purpose and four practical values — care, courage, connection and common sense — which help leaders at all levels make better decisions, build stronger teams and support sustainable performance across the Group.

This year, we continued to strengthen our approach to people and culture. Building on the foundations laid in recent years, we focused on improving alignment across the Group, equipping leaders to lead well, and creating an environment where people feel supported, challenged and able to contribute. This is not a set of standalone culture initiatives. It is practical work to build the capability, resilience and consistency needed for long-term success.

A key milestone this year has been the continued development of our culture framework, anchored in our Purpose and Keys (values). They are increasingly used as

practical guides for decision-making and behaviour across the Group, bringing greater clarity and consistency whilst respecting the individuality of our businesses. Our employee value proposition, **#BeSomeone**, captures the idea simply: people should feel seen, heard and able to make a meaningful contribution at every level.

Our priorities this year

Our priorities are rooted in our purpose, strategy and the capabilities needed to support long-term growth.

The last three years have seen significant and meaningful changes to the portfolio of businesses that form part of Norcros as we have sharpened our focus on sustainable bathroom products. An increase in collaboration during this time to leverage our scale and, at times, do things together that each individual business might not be able to on their own has seen a more coordinated and aligned approach to culture and talent. We have over this time developed a Group-wide forum that has collectively helped develop and implement a number of core programmes that underpin who we are and where we are going as a business.

Great Place to Work

We have seen encouraging progress in our people data. Great Place to Work gives us a more consistent way to measure culture across the Group and a stronger baseline for action and accountability. Certification across our three main geographies — the UK, Ireland and South Africa — shows shared progress against a common standard, whilst recognising that each business is at a different stage. Over time, this helps us focus effort, strengthen employee experience and support retention and performance. We are particularly focused on maintaining and improving these results during a period of portfolio change as we simplify and strengthen our business model.

Group people policies review

We want our policies to reflect the realities of people's lives and support fairness, consistency and good judgement across the Group. What someone needs early in their career may be very different from what they need when caring for children, supporting ageing parents or preparing for retirement.

During the year, we launched a suite of Moments That Matter policies covering enhanced parental leave and pay, bereavement leave and pay, fertility treatment, menopause support, ill health support and sick pay. These changes give leaders clearer frameworks and give employees greater confidence that they will be supported consistently, whilst still recognising that individual circumstances differ.

Diversity, equity, and inclusion (DEI)

We are committed to building teams that reflect the communities in which we operate and to ensuring that people have the support they need to feel included and able to contribute. Our aim is for DEI to be part of everyday working life, not a separate programme. Experience across the Group, including in South Africa, has shown that this is not about exclusion. It is about making conscious decisions that build stronger teams, widen perspectives and improve the quality of decision-making.

We also track progress through internal measures and external reporting, including the UK gender pay gap. Structural changes in the composition of the Group, particularly the sale of Johnson Tiles, have affected some headline metrics. However, our underlying analysis by role and level continues to indicate equitable outcomes. We remain committed to transparency and to making steady progress as the shape of the Group evolves.

Supporting our leaders

Developing capable, confident leaders remains a central priority. During the year, we progressed the Norcros Leadership Pathway as a clearer framework for leadership expectations and development across the Group. Alongside this, initiatives such as the Women in Leadership programme, targeted management development in several businesses, and greater use of coaching and mentoring are helping to build leadership depth and resilience. Our focus is not only on skills. It is also on psychological safety, inclusive leadership and the ability to lead through change.

“ Culture at Norcros is not left to chance — it is shaped by clear values and reflected in the decisions people make every day. ”

Our priorities for next year

Looking ahead, our focus is on building on the progress already made. That means embedding our Purpose and Keys (values) more consistently, strengthening leadership capability, and supporting greater connection across the Group as Fibo continues its integration journey. We will also continue to support our South African colleagues as we explore the options announced for that business.

Key areas of focus will include:

Turning insight into action: building on our Great Place to Work results with local and Group-wide action plans and a clear focus on making everyday experience better for everyone.

Embedding inclusive leadership: helping line managers apply judgement with care, empathy and consistency, supported by clearer policy frameworks. This matters within each business and in cross-business collaboration, where we can make better use of our collective scale in a way that still respects our distinctive, non-transactional model.

Strengthening leadership capability: giving leaders a clear framework, practical guidance through our Keys (values), and focused development to help them lead with purpose and sound judgement.

Next year is about making what already works even stronger, together.

Summary

At Norcros, we believe sustainable performance depends on strong foundations: a clear purpose, clear values, capable leaders and an environment where people can do their best work. Over the past year, we have strengthened those foundations by improving consistency across the Group whilst respecting the individuality that makes each of our businesses strong and distinctive. As the business continues to evolve and grow, our people strategy remains focused on building the culture, capability and leadership that will support long-term value creation, in the right way. We are encouraged by the progress made and will continue to move forward with care, courage, connection and common sense.

HELEN GOPSILL
Chief People Officer

10 June 2026

OUR CULTURE

A PLACE WHERE EVERYONE CAN #BeSomeone

Our culture is built on a clear Purpose and a simple set of Keys (values) – Care, Courage, Connection and Common Sense. They shape how decisions are made, how people work together and how the business performs. Together, they help us balance entrepreneurial freedom with collective responsibility, supporting strong performance and long-term sustainability whilst recognising the distinctive strengths of each business, team and individual.

Our culture

At Norcros, we trust our people to lead with care, act with courage, build connections, and use their common sense – building an inclusive, growth-focused culture where everyone can #BeSomeone.



“ Together, we are more than the sum of our parts. ”

What shapes our culture

Our Purpose provides direction – *why we do what we do*

Our Purpose: To create products and connections that offer sustainable choices for better living, helping nurture the world we love and share

The **Norcros Keys** guide *how we do it*

1 Care

Having a heart for people and the world we share.

+

2 Courage

Challenging the status quo, taking action and doing what is right.

+

3 Connection

Connecting across teams and perspectives to create stronger outcomes together.

+

4 Common Sense

Thinking carefully, applying judgement and doing what is right.

= #BeSomeone

Together, our Keys shape everyday decisions, behaviours and interactions across the Group.



What our culture feels like, day-to-day How decisions are made

At Norcros, people are trusted to exercise judgement. We are all expected to play our part guided by our Keys, approaching what we do every day with care and courage whilst leveraging internal and external connections, and then applying common sense. The result is a culture where decisions are thoughtful and people stay at the centre, even as the business continues to evolve. This culture builds a reputation or brand that has depth and authenticity.

“ The best culture gives people clarity, trust and the confidence to act. ”

How people are treated

Inclusion at Norcros shows up in everyday behaviours – listening, flexibility and respect. Across the Group, teams work to understand individual needs and create environments where people feel safe to speak up, be themselves and contribute fully. More than labels or slogans, it is these daily interactions that define how inclusive our culture feels.

In practice: Autism awareness initiatives at Grant Westfield, helping to build understanding and confidence across teams.

How people grow

We encourage people to broaden their experience, learn from one another and build capability across the Group. Growth at Norcros is not limited to a single career path. It is about building confidence, broadening perspective and strengthening connection as the business grows and changes.



Malcolm Ash, part of our South African team, recently took on a one-year secondment with Abode in the UK – working in a new market, with different teams and fresh challenges. The experience helped him grow in confidence, broaden his perspective and bring new ideas back into his home business. It's a simple example of how we support people to grow through opportunity, whilst strengthening connections across Norcros.

Looking ahead

As Norcros continues to evolve, so will our culture. Our focus is on ensuring that the Keys (values) that define us today – care, courage, connection and common sense – continue to guide how we work and develop together as the Group grows and changes.



TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD)



DAN LINTELL
Chair of ESG Forum

Introduction

We have made strong progress in strengthening how we identify and manage climate-related risks and opportunities across the Group. Each business has advanced its action plans to support delivery of our Net Zero Transition Plan, in line with our commitment to achieve net zero across the value chain by 2040. This progress is underpinned by ambitious near-term Group targets designed to maintain momentum.

We set near-term targets to reduce Scope 1 and 2 emissions by 33% by 2028 from a 2023 base year, which were validated by SBTi in 2024. In 2026, we successfully reduced our Scope 1 and 2 emissions below these target levels – achieving our target two years early. In 2027, we will review our targets to encourage further progress towards our 2040 net zero ambition. We have also made progress against our Scope 3 emissions targets, whilst recognising that further work is required to address emissions across our supply chain.

A key driver of the reduction in Scope 1 and 2 emissions was our exit from Johnson Tiles South Africa. During FY26, Norcros undertook a strategic review of this business to assess its alignment with the Group’s strategic priorities, including ESG considerations. The outcomes of this review led to the decision to close manufacturing operations at Johnson Tiles South Africa.

This decision demonstrates how sustainability, including climate change, is embedded within Norcros’ business strategy and decision-making processes. The closure reflects the Group’s strategic transition away from traditional tile manufacturing towards wall panels – an alternative product in the wall covering market with a significantly less carbon- and energy-intensive manufacturing process. This strategic shift has been further reinforced by the acquisition of Fibo Holding AS (Fibo) in October 2025, a leading supplier of high-quality waterproof decorative wall panels based in Norway.

In line with the requirements of the Companies (Strategic Report) (Climate-related Financial Disclosure) Regulations 2022 and UK Listing Rule 6.6.6(8), the following pages set out our compliance with all of the Task Force on Climate-related Financial Disclosures (TCFD) recommendations and recommended disclosures, as detailed in “Recommendations of the Task Force on Climate-related Financial Disclosures” (2017) and the additional guidance as set out in the TCFD 2021 Annex “Implementing the Recommendations of the Task Force on Climate-related Financial Disclosures” (TCFD Annex). Additionally, the Group has complied with the requirements of sections 414CA and 414CB of the Companies Act 2006 by including certain non-financial information within the TCFD Report. The Group has indicated in the following table which of the climate-related disclosures are addressed by the TCFD recommended disclosures, alongside the pages where these are located.

We consider our disclosure to be consistent and compliant with all 11 of the TCFD recommendations.

TCFD recommendations reporting

| Recommendation | Recommended disclosures | Reference | C4 414CB ¹ |
|---|--|-----------------|-----------------------|
| GOVERNANCE Disclose the organisation’s governance around climate-related risks and opportunities. | a) Describe the Board’s oversight of climate-related risks and opportunities. | Page 56 | (a) |
| | b) Describe management’s role in assessing and managing climate-related risks and opportunities. | Page 56 | (a) |
| CLIMATE-RELATED RISK MANAGEMENT Disclose how the organisation identifies, assesses and manages climate-related risks. | a) Describe the organisation’s process for identifying and assessing climate-related risks. | Page 57 | (d) |
| | b) Describe the organisation’s processes for managing climate-related risks. | Page 57 | (e) |
| | c) Describe how processes for identifying, assessing and managing climate-related risks are integrated into the organisation’s overall risk management. | Page 57 | (f) |
| STRATEGY Disclose the actual and potential impacts of climate-related risks and opportunities on the organisation’s businesses, strategy and financial planning where such information is material. | a) Describe the climate-related risks and opportunities the organisation has identified over the short, medium and long term. | Pages 59 to 66 | (b) |
| | b) Describe the impact of climate-related risks and opportunities on the organisation’s businesses, strategy and financial planning. | Pages 59 to 66 | (b) |
| | c) Describe the resilience of the organisation’s strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario. | Page 58 | (c) |
| METRICS AND TARGETS Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material. | a) Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process. | Page 67 | (h) |
| | b) Disclose Scope 1, Scope 2 and, if appropriate, Scope 3 greenhouse gas (GHG) emissions, and the related risks. | Pages 68 and 69 | (h) |
| | c) Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets. | Page 67 | (g) |

¹ Reference to consistency with The Companies (Strategic Report) (Climate-related Financial Disclosure) Regulations 2022.



“For Norcros, sustainability is not a standalone agenda – it is part of how we improve performance, manage risk and make better operational decisions.”

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) CONTINUED

GOVERNANCE

Board

The Board of Directors oversees and is ultimately accountable for progress against the Group's Net Zero Transition Plan and wider sustainability strategy, including the identification and management of climate-related risks and opportunities. The Board is kept informed of climate-related matters through regular updates at Board meetings with ESG (including climate change) included on the agenda at least twice a year. Our ESG advisors, CEN Group, also support the Board by providing updates on emerging sustainability and climate-related regulations.

The Board monitors and oversees progress of the Group's sustainability performance through updates from the ESG Forum and the Management Information (MI) Framework, which includes monitoring the Group's emissions (Scopes 1, 2 and 3). The MI Framework can be found on pages 33 to 35.

The Audit and Risk Committee supports the Board by ensuring climate-related issues are integrated into the Group's risk management process. Climate-related risk assessments are conducted twice a year and are fully incorporated into the Group's principal risk framework. Any materially significant risks, including climate-related risks, that fall outside the Group's risk appetite must be reviewed and approved by the Board, unless treatment actions can be implemented to bring them within acceptable levels.

Management

As climate-related issues are fundamental to the Group's purpose and strategy, the Chief Executive Officer has overall responsibility for their oversight, ensuring they are considered as part of Norcros' strategy, budget and business planning. The Chief Executive Officer reports progress to the Board at two Board meetings a year.

The Corporate Development and Strategy Director is responsible for the Group's ESG programme and reports regularly to the Chief Executive Officer and the Board. Each business has a nominated ESG lead, and governance and coordination across the Group are supported through the ESG Forum.

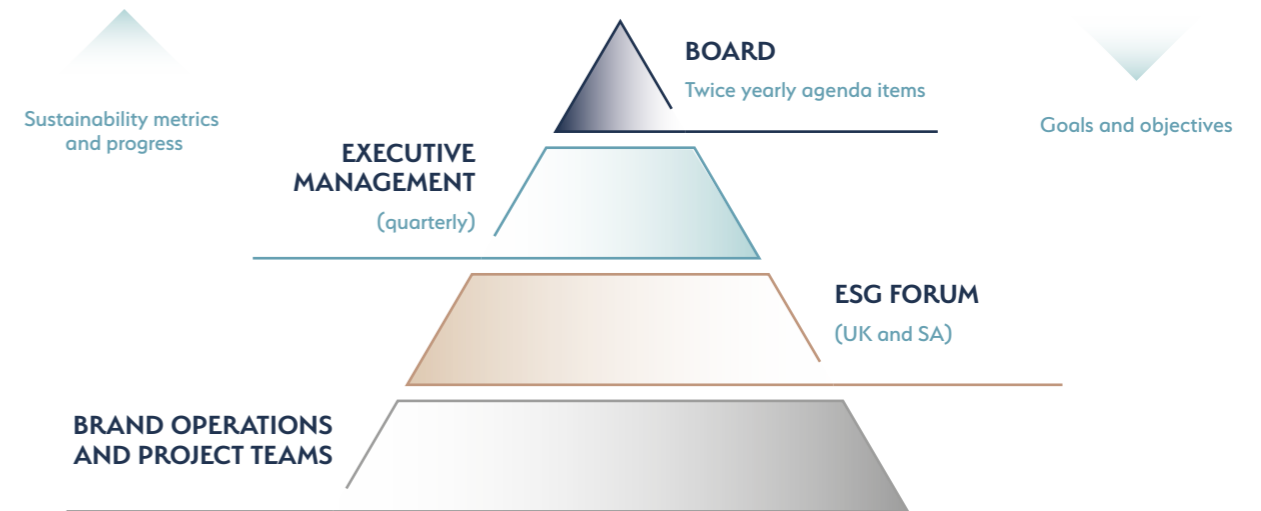
The Group-level net zero targets are cascaded to each business to ensure accountability throughout the organisation. The costs of climate-related initiatives are included in each business's annual budgeting process, and they are encouraged to consider our net zero targets as part of new product development. The Executive Team reviews carbon reduction plans annually and monitors progress against key milestones through the ESG Forum twice a year.

ESG Forum

The ESG Forum is sponsored by the Corporate Development and Strategy Director and includes ESG leads from each business within the Norcros Group. The Forum meets at least three times per year, with at least one in-person meeting. These meetings provide a platform to track progress on our Net Zero Transition Plan and to share ideas, challenges and best practices across the Group.

The ESG Forum is responsible for assessing and managing climate-related issues, reviewing performance against the Group's ESG MI Framework, and directing action within individual businesses. It also supports a consistent approach to sustainability data and communication to meet external disclosure requirements.

Representatives of the ESG Forum are informed by operational and project teams within their respective businesses. Each business has its own governance structures in place to monitor, deliver and report on carbon-reduction initiatives.



CLIMATE-RELATED RISK MANAGEMENT

ESG risks, and particularly climate-related risks, are classed as a principal risk by the Group. Climate-related risks and opportunities were assessed and prioritised on the existing Group five-point risk scoring criteria for both financial impact and reputation impact (minimal, low, intermediate, high, severe) and for likelihood (remote, unlikely, possible, likely, certain).

Overall risk scores are calculated as the multiple of impact and likelihood. Likelihood is based on the probability of the risk crystallising and affecting the business at least once during a three-year period, and the longer time horizon of some climate-related risks is thus reflected in a lower likelihood score. By using the existing Group risk framework, climate-related risks are fully integrated into the current risk management framework and the relative significance of climate-related risks in relation to other risks can be determined.

Climate-related transition risks tend to impact the Group in a top-down manner. These are identified and shortlisted in collaboration with internal stakeholders and senior management, in conjunction with the ESG Forum. This analysis includes a horizon-scanning exercise to incorporate policy and legal risks and is refreshed annually to include any changes to the business, external regulatory developments or operating conditions.

Climate-related physical risks are assessed using a bottom-up site-level risk assessment using geospatial natural hazard mapping software. This year, we carried out a new physical risk assessment to reflect changes to the Group structure.

A summary of key risks in the individual businesses and corporate risk registers is presented to the Audit and Risk Committee at each meeting. In addition, a Group-level risk review, which identifies and reviews Group-level strategic risks, is completed twice a year by the Executive Risk Management Group.



The decision to control or accept risks is partially determined by the nature of the risk and its scoring. Management regularly reviews risk exposure against defined acceptable risk appetite levels and develops remedial actions, with target dates, to address risks scoring higher than the accepted risk appetite level. Except for "strategic", "operational" and "commercial" risks, which carry a medium risk appetite, all other risk types carry a low risk appetite. Risks scoring outside of these risk appetite levels require treatment actions to bring them in line with the appropriate risk appetite level, or they need to be reviewed and approved by the Board. Further detail is included in the Risk Management section on pages 70 to 72.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) CONTINUED

STRATEGY

Time horizons

The time horizons of where our climate-related risks and opportunities are expected to first occur are:

| | | |
|---|--|--|
|  <p>Short term</p> <p>2026 to 2028</p> <p>Aligned with our current strategic planning and incorporates our planned capital expenditures.</p> |  <p>Medium term</p> <p>2029 to 2035</p> <p>Aligned to where we will most likely see the impact of regulatory frameworks such as carbon pricing, the technology life cycle and our interim emission reduction targets.</p> |  <p>Long term</p> <p>2036 to 2050</p> <p>Aligned to the UK Government's Net Zero pledge, allowing incorporation of the useful life of our property assets, physical and transition risk time horizons and the Group's net zero target.</p> |
|---|--|--|

We consider risks and opportunities in all physical and transition categories outlined in the TCFD guidance, under current and emerging regulatory requirements, and whether they occur within our own operations, or upstream and downstream of the Group. Our process for identifying, assessing, prioritising and monitoring climate-related risks has remained unchanged from our previous reporting period.

Climate-related scenario analysis has been used to improve our understanding of the behaviour of certain risks to different climate outcomes. Previously identified transition risks and opportunities have been reviewed, and physical risks have been reassessed to reflect the updated Group structure. To model transition risks and opportunities, we have used the International Energy Agency's (IEA) Net Zero Emissions by 2050 Scenario (NZE) and Stated Policies (STEPS)¹ climate scenarios. Physical risks were analysed using scenarios from the Intergovernmental Panel on Climate Change (IPCC), namely SSP1/RCP 2.6, SSP2/RCP 4.5 and SSP5/RCP 8.5.

Our scenario analysis includes qualitative and quantified impacts where the underlying data is available and where the current understanding of the risks is robust. We continue to work on quantifying our risks and opportunities by regularly reviewing the assumptions and estimates required.

We have analysed the climate-related risks under all our chosen scenarios and identified plans to mitigate against the impacts of these risks, as well as take advantage of opportunities. As a result, we are confident that our business will remain resilient to climate change impacts. Our view is that significant financial planning or budgetary change as a result of climate change is not likely to be required and our emission reduction plan will not incur material capital expenditure or operational disruption.

¹ IEA World Energy Outlook 2025.





RISKS

Four transitional and two physical climate-related risks have been identified that could have a material impact on our business.

Updates to transition risks during the year:

- Carbon pricing ("carbon tax") in own operations:** This risk has been removed from our TCFD report due to reduced exposure from the disposal of Johnson Tiles UK and closure of Johnson Tiles South Africa. Our Scope 1 and 2 emissions have reduced significantly by removing tile manufacturing from our business, providing a lower carbon price exposure in our own operations.
- Reliance on third parties or technologies to decarbonise:** Due to our strategic decision to transition away from tile manufacturing, the materiality of this risk has changed. We are now more reliant on the decarbonisation of third parties to reduce our Scope 3 footprint as our exposure to kilns has now been removed.
- Customer and consumer pressure:** Throughout the year the Group has received increased sustainability-related requests from key customers. As a result, the materiality of this risk has increased.

Transitional risks

| TCFD category: Transition (emerging regulation) | Mitigation | | |
|---|--|--|---|
| <p>Carbon pricing in the value chain</p> <p>BUSINESS AREA Upstream</p> <p>PRIMARY POTENTIAL FINANCIAL IMPACT Increased cost of purchased goods and inbound transportation</p> <p>LOCATION Global, all brands</p> <p>MEASUREMENT Scope 3 emissions (Category 1)</p> <p>SCENARIO ANALYSIS Risk is higher under NZE.</p> | <p>Large parts of our supply chain include the processing of primary metals and building materials. New, low-emission production processes are still being developed for commercial use, which could lead to increased costs in our supply chain.</p> <p>Our supply chain is also exposed to global regulatory and policy decisions, including CBAM regulations within the EU and UK which will impose a carbon price on importers of aluminium, iron and steel. As such, companies within Norcros' value chain may be subject to increased costs.</p> <ul style="list-style-type: none"> Norcros maintains a diversity of supply sources reducing this risk to the Group. Our Supply Chain Policy sets out our expectations to our value chain partners on environmental issues, and we engage with our suppliers regularly to consider lower embodied carbon inputs (where the raw materials used have acceptable technical qualities with lower carbon emissions). Our Sustainable Products Framework helps us classify products that can potentially reduce our value chain emissions exposure. | | |
| <p>TIME HORIZON</p>  <p>Medium term</p> | <p>LIKELIHOOD</p>  <p>Certain (5)</p> | <p>IMPACT MEASURE</p>  <p>Intermediate (5)</p> | <p>RISK RATING</p>  <p>25</p> |

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) CONTINUED

RISKS

Transitional risks

TCFD category: Transition (market and reputation)

Reliance on third parties or technologies to decarbonise

BUSINESS AREA

Own operations and upstream

PRIMARY POTENTIAL FINANCIAL IMPACT

Higher costs, lower revenue

LOCATION

Global, all brands

MEASUREMENT

Scope 3 emissions

SCENARIO ANALYSIS

Risk is higher under STEPS

Achievement of our net zero target in 2040 relies on the decarbonisation of electricity grids, suppliers and retail partners meeting decarbonisation timelines and the development of low-carbon transportation. We also require the purchase of electricity generated from renewable sources in South Africa, which is less readily available than in the UK.

Mitigation

- We work collaboratively with retailers and engage with governmental and industry bodies to shape supply chain decarbonisation policy.
- We continue to invest in research and development and monitor the external development of low-carbon raw materials and technologies.
- The Group's strategic decision to shift from tiles to wall panels was partially a climate-related decision. As well as reducing the overall emissions and energy intensity of the Group, we are now less dependent on new third-party technologies to decarbonise our operations.

| TIME HORIZON | LIKELIHOOD | IMPACT MEASURE | RISK RATING |
|--------------|------------|----------------|-------------|
| Medium term | Likely (4) | Low (3) | 12 |



TCFD category: Transition

Cost of capital linked to sustainability criteria

BUSINESS AREA

Own operations

PRIMARY POTENTIAL FINANCIAL IMPACT

Higher cost of capital

LOCATION

Global, all brands

MEASUREMENT

Scope 1, 2 and 3 emissions, UK interest rates

SCENARIO ANALYSIS

Risk is higher under NZE

Providers of capital (investors and banks) are increasingly incorporating sustainability into their assessments, which represents a risk to the availability and cost of capital. The Group's existing £150m multicurrency revolving credit facility (which runs to October 2027) means the risk is minimal in the short term. However, over the medium term, investors and banks are expected to be more stringent and withdraw funding or apply punitive charges if ongoing targets on emission reduction are not aligned to their own net zero targets.

Mitigation

- We continue to engage in dialogue with lenders, rating agencies and investors to ensure our climate change disclosures are in line with the latest regulatory requirements.
- Our progress towards our own emission reduction target of net zero by 2040, as well as disclosure of ESG-related metrics and targets, should ensure the net impact is minimal.

| TIME HORIZON | LIKELIHOOD | IMPACT MEASURE | RISK RATING |
|--------------|-------------|----------------|-------------|
| Medium term | Certain (5) | Low (2) | 10 |

Customer and consumer pressure

BUSINESS AREA

Downstream

PRIMARY POTENTIAL FINANCIAL IMPACT

Lost revenue

LOCATION

Global, all brands

MEASUREMENT

Scope 3 emissions

SCENARIO ANALYSIS

Risk is higher under NZE

Large retailers and housebuilders are encouraging suppliers to reduce embodied carbon, energy and water use in their products. More customers now require suppliers to have set SBTi-aligned net zero targets. As we approach our 2028 emissions reduction targets, pressure from customers regarding our sustainability performance and results may increase.

There is a medium-term material risk that some product lines are no longer of interest to customers aligning their product portfolios to zero carbon homes and net zero targets. We expect this risk to increase as customers and consumers apply stringent sustainability criteria to their purchasing decisions.

- We engage with customers and brands to ensure new products are designed to meet changing customer requirements.
- Our Sustainable Products Framework classifies our products against their sustainability criteria and enables us to track total revenue derived from lower-carbon products.

| TIME HORIZON | LIKELIHOOD | IMPACT MEASURE | RISK RATING |
|--------------|------------|------------------|-------------|
| Medium term | Likely (4) | Intermediate (5) | 20 |

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) CONTINUED

RISKS

As a result of changes to the Group structure, we have updated our physical risk assessment this year using Location Risk Intelligence Tool. It has been used to assess current and potential physical climate-related risks facing Norcros' global operations. We have assessed potential physical risks, both acute and chronic, including potential material risks such as drought stress, subsidence, storms, sea level rise and flooding events amongst other hazards. The revenue of each site was considered to determine the materiality of identified risks to specific sites. During the year we had no climate-related insurance claims.

The updated assessment largely aligns with the previous assessment carried out in 2023. Below are the key changes:

- **Flood-related risk** (due to precipitation stress and storm surges) exposure has increased.
- **Water scarcity** exposure has decreased.
- **Subsidence** has been identified as a new risk but is not disclosed below due to low potential business impact.

Physical risks

TCFD category: Physical (chronic)

Flood-related risk

BUSINESS AREA

Own operations

PRIMARY POTENTIAL FINANCIAL IMPACT

Higher costs/disruption of production

LOCATION

UK, Norway, South Africa

MEASUREMENT

Meteorological forecasting

SCENARIO ANALYSIS

Risk higher under SSP5/RCP 8.5

Risk associated with either coastal or riverine flooding can cause damage to site infrastructure and products and equipment stored at sites. Floods can also cause disruptions to manufacturing output and delay production times. Storm surge and precipitation stress in particular pose risks to Norcros sites in the UK, Norway and South Africa. Of the sites identified, Fibo's production site could have the highest impact due to its significant revenue contribution to the Group.

Mitigation

- All our brands have business continuity and recovery plans that monitor risks to staff and premises from meteorological events.
- Most sites have flood damage insurance cover with limits that reflect the magnitude of risk, and the diversified locations means it is unlikely that more than one of the identified sites would flood at any given time.

TIME HORIZON



Long term

LIKELIHOOD



Unlikely (2)

IMPACT MEASURE



Intermediate (5)

RISK RATING



10



TCFD category: Physical (chronic and acute)

Temperature-related risks

BUSINESS AREA

Own operations

PRIMARY POTENTIAL FINANCIAL IMPACT

Higher costs/disruption of production

LOCATION

South Africa

MEASUREMENT

Annual freshwater resource levels

SCENARIO ANALYSIS

Risk higher under SSP5/RCP 8.5

Risks associated with increased temperatures can pose issues to sites and the health and safety of our employees. Water scarcity and fire weather stress in particular pose risks to some of our sites in South Africa. Despite issues regarding water scarcity persisting in Cape Town, South Africa, none of our sites are at very high risk of water scarcity and our manufacturing processes are not water intensive.

Mitigation

- A large water tank was installed at the Olifantsfontein, South Africa, site, which is fed from the municipal mains, providing storage to smooth out supply challenges.
- All our brands have business continuity and recovery plans that monitor risks to staff and premises from meteorological events.

TIME HORIZON



Long term

LIKELIHOOD



Unlikely (2)

IMPACT MEASURE



Low (3)

RISK RATING



6

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) CONTINUED

OPPORTUNITIES

We have identified four climate-related opportunities with the potential to materially benefit our business. Of these, the most significant are both product-related: (i) resource-efficient manufacturing and (ii) resource-efficient product design. These sit at the heart of our Net Zero Transition Plan and Sustainable Products Framework, which outline how we are actively positioning the Group to innovate, lead and grow in a low-carbon economy.

TCFD category: Products and services

Product design – resource-efficient manufacturing

BUSINESS AREA

Own operations and downstream

PRIMARY POTENTIAL FINANCIAL IMPACT

Increased sales/ decreased costs

LOCATION

Global, all brands

MEASUREMENT

Scope 3 emissions, revenue from energy-efficient products (green revenue)

SCENARIO ANALYSIS

Opportunity is higher under NZE

We have developed our Sustainable Products Framework to enable us to classify our products according to their sustainability attributes. Our customers increasingly require us to provide data on embodied carbon in our products, and this framework helps us focus our portfolio towards products with lower embodied carbon. We also work with suppliers to “design out” carbon, continually searching for alternative, lower-carbon raw materials.

Strategy to capitalise:

- Our brands have various initiatives underway to improve resource efficiency. Triton Showers has published third-party verified Environmental Product Declarations (EPDs) covering the vast majority of its electric shower ranges, embedding life cycle thinking into product design.
- Norcros aims to maximise this opportunity by transitioning away from more carbon intensive tile manufacturing towards wall panelling, which is inherently more resource efficient to produce, requiring lower energy and water use during manufacture. This shift has been targeted in FY26 through the acquisition of Fibo, a supplier of high-quality, waterproof wall panel systems.

TIME HORIZON



Medium term

LIKELIHOOD



Likely (4)

IMPACT MEASURE



Intermediate (6)

OPPORTUNITY RATING



TCFD category: Products

Product design – resource-efficient products

BUSINESS AREA

Own operations and downstream

PRIMARY POTENTIAL FINANCIAL IMPACT

Increased sales

LOCATION

Triton, Abode

MEASUREMENT

Scope 3 emissions, revenue from energy efficient products (green revenue)

SCENARIO ANALYSIS

Opportunity is higher under NZE

Our Sustainable Products Framework includes “use phase” criteria regarding the reduction of energy and water for our consumers. Innovative product design is key to continued revenue growth and also helps to maintain competitive positioning.

Strategy to capitalise:

- We target research, development and marketing spend and collaborate with key clients to develop and sell resource-efficient products. For example, Triton’s ENLight HeatRepeat shower is designed to work with Waste Water Heat Recovery Systems (WWHRS), reducing water and energy consumption to lower carbon emissions and save money.
- Our Sustainable Products Framework encourages businesses to showcase products that promote energy and water efficiency.

TIME HORIZON



Medium term

LIKELIHOOD



Likely (4)

IMPACT MEASURE



High (8)

OPPORTUNITY RATING



TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES (TCFD) CONTINUED

OPPORTUNITIES

TCFD category: Energy source

Green generation

BUSINESS AREA

Own operations

PRIMARY POTENTIAL FINANCIAL IMPACT

Decreased operating costs

LOCATION

Global, all brands

MEASUREMENT

Energy used from renewable sources

SCENARIO ANALYSIS

Opportunity is higher under NZE

We aim to reduce our reliance on third-party electricity. This offers an opportunity to become less dependent on the national grid which, particularly in South Africa, has a low proportion of renewable energy.

Strategy to capitalise:

- Ten Tile Africa stores have solar panels and all new lease agreements will require landlords to commit to solar installations.
- We are investigating purchased renewable electricity in our remaining brands in both the UK and South Africa, which could reduce our market-based emissions to zero.
- In the UK, we have signed a five-year fixed contract with Sustainable Energy First providing the UK businesses with traceable REGO-backed green energy.

TIME HORIZON



Medium term

LIKELIHOOD



Likely (4)

IMPACT MEASURE



Intermediate (5)

OPPORTUNITY RATING



TCFD category: Resource efficiency

Transportation

BUSINESS AREA

Own operations, upstream and downstream

PRIMARY POTENTIAL FINANCIAL IMPACT

Decreased costs

LOCATION

Global, all brands

MEASUREMENT

Scopes 1 and 3 (upstream and downstream transportation and distribution)

SCENARIO ANALYSIS

Opportunity is greater under NZE

Decarbonisation of our distribution and depot fleets would help to reduce Scopes 1 and 3 emissions and is a key component of our Net Zero Transition Plan. This may require transitional investment and further technological development, especially for zero emissions heavy goods vehicles.

Opportunity may arise through a reduction in current environmental taxes from an agreement for the use of eco-fuel being applied across Norcros UK businesses.

Strategy to capitalise:

- Fleet electrification is a key part of our transition plan. Our brands have already made good progress on their targets to transition to low-carbon vehicles.
- We expect third-party logistic suppliers to move towards electric vehicles, thus reducing our Scope 3 upstream and downstream transportation and distribution emissions.
- We have partnered with Maersk for our inbound shipping to use eco-fuel, which produces around 85% less carbon emissions compared to traditional shipping fuel. In FY26, 37% of our inbound freight was shipped using eco-fuel.

TIME HORIZON



Near/Medium term

LIKELIHOOD



Likely (4)

IMPACT MEASURE



Low (3)

OPPORTUNITY RATING



METRICS AND TARGETS

Our full carbon footprint is reported in alignment with the Greenhouse Gas Protocol on pages 68 and 69. In addition, we report on our emissions intensity, total consumption of electricity, renewable electricity, gas and water, and treatment of waste in our separate Sustainability Report. We continue to monitor our climate exposure and action plans through our risk management framework and governance structure. Our main climate-related objectives are monitored through our ESG MI Framework through the year and reported to and reviewed by the Board.

We have science-based targets across Scopes 1, 2 and 3 which were validated by the SBTi in January 2024. These affirm our long-term commitment to net zero across the value chain by 2040. In addition, each brand has a specific interim target for 2028 that provides a clear path to emission reduction through to 2028 and beyond. For further details on our climate targets please see the Norcros Net Zero Transition Plan in our stand-alone Sustainability Report.



SECR STATEMENT

Energy efficiency initiatives

We continue to implement targeted energy efficiency initiatives across the Group. During the year these included:

- Croydex upgraded their air-conditioning system and implemented boiler modifications, reducing energy usage by up to 60%.
- MERLYN now has 88% of total fleet vehicles either electric or hybrid, alongside taking practical measures to reduce warehouse heating demand by purchasing heated jackets for warehouse employees.
- Triton provides on-site EV chargers for visitor and staff use, delivering over 22,000 kWh during the year.
- Norcros South Africa expanded LED lighting installations and introduced solar power at selected retail sites, alongside investments in more energy-efficient manufacturing equipment.

Energy and emissions overview

During the year, we rebased our greenhouse gas emissions to reflect structural changes to the Group. Historical emissions data has been restated to ensure a like-for-like comparison across reporting periods.

In 2026, the Group's market-based Scope 1 and 2 emissions decreased by 63% year-on-year. This equates to a 65% reduction against the 2023 base year, meaning the Group achieved its 2028 target of a 33.6% reduction two years early. Scope 1 and 2 carbon intensity, measured per Group turnover, decreased by 66%, reflecting the strategic shift from ceramic tile manufacturing to less carbon intensive wall panel products.

Across the UK businesses, market-based Scope 1 and 2 emissions increased by 10%, primarily due to an increase in the number of company owned vehicles across the Group. In South Africa, market-based Scope 1 and 2 emissions decreased by 65%, mainly driven by reduced manufacturing at Johnson Tiles South Africa and supported by a reduction in the carbon intensity of the national electricity grid.

The Group's total energy consumption decreased by 64% compared to 2025, primarily reflecting the closure of Johnson Tiles South Africa. Natural gas remains the Group's largest energy source, accounting for 59% of total energy use, driven by ongoing operations across the South African businesses.

Absolute Scope 3 emissions reduced 4% year-on-year, largely driven by a reduction in emissions from the use of sold products (Category 11). This reflected changes in the Group's sales mix alongside reductions in grid carbon intensity.

Emissions from the use of sold products represent 66% of the Group's Scope 3 emissions, primarily driven by the lifetime electricity consumption of Triton's showers and House of Plumbing's geysers (water heaters).

Purchased goods and services account for a further 29% of Scope 3 emissions and increased by 10% during the year, reflecting higher volumes of raw materials and products purchased by Tile Africa and TAL.

Upstream transportation and distribution is the Group's third most material Scope 3 category, contributing 3% of total Scope 3 emissions. Emissions from this category decreased by 26% during the year, driven by an increased share of inbound freight transported using eco-fuel.

Overall, combined Scope 1, 2 and 3 market-based emissions decreased 8% during the year.

The table below has been prepared for the 53 weeks ended 5 April 2026 (in line with the financial year and referred to throughout this section as 2026). The previous accounting period was 52 weeks beginning 1 April 2024 and ending 30 March 2025 for comparison (referred to as 2025). The 2025 figures shown have been restated to align the reporting boundary with 2026 (including Fibo Holdings). This decision has been made to ensure that the year-on-year comparison is on a like-for-like basis.

We report on all of the material emission sources in line with an operational control approach method, as required in Part 7 under the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and under the UK's Streamlined Energy and Carbon Reporting (SECR) requirements.

Greenhouse gas (GHG) emissions are in CO₂e, including GHGs in addition to carbon dioxide and include our Group office and all brands. Scope 1 and 2 data has been calculated from monthly measured data (e.g. fuel and electricity use) using the appropriate conversion factors in accordance with the principles and requirements of the World Resources Institute (WRI) GHG Protocol: A Corporate Accounting and Reporting Standard (revised version) and Environmental Reporting Guidelines: Including Streamlined Energy and Carbon Reporting requirements (March 2019). To calculate Scope 1 emissions, DESNZ 2025 emissions factors have been used. Scope 2 emissions have been calculated using both a

location-based and market-based approach, utilising DESNZ 2025, IEA 2025 or Association of Issuing Bodies (AIB) 2025 residual factors where appropriate. We have also factored in situations where sites produce their own renewable electricity or purchase electricity supported by contractual instruments, such as Renewable Energy Guarantee Origin (REGO).

We are reporting our Scope 3 emissions with guidance from the GHG Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard and the GHG Protocol Technical Guidance for Calculating Scope 3 Emissions, as required.

In line with the Greenhouse Gas Protocol, we continue to review our reporting in light of any changes in business structure, calculation methodology and the accuracy or availability of data. Due to recognised inherent uncertainties in calculating Scope 3, we have adopted a continuous improvement approach. We will continue to review our processes and disclose any restatements in a timely and transparent manner.

| | FY26 | | | FY25 ¹ | | |
|--|------------------|-------------------|-------------------|-------------------|------------------|-------------|
| | UK | Global (exc. UK) | Group total | UK | Global (exc. UK) | Group total |
| GHG emissions (tCO₂e) | | | | | | |
| Total Scope 1 (tCO₂e) | 1,022 | 8,513 | 9,535 | 981 | 29,784 | 30,765 |
| Scope 2 location-based (tCO ₂ e) | 524 | 10,337 | 10,861 | 616 | 23,659 | 24,275 |
| Scope 2 market-based (tCO ₂ e) | 139 | 10,295 | 10,434 | 79 | 23,609 | 23,688 |
| Total Scope 1 + 2 location-based (tCO₂e) | 1,546 | 18,850 | 20,396 | 1,597 | 53,443 | 55,040 |
| Total Scope 1 + 2 market-based (tCO₂e) | 1,161 | 18,808 | 19,969 | 1,060 | 53,393 | 54,453 |
| Total Scope 3 (tCO₂e) | – | – | 812,746 | – | – | 846,702 |
| Total Scope 1, 2 & 3 location-based (tCO₂e) | – | – | 833,142 | – | – | 901,742 |
| Total Scope 1, 2 & 3 market-based (tCO₂e) | – | – | 832,715 | – | – | 901,155 |
| Scope 1 + 2 market-based GHG emissions intensity ratio (per Group turnover) (£m) | – | – | 50 | – | – | 148 |
| Energy consumption (kWh) | | | | | | |
| Total electricity consumption (kWh) | 2,959,626 | 15,914,464 | 18,874,090 | 2,956,176 | 28,493,800 | 31,449,976 |
| Total renewable energy consumption (kWh) | 2,577,535 | 9,078,825 | 11,656,360 | 2,731,270 | 8,753,130 | 11,484,400 |
| Total non-renewable energy consumption (kWh) | 5,296,551 | 56,373,426 | 61,669,977 | 5,133,688 | 185,071,250 | 190,204,938 |
| Total energy consumption (kWh) | 7,874,086 | 65,452,251 | 73,326,337 | 7,864,958 | 193,824,380 | 201,689,338 |
| % renewable electricity from total electricity | 87% | 27% | 37% | 92% | 16% | 23% |

¹ We have restated our 2025 figures to reflect the change in structure of Norcros Group, resulting from the sale of Johnson Tiles UK and the acquisition of Fibo

PRINCIPAL RISKS AND UNCERTAINTIES

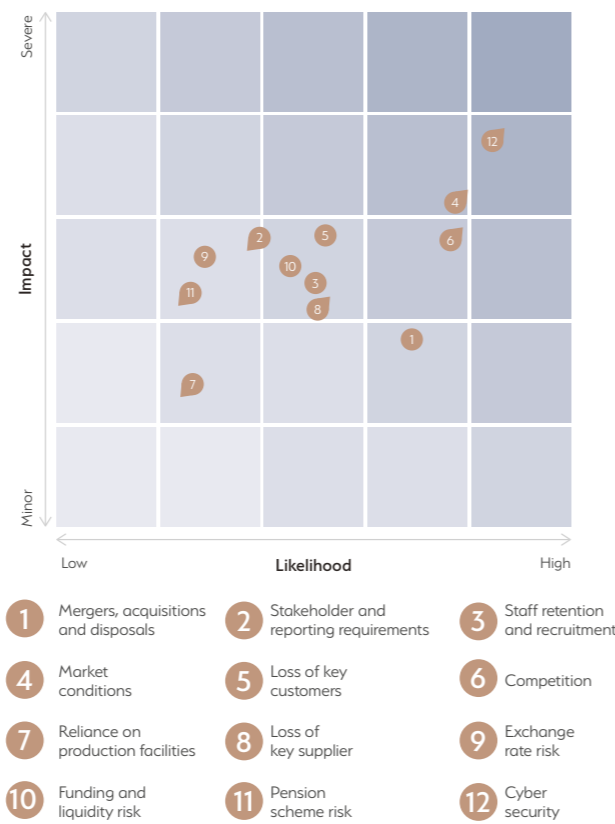


RICHARD COLLINS
Chief Legal Officer

Risk management

Supporting sustainable business objectives through embedded and proactive risk management.

The proactive management of risk remains a priority for the Group, helping to sustain the long-term success of the business. A range of potential risks and uncertainties could have a material impact on the Group's performance. The objective of our risk management framework is to support the business in achieving its strategic and operational goals through the identification, monitoring and appropriate management of risks, against clearly defined risk appetite levels for each category.



Risk management framework

How we manage risk

Our risk management activities are part of a flexible and robust governance framework, owned by the Board, overseen by the Audit and Risk Committee, and embedded at an operational level. It consists of the following key elements:



Defined risk responsibilities:

BOARD

Holds overall responsibility for the risk management framework.

AUDIT AND RISK COMMITTEE

Provides oversight, challenge and independent assurance on all aspects of the risk management framework. Receives regular reports from the Risk Management Group.

RISK MANAGEMENT GROUP

Comprised of the Chief Executive Officer, Chief Financial Officer, Chief Legal Officer, and the Managing Directors of Europe and South Africa, facilitated by the Head of Group Internal Audit and Risk Assurance. This group establishes the risk management framework, defines the Group's Risk Management Policy, sets risk appetite levels, leads on risk culture, and regularly reviews principal risks, emerging risks and material controls, identifying appropriate actions to be taken to maintain risks within defined appetite levels.

MANAGEMENT

Responsible for the day-to-day operational management of risk, in line with Group policies and reporting procedures.

Defined risk policies and reporting procedures:

- Formal Board-approved Group Risk Management Policy
- Defined risk appetite levels and metrics for each category of risk
- Standardised, regular risk reviews and embedded risk reporting
- Divisional support from Head of Group Internal Audit and Risk Assurance

Risk management process

We have an integrated top-down and bottom-up risk management process:

GROUP AUDIT AND RISK COMMITTEE

Risk management framework independent oversight and challenge

Reviews and monitors the management of principal risks and material controls

RISK MANAGEMENT GROUP

Executive-level risk management framework review and risk management implementation

Reviews principal risks and material controls and identifies actions

GROUP INTERNAL AUDIT AND RISK ASSURANCE

Provides independent, objective assurance

Facilitates business risk reviews
Reports on principal risks and uncertainties, and material controls

GROUP

Strategic risk management

Identification, management, review, monitoring and reporting of Group risks and uncertainties, and material controls

BUSINESSES

Operational risk management

Update and maintain risk registers, reflecting key risks identified and the treatment of each risk including any mitigating actions taken.
Monitor and report risks

Informing

Reporting

PRINCIPAL RISKS AND UNCERTAINTIES

CONTINUED

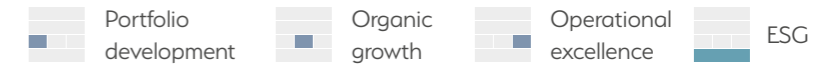
Our risk management framework enables the identification of the principal risks and uncertainties that we consider may threaten the Group's business model, future performance, solvency or liquidity.

These risks are set out in the table below, along with how they are being managed through the application of material controls. The Board has carried out a robust assessment of the principal and emerging risks and has taken them into consideration when assessing the long-term viability of the Group and Company on page 81. The list does not comprise all the risks that the Group may face and is not listed in order of priority.

This report is presented in the context of continued geopolitical and economic uncertainty. Rather than identifying this as a standalone principal risk, its potential impact is reflected in the relevant individual principal risks, including market conditions and the potential loss of key suppliers. The increased frequency of such events over the last ten years has heightened our focus in this area, and we continue to respond effectively.



Link to strategy



| Risk | Risk description | Mitigation |
|--|--|--|
| <p>STRATEGIC RISKS</p> <p>1</p> <p>MERGERS, ACQUISITIONS AND DISPOSALS</p> <p>Risk movement Stable</p> <p>Link to strategy</p> | <p>A key part of the Group's strategy is to grow through selective acquisitions. Significant global events may impact the cost, timing or availability of potential acquisitions, as well as the availability of equity or bank funding. However, such events may also provide opportunities that would not otherwise exist.</p> <p>The Group may fail to successfully integrate acquisitions into its existing business model.</p> <p>Where the Group's strategy requires disposal of a business activity, we may fail to find an appropriate buyer, or we may fail to empathetically transfer employees to the new business owner.</p> | <p>The Group has detailed target appraisal procedures in place, including appropriate due diligence, and has senior management with extensive M&A experience. Robust Board approval procedures ensure independent review of all proposals. The Board considers the size, strength and diversity of the existing business when considering proposals and aims to avoid undue reliance on any one brand.</p> <p>Integration plans are developed ahead of acquisition completions to enable effective post-acquisition execution. Previous acquisitions have demonstrated the Group's ability to successfully integrate new businesses.</p> <p>When disposing of a business activity, the same experienced M&A management team are involved as with acquisitions, and the same Board approvals are required for all major transactions.</p> <p>Previous disposals have demonstrated the Group's ability to find good quality buyers for continuing operations, and to manage employee concerns sensitively.</p> |
| <p>Impact</p> <p>An inability to secure funding could limit our ability to pursue acquisitions and deliver on our growth strategy.</p> <p>Underperformance or poor integration of acquired businesses may adversely impact Group profitability, cash flow and reputation.</p> <p>Failure to successfully and empathetically divest a business activity may adversely impact Group profitability and reputation.</p> | | |

| Risk | Risk description | Mitigation |
|---|---|---|
| <p>ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) RISKS</p> <p>2</p> <p>STAKEHOLDER AND REPORTING REQUIREMENTS</p> <p>Risk movement Reducing</p> <p>Link to strategy</p> | <p>Developing more sustainable ways of doing business is vital. Investors, customers and other stakeholders increasingly expect companies to have clear plans and frameworks in place to strengthen their Environmental, Social and Governance (ESG) performance.</p> <p>A significant part of this risk relates to climate change and the potential effects of both physical and transition climate-related risks. See the TCFD section on pages 54 to 67 for more information.</p> <p>There is also a risk of failing to meet increasing regulatory and reporting requirements.</p> | <p>We continue to focus on delivering sustainable value creation and remain committed to operating ethically, responsibly and in line with the highest standards of corporate governance.</p> <p>The Group has an established ESG governance structure and continues to strengthen it through Group-wide policies, enhanced carbon data reporting and the development of our wider ESG reporting capabilities. More information about our Sustainability approach, including to the risks and opportunities, can be found in our separate Sustainability Report available on our website.</p> <p>Our product development teams continue to focus on ESG-related product features, particularly in respect of water and energy saving capabilities. Our procurement teams are implementing stronger ethical-sourcing standards and working closely with suppliers to continuously improve on all aspects of ESG.</p> |
| <p>Impact</p> <p>Failure to adequately mitigate ESG risks or meet regulatory and reporting requirements could lead to the loss of customers, investors or stakeholder support. This could damage our reputation, restrict access to capital and limit future growth.</p> | | |

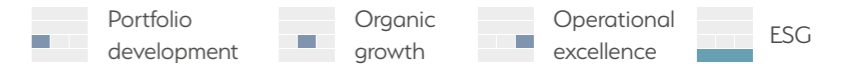
| | | |
|---|---|--|
| <p>PEOPLE RISKS</p> <p>3</p> <p>STAFF RETENTION AND RECRUITMENT</p> <p>Risk movement Stable</p> <p>Link to strategy</p> | <p>Other than the health and safety of our people, which is of paramount importance to the Board, our principal people-related risk is the recruitment and retention of appropriately skilled individuals, including succession planning for experienced employees, managers and Directors.</p> <p>Achieving the Group's strategic objectives depends on attracting and retaining the right people in the right roles and being the employer of choice in the communities in which we operate.</p> <p>The current employment landscape continues to present challenges, including high levels of employment, cost-of-living pressures, increases in employer's national insurance and national minimum and living wage rates, evolving flexible working expectations, and expanding labour legislation.</p> | <p>The Group aims to offer competitive and fair remuneration, including bonus and incentive schemes, Sharesave and share option schemes and a range of other non-monetary benefits. Executive and key management are further incentivised through an Approved Performance Share Plan (APSP).</p> <p>Despite inflationary pressures, pay reviews continue to prioritise equity.</p> <p>We are also focused on strengthening our culture, fostering a welcoming, inclusive environment where people choose to be.</p> <p>Ongoing investment in training, internal progression, and leadership development supports succession planning and ensures we continue to build capability across all areas of the business.</p> |
| <p>Impact</p> <p>Future growth plans may be restricted or delayed by difficulties experienced in recruiting and retaining appropriate employees. Losing key talent without sufficient succession planning may result in the loss of critical knowledge, experience, and continuity across the Group.</p> | | |

FURTHER DETAILS CAN BE FOUND IN THE CHIEF PEOPLE OFFICER'S REVIEW ON PAGES 50 AND 51.

PRINCIPAL RISKS AND UNCERTAINTIES

CONTINUED

Link to strategy



| Risk | Risk description | Mitigation |
|--|---|---|
| <p>COMMERCIAL RISKS</p> <p>4</p> <p>MARKET CONDITIONS</p> <p>Risk movement Increasing</p> <p>Link to strategy</p> | <p>Demand in our markets is dependent on new building activity and repair, maintenance and improvement (RMI) activity in both the public and private sectors. This is, in turn, influenced by a range of geopolitical and macroeconomic factors affecting consumer confidence and government spending policy in our key markets.</p> <p>Growth in the global economy remains sluggish due to ongoing volatility and unpredictability. Negative factors include cost of living increases, financial market uncertainty and interest rates, global trade wars, and new and ongoing conflicts.</p> | <p>Whilst we can't directly affect the likelihood of the global risks noted materialising or getting worse, there are several mitigating factors in place that could limit the impact of potential changes in consumer spending patterns on the Group. These include the breadth of products offered, the geographical spread of our businesses, a flexible cost base and supply chain, investment in new product development and the replacement cycle of several of our key products.</p> <p>We have scale in a fragmented market and are therefore able to navigate volatility better than many competitors.</p> <p>The effects of wider geopolitical risks, such as increases in cyber security risk and climate change uncertainty, are addressed more specifically elsewhere, where relevant.</p> |
| | <p>Impact</p> <p>Demand for our brands, which are mid-premium positioned and therefore less cyclical, remains robust despite these geopolitical and macroeconomic pressures. However, demand could still weaken in the short- to medium-term if consumers' discretionary spending patterns were to change, impacting profitability and cash generation.</p> | |

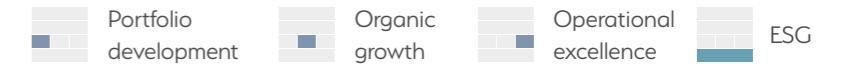
| Risk | Risk description | Mitigation |
|--|---|--|
| <p>COMMERCIAL RISKS</p> <p>5</p> <p>LOSS OF KEY CUSTOMERS</p> <p>Risk movement Stable</p> <p>Link to strategy</p> | <p>Whilst the Group has a diverse range of customers, there are certain key customers that account for higher levels of revenue.</p> <p>Larger customers may acquire smaller customers, reducing the diversity of, and increasing our reliance on, a more concentrated customer base.</p> <p>Market conditions noted elsewhere may have similar effects on all customers who could go out of business or change their business models, e.g. they may move to an online, or other alternative, model and we may miss this opportunity if we fail to adapt to such changes.</p> | <p>The importance of relationships with key customers is recognised and managed by senior management within the Group, who have direct and regular access to their counterparts at the highest levels of management. We use our connected business model to introduce existing customers to our other brands, and we cross-sell complementary products to a range of customers across the Group.</p> <p>Our ESG strategy and credentials have been developed to meet our key customers' expectations of their suppliers.</p> <p>Rebate schemes and incentive programmes help maintain key relationships in a competitive market situation.</p> <p>No one customer represents more than 10% of Group revenue.</p> <p>The Group stresses its key selling points, beyond product price and quality, such as continuity of supply, the financial strength of the Group and the level of customer service, to help maintain relationships. As well as an excellent product offering, the Group is also able to assist with customers' sourcing, storage and logistics requirements.</p> <p>Routes to market continue to develop and evolve, and our businesses continue to improve their digital and online offering in response to the changing trading environment.</p> |
| | | <p>Impact</p> <p>Many of the contractual arrangements with customers are short term in nature (as is common in our markets) and there exists a risk that the current performance of a business may not be maintained if such contracts were not renewed or extended or were maintained at lower volumes due to a decline in economic activity or our failure to provide goods or services in the way a customer requires us to do so.</p> |



PRINCIPAL RISKS AND UNCERTAINTIES

CONTINUED

Link to strategy



| Risk | Risk description | Mitigation |
|--|---|---|
| <p>COMMERCIAL RISKS</p> <p>6</p> <p>COMPETITION</p> <p>Risk movement Increasing</p> <p>Link to strategy</p> | <p>The Group operates within a highly competitive environment in all its markets; this creates several risks, as well as a range of opportunities if risks are managed well.</p> <p>The actions of our competitors, including their marketing strategies and new product development, could lead to them gaining competitive advantage in key products and markets.</p> <p>Our competitors may consolidate their businesses to provide products and services similar to our business model.</p> | <p>To help identify and manage such risks and opportunities, the competitive environment, the specific business marketplace and the actions of competitors are reviewed and discussed at both Group and operating division Board meetings.</p> <p>We proactively counter the threat from competitors through our own investment in innovative new product development, by registering and protecting our intellectual property rights, and by constantly striving to improve our product and customer service offerings.</p> <p>In addition, each market is carefully monitored to identify significant shifts in policy by competitors, changes in the routes to market, changes in consumer tastes, or indications of new competitors and/or new product technology entering the market.</p> <p>We have in-house specialists who consider the impact of changes in regulations, such as carbon-reducing initiatives in the Future Homes Standard, and who work hard to meet the demands of consumers.</p> |
| | <p>Impact</p> <p>The Group recognises that there is a risk to its results and financial condition caused by the actions of its competitors, as well as by its own actions or inaction.</p> | |

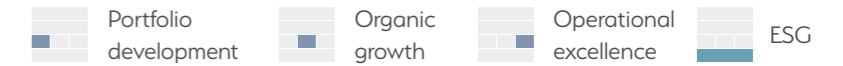
| Risk | Risk description | Mitigation |
|---|---|--|
| <p>OPERATIONAL RISKS</p> <p>7</p> <p>RELIANCE ON PRODUCTION FACILITIES</p> <p>Risk movement Decreasing</p> <p>Link to strategy</p> | <p>The Group operates facilities in South Africa for the manufacture of adhesives, light assembly operations in the UK for Triton and Grant Westfield and in Norway for Fibo.</p> | <p>Following its withdrawal from tile manufacturing in the UK and South Africa, the Group employs an increasingly capital-light model for its operations, like those in place at Triton, Grant Westfield and Fibo, which have relatively light assembly operations.</p> <p>This has significantly mitigated the risks associated with dependence on production facilities across our brand portfolio. Whilst some of the risk may have moved to external suppliers, this is mitigated by having a flexible range of suppliers.</p> <p>In South Africa, where we continue to manufacture adhesives, there remain well-established preventative maintenance programmes in place.</p> <p>Finished goods inventory holdings across the operations continue to provide limited "buffer" stocks in the event of operational failure.</p> <p>Business continuity and disaster recovery plans have been developed, are in place and are tested.</p> <p>Additionally, a business interruption insurance policy is in place to mitigate financial losses caused by a serious insurable event affecting manufacturing capability.</p> |
| | <p>Impact</p> <p>If any of these facilities, including technology used to operate them, were to fail, the effect on the Group could be significant.</p> | |

| Risk | Risk description | Mitigation |
|---|---|---|
| <p>COMMERCIAL RISKS</p> <p>8</p> <p>LOSS OF KEY SUPPLIER</p> <p>Risk movement Increasing</p> <p>Link to strategy</p> | <p>The Group's extended supply chain, with its dependency on interconnected third parties for manufacturing or key services, has several potential points of failure. Raw materials, components and energy represent a significant proportion of the Group's input costs. The potential lack of availability or poor quality of these key elements represents a significant risk.</p> <p>Reliance on a single supplier or logistics partner within the supply chain, or on several key suppliers in close geographical proximity, could lead to a failure to acquire the required quantity or quality of essential resources or products.</p> <p>There are increasing risks associated with the geopolitical landscape in respect of the Western economies' relationship with China. Historically, this risk has focused on its stance on Taiwan, and any resulting trade or other economic sanctions, but more recently there has been increased uncertainty and volatility associated with global trade wars driven by reciprocal US/China tariffs.</p> | <p>The Group manages supply chain risks through long-term relationships with key suppliers, audits of key suppliers, dual supply of critical materials or components, where considered appropriate, and holding appropriate levels of finished goods stock.</p> <p>Our businesses actively manage their supply chains and monitor input costs whilst liaising with their customers. They mitigate risks through proactive sourcing and pricing strategies.</p> <p>The Group maintains strict product quality standards and has dedicated procurement and quality control resource in China to ensure these standards are adhered to.</p> <p>The Group aims to mitigate risks on energy supply where these arise.</p> <p>The Group regularly reviews the geographical concentration of its supplier base and mitigates risks arising where it is commercially and economically practical to do so.</p> |
| | <p>Impact</p> <p>The lack of supply of raw materials or components such as electronics, glass, brassware or gas and electricity could have significant impacts on the Group's ability to manufacture or procure product.</p> <p>The risk of energy supply interruption is elevated in South Africa as its utility infrastructure is less well developed than in the UK.</p> | |

PRINCIPAL RISKS AND UNCERTAINTIES

CONTINUED

Link to strategy



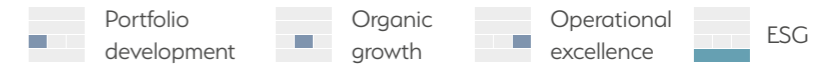
| Risk | Risk description | Mitigation |
|--|--|--|
| <p>FINANCIAL RISKS</p> <p>9</p> <p>EXCHANGE RATE RISK</p> <p>Risk movement Stable</p> <p>Link to strategy</p> | <p>The Group's financial performance is subject to the effects of fluctuations in foreign exchange rates. In particular, the Group sources a significant proportion of its components and goods for resale from the Far East and Europe, which are denominated in foreign currencies (primarily the US Dollar, Euro and Renminbi).</p> | <p>The Group typically seeks to hedge its foreign exchange transactional flows for up to 12 months forward, which largely removes the effects of day-to-day exchange rate volatility on our businesses.</p> <p>Regular monitoring of exchange rates and market conditions, together with frequent dialogue with suppliers, allows our businesses time to negotiate revised commercial terms with customers to mitigate the impact of longer-term changes in exchange rates.</p> <p>The Group may, where it is considered appropriate, denominate some of its borrowings in other currencies to hedge translational asset risk.</p> |
| | <p>Impact</p> <p>Should Sterling or the South African Rand weaken against these currencies, this could result in an increase in future input costs.</p> | |
| <p>FINANCIAL RISKS</p> <p>10</p> <p>FUNDING AND LIQUIDITY RISK</p> <p>Risk movement Stable</p> <p>Link to strategy</p> | <p>The Group's ability to grow and adapt its business is dependent, in part, on its ability to source funding through bank financing facilities. Whilst the Group has committed funding until December 2029, with a further one-year extension available, it is possible that the Group may find it difficult to obtain financing on commercially acceptable terms in the longer term.</p> | <p>The Group completed a refinancing of its banking facilities in December 2025 through to December 2029, with a further one-year extension available. We re-forecast our liquidity and funding requirements and covenant performance monthly. Senior Executives and business management teams review, monitor and track short-term liquidity weekly and covenant performance monthly.</p> <p>We maintain appropriate headroom against our borrowing facilities and covenants, maintain strong working capital and capital expenditure controls and have disciplined planning, budgeting and forecasting processes.</p> |
| | <p>Impact</p> <p>The inability to source adequate longer-term funding could impact our longer-term growth strategy, whilst a breach of one or more of the banking covenants could result in the Group's debt becoming immediately repayable.</p> | |

| Risk | Risk description | Mitigation |
|---|---|---|
| <p>FINANCIAL RISKS</p> <p>11</p> <p>PENSION SCHEME RISK</p> <p>Risk movement Decreasing</p> <p>Link to strategy</p> | <p>The Group's pension position is subject to a number of risks including changes in interest rates, asset values, inflation and mortality (see note 24 for more detail).</p> | <p>The scheme was closed to new members and future accrual with effect from 1 April 2013 and replaced by an auto-enrolment compliant defined contribution scheme. Risks from rising costs of providing a final salary pension scheme have, therefore, been materially reduced.</p> <p>All asset investments are managed by professional fund managers, and a diverse asset portfolio is maintained to spread risk and return.</p> <p>Executive Management regularly monitors the funding position of the scheme and is represented on the Trustee board to monitor and assess investment performance and other risks to the Group.</p> <p>The Group considers each valuation (IAS 19R and technical provisions basis) and reassesses its position regarding its pension commitments in conjunction with external actuarial advice.</p> <p>The Group's financial results show a net surplus in this scheme, as at 5 April 2026 of £0.4m (2025: surplus of £6.8m) assessed in accordance with the accounting standard IAS 19R.</p> <p>In 2025, the Group reached agreement with the Trustee on the 2024 triennial actuarial valuation for the UK defined benefit scheme. The actuarial deficit at 31 March 2024 was £11.7m (2021: £35.8m). The deficit repair contributions were agreed at £3.8m per annum from 1 April 2022 to June 2027 (increasing with CPI, capped at 5%, each year). It was agreed that these payments would continue until the scheme is deemed to be in surplus on a technical provisions basis, at which point the contributions would be directed to an escrow agreement. The 2027 triennial actuarial valuation is expected to take place during the year ending 31 March 2028.</p> |
| | <p>Impact</p> <p>These risks could increase the assessed pension scheme liability adversely or affect the funding of the defined benefits under the scheme and, consequently, the Group's funding obligations.</p> | |

PRINCIPAL RISKS AND UNCERTAINTIES

CONTINUED

Link to strategy



| Risk | Risk description | Mitigation |
|---|---|--|
| <p>INFORMATION TECHNOLOGY AND CYBER SECURITY RISKS</p> <p>12</p> <p>CYBER SECURITY</p> <p>Risk movement Increasing</p> <p>Link to strategy</p> | <p>The Group relies on certain automated processes and systems to manage data and conduct its business. The increasing sophistication of cyber-crime and data-loss incidents, along with data protection legislation requirements, present risks to all organisations.</p> <p>The risk from state-backed cyber-attacks is seen as increasing with ongoing world conflicts and increased geopolitical uncertainty.</p> <p>There are increasing risks from AI, including more sophisticated phishing and other cyber-related attacks.</p> | <p>We continue to invest in cyber security measures following an independent review and evaluation of our cyber security maturity. We have continued to work hard on our cyber security "roadmaps" throughout the year to further improve our security posture. We have maintained our approach to vigilance and resilience, through significant investment in a third-party Managed Detection and Response service to proactively monitor our networks for unusual activity and act swiftly in the event any is detected.</p> <p>This complements our existing risk prevention measures, which include a range of security tools and methods such as virtual private networks and multi-factor authentication.</p> <p>Each business remotely backs up its data and undertakes annual manual penetration testing conducted by a certified third party, along with conducting ongoing vulnerability scanning of internal and external IP addresses and our websites.</p> <p>Group data protection policies and procedures are in place meeting UK and South Africa data protection legislative requirements. Data protection representatives have been nominated at each business to help coordinate the Group's approach to data protection and provide local advice.</p> <p>The Group maintains an online awareness training programme for all system users covering cyber security, information security and data protection. We also employ an externally managed security awareness training programme, providing additional year-round cyber security awareness training for all information system users.</p> <p>We have cyber insurance cover providing some financial protection from cyber-related incidents and events. This cover includes access to a specialist third-party incident response service to provide an appropriate and quick response to any cyber or data breach incidents that may occur.</p> <p>Over the past three years, we have undertaken annual comprehensive IT disaster recovery scenario exercises with third-party experts facilitating Board members, senior leadership team members, and IT and cyber teams in a desktop exercise to assess readiness for cyber attacks of varying nature. This year's exercise was conducted in conjunction with our Group wide Operations teams to test wider business continuity resilience and team working.</p> |
| | <p>Impact</p> <p>A major failure of systems or a successful cyber-attack could result in a temporary inability to conduct operations or a loss of commercial or personal data. Such an incident may result in regulatory breaches, financial loss, operating disruption or damage to the reputation of the Group.</p> | |

Viability statement

In accordance with Provision 31 of the 2024 revision of the UK Corporate Governance Code, the Directors have assessed the viability of the Group over a longer period than the 12 months required by the "going concern" provision. Taking into account the Group's current position and the nature of the principal risks and uncertainties it faces, the Board has decided to assess the viability of the Group over a three-year period to 31 March 2029. The Board considers this period appropriate as it believes it is not possible to credibly forecast beyond this time horizon and it is also the period over which long-term incentives are set for Executive Directors and senior management.

A viability statement financial model was developed on a bottom-up basis by taking the output of the annual budgeting process built up by individual brands, subjected to review and challenge by the Board, and then applying conservative general and business-specific assumptions to build years two and three. The Board considers the outputs from this financial model, including the Group's cash flows, headroom under existing financial facilities, dividend cover and other key financial ratios over the three-year period. The financial model

has then been stress tested by modelling the most extreme but plausible scenario, that being a global pandemic similar in nature to COVID-19, which, at its peak, saw a revenue reduction of 25% on the prior year over a six-month period. The Directors have considered the impact of this scenario on the Group's financial performance (specifically headroom on our financial facilities and covenants) after taking account of mitigating actions that could be made, with the result being that the Group maintains the necessary liquidity levels and complies with the facility covenants despite the impact of significant declines in revenue, earnings, cash outflows and increasing leverage.

Reverse stress testing has also been applied to the model, which represents a further decline in sales compared with the reasonable worst case. Such a scenario, and the sequence of events that could lead to it, is considered to be implausible and remote.

Therefore, the Directors have a reasonable expectation that the Group and Company will be able to continue in operation and meet their liabilities as they fall due over the period to March 2029.



STAKEHOLDER ENGAGEMENT

Engaging with our stakeholders

Statement by the Directors in relation to their statutory duty in accordance with Section 172(1) of the Companies Act 2006.

The Board of Directors of Norcros plc considers that they, both individually and collectively, have acted in a way that would be most likely to promote the success of the Company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in Section 172(1) (a) – (f) of the Companies Act 2006) in the decisions they have taken during the year ended 5 April 2026.

In making this statement, the Directors have had regard to the longer-term consideration of stakeholders and the environment and have taken into account the following:

- The likely consequences of any decisions in the long term
- The interests of the Company's employees
- The need to foster the Company's business relationships with suppliers, customers and others
- The impact of the Company's operations on the community and the environment
- The desirability of the Company maintaining a reputation for high standards of business conduct
- The need to act fairly as between members of the Company

The Board's understanding of the interests of the Company's stakeholders is informed by the programme of stakeholder engagement detailed below. Section 172 considerations are embedded in decision-making at Board level and throughout the Group. The Directors fulfil their duties by ensuring that there is a strong governance structure and process running through all aspects of the Group's operations. The strategy for the Group has been carefully considered by the Board in conjunction with the Group's Executive Management teams.

The Board dedicates time for it to consider all stakeholder interests, primarily those of its shareholders as a whole, but also employees, suppliers, customers and the members of the Group's pension schemes. All these stakeholders, amongst others, have been impacted in different ways by the global economic and other challenges facing the Group, and the Board has had regard to this and has formulated a number of measures to address stakeholder interests in a balanced way.

Board information

The information used by the Board in its decision-making is extensive and includes:

- publicly available information on market trends, competitor activity and analyst reports;
- professional experience and qualifications;
- training and induction;
- monthly provision of Board papers including financial and non-financial information; and
- advice and presentations by internal and external subject matter experts.

Strategic considerations

Section 172 considerations are taken into account in the Board's strategic discussions.

- The Board ensures that it has the information it needs to support its decision-making. Further information is obtained if required.
- Board discussions take place based on this information and in consideration of the long-term impacts on the Group and all its stakeholders.
- If circumstances change, the Board will revisit its initial consideration and make changes accordingly.

Board decision-making

Once a decision has been made, an action plan is created that includes the consideration of stakeholders.

- The decisions are implemented following the action plan with regular progress meetings.
- Feedback from relevant stakeholders is shared with the Board.
- The impact of the decision is reviewed and learning points are communicated.

Shareholders

Why it is important to engage with this stakeholder group:

Active engagement with shareholders supports disciplined capital allocation and long-term value creation. It also ensures our evolving strategy – including portfolio reshaping, geographic expansion and increased focus on capital-light, higher-growth categories – is clearly understood and supported.

How Norcros engaged in the year:

- Regular engagement with institutional investors through scheduled and ad hoc meetings, including discussions focused on portfolio development, capital allocation and strategy execution.
- Continued evolution of engagement with retail shareholders through online platforms and targeted investor events.
- Enhanced disclosure and communication, including more detailed strategic messaging and the publication of our standalone Sustainability Report.
- Consultation with major shareholders on Executive Director remuneration, alongside ongoing dialogue on governance and ESG priorities.

How Norcros responded:

- Shareholder feedback informed key strategic decisions, including portfolio reshaping actions such as the acquisition of Fibo and the evaluation of strategic options for South Africa.
- Publication of a clearer Capital Allocation Policy, improving transparency around how capital is deployed across organic investment, dividends and acquisitions.
- Refinement of Executive remuneration structures to ensure alignment with shareholder expectations and long-term performance.
- Broader and more structured reporting on sustainability, responding to increasing investor focus on ESG integration and disclosure.

Customers

Why it is important to engage with this stakeholder group:

Understanding evolving customer needs is critical to delivering long-term growth. We work closely with customers to develop relevant, design-led solutions that are easy to specify, install and maintain, whilst supporting changing expectations around sustainability, service and product integration.

How Norcros engaged in the year:

- Ongoing, day-to-day engagement through our customer-facing teams, supported by performance tracking on service, availability and quality.
- Participation in major trade exhibitions and events, increasingly showcasing coordinated, cross-brand product solutions.
- Targeted customer insight work to better understand changing preferences, including demand for easier installation, integrated solutions and more sustainable products.
- Closer collaboration between businesses, enabling shared learning and deeper understanding of customer needs across markets.

How Norcros responded:

- Increased collaboration across brands to align product design, finishes and ranges, making it easier for customers and installers to specify and deliver complete bathroom solutions.
- Continued investment in systems, logistics and stock availability to improve service and reliability.
- Development and launch of products aligned to identified growth areas, including categories such as wall panels where demand continues to increase.
- Greater focus on delivering joined-up solutions rather than individual products, strengthening our overall customer proposition.

STAKEHOLDER ENGAGEMENT

CONTINUED

Employees

Why it is important to engage with this stakeholder group:

Strong engagement with our people is critical to delivering our strategy and long-term performance. Engaging effectively ensures we build a safe, inclusive and high-performing culture, whilst strengthening leadership capability and supporting our people to contribute, develop and thrive across the Group.

How Norcros engaged in the year:

- Continued our Group-wide employee engagement survey in partnership with Great Place to Work, achieving a 93% participation rate and providing a consistent, high-quality baseline across the Group.
- Ongoing engagement through local leadership teams, regular employee briefings and direct interaction across our businesses.
- Dedicated workforce engagement led by the Board, including oversight from the designated Non-executive Director.
- Broader focus on dialogue and insight, including follow-up discussions and local engagement to better understand employee experience and priorities.

How Norcros responded:

- Turned engagement insights into targeted action, with business-level and Group-wide plans focused on improving communication, recognition, wellbeing and leadership effectiveness.
- Increased emphasis on leadership capability, supporting managers to lead with clarity, consistency and inclusive behaviours aligned to the Group's Purpose and Keys.
- Strengthened communication and feedback loops, including greater visibility of actions taken in response to employee feedback.
- Continued to support employee participation and engagement through share schemes and broader reward and recognition approaches.

Environment

Why it is important to engage in this area:

Our stakeholders increasingly expect clear, practical progress on sustainability. Engaging on environmental issues helps us understand changing requirements across regulation, supply chains and customer demand, and ensures sustainability is embedded into our strategy, product development and operational decision-making.

How Norcros engaged in the year:

- Continued development and application of the Group's Sustainable Products Framework, building a clearer understanding of sustainability across the product portfolio.
- Engagement with customers and suppliers on environmental requirements, including product performance, resource use and carbon impact.
- Increased Group-level collaboration to address shared environmental challenges, including energy use, emissions and transport.
- Strengthened transparency through enhanced sustainability reporting and disclosure.

How Norcros responded:

- Further embedded the Sustainable Products Framework into product assessment and decision-making, supporting more consistent measurement and clearer visibility of sustainability across the portfolio.
- Implemented Group-level initiatives to improve environmental performance, including lower-carbon freight solutions and collaborative energy procurement.
- Incorporated sustainability considerations into portfolio and capital allocation decisions, supporting the continued shift towards less carbon-intensive product categories.
- Published the Group's first Environmental Policy and enhanced governance structures to support more consistent management of environmental performance across the Group.

Society

Why it is important to engage in this area:

Operating responsibly within the communities where we live and work is an important part of how we build trust, support our people and sustain long-term success. Engaging locally enables our businesses to make a meaningful and relevant impact in the areas where they live and work.

How Norcros engaged in the year:

- Supported a wide range of community initiatives across the Group, with activities led locally by individual businesses.
- Built partnerships with charities and community organisations through fundraising, volunteering and in-kind support.
- Encouraged employee participation in community activity, strengthening connection with local communities.
- Maintained visibility of activities at Group level through regular review by the Executive Management team.

How Norcros responded:

- Provided funding and support to enable businesses to invest in local community initiatives aligned to their people and locations.
- Strengthened the structure and visibility of community engagement across the Group, supporting greater consistency and sharing of good practice.
- Continued to empower businesses to take ownership of community activity, reinforcing a decentralised and locally-led approach.

STAKEHOLDER ENGAGEMENT

CONTINUED

CASE STUDY

Engaging externally: shaping standards and enabling informed choices

Norcros businesses engage actively with government, regulators and industry bodies to help shape the policies and standards that will define our markets in the years ahead.

This is long-term, technical work — responding to consultations, sharing evidence and contributing specialist insight — so that regulation reflects how products are actually used in homes, and how water, energy and carbon are increasingly connected.

A clear example comes from Triton’s engagement on the UK’s proposed Mandatory Water Efficiency Labelling Scheme (MWELS). Under earlier voluntary labelling, electric showers were not properly recognised, making it difficult for customers and consumers to compare water use across different shower types. Through sustained engagement with government and input into the technical criteria, Triton helped ensure electric showers are included within the framework going forward. That change matters because a mandatory label will put consistent, comparable information in front of consumers — in retail and online — so people can make informed choices based on the data presented, rather than marketing claims or guesswork.

This kind of external engagement also has a direct impact on how we invest and innovate. Having early sight of emerging regulation helps ensure product development keeps pace with the direction of travel — particularly as homes become more energy efficient and hot water becomes a larger share of household energy demand. That insight shapes what “good” looks like in future products, and helps avoid developing solutions that risk becoming out of date as standards evolve.

Alongside policy engagement, Triton has strengthened its thought leadership through published positions on national priorities — including a white paper responding to the Warm Homes Plan — advocating for efficient shower technologies (including high-efficiency electric showers designed to connect to waste water heat recovery systems) to be recognised within future funding schemes and policy frameworks. The common thread is practical: influence the frameworks, translate requirements into better products, and give customers and consumers the information they need to make confident, “powerful” choices.



A standardised water efficiency label will provide transparent, comparable data, making it easier for consumers to make more informed and powerful choices.

CASE STUDY

Listening to our people

Understanding what matters to our people is central to how we make decisions — not just once a year, but as an ongoing conversation.

This year, as a key element of the Board’s overall employee engagement strategy, we’ve continued building on our Group-wide engagement survey, using it not just as a source of insight, but as a starting point for more meaningful dialogue across the business.

The response rate remained high at 93%, giving us a strong and representative view of how people are experiencing Norcros day to day. But the real value came from what we did next.

We focused on turning feedback into conversations — and then into action — in ways that people could see and feel locally.

Across the Group, that has included:

- **bringing teams together to talk through results face-to-face**, with leaders sharing outcomes openly rather than relying on cascade decks
- **running follow-up focus groups and team sessions**, giving people space to explain the “why” behind the scores and suggest practical changes
- **changing how we communicate**, with more regular local updates and clearer messaging from site and business leaders
- **reviewing how recognition works in practice**, from informal shout-outs through to more structured approaches within teams
- **using survey feedback to open up more honest conversations about workload and wellbeing**, particularly in areas where pressure was being felt most

We’re also seeing how this plays out in practice. In some businesses, leaders have introduced more regular, informal forums to keep dialogue open and visible. In others, teams have used their results to agree a small number of priorities and track progress together over time — reflecting what matters most locally.

At Group level, the survey is giving leadership a clearer line of sight on shared themes, helping shape where we focus and how we support our businesses.

Just as importantly, this isn’t a one-off exercise. Feedback from the survey is now part of our regular review cycles, alongside operational and financial performance, helping ensure decisions are informed not only by data, but by the lived experience of our people.



93%
Group-wide
engagement survey
response rate

85%
are proud to work for
the Norcros group

NON-FINANCIAL AND SUSTAINABILITY INFORMATION STATEMENT

The following table summarises our approach to internal and external stakeholder engagement to comply with the requirements of the Companies Act 2006 regarding non-financial reporting (Sections 414CA and 414CB)

Reporting requirements

| | Our position | Relevant policies | Further information |
|--|---|---|---|
| ENVIRONMENTAL MATTERS <ul style="list-style-type: none"> Impact of our business on the environment Climate-related financial disclosures | Sustainability is at the heart of our business and underpins our business strategy. We are committed to minimising our impact on the environment through our operations, products and services. | <ul style="list-style-type: none"> Supply Chain Policy | See our Sustainability Report TCFD report pages 54 to 67 |
| EMPLOYEES | We believe in the importance of doing the right thing for our people. We are committed to investing in our workforce and recognise the importance of their opinions to our success. We are continuously working towards a sustainable, safe and diverse working environment. We are committed to the full and fair consideration of all applicants, and supporting colleagues and candidates with both visible and non-visible disabilities. | <ul style="list-style-type: none"> Code of Ethics and Standards of Business Conduct Whistleblowing Policy Health and Safety Policy Data Protection Policy Information Security Minimum Standards Cyber and Data Breach Policy | See our Sustainability Report Chief People Officer's Review pages 50 and 51 Stakeholder engagement pages 82 to 87 Gender pay gap reporting – www.norcros.com |
| SOCIAL MATTERS AND HUMAN RIGHTS | We are deeply committed to the society in which we operate, and focus on supporting and engaging with our local communities. We are committed to upholding human rights across our business and with all our stakeholders. | <ul style="list-style-type: none"> Code of Ethics and Standards of Business Conduct Anti-Tax Evasion Policy Modern Slavery Act Statement | See our Sustainability Report Stakeholder engagement pages 82 to 87 Audit and Risk Committee Report pages 104 to 108 Modern Slavery Act Statement – www.norcros.com |
| ANTI-CORRUPTION AND ANTI-BRIBERY | We prohibit all forms of bribery and corruption within our businesses and comply with the requirements of all applicable anti-bribery and corruption laws. | <ul style="list-style-type: none"> Anti-Bribery and Corruption Policy Anti-Money Laundering Policy Whistleblowing Policy | Audit and Risk Committee Report pages 104 to 108 |
| OTHER INFORMATION <ul style="list-style-type: none"> Business model Principal risks affecting the Group and mitigating actions undertaken Non-financial key performance indicators | Additional non-financial information required under the Companies Act. | <ul style="list-style-type: none"> Risk Management Policy and Procedures | Our Business Model pages 18 and 19 Risk management pages 70 to 80 ESG KPIs pages 33 to 35 |



Strategic Report

To the members of Norcros plc

The Strategic Report provides a review of the business for the financial year and describes how we manage risks.

The report outlines the developments and performance of the Group during the financial year and the position at the end of the year and discusses the main trends and factors that could affect the business in the future.

Key performance indicators are published to show the performance and position of the Group. Also provided is an outline of the Group's vision, strategy and objectives, along with the business model.

Approval

The Group Strategic Report on pages 16 to 89 of Norcros plc was approved by the Board and signed on its behalf by:

THOMAS WILLCOCKS
Chief Executive Officer

10 June 2026

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CORPORATE GOVERNANCE

BOARD OF DIRECTORS



N R

STEVE GOOD

Board Chair and
Non-executive Director

Appointment to the Board

Appointed Board Chair
1 July 2023

Length of tenure

Three years

Previous experience

Steve has previously served as chair of Zoteforms plc and Devro plc and as a non-executive director of Elementis plc, Dialight plc, Cape plc and Anglian Water. In his executive career, Steve was chief executive of Low & Bonar plc between 2009 and 2014, where he had previously held various senior roles since 2004.

External appointments

Steve is non-executive director and board chair of Essentra plc.



THOMAS WILLCOCKS

Chief Executive Officer

Appointment to the Board

Appointed Chief Executive Officer
1 April 2023

Length of tenure

Three years

Previous experience

Prior to his appointment as Chief Executive Officer, Thomas operated as Group Business Director – UK, with operational responsibility for the Group's UK and Ireland business segment. He joined Norcros South Africa in 2006 as Tile Africa's Store Development Manager and was promoted in 2007 to General Manager of Tile Africa, before being appointed as Managing Director of Norcros South Africa in 2009. In this role, he oversaw the sustained and profitable growth of our South African business until taking up the Group role in 2021. Thomas previously worked for the Spar Group in South Africa and the UK.

External appointments

n/a.



JAMES EYRE

Chief Financial Officer

Appointment to the Board

Appointed Chief Financial Officer
1 August 2021

Length of tenure

Five years

Previous experience

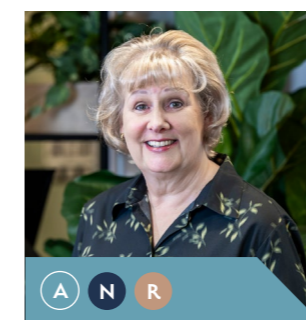
James joined Norcros as Director of Corporate Development and Strategy in 2014 before being promoted to Chief Financial Officer in August 2021. He began his career at Arthur Andersen and subsequently has held a number of senior financial positions with Bank of Scotland, Rothschild & Co, Bank of Ireland and, immediately prior to joining Norcros, with AstraZeneca. He is a member of the Institute of Chartered Accountants in England and Wales. James has extensive experience in international portfolio development, business development and strategy.

External appointments

n/a.

KEY

A Audit and Risk Committee N Nomination Committee R Remuneration Committee Chair of Committee



A N R

ALISON LITTLEY

Non-executive
Director

Appointment to the Board

Appointed to the Board
1 May 2019, Senior
Independent Director
from 1 July 2023

Length of tenure

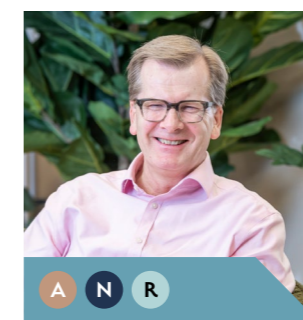
Seven years

Previous experience

Alison has substantial experience in multinational manufacturing and supply chain operations, and a strong international leadership background gained through a variety of senior management positions in Diageo plc, Mars Inc and an agency to HM Treasury where she was chief executive officer. Alison has also held non-executive director roles at several significant PLCs.

External appointments

Alison is a non-executive director at Eurocell plc where she is Senior Independent Director and chair of the Social Values and ESG committee.



A N R

STEFAN ALLANSON

Non-executive
Director

Appointment to the Board

Appointed to the Board
1 January 2023

Length of tenure

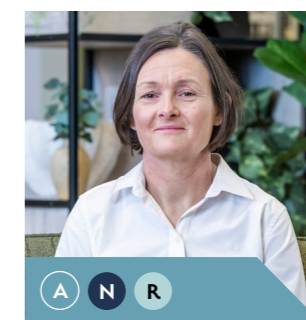
Three years

Previous experience

Stefan has held senior finance roles at Keepmoat Ltd, Tianhe Chemicals Ltd, The Vita Group Ltd, The SkillsMarket Ltd, BTP plc and Honda Motor Company.

External appointments

Stefan is chief financial officer of MJ Gleeson plc, the Main Market-listed low-cost housebuilder and land promoter, where he has held the role since 2015.



A N R

REBECCA DENIRO

Non-executive
Director

Appointment to the Board

Appointed to the Board
1 July 2024

Length of tenure

Two years

Previous experience

Rebecca has previously served as chief executive officer and main board director of Pure Electric and managing director, GB and Ireland of Dyson Ltd.

External appointments

Rebecca is a non-executive director of several leading consumer and leisure brands including Regatta Ltd, Craghoppers Ltd, Ribble Cycles, Ruroc Global Holdings Ltd and Riverford Organic Farmers Ltd.



RICHARD COLLINS

Company
Secretary

Appointment

Joined the Company in
June 2013 as Company
Secretary and Group
Counsel

Length of tenure

13 years

Previous experience

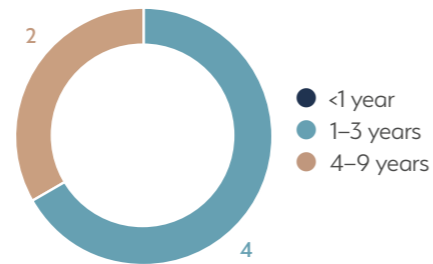
Richard is the Chief Legal Officer. He is a highly experienced lawyer and company secretary, and is a member of the Group's Senior Executive Committee. He qualified as a solicitor in 1988 and was previously company secretary and director of risk and compliance at Vertex Financial Services. Prior to that, Richard was company secretary and head of legal with Tribal Group plc, Blick plc and Aggregate Industries plc.

GOVERNANCE AT A GLANCE

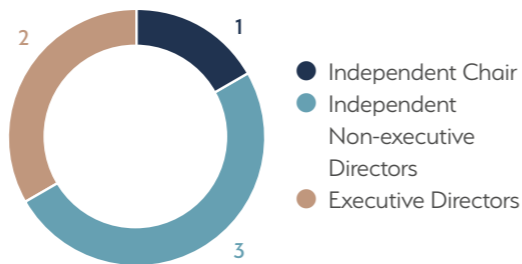
Our Board

The Board comprises six Directors with a diverse and complementary range of industry experience, technical knowledge, perspectives and personal strengths.

Length of tenure



Independence



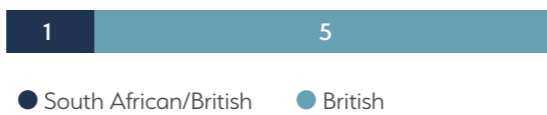
Board gender diversity



Executive Management gender diversity



Board nationality



Skills matrix

| Category | Skill/area of expertise/experience | Number of Directors with skill/experience |
|-------------------------------|------------------------------------|---|
| SUPPORTING THE GROUP STRATEGY | Portfolio development | 4 |
| | Business development and strategy | 6 |
| | Investor relations | 5 |
| | Operational experience | 5 |
| | Sustainability | 6 |
| | Supply chain operations | 5 |
| OTHER AREAS OF GOVERNANCE | Banking and finance | 3 |
| | Risk management | 6 |
| | Executive leadership | 6 |
| | Governance | 6 |
| | Health and safety | 6 |
| | Workforce engagement | 6 |

Attendance by individual Directors at meetings of the Board and its Committees

| | Main Board 8 meetings | Audit and Risk Committee 3 meetings | Remuneration Committee 6 meetings | Nomination Committee 2 meetings |
|-------------------|--------------------------|---|---|---------------------------------------|
| STEVE GOOD, CHAIR | 8/8 | 3/3 | 6/6 | 2/2 |
| ALISON LITTLE | 8/8 | 3/3 | 6/6 | 2/2 |
| STEFAN ALLANSON | 8/8 | 3/3 | 6/6 | 2/2 |
| REBECCA DENIRO | 8/8 | 3/3 | 6/6 | 2/2 |
| THOMAS WILLCOCKS | 8/8 | - | - | - |
| JAMES EYRE | 8/8 | - | - | - |

CHAIR'S INTRODUCTION



STEVE GOOD
Chair

I am pleased to present the Governance Report for the 53 weeks ended 5 April 2026.

Throughout the year, the Board has overseen continued progress in a challenging environment, underpinned by the dedication and collective effort of colleagues across the Group.

This year, we have been accelerating the pace of our strategic development and have made progress in many areas.

Sustainability is embedded in our strategy and operations, reflecting our commitment to long-term, responsible growth. The Board is immensely proud of the Group's progress in this area, including the publication of our Sustainability Report, available at www.norcros.com.

Board changes

There were no Board changes during the year. Subsequent to the year end, James Eyre informed the Board of his decision to step down as Chief Financial Officer, following 12 years with the Group, including five as CFO. James has played a key role in the growth and repositioning of the business and we thank him for his many contributions. He will step down as a Director on 30 June 2026 and will remain with the Group for the length of his notice period to support an orderly transition, including focusing on key strategic projects. A search process to identify his successor is now underway.

→ MORE DETAILS ON **THE BOARD MEMBERS** CAN BE FOUND ON PAGES 92 AND 93

Culture and people

The Board places great importance on employee engagement, ensuring direct interaction with colleagues across the Group. Board meetings are regularly held at our business sites, and Alison Littley, our Non-executive Director responsible for employee engagement, takes the lead when the Non-Executive Directors meet with representatives from our brands in employee forums.

The Board also reviewed the results of our second annual Great Place to Work survey and was delighted with the outstanding 93% response rate across the Group. This year, the Group was proud to achieve Great Place to Work certification across all three of its main regions – UK, Ireland and South Africa – reflecting our ongoing commitment to fostering a positive workplace culture throughout Norcros. The survey provided the Board with valuable insight as to the views of our colleagues and their experiences. We remain committed to supporting management in acting on the feedback, helping to shape an environment where everyone at Norcros can **#BeSomeone**.

Diversity

The Board values diversity in all its forms and recognises the benefits it brings to decision-making and business performance. Alison Littley's role as Senior Independent Director satisfies one of the three diversity targets set by the Financial Conduct Authority. Achieving the remaining targets – at least 40% female representation and one Board member from an ethnic minority background – remains a key focus in our recruitment and succession planning.

Beyond the Board, we are committed to fostering a diverse and inclusive working environment across the Group. As of 5 April 2026, women represented 35% of our workforce. Improving diversity and inclusion is one of our key people priorities, led by our Chief People Officer. More information can be found in the Chief People Officer's Review on pages 50 and 51.

Our commitment to engaging with stakeholders

A clear understanding of our stakeholders' interests informs decision-making at every level of the Group. More information on our engagement with stakeholders can be found on pages 82 to 87.

Strategy

The Board held its annual Strategy Conference over two days in December 2025, bringing together leaders from across the Group to align on the short-, medium- and long-term direction for Norcros. The sessions provided a clear view of the opportunities and challenges ahead, with open discussion on market dynamics, customer expectations and the strategic choices required to maintain our momentum. The Board was encouraged by the depth of insight shared, the increasing alignment across our brands, and the disciplined execution that continues to underpin the Group's progress.

More about the Group's strategy is set out on pages 24 and 25.

Conclusion

I hope this report provides useful insight into our approach to governance and how we apply the Principles of the UK Corporate Governance Code. Our organisational structure and governance framework support effective decision-making and position us to deliver sustainable growth for the benefit of all our stakeholders.

STEVE GOOD
Chair

10 June 2026

“ Our role as a Board is to provide clear oversight whilst ensuring the Group has the leadership, capability and direction to succeed over the long term. ”

Code Compliance

The Board is committed to ensuring that high standards of corporate governance are maintained by Norcros plc. For the year under review, the Company has complied with the 2024 UK Corporate Governance Code.

Division of Responsibilities

→ READ MORE IN **THE CORPORATE GOVERNANCE REPORT** ON PAGES 100 TO 103

Board Leadership and Company

→ READ MORE IN **THE CORPORATE GOVERNANCE REPORT** ON PAGES 100 TO 103

Composition, Succession and Evaluation

→ READ MORE IN **THE NOMINATION COMMITTEE REPORT** ON PAGES 110 TO 113

Audit, Risk and Internal Control

→ READ MORE IN **THE AUDIT AND RISK COMMITTEE REPORT** ON PAGES 104 TO 108

Remuneration

→ READ MORE IN **THE REMUNERATION COMMITTEE REPORT** ON PAGES 114 TO 139

GOVERNANCE KEY HIGHLIGHTS

This year has seen significant events for the Company and its Board.

What was on the Board's agenda this year?



Strategic development

- Acquisition of Fibo
- Closure of Johnson Tiles South Africa
- Progressing our ESG agenda
- Operationalising our strategy

Purpose and values

- Communicating and embedding the Company's Purpose
- Putting our Keys (values) into effect in everything we do

Board composition

- Succession planning

Committee highlights

Audit and Risk Committee

Areas of focus this year:

- Monitoring key risks and risk management policies and procedures
- Assessing the effectiveness of the Group's internal controls
- Monitoring the Group's systems and controls for complying with regulation and detecting and preventing wrongdoings
- Planning the implementation of the revisions to the Corporate Governance Code and ensuring readiness for Provision 29

Nomination Committee

Areas of focus this year:

- Full Board evaluation
- Continued succession planning for Board and senior management

Remuneration Committee

Areas of focus this year:

- Undertaking a triennial review of the Remuneration Policy
- Consulting with stakeholders on revisions to Directors' Remuneration Policy
- Reviewing our bonus and Annual Performance Share Plan scorecards to ensure continued close alignment with the strategy



CASE STUDY

Governance in Action: Board Engagement

Active oversight through strategic engagement

Effective governance at Norcros is grounded in meaningful engagement between the Board and the leadership teams responsible for delivering the Group's strategy.

In December, the Board – including Non-executive Directors – attended the Group's two-day Strategy Conference, where each business presented its short- and medium-term plans. This gave the Board direct visibility of strategy development at business level and the opportunity to engage, question and challenge leadership teams across the Group.

Board members actively participated throughout, drawing on external experience to test thinking around customer focus, innovation, digital capability and collaboration.

Beyond formal presentations, informal conversations played an important role. These interactions helped the Board build deeper understanding of the people leading the businesses and how strategy translates into execution – strengthening trust, challenge and alignment.

The Strategy Conference is a practical example of governance in action: enabling the Board to provide informed oversight, constructive challenge and long-term guidance, whilst supporting management teams to deliver sustainable value for stakeholders.



“ Our stakeholders are recognising that this business is going places, with management that has a very clear, consistent and compelling strategy. ”

STEVE GOOD
Chair

CORPORATE GOVERNANCE REPORT

Board of Directors

The Board is committed to ensuring that high standards of corporate governance are maintained by Norcros plc and is accountable to the Company's shareholders for good corporate governance. Its policy is to manage the affairs of the Company in accordance with the principles of the UK Corporate Governance Code referred to in the UK Listing Rules of the UK Listing Authority. The UK Corporate Governance Code 2024 (the Code) applies to accounting periods beginning on or after 1 January 2025, (except for Provision 29 in relation to risk management and internal controls which applies to accounting periods beginning on or after 1 January 2026).

For the year under review, the Company has complied with the UK Corporate Governance Code 2024 in all applicable respects. The 2024 Code introduces a number of updates, most notably enhanced provisions in relation to internal controls (including Provision 29) and Board accountability for review and monitoring of risk management frameworks. Information on the Company's actions to ensure compliance with Provision 29 for the current financial year is included in the report of the Audit and Risk Committee on pages 104 to 108.

A copy of the Code is publicly available from www.frc.org.uk. The following sections of this statement describe the Board's approach to corporate governance and how the principles of the Code are applied. These sections refer to the 53 weeks ended 5 April 2026, unless otherwise stated.

Board balance and independence

The Board comprises the Non-executive Chair, three Non-executive Directors and two Executive Directors. All Directors are equally responsible for the proper stewardship and leadership of the Company. The Directors holding office at the date of this report and their biographical details are given on pages 92 and 93.

In line with the Code, the Board considers the Chair and all the Non-executive Directors to be independent of the Company's Executive Management and free from any business or other relationship that could materially interfere with the exercise of their independent judgement. The terms and conditions of appointment, including the expected time commitments, of the Board Chair and the Non-executive Directors are available for inspection at the Company's registered office. The Chair and Non-executive Directors regularly disclose their other significant commitments to the Board throughout the year. The Board remains satisfied that the Chair's other significant commitments do not prevent him from devoting sufficient time to the Company.

Governance structure

Alison Littley is the Senior Independent Non-executive Director. She is available to shareholders for issues or concerns that remain unresolved through the normal channels of Board Chair, Chief Executive Officer or Chief Financial Officer, or where such contact is inappropriate.

All Directors receive timely, relevant documentation and financial information to support them making well-informed decisions that are in the best interests of the Company as a whole. The Board regularly reviews the management and financial performance of the Company, as well as long-term strategic planning and risk assessment. Regular reports are given to the Board on matters such as pensions, health and safety, and litigation.

Any concerns that a Director may have about how the Group is being run or about a course of action being proposed by the Board will, if they cannot be resolved once those concerns have been brought to the attention of the other Directors and the Board Chair, be recorded in the Board minutes. In the event of the resignation of a Non-executive Director, that Director is encouraged to send a written statement setting out the reasons for the resignation to the Chair, who will then circulate it to the other members of the Board and the Company Secretary.

Board Chair and Chief Executive Officer

The positions of Chair and Chief Executive Officer are held by separate individuals and the Board has clearly defined their responsibilities. The Chair is primarily responsible for the effective working of the Board, ensuring that each Director, particularly the Non-executive Directors, is able to make an effective contribution. The Chief Executive Officer has responsibility for running the Group's businesses and for the implementation of the Board's strategy, policies and decisions.

Board, Committee and Director evaluation

The Chair appraises the performance of the Board and conducts individual evaluations of the Executive and Non-executive Directors. The Senior Independent Non-executive Director leads the Board's appraisal of the Chair, whilst the Board evaluates the performance of its three Committees. Evaluations are conducted annually and are organised to fit in with Board priorities and succession planning activity.

A formal evaluation was carried out for the year under review in accordance with the Code. This process involved detailed questionnaires, meetings and discussions, the results of which were then reviewed. The Chair oversees each Director's development and ongoing training requirements to ensure their continued effectiveness. The overall results of the evaluation were satisfactory and identified the following key areas of focus for the Board and its Committees:

- Operationalisation of strategy
- Creation of "bench strength" for future roles
- Succession planning for Board and Senior Management

Advice for Directors

Directors may seek independent professional advice at the Company's expense through the Company Secretary when deemed necessary to fulfil their responsibilities. All Directors also have access to the advice and services of the Company Secretary, who ensures compliance with Board policies and procedures. The appointment and removal of the Company Secretary are matters reserved for decision by the Board.

Board procedures

The Board has a formal schedule of matters specifically reserved to it for decision, which it reviews periodically. This ensures that all major strategy, policy and investment decisions affecting the Company are made at Board level. It is also responsible for business planning and risk management policies and the development of policies for areas such as safety, health and environmental policies, Directors' and senior managers' remuneration and ethical issues. The Board provides strategic direction to the Company's management and is ultimately accountable for the Group's performance.

The Board ensures that decisions are made by the most appropriate people in a timely manner, avoiding unnecessary delays. It has formally delegated specific responsibilities to its Committees: the Audit and Risk Committee, the Nomination Committee and the Remuneration Committee. The Terms of Reference for these Committees are available on the Company's website at www.norcros.com.

Reports from these Committees can be found on the following pages:

- Audit and Risk Committee: pages 104 to 108
- Nomination Committee: pages 110 to 113
- Remuneration Committee: pages 114 to 139

The Board will also appoint Committees to approve specific processes as needed, such as aspects of corporate transactions or the administration of share options.

The directors and management teams of each Group brand are responsible for their respective business entities. They are accountable for delivering targets approved by the Board in relation to budgets, strategy and policy.

Directors' roles

The Executive Directors work exclusively for the Group. However, when appropriate, they are encouraged to take on one non-executive directorship in another non-competing company or organisation. Currently, neither the Chief Executive Officer nor the Chief Financial Officer holds a non-executive directorship.

The terms and conditions of appointment of the Non-executive Directors are available upon written request from the Company. Non-executive Directors confirm that they have sufficient time to fulfil their role and disclose any other significant commitments, including an indication of the time involved in each. The annual evaluation process includes an assessment of whether the Non-executive Director is spending enough time to fulfil their duties.

If a Non-executive Director is offered an appointment elsewhere, the Board Chair is informed before any such offer is accepted and the Chair will subsequently inform the Board.

The Board has procedures in place to manage conflicts of interest effectively, in accordance with the Company's Articles of Association. Each Director is responsible for notifying the Board of any potential conflict, which is then reviewed and addressed as appropriate.

All new Directors (including Non-executive Directors) receive a full, formal and tailored induction upon joining the Company. As part of this process, the Chair ensures that major shareholders have the opportunity to meet a new Non-executive Director. The Chair also periodically assesses the training and development needs of all Directors and ensures that any suitable training and updates are provided to Directors. Further information about the induction process can be found in the Nomination Committee Report on pages 110 to 113.



CORPORATE GOVERNANCE REPORT

CONTINUED

Retirement by rotation

Each Director is subject to election by shareholders at the first Annual General Meeting after their appointment. Thereafter, in accordance with the Company's Articles of Association, one-third of the Directors retire each year by rotation, with all Directors required to seek re-election at least every three years. However, the Board has determined that, where appropriate, all Directors should stand for re-election annually. Accordingly, each continuing Director will seek re-election at the next Annual General Meeting apart from James Eyre who has announced his decision to step down from the Board. Biographical details of all Directors are set out on pages 92 and 93 and on the Company's website at www.norcros.com.

Financial reporting

When issuing the annual and interim financial statements, the Directors aim to present a fair, balanced and understandable assessment of the Group's results and outlook. The Directors have a collective responsibility for the preparation of the Annual Report and Accounts, which is more fully explained in the Statement of Directors' Responsibilities on page 143.

Relations with shareholders

The Company recognises the importance of maintaining strong communications with shareholders. It actively engages with them on specific matters and takes steps to ensure that the Board, particularly the Non-executive Directors, understands the views of major shareholders. Directors have regular meetings with the Company's major shareholders as well as receiving regular feedback on their views through the Company's brokers. The Board regularly receives copies of analysts' and brokers' briefings. Reports of these meetings, and any shareholder communications during the year, are given to the Board.

The Company publishes any significant events affecting the Group and updates on current trading. The Board Chair and the Non-executive Directors are also offered the opportunity to attend meetings with major shareholders, and the Non-executive Directors and, in particular, the Senior Independent Director, would attend such meetings if requested to do so by any major shareholder. The Annual and Interim Reports, together with all announcements issued to the London Stock Exchange, are published on the Company's website at www.norcros.com.

The Notice of the Annual General Meeting is sent to shareholders at least 20 working days before the meeting. It is the Company's practice to propose separate resolutions on each substantially separate issue. Proxy appointment forms allow shareholders to direct their proxy to vote either for or against the resolution or to withhold their vote. The Company ensures that all valid proxy appointments received for general meetings are properly recorded and counted. For each resolution, the following information is given at the meeting and published as soon as reasonably practicable on the Company's website:

- The date of the meeting
- The text of the resolution
- The number of votes validly cast
- The proportion of the Company's issued share capital represented by those votes
- The number of votes cast in favour of the resolution
- The number of votes against the resolution
- The number of shares in respect of which the vote was withheld

The Board Chair seeks to arrange for the Chairs of the Audit and Risk, Nomination and Remuneration Committees (or a deputy, if necessary) to be available at the Annual General Meeting to answer any questions relating to the work of their respective Committees.

Accountability and audit

The respective responsibilities of the Directors and auditor in connection with the financial statements are explained in the Statement of Directors' Responsibilities on page 143 and the Auditor's Report on pages 146 to 156. The Directors ensure the independence of the auditor by requesting annual confirmation of independence, which includes the disclosure of all non-audit fees.

Risk management and internal control

The Board is responsible for the Group's system of internal control and its effectiveness, covering all material controls, including financial and operational risk management and compliance. This responsibility is fulfilled through an annual review programme of the internal control environment at each business. These reviews are carried out by the Group Head of Internal Audit and Risk Assurance, who is independent of the brands, and the results are communicated to the Audit and Risk Committee.

The Board has carried out a robust assessment in order to identify and evaluate what it considers to be the principal risks facing the Group and has assessed the adequacy of the actions taken to manage these risks. This risk management process has been in place for the period under review and up to the date of the approval of the Annual Report and Accounts. The principal risks are disclosed on pages 70 to 80.

The Group's insurance continues to be managed and co-ordinated centrally with the assistance of insurance brokers. This gives the Group full visibility of its claims history and the insurance industry's perception of the Group's overall risk via the respective insurance premiums. The Company examines the size and trend of these premiums and the extent to which it can mitigate the risk and reduce the overall risk burden in the business by considering the appropriate level of insurance deductible and the potential benefit of self-insurance in some areas.

Viability

In accordance with the Code, the Board has assessed the prospects of the Company, using a three-year assessment timescale, and concluded that there is a reasonable expectation that the Company will be able to meet its liabilities and continue in operation. The full Viability Statement is contained on page 81.

Operational structure, review and compliance

In addition to the Chief Financial Officer, the Group has Senior Financial Managers at its Group office. The Group Head of Internal Audit and Risk Assurance, appointed in March 2020, is responsible for the Internal Audit and Risk Assurance function for the Group. Further information on the work of this function is in the Audit and Risk Committee Report on pages 104 to 108.

The Group operates within a structured control framework, which includes:

- an organisational structure with clearly defined lines of responsibility, delegation of authority and reporting requirements;
- a culture of open communication between operational management and Executive Management on matters relating to risk and control;
- defined expenditure authorisation levels; and
- a comprehensive system of financial reporting, including:
 - Detailed annual budgets for each brand, approved by the Group Executive Management.
 - Board approval of the overall Group's budget and strategic plans.

- Monthly financial reporting, comparing actual results to budget and the prior year, with forecasts revised where necessary.
- Board review of significant changes and adverse variances, with remedial action taken where appropriate.
- Weekly cash and treasury reports to the Chief Financial Officer and periodic tax and treasury updates to the Board.

The system of internal control is designed to manage, rather than eliminate, the risk of failing to achieve business objectives and can only provide reasonable, not absolute, assurance against material misstatement or loss. It is tested and developed as appropriate by the Group Head of Internal Audit and Risk Assurance working in conjunction with the Audit and Risk Committee.

The control framework as outlined above gives reasonable assurance that the structure of controls in operation is appropriate to the Group's situation and that risk is kept to acceptable levels throughout the Group.

Takeover directive

Share capital structures are included in the Directors' Report on pages 140 to 142.

Approved by the Board of Directors on 10 June 2026 and signed on its behalf by:

STEVE GOOD
Board Chair

10 June 2026



AUDIT AND RISK COMMITTEE REPORT



STEFAN ALLANSON
Chair of the Audit and Risk Committee

OTHER MEMBERS:

- Alison Littley
- Rebecca DeNiro

MEETINGS HELD:

The Committee met three times during the year.

KEY ACTIVITIES FOR 2026:

- Monitoring key risks and risk management policies and procedures
- Assessing the effectiveness of the Group's internal controls
- Monitoring the Group's systems and controls for complying with regulation and detecting and preventing wrongdoing
- Assessing and selecting a new audit partner following retirement of the previous partner
- Planning and preparation for the implementation of Provision 29 of the Corporate Governance Code

AREAS OF FOCUS FOR 2027:

A continued focus on developing the risk management framework, ensuring internal controls remain effective and meeting the requirements of Provision 29 of the 2024 Corporate Governance Code.

Monitoring the Company's reporting and risk management.

Members

The Chair of the Committee, Stefan Allanson, is considered to have recent and relevant financial experience as he is a qualified accountant with extensive financial leadership experience and is currently the chief financial officer of MJ Gleeson plc.

The Board is satisfied that the Committee has the appropriate level of expertise to fulfil its Terms of Reference. The Committee reviewed its own Terms of Reference, performance and constitution during the year.

Role and responsibilities of the Audit and Risk Committee

The main responsibilities of the Audit and Risk Committee (the Committee) are:

- monitoring the integrity of the financial statements of the Company and any formal announcements relating to the Company's financial performance, and reviewing significant financial reporting judgements contained in them;
- providing advice (where requested by the Board) on whether 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;
- reviewing the Company's internal financial controls and internal control and risk management systems;
- monitoring and reviewing the effectiveness of the Company's Internal Audit and Risk Assurance function;
- at the appropriate time, conducting the tender process and making recommendations to the Board about the appointment, reappointment and removal of the external auditor, and approving the remuneration and terms of engagement of the external auditor;
- reviewing and monitoring the external auditor's independence and objectivity; and
- reviewing the effectiveness of the external audit process, taking into consideration relevant UK professional and regulatory requirements.

The Committee's Terms of Reference are in compliance with the UK Corporate Governance Code 2024 and provide full details of its role and responsibilities. A copy can be obtained from the Company's website, www.norcros.com.

Significant financial reporting matters in the 2026 Annual Report

The significant financial reporting matters that the Committee considered in the year are detailed below:

Going concern and Viability Statement

The Group has prepared a Viability Statement reflecting the potential impact of principal risks and uncertainties, including a situation similar in nature to the COVID-19 pandemic, on liquidity and solvency. This has been performed by modelling a reasonable worst-case scenario and then applying a reverse stress test on the Group's current forecasts. Further details are included on page 81 and on page 161.

The Committee, alongside the Board, has reviewed and considered the detailed forecast scenarios and agrees with management's conclusions.

Defined benefit pension scheme

The Group's UK defined benefit pension scheme is significant both in terms of its context in the overall Balance Sheet and the results of the Group. The Group's UK defined benefit pension scheme (as calculated under IAS 19R) shows a surplus of £0.4m at 5 April 2026 from a surplus position of £6.8m at 30 March 2025.

The valuation of the present value of scheme liabilities involves significant judgement and expertise, particularly in respect of the assumptions used. In order to value the liabilities, management has engaged an independent firm of qualified actuaries, PwC. The Committee reviewed the outputs from this work and benchmarked the assumptions, particularly the net discount rate, with those applied by other companies with defined benefit pension schemes with similar characteristics and having the same measurement date. The Committee concurred with the assumptions put forward by management to value the liabilities.

The Committee considered the approach and judgement taken by management in determining the value of the surplus and concurred with management's view.

Fair, balanced and understandable

The Committee formally reviews the Company's annual and interim financial statements and associated announcements, and considers significant accounting principles, policies and practices and their appropriateness, financial reporting issues and significant judgements made, including those summarised above.

The Committee also advises the Board on whether it considers that the Annual Report and Accounts, taken as a whole, is fair, balanced and understandable, and provides the necessary information for shareholders to assess the Company's financial position and performance, strategy and business model.

The Committee concluded that these disclosures, and the processes and controls underlying their production, meet the latest legal and regulatory requirements for a listed company and that the 5 April 2026 Annual Report and Accounts is fair, balanced and understandable.

Meetings of the Committee

The Committee met formally three times during the year. By invitation, the Board Chair, Chief Executive Officer, Chief Financial Officer, Company Secretary, Group Head of Internal Audit and Risk Assurance and Group Financial Controller also attended each of these meetings as well as the engagement partner and other members of the audit team from the external auditor.

The Committee may invite other individuals either from within the Company or external technical advisors to attend meetings to provide information or advice as it sees fit.

At each meeting, the Committee had the opportunity to discuss matters with the external and internal auditor without management being present. The Chair of the Committee also has regular discussions with the external audit partner outside of the formal Committee process. The Head of Internal Audit and Risk Assurance has independent access to the Chair of the Audit and Risk Committee as required.

At each of its meetings, the Committee reviews any financial communications issued to the market.

Financial Reporting Council correspondence

During the year, the Company received a letter from the Financial Reporting Council (FRC) following a routine review of the Company's Annual Report and Accounts for the year ended 31 March 2025. The FRC did not enter into substantive correspondence with the Company and did not require any changes to the reported financial information. However, the letter raised certain recommendations for the Board and Audit and Risk Committee to consider in the preparation of future reports and accounts.

The Audit and Risk Committee considered the matters highlighted by the FRC, discussed them with management and the external auditor, and has taken them into account in its review of the 5 April 2026 Annual Report and Accounts. The FRC's review is based solely on the publicly available Annual Report and Accounts and does not provide assurance on their accuracy or completeness, nor does it involve a detailed examination of the underlying transactions or accounting records.

AUDIT AND RISK COMMITTEE REPORT

CONTINUED

Principal activities of the Audit and Risk Committee during the year

A wide variety of issues were addressed in the year; they are summarised in the table below:

| Area | Activities |
|----------------------------|---|
| FINANCIAL REPORTING | <ul style="list-style-type: none"> Review of the Company's trading updates and other financial communications Review of the Company's interim results for the 27 weeks ended 5 October 2025 Review of the Company's Annual Report and Accounts for the 53 weeks ended 5 April 2026, including consideration of: <ul style="list-style-type: none"> significant financial reporting matters; whether the Annual Report and Accounts is fair, balanced and understandable; and the requirements of the going concern assessment and Viability Statement Review of changes to corporate reporting requirements |
| EXTERNAL AUDIT | <ul style="list-style-type: none"> The Committee undertook a thorough assessment process before selecting Laurie Hannant to replace Gareth Singleton as audit partner Review of the external auditor's proposed audit work plan for the 53 weeks ended 5 April 2026, including its assessment of the principal financial reporting risks Review of the external auditor's terms of engagement and proposed fees Assessment of the external auditor's independence, objectivity, qualifications and expertise, including a review of its internal quality control checks Review of the findings from the external audit for the 53 weeks ended 5 April 2026 |
| INTERNAL AUDIT | <ul style="list-style-type: none"> Review of the internal audit work programme for 2026 Approval of the annual internal audit programme for 2027 Review of current internal audit resource levels Assessment of the work carried out to test and review internal controls and cyber security, together with the status of recommendations made and actions agreed Review of findings and agreed actions arising from internal audit assignments |
| COMPLIANCE | <ul style="list-style-type: none"> Review of the whistleblowing log Review of the fraud and attempted fraud log Review of the data protection log including data incidents, data subject access requests, etc. |
| RISK MANAGEMENT | <ul style="list-style-type: none"> Review of the Group's reported principal risks and uncertainties including consideration of any new or emerging risks and uncertainties identified and amendment of current principal risks as required Review of the actions taken by the Group to manage its principal risks with continued focus on cyber security risks and ESG risks Review of the Group's defined risk appetite both overall and for each category of risk Review of the actions taken to ensure future compliance with Provision 29 of the UK Corporate Governance Code 2024, with particular focus on assurance mapping |
| GOVERNANCE | <ul style="list-style-type: none"> Conducted an appraisal of the performance of the Committee Review of the Group's policy in respect of the employment of former employees of the external auditor Review of the Group's policy in respect of the engagement of the external auditor for non-audit services and non-audit services provided by the external auditor during the year Review of the Committee's Terms of Reference and constitution in line with current best practice Review of the implementation of a project to bring Governance, Risk and Compliance systems online |

Internal audit framework

The Group has a dedicated Group-wide Internal Audit and Risk Assurance function that is led by an experienced Group Head of Internal Audit and Risk Assurance. This role is supported by a small dedicated internal audit team based in South Africa focused on the particular risks faced by the Group's retail and manufacturing operations in South Africa. Internal audit resources are kept under constant review to ensure an appropriate level of independent assurance is obtained by the Committee.

The Group operates a rolling 12-month audit plan prepared by the Group Head of Internal Audit and Risk Assurance. The plan is risk-based using assessments carried out by the Group, includes senior management input and is reviewed and approved by the Committee. At each meeting, the Committee considers the results of the audits undertaken during the preceding period and the adequacy of management's response to matters raised. Additionally, the related mitigations against issues and actions raised from these audits are systematically followed up in subsequent Committee meetings until they are adequately resolved.

The Group's annual control and risk self-assessment process includes detailed questionnaires covering financial and information security controls that are completed by each business. Internal audit manages the process, and control responses are reviewed by the Group Head of Internal Audit and Risk Assurance and the Group Financial Controller. The process has been further developed during the year following last year's introduction of an online third-party Governance, Risk and Compliance (GRC) system. This software has provided evidence gathering functionality that has enabled Internal Audit to provide greater assurance on the material controls in place over the Group's financial and information security risks. This will also empower the Board to be able to attest to the adequacy of the wider internal control and risk management frameworks, meeting the requirements of the revised UK Corporate Governance Code.

Key control issues that arise from these reviews are raised with the Committee, with the results of the assessments informing the audit plan and individual audit engagements.

The self-assessment process also includes a management representation letter, requiring senior managers at each business, as well as at the Group office, to confirm that they have applied and followed all required policies and procedures in the year, that they have declared any potential conflicts of interest, and that they have reported all known risks or fraudulent activity as required.

Group internal audit and risk assurance activities during the year

The Group Internal Audit and Risk Assurance team provided assurance across a wide range of risks during the year, in line with the standards set out in the approved audit charter. The annual audit plan, which is approved by the Committee, included business reviews of operational units, assessing the effectiveness of key internal controls in place over selected systems and processes, which, this year, included a review of the implementation of supply chain management policy and procedures. In South Africa, the primary focus was on the controls in place at retail outlets with completion of a cycle of operational reviews across all stores. Actions agreed during previous audit visits were reviewed to confirm management's progress.

A significant amount of time has been dedicated to preparation for compliance with Provision 29 of the UK Corporate Governance Code. This work has focused on defining the initial scope of key risk and governance areas and identifying the material controls in place over them. An assurance map has been developed in conjunction with the Board that documents the risk and governance areas in scope, which include the principal risks and areas of operational, financial, reporting and compliance risk, along with the material controls in place for each. The map also outlines which of the four lines of defence provides assurance and to what extent, enabling identification of any gaps in assurance, should there be any, and the strengthening of assurance, if required.

Other key activities of the function during the year included oversight of the Group's online awareness training programme, which covers an expansive range of topics including anti-bribery and corruption, information security, data protection, cyber security and modern slavery. Training also covers modern slavery and human trafficking awareness, and a range of health and safety and management soft skills training courses including diversity, equity and inclusion, and the prevention of bullying and sexual harassment. The team also liaises closely with our insurers on a range of risk management projects including cyber security, incident response, business continuity and disaster recovery planning, along with company vehicle driver licence checking and driver behavioural training.

Summaries of all findings and actions, and updates on all audit work and other key activities, are provided at each Audit and Risk Committee meeting.

AUDIT AND RISK COMMITTEE REPORT

CONTINUED

Risk management framework

Our risk management framework is highlighted on pages 70 and 71 of our Strategic Report. The Audit and Risk Committee's role in the risk management framework can be summarised as:

1. Review of current and emerging risks through the discussion of identified risks and mitigating actions with divisional management in annual strategic reviews
2. Annual review of the risk management reporting process and associated outputs, including principal risks, to ensure they are robust and effective and include all risks that could threaten the business model and future strategy
3. Annual review of the Group's risk appetite including its overall risk appetite and that of each risk category
4. Review of the Annual Report and Accounts to ensure that it provides a fair reflection of risk assessments undertaken

Internal control and risk management review

The Board has overall responsibility for the Group's system of internal control and risk management and for reviewing its effectiveness. The internal control systems are designed to meet the needs of the Group and to manage, rather than eliminate, the risk of failure to achieve business objectives. Such systems can only provide reasonable, not absolute, assurance against material misstatement or loss.

The Committee undertakes a review, at least annually, of the effectiveness of the Company's system of internal controls and risk management and the Board will take into account the Committee's Report, conclusions and recommendations in this regard. The Board confirms that it has reviewed the effectiveness of the internal control system, including financial, operational and compliance controls and risk management in accordance with the UK Corporate Governance Code 2024, for the period from 31 March 2025 to the date of approval of the Annual Report and Accounts for the 53 weeks ended 5 April 2026.

Fraud and whistleblowing

The Group maintains a whistleblowing policy and engages two independent confidential whistleblowing service providers – one covering South Africa specifically and the other covering all other locations. Reports on the use of these services, any significant concerns that have been raised, details of investigations carried out and any actions arising as a result are reported to the Committee at each meeting.

The Committee also receives papers on incidents of fraud, or attempted fraud, and reviews them at each meeting. At least annually, the Committee conducts an assessment of the adequacy of the Group's procedures in respect of compliance, whistleblowing and fraud.

External auditor

The Committee has primary responsibility for making recommendations to the Board on the appointment, reappointment and removal of the external auditor. The Committee keeps under review the scope and results of the audit and its effectiveness, as well as the independence and objectivity of the auditor.

The Committee is aware of the need to safeguard the auditor's objectivity and independence and the issue is discussed by the Committee and periodically with the audit engagement partner from BDO LLP. In accordance with Auditing Practices Board requirements, external auditor independence is maintained by the rotation of the engagement partner every five years. The current audit engagement partner, Laurie Hannant, was appointed in February 2026 after Gareth Singleton stood down from the role for personal reasons.

Policies on the award of non-audit work to the external auditor and the employment of ex-employees of the external auditor are in place and reviewed annually. The approval of the Chair of the Committee is required prior to awarding high-value non-audit work to the external auditor, and the non-audit work planned and performed is monitored by the Committee at each meeting. There was no non-audit work awarded to the external auditor during the year.

The external audit starts with the design of a work plan that addresses the key risks of the audit, which were confirmed at the March 2026 meeting of the Committee. The Committee also agreed the terms of engagement and the fees payable for the engagement. At each meeting, the Committee had the opportunity to discuss matters with the external auditor without management being present. The Chair of the Committee also has regular discussions with the external audit partner outside the formal Committee process.

For the 53 weeks ended 5 April 2026, the Committee was satisfied with the independence, objectivity and effectiveness of the relationship with BDO LLP as external auditor.

External audit tender and appointment of auditor

The external auditor, BDO LLP, was appointed at the 2020 AGM in July 2020 following a competitive tender process.

On behalf of the Audit and Risk Committee.

STEFAN ALLANSON

Chair of the Audit and Risk Committee

10 June 2026



NOMINATION COMMITTEE REPORT



STEVE GOOD
Chair of the Nomination Committee

OTHER MEMBERS:

- Alison Littley
- Stefan Allanson
- Rebecca DeNiro

MEETINGS HELD:

The Committee met twice during the year.

KEY ACTIVITIES FOR 2026:

- Full Board evaluation
- Continued succession planning for Board and senior management

AREAS OF FOCUS FOR 2027:

- Ongoing succession planning throughout the senior management of the Group
- Progress diversity initiatives for both gender and ethnicity throughout the Group

Evaluating the Board and succession planning for a sustainable future.

Role and responsibilities of the Nomination Committee

The main responsibilities of the Nomination Committee (the Committee) are:

- evaluating the balance of skills, knowledge, independence, diversity and experience of the Board;
- succession planning for the Board and at senior management level;
- determining the scope of the role of a new Director and the skills and time commitment required and making recommendations to the Board about filling Board vacancies and Board succession; and
- appointing Directors.

The Committee's Terms of Reference are in compliance with the UK Corporate Governance Code 2024 and provide full details of its role and responsibilities. A copy can be obtained from the Company's website, www.norcros.com.

The Nomination Committee and the Board seek to maintain an appropriate balance between the Executive and Non-executive Directors. The Nomination Committee is chaired by the Chair of the Board and consists of all the Non-executive Directors. The Board Chair will not chair the Committee when it deals with the appointment of a successor to that role.

Induction process summary

Following successful appointment to the Board, new Directors receive a comprehensive and tailored induction programme. The induction programme facilitates their understanding of the Group, its strategy and the key drivers of business performance. It also gives an opportunity for the Directors to meet key members of the senior management teams and undertake site visits. The induction also includes dedicated time with each Board member.

Board composition

The Nomination Committee evaluates the balance of skills, knowledge, diversity and experience of the Board. If a new appointment to the Board is required, the Committee will use the appropriate selection process and will determine the scope of the role of a new Director and the skills and time commitment required, and make recommendations to the Board about filling Board vacancies and appointing additional Directors. The Committee is satisfied with the current Board composition.

Board performance evaluation

A formal evaluation of the Board and its Committees, including the Nomination Committee, took place in the year in accordance with the requirements of the Code. This evaluation was conducted through detailed questionnaires. The outcomes of it indicated that the Committee is operating effectively, and it should continue to focus on succession planning and talent development for divisional leadership roles.

Succession planning

In the year under review, the Committee has continued to focus on succession planning issues, and it is satisfied that there are appropriate plans in place for succession planning for Board members and senior management across the Group.

After the year-end, the Committee accepted the decision of James Eyre (Chief Financial Officer) that he would be stepping down from the Board at the end of June 2026. It was agreed that he will remain with the business to support his successor until early 2027.

Diversity and inclusion

When changes to the Board are required, due regard will be given to the balance of the Board, to the benefits of different backgrounds and experience, and to diversity on the Board, including gender. The Board does not currently set targets for Board diversity; however, appointments will be made in accordance with the Group's Diversity, Equity and Inclusion Policy, on the basis of merit and the most appropriate experience against objective criteria in the best interests of shareholders. The Board endeavours to ensure that these principles are applied throughout the Group.

The Committee is pleased to note that 40% of the Executive Management of the Group are female (2025: 40%).



NOMINATION COMMITTEE REPORT

CONTINUED

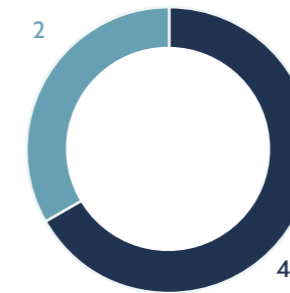
Compliance with UK Listing Rules on diversity

In 2022, the UK Financial Conduct Authority introduced Listing Rules relating to diversity (UKLR 6.6.9R(9) and (10)). The Company's position against these items is set out within this report below.

| Listing Rule target | Company's position as at 5 April 2026 | Comment |
|--|---------------------------------------|---|
| At least 40% of the Board are women. | 33% | Our aspiration is to achieve 40% gender diversity, recognising that it requires a careful and measured approach to accommodate Board attrition, whilst maintaining the existing profile of desired skills and experience. |
| At least one of the senior Board positions (Chair, Chief Executive Officer, Senior Independent Director or Chief Financial Officer) is a woman. | One position meets this target. | Our Senior Independent Director, Alison Littley, is a woman. The Board will continue to take this target into consideration as part of succession planning. |
| At least one member of the Board is from a minority ethnic background (which is defined by reference to categories recommended by the UK Office for National Statistics). | No Board members meet this target. | The Board continues to take ethnic diversity into account when considering appointments, as per its Diversity, Equity and Inclusion Policy, whilst noting it will continue to consider diversity of the Board and the Group as a whole based on our global footprint and operations, in a way that is best aligned with our growth agenda. Being an international company, we naturally reflect different nationalities in the Board and senior management. This is a valuable input to ensure different cultures are represented within decision makers, warding against groupthink. |

Sex/gender representation

Number of Board members



- Male
- Female
- Not specified/prefer not to say

Number of senior positions on the Board (CEO, CFO, SID and Chair)



Number in Executive Management



Ethnicity representation

Number of Board members



- White British or other White (including minority White groups)
- Mixed/multiple ethnic groups
- Asian/Asian British
- Black/African/Caribbean/ Black British
- Other ethnic groups, including Arab
- Not specified/prefer not to say

Number of senior positions on the Board (CEO, CFO, SID and Chair)



Number in Executive Management



Notes to the tables:

- 1 Data collection of the Board undertaken as part of our regular year-end data collection.
- 2 The Board was provided with the categories above and asked to advise how they identify.
- 3 The personal data has been collected once and it will be up to the individual to advise of any change.

STEVE GOOD
Chair of the Nomination Committee

10 June 2026

REMUNERATION COMMITTEE REPORT



ALISON LITLEY
Chair of the Remuneration Committee

OTHER MEMBERS:

- Steve Good
- Stefan Allanson
- Rebecca DeNiro

MEETINGS HELD:

The Committee met six times during the year.

KEY ACTIVITIES FOR 2026:

- Undertaking a triennial review of the Remuneration Policy
- Consulting with stakeholders on revisions to Directors' Remuneration Policy
- Reviewing our bonus and Annual Performance Share Plan ("APSP") scorecards to ensure continued close alignment with the strategy

AREAS OF FOCUS FOR 2027:

- Implementing the Directors' Remuneration Policy and aligning remuneration to our strategic goals

Aligning pay outcomes with the delivery of our strategy, value to shareholders and success for all stakeholders.

Role and responsibilities of the Remuneration Committee

The main responsibilities of the Remuneration Committee (the Committee) are:

- determining the Remuneration Policy and keeping it under review, including consulting with, and obtaining approval from, shareholders as appropriate;
- implementing the approved Remuneration Policy as regards to Executive Director remuneration, benefits and incentives, including the setting of targets and determination of payouts of all incentive arrangements;
- ensuring alignment of the remuneration structure for senior executives to the Executive Directors' Remuneration Policy, including approval of changes to packages;
- reviewing the Executive Directors' Remuneration Policy and the approach to implementation, in the context of pay policies and practices across the wider workforce, and the Group's culture; and
- preparing the Annual Report on Remuneration, to be approved by the members of the Company at the Annual General Meeting.

The Committee's Terms of Reference are in compliance with the 2024 UK Corporate Governance Code and provide full details of its role and responsibilities. A copy can be obtained from the Company's website, www.norcros.com.

Dear shareholders,

On behalf of the Board, I am pleased to present the Directors' Remuneration Report for 2026.

During this period, we have continued to align our remuneration practices with the evolving needs of the business and the expectations of our stakeholders. We remain committed to:

- A simple, transparent approach to Executive Director pay
- Rewarding both near-term delivery and long-term value creation
- Reinforcing our culture and values
- Listening to the voices of our shareholders, employees and broader stakeholders

Our remuneration structures aim to drive the right behaviours and outcomes across the Group. This means aligning reward with performance, with integrity, good governance and long-term thinking.

Directors' Remuneration Policy

A key focus for the Committee in 2026 has been its triennial review of the Directors' Remuneration Policy. The current policy was approved by 96.7% of shareholders at the 2023 AGM and expires later this year. Ahead of seeking approval of a new policy at the 2026 AGM, the Committee reviewed the existing framework to ensure it remains credible and effective, is closely aligned with strategy, the Group's culture and appropriately reflects market and governance best practice. We concluded from our review that the current policy remains broadly fit for purpose for Norcros, requiring only a small number of minor amendments as outlined below:

- **Annual bonus opportunity limit.** The current annual bonus opportunity limit, of 100% of salary, has been unchanged for several policy cycles and has fallen behind typical market practice. More importantly, it also constrains the Committee's ability to use the variable pay opportunity to bring the package more into line with an appropriately competitive overall positioning that reflects the calibre, growing experience and sustained performance of our Executive Directors. As part of its review of the policy, the Committee concluded that the annual bonus opportunity should be increased slightly, to 125% of salary. If approved by shareholders, it is the Committee's intention to use this increased headroom for both Executive Directors for FY27. In keeping with the Committee's normal practice, the performance targets attaching to the bonus will be set to reflect the opportunity available.
- **Annual bonus deferral.** The Committee views bonus deferral as a means of aligning the interests of shareholders and Executives over the medium term, through exposure to the share price. However, once an individual has built up a significant holding of Norcros shares through market purchases or retaining vested incentives, the Committee believes it is appropriate to relax the mandatory deferral requirement and instead allow any bonus earned to be paid entirely in cash. We believe this approach balances fairness to Executive Directors and demonstrates a clear emphasis on the importance of alignment of Executive and shareholder interests through meaningful share ownership. Accordingly, it is proposed to amend the policy to provide for the disapplication of the deferral provision for those Executive Directors who have achieved, and at least maintain, the in-post shareholding requirement. This change would be effective starting with the bonus for 2027 but, noting that current Executive Directors are still building towards their in-post shareholding guideline, it is unlikely to have any impact on the deferral until the following bonus cycle at the earliest. The Committee is satisfied that, notwithstanding this change, it retains sufficient powers to exercise the malus and clawback provisions that apply to the cash bonus, and Approved Performance Share Plan

(APSP) awards during the five-year period from grant, should the need arise.

- **Shareholding guideline.** To reflect feedback from shareholders in recent years, we are proposing to set the in-post shareholding guideline at 200% of salary, compared to 150% and 125% of salary currently for the Chief Executive Officer and Chief Financial Officer, respectively. This change will also flow through to the post-cessation shareholding requirement.
- **Simplification of APSP award limit.** At the last policy review, shareholders approved an increase to the APSP award limit, from 100% of salary to 150% and 125% of salary for the Chief Executive Officer and Chief Financial Officer, respectively. To simplify and future-proof the policy, it is now proposed to consolidate these levels into a single headroom limit of 150% of salary. The additional headroom that this change provides in respect of the Chief Financial Officer will not be used in 2027. Any use of the headroom in subsequent years will be fully explained in the relevant Annual Report on Remuneration.
- **All-employee share plans.** Subject to shareholders approving the introduction of an all-employee Share Incentive Plan (SIP) at the 2026 AGM, the policy wording in respect of all-employee plans has been updated to provide for Executive Directors to participate in the SIP on identical terms as other eligible employees.

The Committee has consulted extensively with principal shareholders on the proposed changes to the bonus, APSP and shareholding guidelines, receiving broad indications of support. If approved, the proposed policy will take effect from the date of the 2026 AGM, for a period of up to three years.

The performance context for remuneration in the year

Despite macroeconomic headwinds and inflationary pressures in key markets, Norcros has delivered a robust underlying performance. This included:

- strong execution of strategy;
- 2026 revenue of £393.4m (2025: £355.8m), 0.6% higher than the prior financial year on a constant currency like-for-like basis and 10.6% higher on a reported basis predominantly as a result of the acquisition of Fibo Holding AS;
- underlying operating profit of £48.0m (2025: £44.5m) also increasing predominantly as a result of the acquisition; and
- demonstrated resilience of the Group's business model.

The performance reflects the quality and consistency of leadership across the business, both from our Executive Directors, as well as the dedication of our wider workforce. It also reinforces the strength of our purpose-led culture and the resilience of our operating model.

REMUNERATION COMMITTEE REPORT

CONTINUED

Changes to the Executive team

In April 2026, we announced that James Eyre had informed the Board of his decision to step down as Chief Financial Officer later this year. In order to ensure an orderly transition, James will remain in position until the end of June 2026 and thereafter focus on key strategic projects for the remainder of his notice period. James will continue to receive his salary, pension and benefits until he ceases employment. He will also continue to be eligible for an annual bonus for the period worked. However, he will not receive an APSP award in FY27. The treatment of James' remuneration on cessation of employment will be in line with our default provisions under the Remuneration Policy for a good leaver, reflecting the nature of his cessation and noting his significant contribution to the Group over the last 12 years. Further details will be disclosed at the relevant time and in next year's Annual Report on Remuneration.

2026 pay outcomes

The Committee implemented the approved policy in the financial year just completed, as set out below, taking appropriate account of the in-year acquisition of Fibo Holding AS with the overarching principle that participants should not be materially better or worse off as a result of completing the acquisition.

Annual bonus

The annual bonus for FY26 continued to be based primarily on the Group's underlying operating profit performance. As set out in last year's report, the Committee resolved to replace the previous working capital metric with cash conversion in order to reflect a key financial pillar of the Group's strategy, and to introduce a new strategic element to reinforce the delivery of key short-term business priorities.

The robust performance of the Group over FY26 saw operating profit being £48.0m, whilst cash conversion was 116%. Reflecting this financial performance and delivery against the short-term strategic objectives, overall bonus outcomes of between 61.3% and 63.1% of maximum were calculated for the Executive Directors. In keeping with our normal practice, the Committee then reviewed this outcome in the context of the Group's broader underlying performance and the experience of other stakeholder groups over the period. Following the review, the Committee decided not to exercise any discretion to revise the outcome. 50% of the amounts earned will be converted into nil-cost options under the Deferred Bonus Plan (DBP), which are exercisable following a three-year deferral period.

2023 APSP

APSP awards were made in July 2023 with vesting subject to three-year cumulative EPS performance targets (as detailed on page 132). Over the three-year performance period, cumulative EPS of 100.3p was delivered, which was between Threshold and Maximum and resulted in a formulaic vesting outcome of 42.4% of maximum. As with the annual bonus, the Committee reviewed this vesting outcome and concluded that it was a fair reflection of broader Group performance over the period and that no discretion need be applied. This assessment also took into account ROCE over the period. ROCE averaged 20.0% of the period, which the Committee concluded met the quality of earnings underpin. The 2023 APSP award will vest in July 2026.

2025 APSP

As set out in last year's report, APSP award levels were increased for both Executive Directors – from 115% to 150% of salary for the Chief Executive Officer, and from 110% to 125% of salary for the Chief Financial Officer. In a further change to previous years, the Committee introduced an additional performance metric – relative Total Shareholder Return (TSR) – alongside EPS, with challenging targets set (see page 133 for further details).

Remuneration for FY27

Looking ahead, our approach to Executive Director remuneration remains grounded in Norcross' culture, strategy and stakeholder priorities.

The workforce context

The Committee's decision-making in relation to Executive Director remuneration continues to be informed by the Group's workforce remuneration practices and the decisions taken by management in this regard. This includes the pay budget for the Group and the cascade of resulting increases throughout the workforce, which informed the Committee's decision-making in relation to inflationary increases for the Executive Directors and the Board Chair.

The Executive Directors

The Committee keeps its approach to implementation of the policy under review, in the context of wider business performance and the stakeholder experience. The approach we have resolved to adopt for FY27 is as follows:

Base salary

The Committee determined to increase Executive Directors' salaries by 3% from 1 April 2026, below the average increase for the wider UK workforce of 4%. Annual salaries from that date will be £515,000 for Thomas Willcocks and £353,068 for James Eyre.

Pension and benefits

Both Executive Directors receive a pension contribution, or allowance in lieu, of 8% of salary, in line with the employer contribution available for the wider UK workforce. Other benefits consist of a car allowance of £15,000 and private medical insurance.

Annual bonus

In line with proposed changes to the policy, the annual bonus opportunity for FY27 will increase from 100% to 125% of salary for both Executive Directors. Bonus outcomes for the year will continue to be based on a combination of operating profit, cash conversion and strategic objectives. To the extent considered not to be commercially sensitive at the time, targets will be disclosed retrospectively in next year's Remuneration Report.

APSP

Thomas Willcocks will be granted an award under the APSP of 150% of salary. This year's APSP award will continue to be based on a combination of three-year EPS growth and relative TSR. Further details are set out on page 137 of this report. James Eyre will not receive a 2026 APSP award, reflecting his stepping down from the Board in June.

The Board Chair

The Committee is also responsible for setting the remuneration of the Board Chair. In doing so, it adopts a consistent set of principles to those for Executive and workforce remuneration. From 1 April 2026, the Committee has resolved to increase the Board Chair's fee to £185,000 per annum.

Concluding remarks

On behalf of the Committee, we hope that we can count on your continued support for the resolutions to approve this Directors' Remuneration Report and the revised Remuneration Policy at the 2026 AGM, where I will be available to answer any questions in relation to this report. Finally, you will note that we will also be asking shareholders to approve the rules of a new all-employee share plan – the Share Incentive Plan (SIP) – which alongside the existing Save As You Earn (SAYE) plan will enable more colleagues to become shareholders in Norcross.

ALISON LITTLE

Chair of the Remuneration Committee

10 June 2026

DIRECTORS' REMUNERATION POLICY REPORT

Remuneration disclosure

This Directors' Remuneration Report has been prepared in accordance with the provisions of the Companies Act 2006 and Schedule 8 of the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013. The report meets the requirements of the UK Listing Authority's UK Listing Rules and the Disclosure Guidance and Transparency Rules. In this report, we describe how the principles of good governance relating to Directors' remuneration, as set out in the 2024 UK Corporate Governance Code (the Code), are applied in practice. The Remuneration Committee confirms that throughout the financial year the Group has complied with these governance rules and best practice provisions set out in the Code.

Directors' Remuneration Policy

This section of the report sets out the Remuneration Policy for Executive Directors and Non-executive Directors, which will be put to a binding shareholder vote at the 2026 AGM and, if approved, will apply with effect from the start of FY27. A summary of the key changes compared to the previously approved policy is set out in the Chair's Statement above and underlined in the sections below. This includes more general wording in respect of our all-employee plans which, if approved by shareholders at the 2026 AGM, will include the SIP. Other minor changes include expanding and consolidating the wording around recovery provisions and updating the pay scenario charts.

Executive Director Remuneration Policy table

This policy has been designed to support the principal objective of enabling the Group to attract, motivate and retain the people it needs to maximise the value of the business.



| Component and objective | Operation | Opportunity | Performance measures |
|---|--|--|----------------------|
| BASE SALARY To enable the Group to attract, motivate and retain the people it needs to maximise the value of the business | Generally reviewed each year, with increases effective 1 April with reference to salary levels at other FTSE companies of broadly similar size or sector to Norcros. The Committee also considers the salary increases applied across the rest of the UK business when determining increases for Executive Directors. Base salary increases are applied in line with the outcome of the annual review. | Salaries in respect of the year under review (and for the following year) are disclosed in the Annual Report on Remuneration. Salary increases for Executive Directors will normally not exceed those of the wider workforce over the period this policy will apply. Where increases are awarded in excess of the wider employee population, for example if there is a material change in the responsibility, size or complexity of the role, the Committee will provide the rationale in the relevant year's Annual Report on Remuneration. | n/a |
| PENSION To provide a level of retirement benefit that is competitive in the relevant market | Executive Directors receive pension contributions either as a direct payment or a cash allowance. Base salary is the only element of remuneration that is pensionable. | Executive Directors receive a Company contribution in line with the employer contribution available for the wider workforce in the relevant market. | n/a |
| BENEFITS Provision of benefits in line with the market | Executive Directors are provided with a company car (or a cash allowance in lieu thereof) and private medical insurance. Other benefits may be introduced from time to time to ensure the benefits package is appropriately competitive and reflects the needs and circumstances of the Group and individual Executive Director. | Benefits may vary by role, and the level is determined each year to be appropriate for the role and circumstances of each individual Executive Director. It is not anticipated that the cost of benefits (as set out in the Annual Report on Remuneration) would increase materially over the period for which this policy will apply. The Committee retains the discretion to approve a higher cost in exceptional circumstances (e.g. relocation expenses or an expatriation allowance on recruitment, etc.) or in circumstances where factors outside the Company's control have changed materially (e.g. market increases in insurance costs). | n/a |

DIRECTORS' REMUNERATION POLICY REPORT

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| Component and objective | Operation | Opportunity | Performance measures |
|--|---|---|---|
| <p>ANNUAL BONUS AND DEFERRED BONUS PLAN (DBP)</p> <p>To focus Executive Directors on achieving demanding annual targets relating to Group performance and encourage retention</p> | <p>Performance targets are set at the start of the year and aligned with the annual budget agreed by the Board. At the end of the year, the Committee determines the extent to which these targets have been achieved.</p> <p>50% of the total bonus payment is paid in cash and 50% is converted into nil-cost options over Norcros shares under the DBP. <u>Once an Executive Director has met their in-post shareholding guideline, the requirement to defer bonus shall cease to apply.</u></p> <p>Options granted under the DBP are exercisable after three years, subject to continued employment. A payment equivalent to the dividends that would have accrued on DBP awards that vest will be made to participants on vesting.</p> <p>Payments under the annual bonus are subject to recovery provisions, details of which are included as a note to this table.</p> | <p>Maximum opportunity: <u>125%</u> of base salary.</p> <p>Target opportunity: 50% of <u>maximum</u>.</p> <p>For threshold performance, the bonus payout is up to 25% of maximum.</p> | <p>The bonus will be based primarily on the achievement of financial performance targets but may, from time to time, include non-financial performance measures (the weighting of which, if any, will be capped at 25% of the total opportunity). Details of the measures on which the bonus will be based shall be disclosed in the relevant Annual Report on Remuneration.</p> <p>The Committee has discretion to adjust the formulaic bonus outcomes (including down to zero) within the limits of the scheme to ensure alignment of pay with performance.</p> <p>Further details, including targets attached to the bonus for the year under review, are provided in the Annual Report on Remuneration.</p> |

| Component and objective | Operation | Opportunity | Performance measures |
|--|---|---|--|
| <p>APPROVED PERFORMANCE SHARE PLAN (APSP)</p> <p>To incentivise Executive Directors to deliver long-term performance that is aligned with shareholders' interests</p> | <p>APSP awards comprise annual conditional awards of nil-cost options following the announcement of the Group's final results.</p> <p>Awards normally vest after three years, subject to the achievement of a performance condition and continued employment with the Group until the vesting date.</p> <p>To the extent an award vests, Executive Directors will be required to hold net vested shares for an additional holding period of two years.</p> <p>A payment equivalent to the dividends that would have accrued on APSP awards that vest will be made to participants on vesting.</p> <p>Awards under the APSP are subject to recovery provisions, details of which are included as a note to this table.</p> | <p><u>Maximum opportunity: 150% of base salary.</u></p> <p>Threshold performance results in 25% vesting.</p> <p>Details of actual APSP awards in respect of each year will be disclosed in the Annual Report on Remuneration.</p> | <p>Vesting of APSP awards is dependent upon Group performance over a three-year period. Any non-financial measures will have a maximum aggregate weighting of 25% of the opportunity. Details of the measures attaching to each award cycle will be disclosed in the relevant Annual Report on Remuneration. At the start of each cycle, the Committee will determine the targets that will apply to an award.</p> <p>If the performance targets are not met at the end of the performance period, awards will lapse.</p> <p>The Committee has discretion to adjust the formulaic APSP outcomes within the limits of the scheme if certain relevant events take place (e.g. a capital restructuring, a material acquisition/divestment, etc.) with any such adjustment to result in the revised targets being no more or less challenging to achieve.</p> <p>The Committee will consult major shareholders on changes to the APSP, although it retains discretion to make changes to the performance measures attaching to future cycles without reverting to a full shareholder vote.</p> <p>Further details, including the targets attached to the APSP in respect of each year, are disclosed in the Annual Report on Remuneration.</p> |

DIRECTORS' REMUNERATION POLICY REPORT

CONTINUED

| Component and objective | Operation | Opportunity | Performance measures |
|---|---|--|----------------------|
| ALL-EMPLOYEE SHARE PLANS To encourage widespread ownership of Norcros plc shares by the wider workforce | Executive Directors are entitled to participate in the Group's all-employee share plans – a Save As You Earn (SAYE) scheme and a <u>Share Incentive Plan (SIP)</u> – on the same terms as all other eligible employees. | Maximum contribution limits are set by legislation or by the Committee within the limits set out in the rules of each plan. Participation levels apply equally to all eligible participants. | n/a |
| SHAREHOLDING REQUIREMENTS To align Executive Director and shareholder interests and reinforce long-term decision-making, including for a period following cessation of employment | <p>Executive Directors are required to retain at least 50% of any DBP or APSP awards that vest (net of tax) until they have built up a personal holding of Norcros plc shares worth a defined multiple of their salaries (of at least <u>200%</u> of salary).</p> <p>Details of the in-post shareholding requirements that apply to the Executive Directors are set out in the Annual Report on Remuneration.</p> <p>Executive Directors will normally be required to maintain a holding in Norcros plc shares for a period of two years after they cease to be a Director of the Group. For the first year, this shareholding guideline will be equal to the lower of a Director's actual shareholding at the time of their departure and the shareholding requirement in effect at the date of their departure and, for the second year, 50% of that figure.</p> <p>The specific application of this shareholding guideline will be at the Committee's discretion. Only shares that are held beneficially by an Executive Director or their spouse or partner, or nil-cost options granted under the DBP count in the assessment of whether an Executive Director has met the required ownership level.</p> | n/a | n/a |

Notes to the policy table

Payments from previous awards

For the avoidance of doubt, the Group will honour any commitment entered into, and Executive Directors will be eligible to receive payment from any award made, prior to the approval and implementation of the Remuneration Policy detailed in this Report. Details of these awards are, and will be, disclosed in the Annual Report on Remuneration.

Performance measure selection and approach to target setting

The measures used in the annual bonus will be selected by the Committee to directly reinforce our medium-term growth-orientated strategy (see pages 24 and 25 for further details of the strategy; details of the measures selected for use in the bonus for the year in review and for the coming year are set out in the Annual Report on Remuneration). For the APSP, the Committee shall select measures that are transparent, objective and effective measures of performance that are in the long-term interests of all of our shareholders; further details of the APSP measures are set out in the Annual Report on Remuneration on page 137.

Targets applying to the annual bonus and APSP are reviewed annually, based on a number of internal and external reference points. Annual bonus targets are aligned with the annual budget agreed by the Board. Annual bonus targets are considered to be commercially sensitive, but will be disclosed retrospectively in the following year's Annual Report on Remuneration. APSP targets reflect industry context, expectations of what will constitute appropriately challenging performance levels and factors specific to the Group. The Committee will determine the APSP targets at the time awards are made and these targets (along with other relevant details of the grant) will ordinarily be disclosed in the following year's Annual Report on Remuneration.

Recovery provisions

Under the annual bonus, the DBP and the APSP, the Remuneration Committee retains discretion to apply malus and clawback in exceptional circumstances including a material misstatement in accounting records, gross misconduct, calculation error or corporate failure.

DBP awards are subject to malus during the deferral period, whilst cash bonuses are subject to clawback over the same period. APSP awards are subject to malus over the vesting period and clawback over the holding period. In all cases, these timeframes reflect the period over which the Company's processes and systems are likely to uncover any of the potential trigger events listed above. Where it is determined that malus and/or clawback should apply, the Remuneration Committee has full discretion to determine the basis of application and the means by which the provisions will be implemented.

Differences from remuneration policy for other employees

The remuneration policy for other employees is based on broadly consistent principles as described above. Annual salary reviews across the Group take into account Group performance, local pay and market conditions, and salary levels for similar roles in comparable companies.

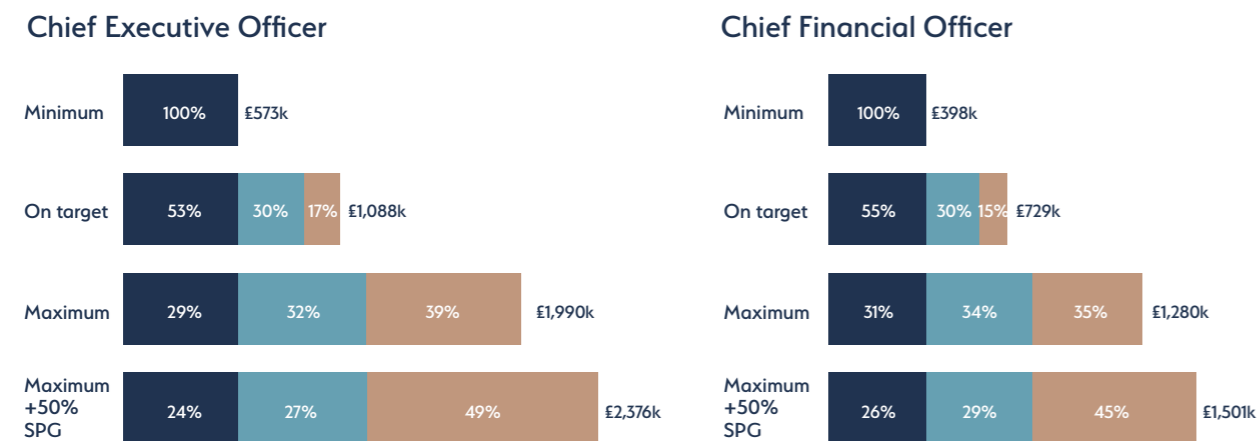
Executives and senior managers are eligible to participate in annual bonus schemes. Opportunities and performance measures vary by organisational level, geographical region and an individual's role. Other members of the Group senior leadership team participate in the APSP on similar terms as the Executive Directors, although award sizes may vary by organisational level. All UK and Republic of Ireland employees are eligible to participate on identical terms in the Group's SAYE scheme and, subject to shareholder approval at the 2026 AGM, in the proposed SIP.

DIRECTORS' REMUNERATION POLICY REPORT

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Performance scenario charts

The charts below provide estimates of the potential future reward opportunity for Executive Directors, and the potential mix between the different elements of remuneration under four different performance scenarios: "Minimum", "On target", "Maximum" and "Maximum + 50% share price growth (SPG)". This information is for the current financial period, as explained below.



The potential opportunities illustrated are based on the current Remuneration Policy applied to base salaries at 1 April 2026. For the annual bonus, the amounts illustrated are those potentially receivable in respect of performance for FY27. It should be noted that any bonus deferred into the DBP and APSP awards does not normally vest until the third anniversary of the date of grant. This is intended to illustrate the relationship between Executive pay and performance. The values of the DBP and APSP assume no increase in the underlying value of the shares (except the APSP value under the "Maximum + 50% SPG" scenario) and actual pay delivered will further be influenced by changes in factors such as the Group's share price and the value of dividends paid.

For illustrative purposes, the chart above assumes that James Eyre is a Director for the whole year. As a planned leaver, James Eyre will not receive a 2026 APSP award.

Valuation assumptions

The "Minimum" scenario reflects base salary, pension and benefits, i.e. fixed remuneration, being the only elements of the Executive Directors' remuneration package not linked to performance.

The "On target" scenario reflects fixed remuneration as above, plus target bonus payout of 50% of maximum, and APSP threshold vesting at 25% of the maximum award level.

The "Maximum" scenario reflects fixed remuneration, plus full payout under all incentives, i.e. 125% of salary under the annual bonus and full vesting of the APSP opportunity to be awarded in FY27.

The "Maximum + 50% SPG" scenario reflects fixed remuneration, plus full payout under all incentives, as described above. The value of the APSP additionally reflects 50% SPG.

Approach to Executive Director recruitment and remuneration

External appointment

In cases of hiring or appointing a new Executive Director from outside the Group, the Remuneration Committee may make use of all existing components of remuneration, as follows:

| Component | Policy |
|---------------------------------|---|
| BASE SALARY | The base salaries of new appointees will be determined by reference to relevant market data, experience and skills of the individual, internal relativities and the current salary of the incumbent in the role. Where a new appointee has an initial base salary set below market, the Committee may make phased increases over a period of three years, subject to the individual's development and performance in the role. |
| BENEFITS | As set out in the policy table, benefits may include, but are not limited to, the provision of a company car or car allowance, medical insurance, and any necessary expatriation allowances or expenses relating to an Executive's relocation. |
| PENSION | New appointees will receive pension contributions into a defined contribution pension arrangement or an equivalent cash supplement, or a combination of both. Company contributions to pension will be in line with that available for the wider workforce in the relevant market. |
| ALL-EMPLOYEE SHARE PLANS | New appointees will be eligible to participate on identical terms to all other employees. |
| ANNUAL BONUS | The bonus structure described in the policy table will apply to new appointees. The maximum opportunity will be 125% of salary, pro-rated in the year of joining to reflect the proportion of that year employed. Performance measures may include strategic and operational objectives tailored to the individual in the financial year of joining. <u>Until a newly appointed Executive Director has met their shareholding requirement</u> , 50% of any bonus earned will be deferred into the DBP on the same terms as other Executive Directors. |
| APSP | New appointees will be granted annual awards under the APSP on the same terms as other Executive Directors (including in relation to award opportunities), as described in the policy table. |

In determining the appropriate remuneration structure and level for the appointee, the Remuneration Committee will take into consideration all relevant factors to ensure that arrangements are in the best interests of our shareholders. It is not the intention of the Committee that a cash payment such as a "golden hello" would be offered. However, the Committee may make an award in respect of a new appointment to "buy out" incentive arrangements forfeited on leaving a previous employer, over and above the approach and award limits outlined in the table above. Any such award will be made under existing incentive structures, where appropriate, and will be subject to the normal performance conditions of those incentives. The Committee may also consider it appropriate to make "buyout" awards under a different structure, using the relevant Listing Rule where necessary, to replicate the structure of forfeited awards. Any "buyout" award, however this is delivered, would have a fair value no higher than that of the awards forfeited, taking into account relevant factors including performance conditions, the likelihood of those conditions being met and the proportion of the vesting period remaining. Details of any such award will be disclosed in the first Annual Report on Remuneration following its grant.

Internal promotion to the Board

In cases of appointing a new Executive Director by way of internal promotion, the policy will be consistent with that for external appointees detailed in the table above, excluding the flexibility to make "buyout" awards. Where an individual has contractual commitments made prior to their promotion to the Board, and it is agreed that a commitment is to continue, the Group will continue to honour these arrangements even if there are instances where they would not otherwise be consistent with the prevailing Executive Director Remuneration Policy at the time of promotion.

DIRECTORS' REMUNERATION POLICY REPORT CONTINUED

Service contracts and policy for payment for loss of office

Executive Directors have signed rolling contracts, terminable on 12 months' notice by either the Group or the Director. The Group entered into a contract with Thomas Willcocks on 1 April 2023, and with James Eyre on 1 August 2021. Copies of these contracts are available to view at the Group's registered office.

The Committee's policy for Directors' termination payments is to provide only what would normally be due to Directors had they remained in employment in respect of the relevant notice period, and not to go beyond their normal contractual entitlements. Any incentive arrangements will be dealt with subject to the relevant rules, with any discretion exercised by the Committee on a case-by-case basis taking into account the circumstances of the termination. Termination payments will also take into account any statutory entitlement at the appropriate level, to be considered by the Committee on the same basis. The Committee will monitor and, where appropriate, enforce the Directors' duty to mitigate loss. When the Committee believes that it is essential to protect the Group's interests, additional arrangements may be entered into, for example post-termination protections above and beyond those in the contract of employment, on appropriate terms.

Under the service contracts for each Executive Director, the Company has the discretion to terminate the employment lawfully, without any notice, by paying to the Director a sum equal to, but no more than, the salary and other contractual benefits of the Director. The payment would be in respect of that part of the period of notice that the Director has not worked, less any appropriate tax and other statutory deductions. The Director would be entitled to any holiday pay that may otherwise have accrued in what would have been the notice period. The Company may pay any sums due under these pay-in-lieu-of-notice provisions as one lump sum or in instalments of what would have been the notice period. If the Company elects to pay in instalments, the Director is under an express contractual duty to mitigate their losses and to disclose any third-party income they have received or are due to receive. The Company reserves the right to reduce the amount of the instalments by the amount of such income. The Committee would expect to include similar pay-in-lieu-of-notice provisions in any future Executive Director's service contract.

Also under their service contracts, if the Director's employment is terminated for whatever reason, they agree that they are not entitled to any damages or compensation to recompense them for the loss or diminution in value of any actual or prospective rights, benefits or expectations under, or in relation to, the APSP, the DBP, the all-employee share plans or the annual discretionary bonus scheme. This is without prejudice to any of the rights, benefits or entitlements, which may have accrued to the Director under such arrangements at the termination of employment.

Treatment of incentive awards upon exit

The table below summarises how awards under the annual bonus, DBP and APSP are typically treated in specific circumstances, with the final treatment remaining subject to the Committee's discretion:

| Reason for cessation | Calculation of vesting/payment | Timing of payment/vesting |
|---|---|---|
| ANNUAL BONUS Voluntary resignation or summary dismissal | No bonus paid. | n/a |
| All other circumstances | Bonuses are paid only to the extent that the associated objectives, as set at the beginning of the plan year, are met. Any such bonus would normally be paid on a pro-rata basis, taking account of the period actually worked. | At the normal payment date, unless the Committee, in its absolute discretion, determines that awards should be paid out on cessation of employment. |
| DBP Summary dismissal | Awards lapse. | n/a |
| Injury, illness, disability, death, retirement with the agreement of the Group, redundancy or employing company leaving the Group | Unvested awards vest. | At the normal vesting date, unless the Committee, in its absolute discretion, determines that awards should vest on cessation of employment. |
| Voluntary resignation or other reason not stated above | Unvested awards lapse unless the Committee, in its absolute discretion, determines that an award should vest. | If the Committee determines that an award should vest, then awards will vest on their normal vesting date, unless the Committee, in its absolute discretion, determines that awards should vest on cessation of employment. |
| Change of control | Unvested awards will be pro-rated for the portion of the vesting period elapsed on change of control, unless the Committee, in its absolute discretion, determines otherwise. Awards may alternatively be exchanged for new equivalent awards in the acquirer, where appropriate. | On change of control. |
| APSP Summary dismissal | Awards lapse. | n/a |

DIRECTORS' REMUNERATION POLICY REPORT

CONTINUED

| Reason for cessation | Calculation of vesting/payment | Timing of payment/vesting |
|--|--|---|
| Voluntary resignation, injury, retirement with the agreement of the Group, redundancy or other reason that the Committee determines in its absolute discretion | <p>Unapproved option awards lapse unless the Committee, in its absolute discretion, determines otherwise. Awards that do not lapse will continue to be eligible to vest on the normal vesting date, subject to being pro-rated for time to the date of cessation of employment and performance over the complete performance period. The Committee may, in its absolute discretion, determine that awards shall vest on cessation in exceptional circumstances, subject to being pro-rated for time and performance to the date of cessation of employment.</p> <p>Approved option awards lapse, except in the case of retirement with the agreement of the employer, when awards will vest, subject to pro-rating as stated above.</p> <p>Any awards in a holding period will normally remain subject to the holding requirement until the period ends.</p> | At the normal vesting date, unless the Committee, in its absolute discretion, determines otherwise. |
| Death | <p>Unapproved option awards vest in full but may be subject to the application of the performance conditions attached to them. Approved option awards are pro-rated for time and performance to that date.</p> | Immediately. |
| Change of control | <p>Unapproved option awards vest in full, but may be subject to the application of the performance conditions attached to them. Approved option awards are pro-rated for time and performance to that date.</p> <p>Any awards in a holding period will normally be released.</p> <p>Awards vest, subject to being pro-rated for time and performance to the date of change of control, unless the Committee determines otherwise. Awards may, alternatively, be exchanged for new equivalent awards in the acquirer, where appropriate.</p> | On change of control. |

External appointments

Executive Directors are permitted to take up non-executive positions on the boards of other companies, subject to the prior approval of the Board. The Executive Directors may retain any fees payable in relation to such appointment. Details of external appointments and the associated fees received are included in the Annual Report on Remuneration.

Consideration of employment conditions elsewhere in the Group

The Group seeks to promote and maintain good relations with employees and (where relevant) their representative bodies as part of its broader employee engagement strategy. The Committee is mindful of salary increases applying across the rest of the business in relevant markets when considering salaries for Executive Directors, but does not currently consult with employees specifically on Executive remuneration policy and framework. However, as part of its broader remit, the Committee has detailed oversight of, and is invited to input on, workforce remuneration policies and practices to help ensure these are underpinned by, and implemented to reinforce, a consistent set of values and principles.

Consideration of shareholder views

The Remuneration Committee wrote to major shareholders to seek their views on the proposed changes to the policy and on remuneration at Norcros more broadly, with the feedback received as part of this process used to finalise the proposals. More generally, the Committee keeps Executive pay arrangements under regular review, to ensure they continue to reinforce the Group's long-term strategy and align Executive Director and shareholder interests. The Committee will continue to consult shareholders before making any significant changes to the policy.

Non-executive Director Remuneration Policy

Non-executive Directors (including the Board Chair) have letters of appointment which specify an initial term of at least three years, although these contracts may be terminated in line with their notice period by either the Company or Director. In line with the UK Corporate Governance Code guidelines, all Directors are subject to re-election annually at the Annual General Meeting.

Details of terms and notice periods for Non-executive Directors are summarised below:

| Non-executive Director | Date of appointment | Notice period |
|------------------------|---------------------|---------------|
| Steve Good | 1 July 2023 | 3 months |
| Alison Littlely | 1 May 2019 | 1 month |
| Stefan Allanson | 1 January 2023 | 1 month |
| Rebecca DeNiro | 1 July 2024 | 1 month |

It is the policy of the Board that Non-executive Directors are not eligible to participate in the Group's bonus, long-term incentive or pension schemes.

Details of the policy on fees paid to our Non-executive Directors are set out in the table below:

| Component and objective | Operation | Opportunity | Performance measures |
|--|--|--|----------------------|
| FEES To attract and retain Non-executive Directors of the highest calibre with broad commercial experience relevant to the Group | <p>The fee paid to the Chair is determined by the Committee, excluding the Chair. The fees paid to the other Non-executive Directors are determined by the Chair and the Executive Directors.</p> <p>Fee levels are reviewed periodically, with any adjustments effective 1 April. Fees are reviewed by taking into account external advice on best practice and fee levels at other FTSE companies of broadly similar size and sector to Norcros. Time commitment and responsibility are also taken into account when reviewing fees.</p> | <p>Aggregate fees are limited to £750,000 per annum by the Group's Articles of Association.</p> <p>Fee increases will be applied taking into account the outcome of the review.</p> <p>The fees paid to Non-executive Directors in respect of the year under review (and for the following year) are disclosed in the Annual Report on Remuneration.</p> | n/a |

Approach to Non-executive Director recruitment remuneration

In recruiting a new Non-executive Director, the Remuneration Committee will use the policy as set out in the table above. A base fee in line with the prevailing fee schedule would be payable for serving as a Director of the Board, with additional fees payable for acting as Chair of the Audit and Risk or Remuneration Committees, or as Senior Independent Director.

ANNUAL REPORT ON REMUNERATION

The following section provides details of how our 2023 policy was implemented during FY26 and how our new policy, if approved by shareholders, will be implemented in FY27.

FY26 comprises an accounting period of 53 weeks, and as a result of this, the exact year-end date was 5 April 2026. Unless otherwise stated, disclosures in this Directors' Remuneration Report have been prepared on an annualised basis for the Group's accounting reference period (ending 31 March 2026), to permit comparability with disclosures relating to prior financial periods.

Remuneration Committee membership in 2026

The Remuneration Committee is responsible for recommending the Remuneration Policy for Executive Directors and senior management to the Board, and for determining the individual remuneration arrangements for each Executive Director and the Board Chair. The Committee's responsibilities are set out in its Terms of Reference, which can be found on the Company's website at www.norcros.com.

During the year under review, the following Directors were members of the Remuneration Committee:

- Alison Littley (Committee Chair)
- Steve Good
- Stefan Allanson
- Rebecca DeNiro

All members of the Committee are independent. They serve on the Committee for a minimum three-year term and a maximum of nine years, provided the Director remains independent. As part of an effectiveness review for the entire Board, an evaluation of the Remuneration Committee was undertaken in FY26. We are pleased to report this review concluded that the Committee continues to operate effectively. The Committee has used this evaluation process to help it identify specific areas of focus for the year ahead, as set out on page 114.

In addition, the Chief Executive Officer was invited to attend Committee meetings as appropriate to advise on specific questions raised by the Committee and on matters relating to the performance and remuneration of senior managers, other than in relation to his own remuneration. The Chief Legal Officer and Company Secretary acts as secretary to the Committee. No individual was present whilst decisions were made regarding their own remuneration.

The Committee met six times during the period. Attendance by individual members at meetings is detailed on page 95.

Main activities of the Committee during 2026

The main activities carried out by the Committee during the year under review were:

- reviewing and setting salary levels for Executive Directors and senior management;
- determining the annual bonus outcome for FY25;
- setting targets for the FY26 annual bonus;
- calibrating targets for, and granting of, 2025 APSP awards;
- reviewing developments in remuneration governance;
- undertaking a triennial review of the Remuneration Policy;
- reviewing and setting the fees payable to the Board Chair; and
- reviewing the pay policies and practices for the wider workforce.

For 2027, and assuming shareholders approve the revised Directors' Remuneration Policy at the 2026 AGM, the Committee will implement the revised policy in much the same manner as with the previous policy.

Advisors

During the year under review, the Committee sought independent advice from Ellason, who were appointed in 2021. Ellason is a member and signatory of the Code of Conduct for UK Remuneration Consultants, details of which can be found at www.remunerationconsultantsgroup.com. In FY26, Ellason provided the following services:

| | Services provided | Fees (excl VAT) |
|---------|--|-----------------|
| Ellason | Guidance on developments in remuneration governance and market trends (and implications for Norcros), remuneration benchmarking for annual review, support on the remuneration policy review, Remuneration Report drafting support and general support to the Committee throughout the year on remuneration-related matters. | £37,565 |

Ellason does not provide other services to the Company or its Directors and the Committee is satisfied that the advice it receives is independent.

Summary of shareholder voting at the Annual General Meeting (AGM)

The following table shows the results of the advisory vote on the 2025 Annual Report on Remuneration at the 2025 AGM, and the binding vote on the Remuneration Policy at the 2023 AGM:

| | Annual Report on Remuneration (2025 AGM) | | Remuneration Policy (2023 AGM) | |
|---|--|-----------------|--------------------------------|-----------------|
| | Total number of votes | % of votes cast | Total number of votes | % of votes cast |
| For (including discretionary) | 71,841,672 | 99.43% | 70,719,065 | 96.69% |
| Against | 413,171 | 0.57% | 2,418,167 | 3.31% |
| Total votes cast (excluding withheld votes) | 72,254,843 | 100.00% | 73,137,232 | 100.00% |
| Votes withheld | 11,250 | | 6,808 | |
| Total votes (including withheld votes) | 72,266,093 | | 73,144,040 | |

Single figure for total remuneration for Executive Directors (audited information)

The following table provides a single figure for total remuneration of the Executive Directors for FY26, together with comparative figures for the prior financial period (FY25). The values of each element of remuneration are based on the actual value delivered, where known. The value of the annual bonus includes the element of bonus deferred under the Deferred Bonus Plan.

| | Thomas Willcocks | | James Eyre | |
|--------------------------------------|------------------|-----------|------------|-----------|
| | FY26 £ | FY25 £ | FY26 £ | FY25 £ |
| Base salary ¹ | 500,000 | 436,800 | 342,784 | 332,800 |
| Taxable benefits ² | 17,146 | 16,313 | 16,288 | 15,788 |
| Annual bonus ³ | 306,250 | 236,746 | 216,382 | 180,378 |
| Share-based payments ⁴ | 350,773 | – | 267,255 | – |
| Post-employment benefit ⁵ | 40,000 | 34,944 | 27,423 | 26,624 |
| SAYE ⁶ | 3,220 | – | – | – |
| Total fixed | 557,146 | 488,057 | 386,494 | 375,212 |
| Total variable | 660,243 | 236,746 | 483,638 | 180,378 |
| Total | 1,217,389 | 724,803 | 870,132 | 555,590 |

¹ Base salaries for FY26 reflect the amounts disclosed and explained in last year's Directors' Remuneration Report.

² Taxable benefits consist of £15,000 car allowance and private medical insurance.

³ Annual bonus comprises both the cash annual bonus for performance during the year and, where applicable, the face value of the deferred bonus element on the date of deferral. See "Incentive outcomes for FY26" overleaf for further details.

⁴ For FY26, the share-based payments value reflects the estimated value of APSP awards granted in July 2023, of which 42.4% will vest to Thomas Willcocks and James Eyre on 26 July 2026 (equivalent to 104,731 shares and 79,795 shares respectively). The reported values include the dividends expected to be accrued on these awards over the period from grant to the expected vesting date (£3,473 and £2,646 respectively) and are estimated using the three-month average share price to 5 April 2026 of 331.6p. This will be trued up to reflect the vest-date value of awards in next year's Annual Report on Remuneration. For FY25, the share-based payments value of £nil reflects the value of APSP awards granted in July 2022, which lapsed in full on 18 July 2025. James Eyre exercised 39,894 shares from previous schemes on 21 July 2025 with a value of £117,687.30.

⁵ Pension benefits comprise cash in lieu. See "Total pension entitlements" on page 133 for further details.

⁶ Embedded gain on grant of Save As You Earn Scheme grants made in the relevant year.

ANNUAL REPORT ON REMUNERATION

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Incentive outcomes for FY26 (audited information)

Annual bonus

The FY26 annual bonus was based 70% on underlying operating profit performance, 15% on Group cash conversion and 15% on strategic objectives. The maximum annual bonus opportunity for the year was 100% of base salary for the Chief Executive Officer and Chief Financial Officer. Details of the performance targets for the financial elements of the bonus, which were set for the financial period of 53 weeks ended 5 April 2026, are as follows:

| | Underlying profit target £m | Payout (% of max.) | FY26 outturn £m | Bonus (% of max.) |
|-----------|--------------------------------|-----------------------|---------------------------|----------------------|
| Maximum | 50.2 | 70.0% | | |
| Target | 48.0 | 35.0% | £48.0m¹ | 50.0% |
| Threshold | 45.8 | 17.5% | | |

| | Cash conversion target | Payout (% of max.) | FY26 outturn | Bonus (% of max.) |
|-----------|------------------------|-----------------------|-----------------|----------------------|
| Maximum | 95% | 15.0% | | |
| Target | 90% | 7.5% | 116% | 15.0% |
| Threshold | 85% | 3.8% | | |

¹ Target was set on a post-IFRS 16 basis; therefore, the FY26 outturn has been assessed on a similar basis.

As noted on page 116, the Committee considered the impact of the in-year acquisition of Fibo and approved revisions to the original financial target ranges to reflect forecast incremental performance, with the overarching principle that participants should be no better or worse off as a result of the acquisition.

The remaining 15% of the bonus was linked to strategic objectives set at the start of the year, comprising three equally weighted collective goals and one individual goal per Executive Director.

The Committee assessed two collective objectives (M&A pipeline and Great Place to Work certification) as fully met, while the B2B bathroom reorganisation was partially met due to timing. Individually, Thomas Willcocks partially achieved his talent management objective, and James Eyre fully achieved his working capital objective. Overall, this resulted in outcomes of 11.3% for Thomas and 13.1% for James (out of a possible 15%).

Overall, the Committee calculated formulaic annual bonus payouts for the Chief Executive Officer and Chief Financial Officer of 61.3% and 63.1% respectively of maximum. In keeping with good practice, the Committee reviewed the formulaic outcome of the annual bonus in the context of business performance and the wider stakeholder experience. The Committee concluded that the outcomes reflect the underlying performance of the Group more generally, and the experience of other stakeholders. Accordingly, no discretion has been exercised in relation to the bonus outcome for FY26.

2023 APSP awards vesting

Effective July 2023, APSP awards were granted to Thomas Willcocks (247,058 shares) and James Eyre (188,235 shares). Vesting of these awards was based on Norcros' aggregate diluted underlying EPS over three financial periods ending FY26. Based on performance over the performance period, against the targets originally set, the Committee has determined that these awards will vest at 42.4% on 26 July 2026, being the end of the relevant three-year vesting period according to the APSP rules. Performance targets and actual performance against these, as determined by the Committee, are summarised in the table below:

| | Aggregate diluted underlying EPS | % vesting | Norcros' performance | Award vesting (% of APSP award) |
|-----------|----------------------------------|-----------|----------------------|---------------------------------|
| Threshold | 98.7p | 25% | | |
| Maximum | 105.6p | 100% | 100.3p | 42.4% |

Scheme interests awarded in FY26 (audited information)

2025 DBP

During the period under review, the following DBP awards were made to Thomas Willcocks and James Eyre (relating to the annual bonus earned for performance in FY25).

| | Thomas Willcocks | James Eyre |
|------------------------------------|---------------------|---------------------|
| Basis of award | 50% of earned bonus | 50% of earned bonus |
| Grant date | 23 July 2025 | 23 July 2025 |
| Number of nil-cost options granted | 41,244 | 31,424 |
| Grant price (p) | 287.0 | 287.0 |
| Grant-date face value (£) | 118,370 | 90,189 |
| Normal vesting date | 23 July 2028 | 23 July 2028 |
| Performance conditions | None | None |

Grant price is the closing price on the date preceding grant.

2025 APSP

During the period under review, the following APSP awards were granted to the Executive Directors:

| | Thomas Willcocks | James Eyre |
|------------------------------------|---------------------------|---------------------------|
| Basis of award | 150% of base salary | 125% of base salary |
| Grant date | 23 July 2025 | 23 July 2025 |
| Number of nil-cost options granted | 261,324 | 149,296 |
| Grant price (p) | 287.0 | 287.0 |
| Grant-date face value (£) | 750,000 | 428,480 |
| Normal vesting date | 23 July 2028 | 23 July 2028 |
| Performance period | FY26–FY28 | FY26–FY28 |
| Performance conditions | See below | See below |
| Holding period | 23 July 2028–23 July 2030 | 23 July 2028–23 July 2030 |

Performance conditions:

| | EPS | Relative TSR |
|----------------------------------|--|--|
| Weighting on performance measure | 60% | 40% |
| Maximum vest (100% of element) | 43.1p | Upper quartile |
| Threshold vest (25% of element) | 36.4p | Median |
| Details | Based on underlying diluted EPS for FY28. Subject to discretionary assessment of quality of earnings | Measured relative to companies comprising the consumer and industrials segments of the FTSE SmallCap index |

Note: no vesting below Threshold; straight-line vesting between Threshold and Maximum

Grant price is the closing price on the date preceding grant.

Total pension entitlements (audited information)

As part of their remuneration arrangements, Thomas Willcocks and James Eyre are entitled to receive pension contributions from the Company. Under these arrangements, they can elect for those contributions to be paid in the form of taxable pension allowance, or direct payments into a personal pension plan or the Group's UK defined contribution scheme. If a payment is made in the form of taxable pension allowance, the amount payable is not reduced to allow for employment taxes.

During the year, Thomas Willcocks elected to take an annual taxable pension allowance of £40,000 (FY25: £34,944) with no amounts paid directly into a pension scheme (FY25: £nil). James Eyre elected to take an annual taxable pension allowance in the year of £27,423 (FY25: £26,624) with no amounts paid directly into a pension scheme (FY25: £nil). In line with the Regulations, the single figure table reflects the total of these amounts. Thomas Willcocks and James Eyre are not members of the UK defined benefit scheme.

ANNUAL REPORT ON REMUNERATION

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Single figure for total remuneration for Non-executive Directors (audited information)

The table below sets out a single figure for the total remuneration received by each Non-executive Director for FY26 and the prior year:

| | Total fee | |
|-----------------|-----------|-----------|
| | FY26 £ | FY25 £ |
| Steve Good | 159,984 | 155,324 |
| Alison Littley | 74,062 | 63,199 |
| Stefan Allanson | 64,062 | 59,986 |
| Rebecca DeNiro | 54,062 | 39,366 |

Payments to past Directors (audited information)

No payments were made to past Directors during FY26. As previously reported, Nick Kelsall retired with effect from 31 March 2023. As described in previous reports, he retained an interest in the APSP award granted to him in 2022. The award lapsed in full at the end of the performance period, being 19 July 2025.

Payments for loss of office (audited information)

No payments for loss of office were made to Directors during the year.

External appointments in the year

No external appointments were held by the Executive Directors during the year.

Percentage change in Director remuneration

The table below shows the annual percentage change in remuneration from FY21 to FY26 for each individual who served as a Director during FY26, compared with the percentage change in remuneration for all UK staff employed in continuing operations. Norcros plc has no employees other than the Directors. A UK subset of employees (who are employed by the UK operating subsidiary of Norcros plc) was selected as a suitable comparator group for this analysis because the Directors (who are employed or engaged by Norcros plc) are based in the UK (albeit with global roles and responsibilities) and pay changes across the Group vary widely depending on local market conditions (in particular, fluctuations in the exchange rate between the South African Rand and Sterling). The comparison uses a per capita figure and, accordingly, this reflects an average across the Group's businesses. The impact of operational factors such as new joiners and leavers and the mix of employees is therefore not taken into account.

| FY: | Salary or fees ¹ | | | | | Benefits | | | | | Bonus | | | | |
|---|-----------------------------|-------|-------|-------|-------|----------|-------|---------|--------|------|---------|-------|--------|---------|---------|
| | 2026 | 2025 | 2024 | 2023 | 2022 | 2026 | 2025 | 2024 | 2023 | 2022 | 2026 | 2025 | 2024 | 2023 | 2022 |
| Executive Directors | | | | | | | | | | | | | | | |
| Thomas Willcocks ² | 14.5% | 4.0% | n/a | n/a | n/a | 5.1% | 0.7% | n/a | n/a | n/a | 29.4% | n/a | n/a | n/a | n/a |
| James Eyre | 3.0% | 4.0% | 10.3% | 11.1% | n/a | 3.2% | 0.4% | 23.6% | 0.1% | n/a | 20.0% | n/a | (100%) | (64.2%) | n/a |
| Non-executive Directors | | | | | | | | | | | | | | | |
| Alison Littley | 17.2% | 5.3% | 7.1% | 17.5% | 8.4% | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| Stefan Allanson | 6.8% | 8.5% | 12.8% | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| Rebecca DeNiro ³ | 3.0% | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| Steve Good ⁴ | 3.0% | 33.5% | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| Average of other employees⁵ | (4.6%) | 7.5% | 14.0% | 2.8% | 13.0% | 10.6% | 10.8% | (11.0%) | (8.6%) | 4.0% | (15.0%) | 25.9% | 55.0% | (27.0%) | (18.8%) |

¹ Salary and fee figures are annualised for this comparison. Note that individuals who were Directors during the period under review, but not at any point during FY26, have not been included. The percentage changes in their remuneration for prior years (and in which they were a Director) are disclosed in relevant previous Annual Reports and Accounts.

² Thomas Willcocks was appointed as Chief Executive Officer on 1 April 2023, therefore the previous annual percentage changes in remuneration are not applicable. His salary was originally set at a discount to his predecessor, with the intention to increase this over time to an appropriately competitive level commensurate of his performance and contribution.

³ Rebecca DeNiro joined the Board on 1 July 2024, the percentage change for FY26 was based on an annualised fee for FY25.

⁴ Steve Good was appointed Chair on 1 July 2023 and became Board Chair on 26 July 2023. The prior year percentage change assumes he would have been a Non-executive Director for the period 1 April 2023 to 30 June 2023 had he been appointed at the start of FY24.

⁵ The average of other employees saw a reduction due to restructuring in certain divisions in the year.

Relative importance of spend on pay

The table below shows shareholder distributions and Norcros' expenditure on total employee pay for the year under review and the prior year, and the percentage change year on year.

| | FY26 £m | FY25 £m | % change |
|--|------------|------------|----------|
| Dividends (i.e. total payments made in year) | 9.5 | 9.2 | 3.3% |
| Dividend per share (i.e. total dividend per share in pence in respect of year) | 11.5p | 10.4p | 10.6% |
| Total staff costs ¹ | 76.1 | 71.1 | 7.0% |

¹ Total staff costs have increased with the acquisition of Fibo, offset by the discontinuation of Johnson Tiles SA. The figures presented above align with the actual position reported in the financial statements.

CEO pay ratio

The Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013 (the Regulations) require certain companies to disclose the ratio of the Chief Executive's pay, using the amount set out in the single total figure table (shown in this report on page 131), to that of the total remuneration of full-time equivalent UK employees at the 25th percentile, median and 75th percentile. The required information is set out in the table below:

| Year | Method | 25th percentile pay ratio | Median pay ratio | 75th percentile pay ratio |
|-------------|-----------------|---------------------------------|---------------------|---------------------------------|
| FY26 | Option B | 1:43.8 | 1:39.0 | 1:19.5 |
| FY25 | Option B | 1:29.1 | 1:24.8 | 1:12.6 |
| FY24 | Option B | 1:24.0 | 1:17.5 | 1:14.0 |
| FY23 | Option B | 1:49.7 | 1:41.2 | 1:28.2 |
| FY22 | Option B | 1:37.6 | 1:35.4 | 1:20.3 |
| FY21 | Option B | 1:36.2 | 1:30.5 | 1:19.9 |

| | CEO pay £ | P25 pay £ | P50 pay £ | P75 pay £ |
|-------------|---------------------------|------------------|---------------|---------------|
| FY26 | Total remuneration | 1,217,389 | 26,911 | 30,194 |
| | Base salary | 500,000 | 23,803 | 28,471 |
| FY25 | Total remuneration | 724,803 | 24,917 | 29,191 |
| | Base salary | 436,800 | 22,308 | 27,115 |
| FY24 | Total remuneration | 551,121 | 22,951 | 31,500 |
| | Base salary | 420,000 | 21,684 | 30,000 |
| FY23 | Total remuneration | 1,125,035 | 22,641 | 27,293 |
| | Base salary | 476,000 | 21,372 | 25,994 |
| FY22 | Total remuneration | 865,789 | 23,025 | 24,450 |
| | Base salary | 388,470 | 21,000 | 23,000 |
| FY21 | Total remuneration | 815,581 | 22,505 | 26,772 |
| | Base salary | 358,297 | 22,500 | 26,772 |

The 25th percentile, median and 75th percentile figures used to determine the above ratios were selected by reference to the hourly pay figures for the Group's UK workforce, taken from its gender pay gap statistics for the relevant year and from these identifying the three employees who are at each relevant percentile. The full-time equivalent annualised remuneration (comprising salary, benefits, pension, annual bonus and long-term incentives) for those employees for FY26 was then calculated. This methodology is defined in the Regulations as Option B, which was chosen as the most appropriate methodology given the employee demographics of the Group's UK workforce. The year-on-year trend of pay ratios for each percentile is that the ratios have increased. This is due to stronger outcomes under variable elements of the Chief Executive Officer's remuneration year on year, which comprise a higher percentage of the total package than for the employees at P25, P50 and P75.

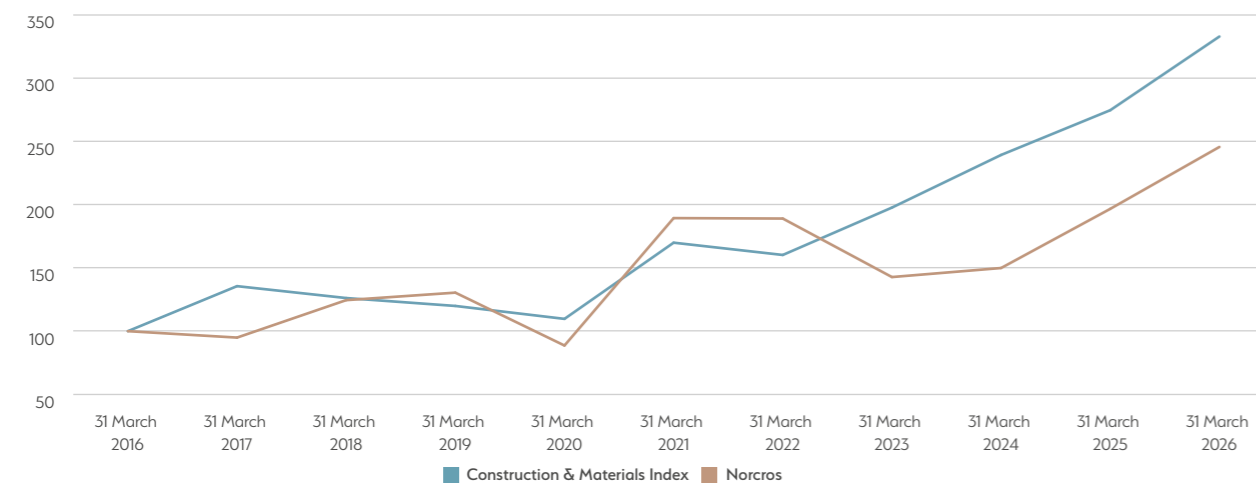
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Performance graph and table

The following graph shows the ten-year TSR performance of the Company relative to the FTSE All-Share Construction and Materials Index. This comparator was chosen because the Company is a constituent member of this index.

Total shareholder return (Value of £100 invested on 31 March 2016)



The table below details the Group Chief Executive's single figure of remuneration over the same period:

CEO single figure of remuneration (£000)

| FY: | 2017 | 2018 | 2019 | 2020 | 2021 | 2022 | 2023 | 2024 | 2025 | 2026 |
|---|--------------|--------------|--------------|--------------|--------------|--------------|--------------|------------------|------------------|-------------------|
| Incumbent | Nick Kelsall | Nick Kelsall | Nick Kelsall | Nick Kelsall | Nick Kelsall | Nick Kelsall | Nick Kelsall | Thomas Willcocks | Thomas Willcocks | Thomas Willcocks |
| Total remuneration | £1,025,158 | £971,710 | £970,860 | £561,776 | £815,581 | £865,789 | £1,125,035 | £551,121 | £724,803 | £1,217,389 |
| Annual bonus (as a % of max. opportunity) | 68% | 50% | 61% | – | 100% | 100% | 32% | – | 54.2% | 61.3% |
| APSP vesting (as a % of max. opportunity) | 100% | 100% | 58% | 26% | – | – | 99% | 49% | – | 42.4% |

Implementation of Executive Director Remuneration Policy for FY27

The Remuneration Committee conducted a thorough review of Executive Directors' remuneration, effective 1 April 2026. The results of this review are as follows:

Base salary

The Committee resolved to award an inflationary salary increase of 3% (below the wider UK workforce average of 4%) to Thomas Willcocks and James Eyre. Effective 1 April 2026, their salaries are £515,000 and £353,068 respectively.

Pension

Both Executive Directors continue to receive a pension contribution, or allowance in lieu, of 8% of salary, in line with the employer contribution available for the wider UK workforce.

Benefits

Other benefits continue to consist of car allowance of £15,000 and private medical insurance.

Annual bonus

If the proposed policy is approved by shareholders, the annual bonus opportunity for FY27 will increase from 100% to 125% of salary for both Executive Directors. Bonus outcomes for the year will continue to be based on a combination of operating profit, cash conversion and strategic objectives which for FY27 will be linked to strategy execution, employee engagement and talent development. These measures will be weighted 75% on underlying operating profit, 25% on cash conversion and 25% on strategic objectives for Thomas Willcocks. For James Eyre, 25% of the bonus opportunity will be based on specific strategic projects, reflecting the importance of his contribution in this area as well as supporting the transition of his responsibilities in 2026. The remainder of James' bonus opportunity will be split between operating profit and cash conversion on the same ratio as applies to Thomas and other participants. Annual bonus targets will be disclosed in next year's Annual Report on Remuneration, subject to these no longer being considered by the Board to be commercially sensitive.

APSP

During FY27, the Chief Executive Officer will be granted an award under the APSP of 150% of salary. Vesting of this award will be based 60% on EPS growth and 40% on TSR relative to a cohort of companies comprising the consumer and industrials segments of the FTSE SmallCap index. EPS targets will be set on a point-to-point basis and will be disclosed in next year's Annual Report on Remuneration. The EPS element of the APSP will also continue to be subject to a discretionary assessment by the Committee of the quality of earnings over the performance period by reference to the Group's return on capital employed performance. TSR will be measured over three financial periods ending FY29. Threshold (25%) vesting of this element will require the Group's TSR to be median against the comparator group, increasing on a straight-line sliding scale to full vesting if the Group's TSR is at least upper quartile. To the extent an award vests, vested shares will be subject to a further two-year holding period.

The Chief Financial Officer will not receive a 2026 APSP award, reflecting his stepping down from the Board in June.

All-employee schemes

Executive Directors will be able to participate in any all-employee scheme offered to all employees, on identical terms.

Implementation of Non-executive Director Remuneration Policy for FY27

The Committee reviewed the Board Chair's fee and following a benchmarking exercise resolved to increase the fee to £185,000, to better reflect the time commitment of the role. The Board Chair and the Executive Directors reviewed Non-executive Director fees and resolved to award an inflationary increase of 3% for FY27 (which is below the wider workforce average), as set out below:

| Non-executive Director | Fee from 1 April 2026 | Fee from 1 April 2025 |
|---|-----------------------|-----------------------|
| Board Chair (determined by the Committee) | £185,000 | £159,983 |
| Non-executive Director | £55,684 | £54,062 |
| Additional fee for acting as Senior Independent Director | £10,300 | £10,000 |
| Additional fee for chairing Audit and Risk or Remuneration Committees | £10,300 | £10,000 |

Executive Director shareholdings (audited information)

The table below shows the shareholding of each Executive Director and their respective shareholding requirement as at the end of FY26:

| | Shares owned | Options held | | Shareholding guideline % of salary | % current holding | Requirement met? |
|------------------|--------------|--------------------------|-------------------------------------|------------------------------------|-------------------|------------------|
| | | Vested but not exercised | Unvested and subject to performance | | | |
| Thomas Willcocks | 101,181 | – | 725,836 | 100% | 58% | Building |
| James Eyre | 109,010 | – | 496,007 | 100% | 92% | Building |

Current shareholding is based on shares owned outright and valued using the average share price over FY26 of 288.7p.

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Details of the options held are provided in the table below.

Directors' share scheme interests (audited information)

| Scheme | Date of grant | Vested date | Expiration date | Exercise price | Shares under option end of FY25 | FY26 | | | | Shares under option end of FY26 | |
|------------------|---------------|-------------|-----------------|----------------|---------------------------------|-----------------|----------------|-------------------|----------------|---------------------------------|---------|
| | | | | | | Granted in FY26 | Vested in FY26 | Exercised in FY26 | Lapsed in FY26 | | |
| Thomas Willcocks | DBP | | | | | | | | | | |
| | 23.07.25 | 23.07.28 | 23.07.35 | - | - | 41,244 | - | - | - | 41,244 | |
| | Total | | | | | - | 41,244 | - | - | - | 41,244 |
| | APSP | | | | | | | | | | |
| | 19.07.22 | 19.07.25 | 19.07.32 | - | 86,009 | - | - | - | (86,009) | - | |
| | 26.07.23 | 26.07.26 | 26.07.33 | - | 247,058 | - | - | - | - | 247,058 | |
| | 24.07.24 | 24.07.27 | 24.07.34 | - | 217,454 | - | - | - | - | 217,454 | |
| | 23.07.25 | 23.07.28 | 23.07.35 | - | - | 261,324 | - | - | - | 261,324 | |
| | Total | | | | | 550,521 | 261,324 | - | - | (86,009) | 725,836 |
| | SAYE | | | | | | | | | | |
| 19.12.25 | 01.03.29 | 01.09.29 | 258p | - | 7,073 | - | - | - | 7,073 | | |
| Total | | | | | - | 7,073 | - | - | - | 7,073 | |
| James Eyre | DBP | | | | | | | | | | |
| | 19.07.22 | 19.07.25 | 19.07.32 | - | 39,894 | - | - | (39,894) | - | - | |
| | 26.07.23 | 26.07.26 | 26.07.33 | - | 27,550 | - | - | - | - | 27,550 | |
| | 23.07.25 | 23.07.28 | 23.07.35 | - | - | 31,424 | - | - | - | 31,424 | |
| | Total | | | | | 67,444 | 31,424 | - | (39,894) | - | 58,974 |
| | APSP | | | | | | | | | | |
| | 19.07.22 | 19.07.25 | 19.07.32 | - | 133,027 | - | - | - | (133,027) | - | |
| | 26.07.23 | 26.07.26 | 26.07.33 | - | 188,235 | - | - | - | - | 188,235 | |
| | 24.07.24 | 24.07.27 | 24.07.34 | - | 158,476 | - | - | - | - | 158,476 | |
| | 23.07.25 | 23.07.28 | 23.07.35 | - | - | 149,296 | - | - | - | 149,296 | |
| Total | | | | | 479,738 | 149,296 | - | - | (133,027) | 496,007 | |
| SAYE | | | | | | | | | | | |
| 22.12.23 | 01.02.27 | 01.08.27 | 141p | 13,156 | - | - | - | - | 13,156 | | |
| Total | | | | | 13,156 | - | - | - | - | 13,156 | |

| Performance | % vesting | 19.07.22 award | 26.07.23 award | 24.07.24 award | 23.07.25 award |
|-------------|-----------|---------------------------------|---------------------------------|-----------------|----------------------------|
| | | Three-year aggregate EPS (100%) | Three-year aggregate EPS (100%) | FY27 EPS (100%) | FY28 EPS (60%) |
| Threshold | 25% | 126.4p | 98.7p | 36.1p | 36.4p |
| Maximum | 100% | 144.3p | 105.6p | 42.7p | 43.1p |
| | | | | | Relative TSR ranking (40%) |
| Threshold | 25% | | | | Median |
| Maximum | 100% | | | | Upper Quartile |

Shareholder dilution

The Group's share incentive plans operate in line with the Investment Association's Principles of Remuneration, which require that commitments under all share schemes satisfied by newly issued shares must not exceed 10% of the issued share capital in any rolling ten-year period, of which up to 5% may be used to satisfy options under Executive share schemes. The Group's position against the dilution limits at the end of FY26 was 3.0% for the all-schemes limit and 0.8% for Executive schemes.

Statement of Directors' shareholding and share interests (audited information)

| Director | End of FY26 Ordinary shares ¹ | End of FY25 Ordinary shares |
|------------------|--|-----------------------------|
| Steve Good | 80,000 | 60,000 |
| Thomas Willcocks | 101,181 | 90,001 |
| James Eyre | 129,799 | 108,656 |
| Alison Littley | - | - |
| Stefan Allanson | 22,342 | 21,943 |
| Rebecca DeNiro | - | - |

¹ Includes shares held by connected persons.

This report was approved by the Board of Directors on 10 June 2026 and signed on its behalf by:

ALISON LITTLEY
Chair of the Remuneration Committee

10 June 2026

DIRECTORS' REPORT

The Directors present their Annual Report and the audited consolidated financial statements for the 53 weeks ended 5 April 2026.

Principal activities

The Company acts as a holding company for the Norcros Group. The Company's registered number is 3691883 and the Company is registered and domiciled in England.

The Group's principal activities are the design, source and service of mid-premium bathroom and kitchen products with market-leading brands in Europe and South Africa.

Accounting reference date

The Company has adopted an accounting period of 53 weeks for the financial year under review, which commenced on 31 March 2025 and concluded on 5 April 2026. All references to the financial year therefore relate to this 53-week period. The previous accounting period was 52 weeks, beginning on 1 April 2024 and ending on 30 March 2025.

Results and dividends

The information that fulfils the requirements of the Business Review, which is incorporated in the Directors' Report by reference, including the review of the Group's business and future prospects, is included in the Chair's Statement, the Chief Executive Officer's Review and the Strategic Report on pages 16 to 89. Key performance indicators are shown on pages 38 and 39.

The Directors recommend a final dividend for the 53 weeks ended 5 April 2026 of 7.6p (2025: 6.9p). This follows the decision to pay an interim dividend earlier in the year of 3.7p (2025: 3.5p).

Directors' and officers' liability insurance and indemnities

The Company purchases liability insurance cover for its Directors and officers, which gives appropriate cover for any legal action brought against them. The Company also provides an indemnity for its Directors (to the extent permitted by the law) in respect of liabilities which could occur as a result of their office. This indemnity does not provide cover should a Director be proven to have acted fraudulently or dishonestly.

Purchase of own shares

In 2007 the Company formed the Norcros Employee Benefit Trust (the Trust). The purpose of the Trust is to meet part of the Company's liabilities under the Company's share schemes. The Trust acquired 600,000 shares during the year (2025: 25,000). At the Company's 2025 Annual General Meeting, the shareholders authorised the Company to make market purchases of up to 8,981,898 ordinary shares. At the forthcoming Annual General Meeting, shareholders will be asked to renew the authority to purchase its own shares for another year. Details are contained in the AGM Notice of Meeting, which is available from the Company's website www.norcros.com.

Employees/fostering business relations

Details of the Group's engagement with, and policies towards, its employees, including disabled employees, are contained on page 88. Details of how the Group fosters good business relations with its suppliers and other business partners are contained on pages 82 to 87. All these details form part of the Directors' Report and are incorporated into it by cross-reference.

Directors

Biographical details of the present Directors are set out on pages 92 and 93 and on the Company's website: www.norcros.com. The Directors who served during the year and to the date of this Report are set out below:

| Director | Role |
|------------------|-------------------------|
| Steve Good | Chair |
| Alison Littley | Non-executive Director |
| Stefan Allanson | Non-executive Director |
| Rebecca DeNiro | Non-executive Director |
| Thomas Willcocks | Chief Executive Officer |
| James Eyre | Chief Financial Officer |

The interests of the Directors in the shares of the Company at 5 April 2026 and 30 March 2025 are shown on page 139.

Compliance with UK Listing Rules on diversity

The Company's compliance with UK Listing Rules UKLR 9.8.6R(9) and (10), and UKLR 14.3.33R(1), relating to Board and Executive Management diversity, is disclosed in the Nomination Committee Report on pages 110 to 113.

Substantial shareholdings

The Company has received notification that the following were interested in voting rights representing 3% or more of the Company's issued share capital at the stated date:

| Name | % of total voting rights |
|------------------------------------|--------------------------|
| | 5 April 2026 |
| J O Hambro Capital Management Ltd | 10.07 |
| FIL Ltd | 9.95 |
| Canaccord Genuity Group Inc | 8.75 |
| FMR LLC | 5.08 |
| River Global Investors LLP | 4.98 |
| Premier Miton Group | 4.80 |
| SVM Asset Management | 4.80 |
| M&G plc | 4.29 |
| Artemis Fund Managers | 4.04 |
| Gresham House Asset Management Ltd | 3.11 |

Since the year end, total shares in issue increased to 90,145,513. Otherwise, there have been no changes between the year end and 9 June 2026, the nearest practical date to the preparation of this report. These figures represent notifications as received by the Company and have not been verified.

Energy and greenhouse gas emissions reporting

The Board has included emissions data in its SECR Statement on pages 68 and 69 in order to meet the Company's obligation under The Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 to disclose the Group's worldwide emissions of the "greenhouse gases" (GHGs) attributable to human activity measured in tonnes of carbon dioxide equivalent.

We have reported on all of the emission sources, being Scopes 1, 2 and 3 emissions. These are emissions from activities for which the Group is responsible, emissions resulting from the purchase of electricity, heat, steam or cooling by a business in the Group for its own use, and emissions from the activities from assets not owned or controlled by the Group, but that the Group indirectly affects in its value chain. Also reported are the figures for aggregate energy consumed by the Group, expressed in kWh. We use the ratio of total emissions (measured in tonnes of CO₂e) to the total revenue of the Group (£393.4m) as our chosen intensity measure. This ratio is chosen because it enables us to compare energy use relative to the overall level of business activity in revenue terms, consistently year on year.

The Group recognises that its Scope 1 and 2 GHG emissions only reflect a proportion of our total carbon footprint across the value chain. A more holistic approach to reducing our indirect impacts will be required to deliver the scale of reductions demanded by the climate science, and we keep the embodied carbon impacts of the materials we use and of our logistics supply chain under review.

We have used the GHG Protocol Corporate Accounting and Reporting Standard (revised edition), data gathered to fulfil our requirements under the CRC Energy Efficiency scheme, and emission factors from the UK Government's GHG Conversion Factors for Company Reporting 2018. We use the best information available to us, such as invoice data or measured energy usage. Where no more suitable data sources are available, we have used, where practicable, estimates based on the appropriate information that is available to the Group.

Political donations

There were no political donations (2025: £nil).

Research and development

The Group's expenditure on research and development is disclosed in note 3 to the financial statements and is focused on the development of new products.

Corporate governance

Details of the Group's corporate governance are contained on pages 100 to 103. This Corporate Governance Report forms part of the Directors' Report and is incorporated into it by cross-reference.

Going concern

Having taken into account the principal risks and uncertainties facing the Group detailed on pages 70 to 80 in the Strategic Report, the Board considers it appropriate to prepare the financial statements on the going concern basis, as explained in note 1 to the financial statements.

Financial risk management

The Group's operations expose it to a variety of financial risks. Details of the risks faced by the Group are provided in note 21 to the financial statements.

Takeover directive

The Company has only one class of shares, being ordinary shares, which have equal voting rights. The holdings of individual Directors are disclosed on page 139.

There are no significant agreements to which the Company is a party that take effect, alter or terminate in the event of a change of control of the Company, except for the banking facilities dated 7 March 2022 and amended December 2025 in respect of the £150.0m unsecured revolving credit facility and the £75.0m accordion facility, which contain mandatory prepayment provisions on a change of control.

There are no provisions within Directors' employment contracts that allow for specific termination payments upon a change of control.

DIRECTORS' REPORT

CONTINUED

Statement of disclosure of information to auditor

In the case of each of the persons who are Directors, the following applies:

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

Independent auditor

A resolution to reappoint BDO LLP as auditor to the Company will be proposed at the Annual General Meeting.

Annual General Meeting

The Annual General Meeting of the Company will take place at 11.00 am on 22 July 2026 at Addleshaw Goddard LLP, One St. Peter's Square, Manchester M2 3DE. The notice convening that meeting, together with the resolutions to be proposed, are available on request from the Company (info@norcros.com) or from the Company's website (<https://www.norcros.com/investors/shareholder-services/meetings-and-voting/>). The Directors recommend that all shareholders vote in favour of all of the resolutions to be proposed, as the Directors intend to do so in respect of their own shares, and consider that they are in the best interests of the Company and the shareholders as a whole.

By order of the Board

RICHARD COLLINS
Company Secretary

10 June 2026



STATEMENT OF DIRECTORS' RESPONSIBILITIES

In respect of the Annual Report, the Directors' Remuneration Report and the financial statements

The Directors are responsible for preparing the Annual Report, the Directors' Remuneration Report and the financial statements in accordance with UK-adopted international accounting standards and applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors are required to prepare the Group financial statements in accordance with UK-adopted international accounting standards and have elected to prepare the Company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Company and of the profit or loss of the Group for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable international accounting standards have been followed for the Group financial statements and United Kingdom Accounting Standards, comprising FRS 101, have been followed for the Company financial statements, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and Company will continue in business; and
- prepare a Directors' Report, a Strategic Report and a Directors' Remuneration Report which comply with the requirements of the Companies Act 2006.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group and Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and Company and enable them to ensure that the financial statements and the Directors' Remuneration Report comply with the Companies Act 2006.

They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The Directors are responsible for ensuring that the Annual Report and Accounts, taken as a whole, are fair, balanced, and understandable and provide the information necessary for shareholders to assess the Group's position and performance, business model and strategy.

Website publication

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

Directors' responsibilities pursuant to DTR 4

The Directors confirm, to the best of their knowledge, that:

- the financial statements have been prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit and loss of the Group and Company; and
- the Annual Report includes a fair review of the development and performance of the business and the financial position of the Group and Company, together with a description of the principal risks and uncertainties that they face.

THOMAS WILLCOCKS
Chief Executive Officer

JAMES EYRE
Chief Financial Officer

10 June 2026

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FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORCROS PLC

Report on the audit of the financial statements

Opinion

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 5 April 2026 and of the Group's profit and the Parent Company's loss and the Group's cash flows for the year then ended;
- the Group financial statements have been properly prepared in accordance with UK adopted international accounting standards;
- the Parent Company financial statements have been properly prepared in accordance with the United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Norcros plc (the 'Parent Company') and its subsidiaries (the 'Group') for the year ended 5 April 2026 which comprise of the following:

| Group | Parent Company |
|--|---|
| Consolidated income statement | |
| Consolidated statement of comprehensive income | |
| Consolidated balance sheet | Parent Company balance sheet |
| Consolidated cash flow statement | Parent Company statement of changes in equity |
| Consolidated statement of changes in equity | |
| Notes 1 to 33 to the Group Accounts | Notes 1 to 11 to the Parent Company Accounts |
| Material accounting policy information | |

The financial reporting framework that has been applied in the preparation of the Group financial statements is applicable law and UK adopted international accounting standards. The financial reporting framework that has been applied in the preparation of the Parent Company financial statements is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remain independent of the Group and the Parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. The non-audit services prohibited by the FRC's Ethical Standard were not provided to the Group and the Parent Company and we remain independent of the Group and the Parent Company in conducting our audit.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the Directors' assessment of the Group and the Parent Company's ability to continue to adopt the going concern basis of accounting included:

- We obtained and evaluated management's assessment supporting the Directors' conclusions on going concern, including consideration of the underlying assumptions and key judgements applied;
- We challenged the rationale for the assumptions used within the forecasts, drawing on our understanding of the Group's operations, the sector in which it operates and external market data, including competitor and peer analysis;
- We considered the appropriateness of management's forecasts by testing their mechanical accuracy, evaluating historical forecasting accuracy and considering the extent and appropriateness of downside and sensitivity analyses prepared by management;
- We obtained an understanding of the Group's financing arrangements by reviewing relevant agreements, including the nature of the facilities, applicable covenants and attached conditions;
- We assessed the facility and covenant headroom calculations, and reperformed sensitivities on management's base case and stressed case scenarios; and
- We reviewed the adequacy of the appropriateness of the going concern disclosures and assessed whether the disclosures were consistent with the Directors' assessment and the underlying forecasts.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group and the Parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Group and the Parent Company's ability to continue as a going concern.

In relation to the Group's reporting on how it has applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the Directors' statement in the financial statements about whether the Directors considered it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Overview

| KEY AUDIT MATTERS | 2026 | 2025 |
|---|--|------|
| Valuation of pension scheme liabilities | ✗ | ✓ |
| Impairment of goodwill | ✓ | ✓ |
| Disposal Accounting for Johnson Tiles UK | ✗ | ✓ |
| Strategic review of Johnson Tiles South Africa ('JTSA') | ✓ | ✗ |
| Acquisition accounting for Fibo Holding AS ('Fibo') | ✓ | ✗ |
| | Valuation of pension scheme liabilities is no longer considered a KAM in the current year. This is due to our increased understanding developed over previous audit periods, together with the absence of misstatements identified in both the prior and current year. | |
| | Disposal accounting for Johnson Tiles UK is no longer considered a KAM in the current year, as the transaction for the disposal of this division was completed in the prior year. | |
| MATERIALITY | Group financial statements as a whole | |
| | £1.45m (2025: £1.75m) based on 5% (2025: 5%) of Profit before tax adjusted for non-recurring costs including the costs related to the Fibo acquisition and JTSA restructure, and related professional fees. | |

An overview of the scope of our audit

Our Group audit was scoped by obtaining an understanding of the Group and its environment, the applicable financial reporting framework and the Group's system of internal control. We identified and assessed the risks of material misstatement of the Group financial statements including with respect to the consolidation process. We then applied professional judgement to focus our audit procedures on the areas that posed the greatest risks to the group financial statements. We continually assessed risks throughout our audit, revising the risks where necessary, with the aim of reducing the group risk of material misstatement to an acceptable level, in order to provide a basis for our opinion.

Components in scope

Our Group audit scope focused on the Group's principal operating locations, being those in the UK, Ireland, South Africa and Norway (as a result of the current year acquisition of Fibo). In the UK and Ireland, Norcros plc operates under six separate divisions: Triton, Grant Westfield, Merlyn, VADO, Croydex, and Abode. In South Africa there are four separate

divisions: Johnson Tiles South Africa (JTSA), Tiles Adhesives Limited (TAL), House of Plumbing (HOP) and Tiles Africa (TAF). In Norway, there are three separate divisions: Fibo AS, Fibo AB and Fibo UK.

As part of performing our Group audit, we have determined the components in scope as follows:

- In the UK, full scope audits were performed by the Group engagement team on Triton and the Parent Company, whilst specific audit procedures were performed on Vado, Fibo UK, Croydex and Abode.
- The Grant Westfield component was a full scope component and was subject to a full scope audit performed by a component auditor in Scotland.
- The Merlyn component was a full scope component and was subject to a full scope audit performed by a component auditor in Ireland.
- The four South African divisions were full scope components and were subject to full scope audits by a component auditor in South Africa.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORCROS PLC

CONTINUED

- The Fibo AS component was a full scope component and was subject to a full scope audit performed by a component auditor in Norway.
- We carried out risk assessment procedures on the remaining components in the group, principally comprising of analytical review procedures. Based on this work and considering relevant quantitative factors we concluded the risk of material error was remote and our work was therefore limited to desktop review work by the Group engagement team.

For components in scope, we used a combination of risk assessment procedures and further audit procedures to obtain sufficient appropriate evidence. These further audit procedures included, but were not limited to, substantive procedures agreeing transactions and explanation to supporting evidence on a sample basis and visiting locations holding inventory and physically observing the existence of stock lines on a sample basis.

Procedures performed at the component level

We performed procedures to respond to group risks of material misstatement at the component level that included the following:

- For the purpose of our group audit, the group consisted of ten components in total. These were comprised of twelve legal entities.
- The following group components were made up of more than one legal entity: the South Africa component which consisted of four legal entities and the Norway component which consisted of five legal entities.
- The following components are included within one legal entity: Triton, Vado, Croydex and Abode. The remaining components, Grant Westfield and Merlyn, make up the remaining legal entities.
- Full scope audit procedures were performed on the entire financial information of the Parent Company, Triton, Grant Westfield, Merlyn, Fibo AS and the South Africa division.
- Specific audit procedures were performed on one or more classes of transactions, account balances or disclosures on the following components: Fibo UK, Vado, Croydex and Abode.

Procedures performed centrally

Within the group, we considered there to be a high degree of centralisation of financial reporting in relation to IFRS 16, classification and accuracy of exceptional items, impairment of fixed assets, procedures on consolidation and going concern. We therefore designed and performed audit testing procedures centrally in these areas.

Disaggregation

The financial information relating to the remaining Group risks of material misstatement is highly disaggregated across group. We took a centralised approach to responding to these risks. We performed procedures at the component level in relation to these risks in order to obtain comfort over the residual population of group balances.

Locations

Norcros plc's operations are spread over a number of different geographical locations. The group audit team visited 7 out of a total of 10 locations which included full site visits to the Parent Company's head office, Triton, Merlyn, Grant Westfield, Fibo AS, Fibo UK and South Africa. Our teams conducted audit procedures in Norcros plc's locations in the UK, Ireland, Norway and South Africa.

In addition, our teams also worked remotely, holding regular calls and video conferences with the other component teams, and with digital information obtained from Norcros plc.

Changes from the prior year

The changes in group audit scope from the prior year audit are as follows:

- Inclusion of Fibo AS as a full scope audit component, performed by a component auditor in Norway.
- Inclusion of Fibo UK for specified audit procedures on revenue recognition and journals testing.
- Removal of Johnson Tiles UK as a limited scope component for the group audit, due to its disposal in the prior year.

Working with other auditors

As Group auditor, we determined the components at which audit work was performed, together with the resources needed to perform this work. These resources included component auditors, who formed part of the group engagement team. As Group auditor we are solely responsible for expressing an opinion on the financial statements.

In working with these component auditors, we held discussions with component audit teams on the significant areas of the group audit relevant to the components based on our assessment of the group risks of material misstatement. We issued our group audit instructions to component auditors on the nature and extent of their participation and role in the group audit, and on the group risks of material misstatement.

We directed, supervised and reviewed the component auditors' work. This included holding meetings and calls during various phases of the audit and reviewing component auditor documentation in person on site with the component audit teams, and evaluating the appropriateness of the audit procedures performed and the results thereof.

How Climate change affected the scope of our audit

The Group has determined that climate change does not currently have a material impact on its operations. Our work on the assessment of potential impacts of climate-related risks on the Group's operations and financial statements included:

- Enquiries and challenge of management to understand the actions they have taken to identify climate-related risks and their potential impacts on the financial statements and adequately disclose climate-related risks within the annual report;
- Our own qualitative risk assessment taking into consideration the sector in which the Group operates and how climate change affects this particular sector;
- Review of the minutes of Board and Audit and Risk Committee meeting and other papers related to climate

change and performed a risk assessment as to how the impact of the Group's commitment as set out in pages 54 to 67 may affect the financial statements and our audit.

We challenged the extent to which climate-related considerations, including the expected cash flows from the initiatives and commitments have been reflected, where appropriate, in management's going concern assessment and viability assessment.

The management disclosures are on page 88 included as Statutory Other Information. Our responsibilities in relation to these disclosures are described in the relevant section of this report and our procedures on these disclosures therefore consisted solely of considering whether they are materially inconsistent with the financial statements or our knowledge obtained from the audit or otherwise appear to be materially misstated.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit, and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Key audit matter | | How the scope of our audit responded to the risk |
|--|--|---|
| IMPAIRMENT OF GOODWILL | The Directors are required to undertake an annual assessment of the carrying value of goodwill. The impairment reviews performed by management on cash generating units (CGUs) contain a number of judgements and estimates including long term growth rates, forecast cash flows, forecast timeframe, potential impact of climate change factors and discount rates to determine the recoverable amounts on a value in use basis. | We performed the following audit procedures in this area: <ul style="list-style-type: none"> • Obtaining an understanding of the processes and controls related to the impairment of goodwill and intangible assets. • We obtained management's impairment model and challenged the key assumptions applied, including the identification and allocation of cash generating units (CGUs), forecast cash flows, discount rates and long-term growth rates. • With the support of our internal valuation specialists, we evaluated the appropriateness of the valuation methodology and assessed the reasonableness of the discount rates applied, given the sensitivity of this assumption. • We challenged the sensitivity analysis prepared by management, and where necessary, we performed additional independent sensitivity testing to evaluate the impact of reasonably possible changes in key assumptions. • We assessed the adequacy of the disclosures in the financial statements, including compliance with the requirements of IAS 36, and considered whether the disclosures appropriately reflect the key judgements, assumptions and sensitivities underpinning the impairment assessment. |
| Refer to note 1 - summary of significant accounting policies, key sources of estimation uncertainty and critical judgements in applying the group's accounting policies and also to notes 11 and 12, Goodwill and Intangible Assets. | Therefore, the Directors exercise significant judgement in determining the assumptions used in the impairment annual review and the risk of bias in forming the estimates and the basis of the inputs into the calculation could have a material impact on the conclusion. | Key observations: Based on the procedures performed, we did not identify any matters to suggest that the assumptions applied within the impairment assessment were inappropriate or outside a reasonable range. |
| | We therefore consider this to be a key audit matter. | |

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORCROS PLC

CONTINUED

| Key audit matter | | How the scope of our audit responded to the risk | Key audit matter | | How the scope of our audit responded to the risk |
|--|--|---|--|--|---|
| <p>STRATEGIC REVIEW OF JOHNSON TILES SOUTH AFRICA ('JTSA')</p> <p>Refer to note 1 - summary of significant accounting policies, key sources of estimation uncertainty and critical judgements in applying the group's accounting policies and also to Note 32 Disposal of Johnson Tiles SA (Discontinued Operations).</p> | <p>Following a strategic review by the board, in June 2025, the Group announced a restructure of Johnson Tiles South Africa (JTSA). This resulted in the closure of the manufacturing plant during June 2025 and JTSA ceasing to trade during March 2026.</p> <p>The restructure led to material costs linked to the closure of the manufacturing plant such as decommissioning, fixed asset write-offs, inventory write-downs and redundancies which are classified as non-underlying expenses.</p> <p>Due to the one-off nature of the transaction and the judgements and assumptions made in determining the balances above, there is a risk of incorrect accounting treatment and presentation of the trading performance of JTSA under IFRS 5 'Non-current Assets Held for Sale and Discontinued Operations' and, there is a risk of incorrect classification of associated non-underlying costs.</p> | <p>We performed the following audit procedures in this area:</p> <ul style="list-style-type: none"> We evaluated the design and implementation of key controls relevant to the restructuring process and financial reporting of discontinued operations. We obtained and reviewed board minutes and other communications in the year (including those to plant employees and JTSA customers) to confirm the transaction executed was consistent with that approved by those charged with governance. We reviewed management's assessment and supporting documentation relating to the restructure and cessation of trade. We tested the costs associated to the closure of the plant to ensure these were accurately recorded, appropriately supported by evidence and correctly classified in the income statement. We challenged management on any estimates or judgements made in the presentation and classification of JTSA trade as discontinued operations under IFRS 5. We recalculated the reported loss for the period relating to JTSA to ensure it was accurately determined and appropriately allocated between continuing group results and discontinued results for JTSA. We challenged management on whether any intercompany profit exists in transactions related to the sale of any JTSA inventory to other subsidiaries within the group during the period and in the closing balance of inventory at year-end. We assessed the completeness and appropriateness of provisions and liabilities recognised in respect of the restructuring including those arising from closure activities. We challenged management on the inventory valuation at year end of any remaining JTSA inventory considering the business has ceased manufacture. We tested the inventory provision through sampled items to ensure the inventory was held at the lower of cost or net realisable value at year-end. We reviewed the financial statements disclosures in this area and ensured they are aligned with IFRS 5 "Non-current Assets Held for Sale and Discontinued Operations". | <p>ACQUISITION ACCOUNTING FOR FIBO HOLDING AS ('FIBO')</p> <p>Refer to note 1 - summary of significant accounting policies, key sources of estimation uncertainty and critical judgements in applying the group's accounting policies and also to note 33 Business Combination.</p> | <p>On 13 October 2025, the group completed the acquisition of Fibo for £11.5m.</p> <p>IFRS 3 – Business Combinations, requires the Group to apply acquisition accounting when relevant conditions are met and recognise identifiable assets acquired separately from goodwill.</p> <p>The purchase price allocation is subject to a number of estimates and judgements which can increase the level of risk due to error or manipulation.</p> <p>Therefore, several areas are considered to contain risk with respect to this one-off material transaction such as:</p> <ul style="list-style-type: none"> Identification and valuation of identifiable assets. Any material fair value adjustments on the assets and liabilities recognised as at acquisition date to ensure appropriate valuations are recorded at year end. Evaluation of the consideration paid by the group to ensure appropriate balances are recognised as at year end and correctly accounted for. <p>We therefore consider this to be a significant audit risk and a key audit matter.</p> | <p>We performed the following audit procedures in this area:</p> <ul style="list-style-type: none"> We evaluated the design and implementation of key controls relevant to the acquisition accounting. We obtained and reviewed the signed share purchase agreement, to assess the terms of the transaction, including the nature and timing of the consideration received. We reviewed Board minutes and supporting governance documentation to confirm that the transaction executed was consistent with that approved by those charged with governance. We evaluated management's accounting paper prepared in respect of the acquisition to understand the key judgements and estimates applied, and to assess whether the accounting treatment and disclosures were in accordance with IFRS 3, Business Combinations. We tested key fair value adjustments recognised on acquisition including agreeing material balances within the acquisition balance sheet to underlying supporting documentation to assess whether they were appropriately valued. We tested purchase consideration paid for the acquisition of Fibo to the signed share purchased agreement and bank payments. Other costs to purchase (e.g. commissions, legal and other transaction fees) were tested to supporting documentation. We engaged our internal valuation expert to independently review and challenge management's external third-party expert in relation to the purchase price allocation, assessing whether the fair value adjustments and identification and valuation of identifiable assets were appropriate. We also assessed management expert's experience, qualifications, competency and independence. We have reviewed the adequacy and completeness of disclosures in the financial statements to ensure compliance with IFRS 3, Business Combinations including the transparency of key judgements, estimates and valuation assumptions. |
| | | <p>Key observations:</p> <p>Based on the audit procedures performed, we did not identify any matters to suggest that the assumptions used in the accounting and presentation of this restructure was inappropriate.</p> | | | <p>Key observations:</p> <p>Based on the audit procedures performed, we did not identify any matters to suggest that the assumptions and judgements used by management in the acquisition accounting of Fibo are unreasonable.</p> |

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORCROS PLC

CONTINUED

Our application of materiality

We apply the concept of materiality both in planning and performing our audit, and in evaluating the effect of misstatements. We consider materiality to be the magnitude by which misstatements, including omissions, could influence the economic decisions of reasonable users that are taken on the basis of the financial statements.

In order to reduce to an appropriately low level the probability that any misstatements exceed materiality, we use a lower materiality level, performance materiality, to determine the extent of testing needed. Importantly, misstatements below these levels will not necessarily be evaluated as immaterial as we also take account of the nature of identified misstatements, and the particular circumstances of their occurrence, when evaluating their effect on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole and performance materiality as follows:

| | Group financial statements | | Parent company financial statements | |
|---|--|---|--|---|
| | 2026 £m | 2025 £m | 2026 £m | 2025 £m |
| MATERIALITY | 1.45 | 1.75 | 1.16 | 0.19 |
| BASIS FOR DETERMINING MATERIALITY | 5% of Profit before tax adjusted for certain non-underlying items, including exceptional items. | 5% of Profit before tax adjusted for certain non-underlying items, including exceptional items. | Set based on 1% of total assets in the Parent Company, then capped at 80% of Group materiality taking account of the aggregation risk. | Set based on 10% of Group materiality. |
| RATIONALE FOR THE BENCHMARK APPLIED | We considered that using this basis for determining materiality was most appropriate based on the underlying trading performance of the Group, eliminating non-recurring items and in the interests of the users of the financial statements. | We considered that using this basis for determining materiality was most appropriate based on the underlying trading performance of the Group, eliminating non-recurring items and in the interests of the users of the financial statements. | Calculated on an asset-based materiality, considered appropriate for the Parent Company as this is a holding company with limited transactions. | Calculated as a percentage of Group materiality for Group reporting purposes, taking account of the aggregation risk across components within the group, which has resulted in a decrease in materiality used for the current year. |
| PERFORMANCE MATERIALITY | £1.09m | £1.23m | £0.87m | £0.13m |
| BASIS FOR DETERMINING PERFORMANCE MATERIALITY | 75%, based on our knowledge of the aggregation risk, the control environment and historic misstatement levels. | 70%, based on our knowledge of the aggregation risk, the control environment and historic misstatement levels. | 75%, based on our knowledge of the aggregation risk, the control environment and historic misstatement levels. | 70%, based on our knowledge of the aggregation risk, the control environment and historic misstatement levels. |
| RATIONALE FOR THE PERCENTAGE APPLIED FOR PERFORMANCE MATERIALITY | We considered that using this basis for determining performance materiality was most appropriate based on the complexity of the group and diversity of its' operations, the aggregation effect on the planned nature of testing, the impact of brought forward adjustments from the prior years, the value of known adjustments in the current year and the aggregation impact across the group. | We considered that using this basis for determining performance materiality was most appropriate based on the impact of brought forward adjustments from the prior years, the value of known adjustments in the current year and the aggregation impact across the group. | We considered that using this basis for determining performance materiality was most appropriate based on the complexity of the group and diversity of its' operations, the aggregation effect on the planned nature of testing, the impact of brought forward adjustments from the prior years, the value of known adjustments in the current year and the aggregation impact across the group. | We considered that using this basis for determining performance materiality was most appropriate based on the impact of brought forward adjustments from the prior years, the value of known adjustments in the current year and the aggregation impact across the group. |

Component performance materiality

For the purposes of our Group audit opinion, we set performance materiality for each component of the Group, apart from the Parent Company whose materiality and performance materiality are set out above, based on a percentage of between 20% and 55% (2025: 25% and 50%) of Group performance materiality dependent on a number of factors such as our assessment of the risk of material misstatement in these components. Component performance materiality across all components was £72,500 (2025: ranged from £0.19m to £0.55m).

Reporting threshold

We agreed with the Audit and Risk Committee that we would report to them all individual audit differences in excess of £72,500 (2025: £41,000). We also agreed to report differences below this threshold that, in our view, warranted reporting on qualitative grounds.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the 'Annual Report and Accounts 2026' other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Corporate governance statement

The UK Listing Rules sourcebook requires us to review the Directors' statement in relation to going concern, longer-term viability and that part of the Corporate Governance Statement relating to the Parent Company's compliance with the provisions of the UK Corporate Governance Code specified for our review.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the financial statements, or our knowledge obtained during the audit.

| | |
|--|--|
| GOING CONCERN AND LONGER-TERM VIABILITY | <ul style="list-style-type: none"> The Directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on page 141; The Directors' explanation as to their assessment of the Group's prospects, the period this assessment covers and why the period is appropriate set out on page 81; and The Directors' statement on whether they have a reasonable expectation that the group will be able to continue in operation and meet its liabilities set out on page 81. |
| OTHER CODE PROVISIONS | <ul style="list-style-type: none"> Directors' statement on fair, balanced and understandable set out on page 105; Board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on page 72; The section of the annual report that describes the review of effectiveness of risk management and internal control systems set out on page 102; and The section describing the work of the audit and risk committee set out on page 104. |

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORCROS PLC

CONTINUED

Other Companies Act 2006 reporting

Based on the responsibilities described below and our work performed during the course of the audit, we are required by the Companies Act 2006 and ISAs (UK) to report on certain opinions and matters as described below.

| | |
|--|--|
| STRATEGIC REPORT AND DIRECTORS' REPORT | <p>In our opinion, based on the work undertaken in the course of the audit:</p> <ul style="list-style-type: none"> the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements. <p>In the light of the knowledge and understanding of the Group and Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.</p> |
| DIRECTORS' REMUNERATION | <p>In our opinion, the part of the Directors' remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006.</p> |
| CORPORATE GOVERNANCE STATEMENT | <p>In our opinion, based on the work undertaken in the course of the audit the information about internal control and risk management systems in relation to financial reporting processes and about share capital structures, given in compliance with rules 7.2.5 and 7.2.6 in the Disclosure Guidance and Transparency Rules sourcebook made by the Financial Conduct Authority (the FCA Rules), is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.</p> <p>In the light of the knowledge and understanding of the Group and the Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in this information.</p> <p>In our opinion, based on the work undertaken in the course of the audit, the information about the Parent Company's corporate governance code and practices, and about its administrative, management and supervisory bodies and their committees comply with rules 7.2.2, 7.2.3 and 7.2.7 of the FCA Rules.</p> <p>We have nothing to report arising from our responsibility to report if a corporate governance statement has not been prepared by the Parent Company.</p> |
| MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION | <p>We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:</p> <ul style="list-style-type: none"> 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. |

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Parent Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the Parent Company and management.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Non-compliance with laws and regulations

Based on:

- Our understanding of the Group and the industry in which it operates;
- Discussion with management, those charged with governance and Audit and Risk Committee; and
- Obtaining an understanding of the Group's policies and procedures regarding compliance with laws and regulations.

We have considered the significant laws and regulations to be the applicable accounting framework, UK or relevant international tax legislation, the Companies Act 2006 and the Listing Rules.

The Group is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations. We identified such laws and regulations across UK, Europe and South Africa to be Health and Safety Act, Environmental & Waste Management Act, Data Protection Act, Employment Rights Act, Labour Relations Act and the Bribery Act.

Our procedures in respect of the above included:

- Review of minutes of meetings of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of correspondence with regulatory and tax authorities for any instances of non-compliance with laws and regulations;
- Review of financial statement disclosures and agreeing to supporting documentation;
- Involvement of tax specialists in the audit to ensure compliance with tax legislation; and
- Review of legal expenditure accounts to understand the nature of expenditure incurred.

Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management, those charged with governance and the Audit and Risk Committee regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Group's policies and procedures relating to:
 - Detecting and responding to the risks of fraud; and
 - Internal controls established to mitigate risks related to fraud.
- Review of minutes of meetings of those charged with governance for any known or suspected instances of fraud;
- Detailed discussion amongst the audit engagement team as to how and where fraud might occur in the financial statements;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud; and
- Considering remuneration incentive schemes and performance targets and the related financial statement areas impacted by these.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORCROS PLC

CONTINUED

Based on our risk assessment, we considered the area's most susceptible to fraud to be posting of inappropriate journal areas entries in the key revenue streams and management bias in accounting estimates.

Our procedures in respect of the above included:

- Obtaining an understanding of the control environment in monitoring compliance with laws and regulations.
- Discussions with management, the Audit and Risk Committee, the Directors and internal legal counsel concerning consideration of known or suspected instances of litigation, non-compliance with laws and regulation and fraud;
- Use of forensic specialists to assist with the risk assessment at the planning stage and to help design appropriate audit procedures to detect material fraud;
- Reviewing minutes of Board meetings throughout the period to corroborate our enquiries and to identify any other matters not already disclosed by management and the Directors;
- Challenging assumptions and judgements made by management in their significant accounting estimates, in particular in relation to the Group's defined benefit pension scheme liabilities, impairment of goodwill and intangibles, restructure of JTSA in the year, acquisition accounting for Fibo, customer rebates and promotional support accruals and the presentation of the financial statements including the classification of exceptional items;
- Identifying and agreeing journal entries to supporting documentation, in particular any journal entries posted with unusual account combinations or including specific keywords;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- Agreeing the financial statement disclosures to underlying supporting documentation; and
- Performing a stand back on uncorrected misstatements for indication of cumulative bias.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members including component auditors who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit. For component auditors, we also reviewed the result of their work performed in this regard.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for

example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Other matters which we are required to address

We were appointed by the Audit and Risk Committee on 30 July 2020 to audit the financial statements for the period ended 31 March 2021.

Our total uninterrupted period of engagement is 6 years, covering the periods ended 31 March 2021 to 5 April 2026.

Our audit opinion is consistent with the additional report to the Audit and Risk Committee.

Use of our report

This report is made solely to the Parent Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Parent Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Parent Company and the Parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

In due course, as required by the Financial Conduct Authority Disclosure Guidance and Transparency Rule 4.1.15R - 4.1.18R, these financial statements will form part of the Electronic Format Annual Financial Report filed on the National Storage Mechanism of the FCA in accordance with DTR 4.1.15R - DTR 4.1.18R. This auditor's report provides no assurance over whether the Electronic Format Annual Financial Report has been prepared in compliance with DTR 4.1.15R - DTR 4.1.18R.

LAURIE HANNANT (SENIOR STATUTORY AUDITOR)

For and on behalf of BDO LLP, Statutory Auditor
Nottingham, UK

10 June 2026

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

CONSOLIDATED INCOME STATEMENT

53 weeks ended 5 April 2026

| | Notes | 2026 £m | 2025* £m |
|---|-------|-------------|-------------|
| Continuing operations | | | |
| Revenue | 2 | 393.4 | 355.8 |
| Underlying operating profit | | 48.0 | 44.5 |
| IAS 19R administrative expenses | 24 | (2.8) | (1.8) |
| Acquisition and disposal related costs | 5 | (13.1) | (25.4) |
| Exceptional operating items | 5 | (9.9) | (7.7) |
| Operating profit | | 22.2 | 9.6 |
| Finance costs | 6 | (7.7) | (7.1) |
| IAS 19R finance credit | 24 | 0.4 | 0.8 |
| Profit before taxation | | 14.9 | 3.3 |
| Taxation | 7 | (4.7) | 1.1 |
| Profit for the year from continuing operations | | 10.2 | 4.4 |
| Loss for the year from discontinued operations | 32 | (9.9) | (0.9) |
| Profit for the year attributable to equity holders of the Company | | 0.3 | 3.5 |
| Earnings per share attributable to equity holders of the Company | | | |
| Basic earnings per share: | | | |
| From continuing operations | 9 | 11.4p | 4.9p |
| From discontinued operations | 9 | (11.1p) | (1.0p) |
| From profit for the year | 9 | 0.3p | 3.9p |
| Diluted earnings per share: | | | |
| From continuing operations | 9 | 11.3p | 4.9p |
| From discontinued operations | 9 | (11.0p) | (1.0p) |
| From profit for the year | 9 | 0.3p | 3.9p |
| Weighted average number of shares for basic earnings per share (m) | 9 | 89.0 | 89.5 |
| Alternative performance measures | | | |
| Underlying profit before taxation (£m) | 8 | 40.9 | 37.8 |
| Underlying earnings (£m) | 8 | 32.3 | 30.1 |
| Basic underlying earnings per share | 9 | 36.3p | 33.6p |
| Diluted underlying earnings per share | 9 | 35.8p | 33.4p |

* The prior period comparatives have been restated where required to reflect discontinued operations.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

53 weeks ended 5 April 2026

| | Notes | 2026 £m | 2025 £m |
|--|-------|--------------|------------|
| Profit for the year | | 0.3 | 3.5 |
| Other comprehensive income and expense: | | | |
| Items that will not subsequently be reclassified to the Income Statement | | | |
| Actuarial losses on retirement benefit obligations | 24 | (7.1) | (8.9) |
| Items that may be subsequently reclassified to the Income Statement | | | |
| Cash flow hedges – fair value gain in year | 21 | 1.6 | 0.1 |
| Foreign currency translation of foreign operations | | 5.1 | 0.3 |
| Other comprehensive expense for the year | | (0.4) | (8.5) |
| Total comprehensive result for the year attributable to equity holders of the Company | | (0.1) | (5.0) |

Items in this statement are disclosed net of tax.

CONSOLIDATED BALANCE SHEET

At 5 April 2026

| | Notes | 2026 £m | 2025 £m |
|--|-------|------------|------------|
| Non-current assets | | | |
| Goodwill | 11 | 103.2 | 107.4 |
| Intangible assets | 12 | 84.6 | 46.1 |
| Property, plant and equipment | 13 | 22.8 | 21.8 |
| Deferred tax asset | 22 | 3.8 | 1.4 |
| Pension scheme asset | 24 | 0.4 | 6.8 |
| Right-of-use assets | 14 | 26.9 | 16.7 |
| | | 241.7 | 200.2 |
| Current assets | | | |
| Inventories | 15 | 87.5 | 88.2 |
| Trade and other receivables | 16 | 79.3 | 71.7 |
| Current tax assets | | 3.1 | 1.5 |
| Cash and cash equivalents | 17 | 32.2 | 22.7 |
| Derivative financial instruments | 21 | 0.8 | – |
| Asset held for sale | 13 | – | 3.7 |
| | | 202.9 | 187.8 |
| Current liabilities | | | |
| Trade and other payables | 18 | (92.6) | (86.7) |
| Lease liabilities | 19 | (8.2) | (6.5) |
| Current tax liabilities | | (2.9) | (1.0) |
| Derivative financial instruments | 21 | – | (0.5) |
| Provisions | 23 | (2.2) | (0.5) |
| | | (105.9) | (95.2) |
| Net current assets | | 97.0 | 92.6 |
| Total assets less current liabilities | | 338.7 | 292.8 |
| Non-current liabilities | | | |
| Financial liabilities – borrowings | 20 | (98.0) | (59.5) |
| Lease liabilities | 19 | (22.7) | (14.1) |
| Deferred tax liabilities | 22 | (18.2) | (10.0) |
| Other non-current liabilities | 26 | (0.5) | (0.2) |
| Provisions | 23 | (1.2) | (1.1) |
| | | (140.6) | (84.9) |
| Net assets | | 198.1 | 207.9 |
| Financed by: | | | |
| Share capital | 25 | 9.0 | 8.9 |
| Share premium | | 47.6 | 47.6 |
| Retained earnings and other reserves | | 141.5 | 151.4 |
| Total equity | | 198.1 | 207.9 |

The financial statements of Norcros plc, registered number 3691883, on pages 157 to 199, were authorised for issue on 10 June 2026 and signed on behalf of the Board by:

THOMAS WILLCOCKS
Chief Executive Officer

JAMES EYRE
Chief Financial Officer

CONSOLIDATED CASH FLOW STATEMENT

53 weeks ended 5 April 2026

| | Notes | 2026 £m | 2025 £m |
|---|-------|------------|------------|
| Cash generated from operations | 27 | 42.9 | 28.3 |
| Income taxes paid | | (2.9) | (3.4) |
| Interest paid | | (7.7) | (6.4) |
| Net cash generated from operating activities | | 32.3 | 18.5 |
| Cash flows from investing activities | | | |
| Proceeds from sale of property | | 4.6 | 3.5 |
| Purchase of property, plant and equipment and intangible assets | | (6.8) | (6.9) |
| Acquisition of subsidiary undertakings net of cash acquired | | (1.9) | – |
| Net cash used in investing activities | | (4.1) | (3.4) |
| Cash flows from financing activities | | | |
| Purchase of treasury shares | | (1.7) | (0.1) |
| Costs of raising debt finance | | (1.1) | – |
| Principal element of lease payments | | (6.0) | (5.1) |
| Drawdown of borrowings | | 59.0 | 21.0 |
| Repayment of borrowings | | (20.0) | (30.0) |
| Repayment of subsidiary borrowings | | (39.8) | – |
| Dividends paid to the Company's shareholders | 28 | (9.5) | (9.2) |
| Net cash used in financing activities | | (19.1) | (23.4) |
| Net increase/(decrease) in cash and cash equivalents | | 9.1 | (8.3) |
| Cash and cash equivalents at the beginning of the year | | 22.7 | 30.8 |
| Exchange movements on cash and cash equivalents | | 0.4 | 0.2 |
| Cash and cash equivalents at the end of the year | | 32.2 | 22.7 |

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

53 weeks ended 5 April 2026

| | Ordinary share capital £m | Share premium £m | Treasury reserve £m | Hedging reserve £m | Translation reserve £m | Retained earnings £m | Total equity £m |
|---|------------------------------------|------------------------|---------------------------|--------------------------|------------------------------|----------------------------|-----------------------|
| At 1 April 2024 | 8.9 | 47.6 | 0.2 | (0.4) | (26.4) | 192.5 | 222.4 |
| Comprehensive income: | | | | | | | |
| Profit for the year | – | – | – | – | – | 3.5 | 3.5 |
| Other comprehensive expense: | | | | | | | |
| Actuarial loss on retirement benefit obligations | – | – | – | – | – | (8.9) | (8.9) |
| Fair value gain on cash flow hedges | – | – | – | 0.1 | – | – | 0.1 |
| Foreign currency translation adjustments | – | – | – | – | 0.3 | – | 0.3 |
| Total other comprehensive expense for the year | – | – | – | 0.1 | 0.3 | (8.9) | (8.5) |
| Transactions with owners: | | | | | | | |
| Purchase of treasury shares | – | – | (0.1) | – | – | – | (0.1) |
| Dividends paid | – | – | – | – | – | (9.2) | (9.2) |
| Settlement of share option schemes | – | – | 0.6 | – | – | (1.1) | (0.5) |
| Value of employee services | – | – | – | – | – | 0.3 | 0.3 |
| At 30 March 2025 | 8.9 | 47.6 | 0.7 | (0.3) | (26.1) | 177.1 | 207.9 |
| Comprehensive income: | | | | | | | |
| Profit for the year | – | – | – | – | – | 0.3 | 0.3 |
| Other comprehensive expense: | | | | | | | |
| Actuarial loss on retirement benefit obligations | – | – | – | – | – | (7.1) | (7.1) |
| Fair value gain on cash flow hedges | – | – | – | 1.6 | – | – | 1.6 |
| Foreign currency translation adjustments | – | – | – | – | 5.1 | – | 5.1 |
| Total other comprehensive expense for the year | – | – | – | 1.6 | 5.1 | (7.1) | (0.4) |
| Transactions with owners: | | | | | | | |
| Shares issued | 0.1 | – | – | – | – | – | 0.1 |
| Purchase of treasury shares | – | – | (1.7) | – | – | – | (1.7) |
| Dividends paid | – | – | – | – | – | (9.5) | (9.5) |
| Settlement of share option schemes | – | – | 0.5 | – | – | (0.4) | 0.1 |
| Value of employee services | – | – | – | – | – | 1.3 | 1.3 |
| At 5 April 2026 | 9.0 | 47.6 | (0.5) | 1.3 | (21.0) | 161.7 | 198.1 |

NOTES TO THE GROUP ACCOUNTS

53 weeks ended 5 April 2026

1. Group accounting policies

General information

Norcros plc (the Company), and its subsidiaries (together the Group), is a market-leading designer and supplier of high-quality bathroom and kitchen products in the UK, Europe and South African markets.

The Company is incorporated in the UK as a public company limited by shares and registered in England and Wales. The shares of the Company are listed in the Equity Shares in Commercial Companies market of listed securities. The address of its registered office is: Ladyfield House, Station Road, Wilmslow SK9 1BU, UK. The Company is domiciled in the UK.

Basis of preparation

The consolidated financial statements have been prepared under the historical cost convention, except for derivative financial instruments and contingent consideration, which are stated at their fair value. The Group consolidated statements have been prepared in accordance with UK-adopted International Accounting Standards.

The preparation of consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are detailed in the section on critical estimates on page 163. Although these estimates are based on management's best knowledge of amounts, events or actions, actual results may differ from expectations.

Accounting reference date

UK company law permits a company to draw up financial statements to a date seven days either side of its accounting reference date. For operational reasons, the Company has in the current financial year adopted an accounting period of 53 weeks and, as a result of this, the exact year-end date was 5 April 2026. All references to the financial year, therefore, relate to the 53 weeks commencing on 31 March 2025. In the previous year, the accounting period was 52 weeks, beginning on 1 April 2024 and ending on 30 March 2025. As a result, the amounts presented in the Consolidated Income Statement and certain related notes are not entirely comparable between periods.

The additional week in the current period increased reported revenue and profit relative to the prior year. Management estimates that the impact of the additional week was approximately £7.4m on revenue, and that it would be impractical to estimate the impact on underlying operating profit due to the variety of costs and divisions within the Group.

Going concern

In adopting the going concern basis for preparing the financial statements, the Directors have considered the Group's business activities, and the principal risks and uncertainties, including current macroeconomic factors, in the context of the current operating environment. The Group, in acknowledging its TCFD requirements, has also considered climate risks in the financial statements.

A going concern financial assessment was developed on a bottom-up basis by taking the output of the annual budgeting process built up by individual businesses and then subjected to review and challenge by the Board. The financial model was then stress tested by modelling the most extreme but plausible scenario, that being a global pandemic similar in nature to COVID-19. This has been based on the actual impact of the COVID-19 pandemic on the Group, which, at its peak, saw a revenue reduction of 25% on the prior year over a six-month period. The scenario also incorporates management actions the Group has at its disposal, including a number of cash conservation and cost reduction measures including capital expenditure reductions, dividend decreases and restructuring activities.

The Group continues to exhibit sufficient and prudent levels of liquidity headroom against our key banking financial covenants, being leverage and interest cover, during the 12-month period under assessment. During the year, the Group extended its banking facility which now expires in December 2029 with the option to extend a further year to 2030. Reverse stress testing has also been applied to the financial model, which represents a further decline in sales compared with the reasonable worst case. Such a scenario, and the sequence of events that could lead to it, is considered to be implausible and remote.

As a result of this detailed assessment, the Board has concluded that the Company is able to meet its obligations when they fall due for a period of at least 12 months from the date of this report. For this reason, the Company continues to adopt the going concern basis for preparing the Group financial statements. In forming this view, the Board has also concluded that no material uncertainty exists in its use of the going concern basis of preparation.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

1. Group accounting policies CONTINUED

Summary of material accounting policies and applicable accounting standards and interpretations issued but not yet adopted

The material accounting policies adopted in the preparation of the financial statements are set out as follows. These policies have been consistently applied to all periods presented.

At the date of authorisation of the financial statements, certain new accounting standards and amendments were in issue relating to the following standards and interpretations but not yet adopted by the Group:

- IFRS 18 "Presentation and Disclosure in Financial Statements" is effective for accounting periods beginning on or after 1 January 2027 and will replace IAS 1 "Presentation of Financial Statements". IFRS 18 sets out new presentation requirements for the Statement of Comprehensive Income, as well as more stringent and additional requirements on the aggregation, disaggregation and categorisation of income and expenses within the Statement of Comprehensive Income. Additionally, alternative performance measures included within the financial statements which meet the definition of Management-defined Performance Measures are required to be disclosed within the notes to the financial statements. IFRS 18 was endorsed by the UKEB on 10 December 2025.
- The impact assessment of IFRS 18, which will become effective in the consolidated Group financial statements from the year ending 31 March 2028, is in progress.

In addition, the following amendments were issued but not yet adopted:

- Amendments to IFRS 9 "Financial Instruments" and IFRS 7 "Financial Instruments: Disclosures", effective for periods beginning on or after 1 January 2026 – endorsed by the UKEB on 15 April 2025 and 23 July 2025. These are not expected to have a material impact on the financial statements.

Basis of consolidation

Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group 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 results of subsidiaries acquired or disposed of in the year are included in the consolidated financial statements from the date on which the Group has the ability to exercise control and are no longer consolidated from the date that control ceases. Costs related to the acquisition or disposal are not included in underlying operating profit.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring them into line with those used by the Group. All intra-Group transactions, balances, income and expenses are eliminated on consolidation.

On acquisition, the assets, liabilities and contingent liabilities of a subsidiary are measured at their fair value at the date of acquisition and, where necessary, the accounting policies of acquired subsidiaries are adjusted to bring them in line with those of the Group. Any excess of the consideration (excluding payments contingent on future employment) over the fair values of the identifiable net assets acquired is recognised as goodwill. Any discount on acquisition (a deficiency in the cost of acquisition below the fair values of the identifiable net assets acquired) is credited to the Income Statement in the period of acquisition. Payments that are contingent on future employment are charged to the Consolidated Income Statement. All acquisition costs are expensed as incurred.

Key sources of estimation uncertainty and critical judgements in applying the Group's accounting policies

The Group's accounting policies have been set by management and approved by the Audit and Risk Committee. The application of these accounting policies to specific scenarios requires estimates and judgements to be made concerning the future. Under IFRS, estimates or judgements are considered critical where they involve a significant risk that may cause a material adjustment to the carrying amounts of assets and liabilities from period to period. This may be because the estimate or judgement involves matters that are highly uncertain, or because different estimation methods or assumptions could reasonably have been used. Once identified, critical estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

1. Group accounting policies CONTINUED

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the Balance Sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are:

- retirement benefit obligations – accounting for retirement benefit schemes under IAS 19 (revised) requires an assessment of the future benefits payable in accordance with actuarial assumptions. The future inflation, discount rate and mortality assumptions applied in the calculation of scheme liabilities, which are set out in note 24, represent a key source of estimation uncertainty for the Group. A sensitivity analysis can also be found in this note.
- long-term growth and discount rates – as part of the Group's assessment of the carrying value of cash-generating units, the Group uses estimates of segmental long-term growth rates based on macroeconomic projections for the geographies in which the unit operates. Discount rates for each segment are estimated based upon the risk-free rate for government bonds adjusted for a risk premium to reflect the increased risk of investing in equities and investing in the Group's specific sectors and regions, and are disclosed in note 11 alongside sensitivity considerations.

Critical judgements in applying the Group's accounting policies

In the process of applying the Group's accounting policies, the Directors have made the following judgements that have the most significant effect on the amounts recognised in the financial statements (apart from those involving estimations, which are dealt with above) and have been identified as being particularly complex or involve subjective assessments:

- defined benefit pension scheme surplus – management has concluded that the Group has an unconditional right to a refund from the UK defined benefit pension scheme once the liabilities have been discharged and that the trustees of the scheme do not have the unilateral right to wind up the scheme. Therefore, the asset is not restricted. See note 24 for further details of the scheme; and
- customer rebate, incentive and promotional support accruals – a number of the Group's customers are offered rebates, incentives and promotional support in order to encourage trade and cement strong relationships. Accounting for such arrangements involves judgement as agreement periods typically run for a number of months or years, and may involve assumptions around volumes of product purchased or sold into the future (for example: when the assessment period is not concurrent with the Group's financial year). However, where applicable, accrual calculations are underpinned by signed contracts and there has historically been a strong correlation between the amounts accrued in respect of a particular period and the amounts subsequently paid.

Revenue recognition

The Group derives revenue predominantly from the sale of goods to customers. Revenue from the sale of goods is recognised when control of the goods has been transferred to the buyer. Control transfers when the customer has the ability to direct the use of and substantially obtain all of the benefits of the goods. This is generally on receipt of goods by the customer.

The Group also derives revenue from services provided alongside the supply of goods, mainly installation services. This revenue is recognised over time and calculated using the "output method" by reference to regular surveys of the work performed, as this delivers the most accurate recognition given the nature of the goods and services provided. This is an immaterial revenue stream.

Revenue is measured at the fair value of the consideration received or receivable. Revenue represents the amounts receivable for goods supplied or services provided, stated net of discounts, returns, rebates and value-added taxes. Accumulated experience is used to estimate and provide for rebates, discounts and expected returns using the expected value method, and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. An accrual is made at each Balance Sheet date (included within accruals and deferred income) as a deduction from revenue to reflect management's best estimate of amounts to be paid in respect of arrangements in place with customers regarding rebates, discounts and expected returns.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

1. Group accounting policies CONTINUED

Segmental reporting

The Group operates in two main geographical areas: Europe and South Africa. All inter-segment transactions are made on an arm's-length basis. The chief operating decision maker (being the Board) assesses performance and allocates resources based on geography and, accordingly, segments have been determined on this basis. Corporate costs are allocated to segments on the basis of external turnover.

Goodwill

Goodwill is recognised as an asset and reviewed for impairment at least annually or whenever there is an indicator of impairment. Goodwill is carried at cost less amortisation charged prior to the Group's transition to IFRS less accumulated impairment losses. Any impairment is recognised in the period in which it is identified and is never reversed.

Intangible assets

Acquired intangible assets comprise customer relationships, brands, trade names and patents recognised as separately identifiable assets on acquisition, as well as product certification costs and development costs that meet the criteria for capitalisation (as explained below in the accounting policy for research and development costs). They are valued at cost less accumulated amortisation, with amortisation being charged on a straight-line basis.

The estimated useful lives of Group assets are as follows:

| | |
|--------------------------------|------------|
| Customer relationships | 8–15 years |
| Brands, trade name and patents | 8–15 years |
| Development costs | 5 years |
| Product certification costs | 5 years |

Impairment of long-life assets

Property, plant and equipment assets, intangible assets, and right-of-use assets are reviewed on an annual basis to determine whether events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated as either the higher of the asset's net selling price or value-in-use; the resultant impairment (the amount by which the carrying amount of the asset exceeds its recoverable amount) is recognised as a charge in the Income Statement.

The value-in-use is calculated as the present value of the estimated future cash flows expected to result from the use of assets and their eventual disposal proceeds. In order to calculate the present value of estimated future cash flows, the Group uses an appropriate discount rate adjusted for any associated risk. Estimated future cash flows used in the impairment calculation represent management's best view of likely future market conditions and current decisions on the use of each asset or asset group.

Property, plant and equipment

Property, plant and equipment is initially measured at cost. Cost comprises the purchase price (after deducting trade discounts and rebates) and any directly attributable costs. Property, plant and equipment is stated at cost less accumulated depreciation and any provision for impairment in value. Impairment charges are recognised in the Income Statement when the carrying amount of an asset is greater than the estimated recoverable amount, calculated with reference to future discounted cash flows that the assets are expected to generate when considered as part of an income-generating unit. Land is not depreciated. Depreciation on other assets is provided on a straight-line basis to write down assets to their residual value evenly over the estimated useful lives of the assets from the date of acquisition by the Group.

The estimated useful lives of Group assets are as follows:

| | |
|---------------------|-------------|
| Buildings | 25–50 years |
| Plant and equipment | 3–15 years |

The assets' residual values and useful lives are reviewed and adjusted if appropriate at each Balance Sheet date.

Assets held for sale are measured at the lower of carrying value (cost less accumulated depreciation) and fair value less costs to sell. The Group classified assets as held for sale when there is a commitment to a plan to sell the asset and it is probable that a sale will take place in the following year.

1. Group accounting policies CONTINUED

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost comprises direct materials and, where applicable, labour and overheads that have been incurred in bringing the inventories to their present location and condition. The Group measures cost on either a first in, first out or a standard cost basis depending on the level of manufacturing in the relevant business. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses. Provisions are made for slow-moving and obsolete items.

Taxation

Current tax, which comprises UK and overseas corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

Deferred tax is the tax expected to be payable or recoverable on the difference between the carrying amounts of assets and liabilities in the Balance Sheet and the corresponding tax bases used in the computation of taxable profits and is accounted for using the Balance Sheet liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which deductible temporary differences can be utilised.

Deferred tax is calculated at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised and is charged in the Income Statement, except where it relates to items charged or credited to equity via the Statement of Comprehensive Income, when the deferred tax is also dealt with in equity and is shown in the Statement of Comprehensive Income.

Deferred tax charges/credits in relation to fair value movements of derivative contracts and actuarial movements in pension scheme assets and liabilities are charged/credited directly to the Statement of Other Comprehensive Income.

Provisions

Warranty provisions – provision is made for the estimated liability on products under warranty. Liability is recognised upon the sale of a product and is estimated using historical data.

Restructuring provisions – provision is made for costs of restructuring activities to be carried out by the Group when the Group is demonstrably committed to incurring the cost in a future period and the cost can be reliably measured.

Legal provision – provision is made for the estimated costs committed to at the year end to bring the case to a conclusion.

Provisions are measured at the best estimate of the amount to be spent and discounted where material.

Employee benefits

The Group operates various post-employment schemes, including both defined benefit and defined contribution pension plans and post-employment medical plans.

(a) Pension obligations

A defined contribution plan is a pension plan under which the Group pays fixed contributions to a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The surplus recognised in the Consolidated Balance Sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation. Surpluses are only recognised to the extent that they are recoverable.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise, net of the related deferred tax.

Past service costs are recognised immediately in income.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

1. Group accounting policies CONTINUED

For defined contribution plans, the Group pays contributions to publicly- or privately-administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as an employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(b) Other post-employment obligations

Some Group companies provide post-retirement healthcare benefits to their retirees. The entitlement to these benefits is usually conditional on the employee remaining in service up to retirement age and the completion of a minimum service period. The expected costs of these benefits are accrued over the period of employment using the same accounting methodology as used for defined benefit pension plans. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. These obligations are valued annually by independent qualified actuaries.

(c) Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring that is within the scope of IAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(d) Profit sharing and bonus plans

The Group recognises a liability and an expense for bonuses and profit sharing, based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Exceptional items

Exceptional items are disclosed separately in accordance with the requirements of IAS 1 'Presentation of financial statements'. They include profits and losses on disposal of non-current assets outside the normal course of business, restructuring costs and large or significant one-off items which, in management's judgement, need to be disclosed to enable the user to obtain a proper understanding of the Group's financial performance.

IAS 19R administrative expenses

The administrative expenses incurred by the Trustee in connection with managing the Group's pension schemes are recognised in the Consolidated Income Statement. These costs are excluded from underlying operating profit as they do not relate to the performance of the business.

Acquisition and disposal related costs

Acquisition and disposal related costs include deferred remuneration, amortisation of intangibles arising on business combinations, profits or losses on disposal and professional advisory fees. These costs are excluded from underlying operating profit as they are non-recurring in nature or outside of the normal course of business.

Financial assets and liabilities

Borrowings

The Group measures all borrowings initially at fair value. This is taken to be the fair value of the consideration received. Transaction costs (any such costs that are incremental and directly attributable to the issue of the financial instrument) are included in the calculation of the effective interest rate and are, in effect, amortised through the Income Statement over the duration of the borrowing. Borrowings are therefore subsequently measured at amortised cost.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the Balance Sheet date.

1. Group accounting policies CONTINUED

Derivative financial instruments

The Group's activities expose it primarily to the financial risks of changes in foreign exchange rates and to fluctuations in interest rates. The Group uses derivative financial instruments (solely foreign currency forward contracts) to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions.

The Group documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items. The Group designates net positions and hedge documentation is prepared in accordance with IFRS 9.

The use of financial derivatives is governed by the Group's policies approved by the Board of Directors, which provide written principles in the use of financial derivatives consistent with the Group's risk management strategy. The Group does not use derivative financial instruments for speculative purposes.

Derivative financial instruments are initially measured at fair value at the contract date and are re-measured to fair value at subsequent reporting dates. Changes in the fair value of derivative financial instruments that are designated and effective as hedges of future cash flows are recognised directly in other comprehensive income, and any ineffective portion is recognised immediately in the Income Statement.

Cash and cash equivalents

Cash and cash equivalents in the Cash Flow Statement include cash in hand and deposits held at call with banks. Cash and cash equivalents are offset against borrowings only when there is a legally enforceable right to do so and there is a clear intention to undertake settlement of such borrowings held with the same counterparty within a short timeframe after the year end.

Trade receivables

Trade receivables are amounts due from customers for goods sold in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets; otherwise, they are presented as non-current assets. Trade receivables are recognised initially at the amount of consideration that is unconditional.

The Group holds the trade receivables with the objective of collecting the contractual cash flows, and so it measures them subsequently at amortised cost using the effective interest method, less appropriate allowances for estimated credit losses (provision for impairment). The Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. To measure the expected credit losses, trade receivables are grouped based on shared credit-risk characteristics and the length of time overdue. An estimate is made of the expected credit loss based on the Group's past history, existing market conditions and forward-looking estimates at the end of each reporting period. The maximum exposure at the end of the reporting period is the carrying amount of these receivables.

Trade payables

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Fair value estimation

The fair value of forward foreign exchange contracts is determined using quoted forward exchange rates at the Balance Sheet date. The Group determines the fair value of its remaining financial instruments through the use of estimated discounted cash flows.

The carrying values less impairment provision of trade receivables and payables are assumed to approximate to their fair values due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

1. Group accounting policies CONTINUED

Research and development

Expenditure on research is charged against profits for the year in which it is incurred. Development costs are capitalised once the technical feasibility of a project has been established and a business plan, which demonstrates how the project will generate future economic benefits, has been approved. Development costs are amortised on a straight-line basis over their expected useful lives from the point at which the asset is capable of operating in the manner intended by management.

Dividend distribution

Dividend distributions to the Company's shareholders are recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders, or when paid if earlier.

Foreign currency transactions

Functional currency

Items included in the financial statements of each entity in the Group are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to that entity (the functional currency). The consolidated financial statements are presented in Sterling, which is the functional and presentational currency of the parent entity.

Transactions and balances

Monetary assets and liabilities expressed in currencies other than the functional currency are translated at rates applicable at the year end and trading results of overseas subsidiaries at average rates for the year. Exchange gains and losses of a trading nature are dealt with in arriving at operating profit.

Translation of overseas net assets

Exchange gains and losses arising on the retranslation of foreign operations and results are taken directly to other comprehensive income.

Share capital

Issued share capital is recorded in the Balance Sheet at nominal value with any premium at the date of issue being credited to the share premium account.

Treasury shares

The cost of the purchase of own shares is taken directly to reserves and is included in the treasury reserve.

Hedging reserve

The hedging reserve represents the accumulated movements in the Group's derivative financial instruments that have been designated as hedging instruments. Amounts are transferred in and out of the reserve on the revaluation, or realisation, of identified hedging instruments.

Share-based payments

The Group operates a number of equity-settled, share-based compensation plans. The fair value of the employee services received in exchange for the grant of options is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted, excluding the impact of any non-market vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. At each Balance Sheet date, the Company revises its estimates of the number of options that are expected to vest. It recognises the impact of the revision to original estimates, if any, in the Income Statement, with a corresponding adjustment to equity.

Share-based payments are settled through the Norcros Group Employee Benefit Trust, which holds shares in Norcros Group plc that have either been purchased on the market or issued by the Company and satisfies awards made under various employee incentive schemes. The shareholding of the Group Employee Benefit Trust is consolidated within the consolidated accounts of the Group.

1. Group accounting policies CONTINUED

Leases

Recognition

At the date of commencement, the Group assesses whether a contract is or contains a lease by judging whether the contract is in relation to a specified asset and to what extent the Group obtains substantially all the economic benefits from, and has the right to direct the use of, that asset.

The Group recognises a right-of-use (ROU) asset and a lease liability at the commencement of the lease.

Short-term and low-value assets

The Group has elected not to recognise ROU assets and lease liabilities for leases where the total lease term is less than or equal to 12 months, or for leases of assets with a value less than £5,000. The payments for such leases are recognised within cost of sales or administrative expenses on a straight-line basis over the lease term and presented within cash generated from operations in the Cash Flow Statement.

Non-lease components

Fees for components such as property taxes, maintenance, repairs and other services, which are either variable or transfer benefits separate to the Group's right to use the asset, are separated from lease components based on their relative stand-alone selling price. These components are expensed in the Income Statement as incurred.

Lease liabilities

Lease liabilities are initially measured at the present value of future lease payments at the commencement date. Lease payments are discounted using the interest rate implicit in the lease, or where this cannot be readily determined, the lessee's incremental borrowing rate. Lease payments include the following payments due within the non-cancellable term of the lease, as well as the term of any extension options where these are considered reasonably certain to be exercised:

- fixed payments;
- variable payments that depend on an index or rate; and
- the exercise price of purchase or termination options if it is considered reasonably certain these will be exercised.

Subsequent to the commencement date, the lease liability is measured at the initial value, plus an interest charge determined using the incremental borrowing rate, less lease payments already made, such as deposits. The interest expense is recorded in finance costs in the Income Statement. The liability is re-measured when future lease payments change, when the exercise of extension or termination options becomes reasonably certain, or when the lease is modified.

Payments for the principal element of recognised lease liabilities are presented within cash flows (used in)/generated from financing activities in the Cash Flow Statement. The interest element is recognised in net cash generated from operations.

Right-of-use assets

The ROU asset is initially measured at cost, being the value of the lease liability, plus the value of any lease payments made at or before the commencement date, initial direct costs and the cost of any restoration obligations, less any incentives received. The ROU asset is subsequently measured at cost less accumulated depreciation and impairment losses. The ROU asset is adjusted for any re-measurement of the lease liability. The ROU asset is subject to testing for impairment where there are any impairment indicators.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

2. Segmental reporting

The Group operates in two main geographical areas: Europe and South Africa. The UK&I segment has been renamed Europe following the acquisition of Fibo and the expansion of the Group's European operations. The prior year numbers have not been restated. All inter-segment transactions are made on an arm's-length basis. The chief operating decision maker (being the Board) assesses performance and allocates resources based on geography and accordingly segments have been determined on this basis. Corporate costs are allocated to segments on the basis of external turnover. Finance income and costs are not split between the segments.

53 weeks ended 5 April 2026*

| | Europe £m | South Africa £m | Group £m |
|--|--------------|--------------------|--------------|
| Revenue | 291.6 | 101.8 | 393.4 |
| Underlying operating profit | 44.4 | 3.6 | 48.0 |
| IAS 19R administrative expenses | (2.0) | (0.8) | (2.8) |
| Acquisition and disposal related costs | (11.3) | (1.8) | (13.1) |
| Exceptional operating items | (4.0) | (5.9) | (9.9) |
| Operating profit | 27.1 | (4.9) | 22.2 |
| Finance costs (net) | | | (7.3) |
| Profit before taxation | | | 14.9 |
| Taxation | | | (4.7) |
| Profit for the year from continuing operations | | | 10.2 |
| Net debt excluding lease liabilities | | | (65.8) |
| Segmental assets | 365.0 | 79.6 | 444.6 |
| Segmental liabilities | (214.8) | (31.7) | (246.5) |
| Additions to goodwill | 2.3 | – | 2.3 |
| Additions to tangible, intangibles and right-of use assets | 7.1 | 4.6 | 11.7 |
| Depreciation and amortisation | 14.7 | 4.0 | 18.7 |

52 weeks ended 30 March 2025*

| | Europe £m | South Africa £m | Group £m |
|--|--------------|--------------------|-------------|
| Revenue | 256.4 | 99.4 | 355.8 |
| Underlying operating profit | 39.8 | 4.7 | 44.5 |
| IAS 19R administrative expenses | (1.8) | – | (1.8) |
| Acquisition and disposal related costs | (25.2) | (0.2) | (25.4) |
| Exceptional operating items | (6.2) | (1.5) | (7.7) |
| Operating profit | 6.6 | 3.0 | 9.6 |
| Finance costs (net) | | | (6.3) |
| Profit before taxation | | | 3.3 |
| Taxation | | | 1.1 |
| Profit for the year from continuing operations | | | 4.4 |
| Net debt excluding lease liabilities | | | (36.8) |
| Segmental assets | 302.8 | 85.2 | 388.0 |
| Segmental liabilities | (153.9) | (26.2) | (180.1) |
| Additions to tangible, intangibles and right-of-use assets | 6.2 | 4.5 | 10.7 |
| Depreciation and amortisation | 11.5 | 4.0 | 15.5 |

* The prior period Income Statement comparatives have been restated where required to reflect discontinued operations. The current period Income Statement already excludes discontinued operations. In both instances, only the Income Statement has been restated for discontinued operations. Accordingly, the difference between the depreciation disclosed above and that presented in the property, plant and equipment and right-of-use asset notes relates to discontinued operations.

Segmental assets include non-current assets relating to goodwill, intangible assets, property, plant and equipment and right-of-use assets. Within Europe there are £217.1m of such non-current assets located in the country of domicile, being the UK. For South Africa, there are £20.4m of such non-current assets.

2. Segmental reporting CONTINUED

The split of revenue by geographical destination of the customer is below:

| | 2026 £m | 2025* £m |
|----------------|--------------|--------------|
| UK | 235.2 | 224.1 |
| Africa | 102.8 | 100.5 |
| Rest of Europe | 49.6 | 23.2 |
| Rest of World | 5.8 | 8.0 |
| | 393.4 | 355.8 |

* The prior period comparatives have been restated where required to reflect discontinued operations.

No one customer had revenue over 10% of total Group revenue (2025: none). The Group's operating segments are based on geographical areas, reflecting how the chief operating decision maker monitors performance and allocates resources. Each reportable segment derives its revenue from the manufacture and distribution of bathroom and kitchen products within its respective market.

Reported revenue within the South African segment contains £3.2m (2025: £3.7m) of revenue from services performed that have been recognised over time, and within the UK segment contains £0.2m (2025: £0.2m) of extended warranty revenue that has been recognised over time.

3. Operating profit

Operating profit is derived after deducting cost of sales of £210.9m (2025: £198.3m), distribution costs of £34.1m (2025: £29.7m) and administrative expenses, inclusive of exceptional and acquisition and disposal related costs, of £126.2m (2025: £118.2m).

The following items have been included in arriving at operating profit:

| | 2026 £m | 2025* £m |
|--|------------|-------------|
| Staff costs (see note 4) | 76.1 | 71.1 |
| Depreciation of property, plant and equipment (all owned assets) | 4.5 | 3.5 |
| Amortisation of intangible assets | 8.6 | 6.9 |
| Depreciation of right-of-use assets | 5.6 | 5.2 |
| Operating lease rentals payable for short-term and low-value leases: | | |
| – plant and machinery | 0.5 | 1.2 |
| – other | 1.5 | 1.0 |
| Research and development expenditure after capitalisation | 4.0 | 5.7 |

* The prior period Income Statement comparatives have been restated where required to reflect discontinued operations. The current period Income Statement already excludes discontinued operations. In both instances, only the Income Statement has been restated for discontinued operations. Accordingly, the difference between the depreciation disclosed above and that presented in the property, plant and equipment and right-of-use asset notes relates to discontinued operations.

All items relate to continuing operations. Please see note 5 for further details of acquisition and disposal related costs and exceptional operating items.

Auditor's remuneration

During the year, the Group (including its overseas subsidiaries) obtained the following services from the Company's auditor and its associates:

| | 2026 £m | 2025 £m |
|---|------------|------------|
| Audit of the Parent Company and consolidated financial statements | 0.3 | 0.3 |
| Audit of the Company's subsidiaries | 0.5 | 0.5 |
| | 0.8 | 0.8 |

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

4. Employees

| | 2026 £m | 2025* £m |
|--|-------------|-------------|
| Staff costs including Directors' remuneration: | | |
| – wages and salaries | 65.1 | 62.7 |
| – social security costs | 5.6 | 4.3 |
| – share-based payments (see note 10) | 1.5 | 0.3 |
| Pension costs: | | |
| – defined contribution (see note 24) | 3.9 | 3.8 |
| Total staff costs | 76.1 | 71.1 |

| | 2026 Number | 2025* Number |
|-----------------------------------|----------------|-----------------|
| Average monthly numbers employed: | | |
| – UK | 961 | 885 |
| – overseas | 1,084 | 1,118 |
| | 2,045 | 2,003 |

* The prior period comparatives have not been restated to reflect discontinued operations in recognition of Company Law requirements which doesn't recognise a difference.

Full details of Directors' remuneration can be found in the Remuneration Report on pages 114 to 139.

5. Acquisition and disposal related costs and exceptional operating items

An analysis of acquisition disposal related costs and exceptional operating items is shown below:

| | 2026 £m | 2025 £m |
|--|-------------|-------------|
| Acquisition and disposal related costs | | |
| Intangible asset amortisation ¹ | 7.8 | 6.5 |
| Advisory fees ² | 3.9 | 1.1 |
| Johnson Tiles UK loss on disposal and associated property costs ³ | – | 22.2 |
| Deferred contingent consideration ⁴ | – | (3.0) |
| Deferred remuneration ⁵ | 1.4 | (1.4) |
| | 13.1 | 25.4 |

¹ Non-cash amortisation charges in respect of acquired intangible assets. Note the difference to note 12 (being amortisation on customer relationships and brand, trade names and patents) relates to existing intangibles already within Fibo at the point of acquisition.

² Professional advisory fees incurred in connection with the Group's business combination activities.

³ On 19 May 2024, the trade and assets of the Johnson Tiles UK division were sold to Johnson Tiles Ltd, a new company incorporated and run by the former divisional management team. The sale completed at a consideration lower than the carrying value of the assets of the business and as a result the Group incurred a loss on disposal of £22.2m at prior year end.

⁴ Relates to the release of the deferred contingent consideration arising on the acquisition of Grant Westfield.

⁵ In accordance with IFRS 3, deferred remuneration from acquisition arrangements has been expensed to the Income Statement as incurred, relating entirely to the Fibo acquisition. In the prior year, previously held accrued deferred remuneration was released.

| | 2026 £m | 2025 £m |
|--|------------|------------|
| Exceptional operating items | | |
| Restructuring costs ¹ | 1.9 | 4.6 |
| Investment property costs ² | 0.2 | – |
| Costs in relation to new Enterprise Resource Planning systems ³ | 1.0 | 2.0 |
| Impairment ⁴ | 7.2 | – |
| Legal case ⁵ | (0.4) | 1.1 |
| | 9.9 | 7.7 |

¹ In the current year, restructuring costs predominantly relate to a restructuring programme implemented to combine our MERLYN and VADO businesses. The prior year restructuring costs predominantly related to the consolidation of warehousing and distribution costs at Grant Westfield.

² In the year, the Group sold the remaining Johnson Tiles UK site for £5.5m of which £1.0m is deferred. The site had a book value of £3.7m at the date of sale, and the profit on disposal had been offset by site remediation, consultancy and landlord costs.

³ Costs incurred in relation to the implementation of new Enterprise Resource Planning systems.

⁴ Impairment arising in the year predominantly relates to the impairment of goodwill at Tile Africa and House of Plumbing.

⁵ Costs incurred offset by gains in the year in relation to a legal case which positively concluded in the year.

6. Finance costs

| | 2026 £m | 2025 £m |
|---|------------|------------|
| Interest payable on bank borrowings | 5.3 | 5.0 |
| Interest on lease liabilities | 1.8 | 1.7 |
| Amortisation of costs of raising debt finance | 0.6 | 0.4 |
| Finance costs | 7.7 | 7.1 |

7. Taxation

Taxation comprises:

| | 2026 £m | 2025 £m |
|---|--------------|--------------|
| Current | | |
| UK taxation | 0.6 | (0.6) |
| Overseas taxation | 1.9 | 2.8 |
| Prior year adjustment | (0.2) | (1.3) |
| Total current taxation | 2.3 | 0.9 |
| Deferred | | |
| Origination and reversal of temporary differences | (1.5) | (3.1) |
| Prior year adjustment | 0.3 | 0.7 |
| Total deferred taxation | (1.2) | (2.4) |
| Tax charge/(credit) from continuing operations | 4.7 | (1.1) |
| Tax credit from discontinued operations | (3.6) | (0.4) |
| Total tax charge/(credit) | 1.1 | (1.5) |

The tax charge for the year comprises taxation on continuing operations and taxation attributable to discontinued operations. In accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations, the results of discontinued operations are presented net of tax on the face of the Group Income Statement.

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits of the consolidated entities as follows:

| | 2026 £m | 2025 £m |
|---|-------------|--------------|
| Profit before taxation from continuing operations | 14.9 | 3.3 |
| Loss before taxation from discontinued operations | (13.5) | (1.3) |
| Profit before tax | 1.4 | 2.0 |
| Tax calculated at domestic tax rates applicable to profits and losses in the respective countries | (1.4) | (0.9) |
| Tax effects of: | | |
| – adjustments in respect of prior years | 0.1 | (0.6) |
| – non-taxable income | – | (1.1) |
| – expenses not deductible for tax purposes | 2.9 | 1.1 |
| – additional tax reliefs | (0.9) | – |
| – movements in deferred tax assets not previously recognised | 0.4 | – |
| Total tax charge/(credit) | 1.1 | (1.5) |

The weighted average applicable tax rate was (97.1%) (2025: (45.0%)); the movement relates to the weighting of corporation tax losses in relation to the SA result relative to the profits made in Ireland. The standard rate of corporation tax in the UK is 25% (2025: 25%), in South Africa 27% (2025: 27%), in Norway 22% (2025: 22%) and in Ireland 12.5% (2025: 12.5%). The Group's effective underlying tax rate for the year was 21.1% (2025: 20.4%, restated for discontinued operations).

Taxation on items taken directly to other comprehensive income were a deferred tax credit of £2.3m in relation to pensions (see note 24).

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

8. Alternative performance measures

The Group makes use of a number of alternative performance measures to assess business performance and provide additional useful information to shareholders. Such alternative performance measures should not be viewed as a replacement of, or superior to, those defined by Generally Accepted Accounting Principles (GAAP). Definitions of alternative performance measures used by the Group and, where relevant, reconciliations from GAAP-defined reporting measures to the Group's alternative performance measures are provided below.

The alternative performance measures used by the Group are:

| Measure | Definition |
|--|--|
| Underlying operating profit | Operating profit before IAS 19R administrative expenses, acquisition and disposal related costs and exceptional operating items. |
| Underlying profit before taxation | Profit before taxation before IAS 19R administrative expenses, acquisition and disposal related costs, exceptional operating items, amortisation of costs of raising finance, discounting of deferred contingent consideration, discounting of property lease provisions and finance income relating to pension schemes. |
| Underlying taxation | The Group's effective underlying tax rate applied to underlying profit before tax. |
| Underlying earnings | Underlying profit before tax less underlying taxation. |
| Underlying capital employed | Capital employed on a pre-IFRS 16 basis adjusted for business combinations, where relevant, to reflect the net assets in both the opening and closing capital employed balances, and the average impact of exchange rate movements. |
| Underlying operating margin | Underlying operating profit expressed as a percentage of revenue. |
| Underlying return on capital employed (ROCE) | Underlying operating profit on a pre-IFRS 16 basis expressed as a percentage of the average of opening and closing underlying capital employed. |
| Basic underlying earnings per share | Underlying earnings divided by the weighted average number of shares for basic earnings per share. |
| Diluted underlying earnings per share | Underlying earnings divided by the weighted average number of shares for diluted earnings per share. |
| Underlying EBITDA | Underlying EBITDA is derived from underlying operating profit before depreciation and amortisation excluding the impact of IFRS 16 in line with our banking covenants. |
| Underlying operating cash flow | Cash generated from continuing operations before cash outflows from exceptional items and acquisition and disposal related costs and pension fund deficit recovery contributions. |
| Underlying net debt | Underlying net debt is the net of cash, capitalised costs of raising finance and total borrowings. IFRS 16 lease commitments are not included in line with our banking covenants. |
| Pro-forma underlying EBITDA | An annualised underlying EBITDA figure used for the purpose of calculating banking covenant ratios. |
| Pro-forma leverage | Net debt expressed as a ratio of pro-forma underlying EBITDA. |
| Revenue on a constant currency like-for-like basis | Revenue on a constant currency like-for-like basis is the underlying revenue growth by comparing sales to the prior period after removing the impact of exchange rate movements and adjusting for non-comparable items such as acquisitions, disposals or other portfolio changes. |

8. Alternative performance measures CONTINUED

Reconciliations from GAAP-defined reporting measures to the Group's alternative performance measures

Consolidated Income Statement

(A) UNDERLYING PROFIT BEFORE TAXATION AND UNDERLYING EARNINGS

| | 2026 £m | 2025* £m |
|--|-------------|-------------|
| Profit before taxation | 14.9 | 3.3 |
| Adjusted for: | | |
| – IAS 19R administrative expenses | 2.8 | 1.8 |
| – IAS 19R finance income | (0.4) | (0.8) |
| – acquisition and disposal related costs (see note 5) | 13.1 | 25.4 |
| – exceptional operating items (see note 5) | 9.9 | 7.7 |
| – amortisation of costs of raising finance | 0.6 | 0.4 |
| Underlying profit before taxation | 40.9 | 37.8 |
| Taxation attributable to underlying profit before taxation | (8.6) | (7.7) |
| Underlying earnings | 32.3 | 30.1 |

* The prior period comparatives have been restated where required to reflect discontinued operations.

(B) UNDERLYING OPERATING PROFIT AND EBITDA (PRE-IFRS 16)

| | 2026* £m | 2025* £m |
|--|-------------|-------------|
| Operating profit | 22.2 | 9.6 |
| Adjusted for: | | |
| – IAS 19R administrative expenses | 2.8 | 1.8 |
| – acquisition and disposal related costs (see note 5) | 13.1 | 25.4 |
| – exceptional operating items (see note 5) | 9.9 | 7.7 |
| Underlying operating profit | 48.0 | 44.5 |
| Adjusted for: | | |
| – depreciation and amortisation (owned assets) | 5.0 | 3.9 |
| – depreciation and loss on disposal of leased assets (see note 14) | 5.8 | 5.2 |
| – lease costs (see note 19) | (7.8) | (6.7) |
| Underlying EBITDA (pre-IFRS 16) | 51.0 | 46.9 |

* The prior period comparatives have been restated where required to reflect discontinued operations. The underlying EBITDA (pre-IFRS 16) used for cash conversion measures includes the impact of Discontinued Operations (Johnson Tiles SA) reflecting the fact that cash conversion is a balance sheet measure; the impact is £1.5m includes performance and depreciation, and results in an underlying EBITDA (pre-IFRS 16) of £49.5m.

Consolidated Cash Flow Statement

(A) UNDERLYING OPERATING CASH FLOW

| | 2026 £m | 2025 £m |
|--|-------------|-------------|
| Cash generated from operations (see note 27) | 42.9 | 28.3 |
| Adjusted for: | | |
| – cash flows from exceptional items and acquisition and disposal related costs (see note 27) | 9.4 | 7.5 |
| – pension fund deficit recovery contributions (see note 24) | 5.3 | 3.1 |
| Underlying operating cash flow | 57.6 | 38.9 |

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

8. Alternative performance measures CONTINUED

Consolidated Balance Sheet

(A) UNDERLYING CAPITAL EMPLOYED AND UNDERLYING RETURN ON CAPITAL EMPLOYED

| | 2026 £m | 2025 £m |
|--|--------------|--------------|
| Net assets | 198.1 | 207.9 |
| Adjusted for: | | |
| – pension scheme asset (net of associated tax) | (0.3) | (5.1) |
| – right-of-use assets (IFRS 16) | (26.9) | (16.7) |
| – lease liabilities (IFRS 16) | 30.9 | 20.6 |
| – cash and cash equivalents | (32.2) | (22.7) |
| – financial liabilities – borrowings | 98.0 | 59.5 |
| | 267.6 | 243.5 |
| Foreign exchange adjustment | (0.2) | 1.5 |
| Adjustment for acquisitions and disposals | (50.0) | (15.3) |
| Underlying capital employed | 217.4 | 229.7 |
| Average underlying capital employed | 230.5 | 240.6 |
| Underlying operating profit (pre-IFRS 16) | 46.0 | 41.6 |
| Underlying return on capital employed* | 20.0% | 17.3% |

* The prior period comparatives have been restated where required to reflect discontinued operations. Only the Income Statement has been restated for discontinued operations.

Items are excluded from alternative performance measures in order to align with the way the Group assesses business performance.

Underlying operating profit (pre-IFRS 16) of £46.0m (2025: £41.6m) is calculated by adjusting underlying operating profit of £48.0m (2025: £43.2m including Johnson Tiles SA) for the add-back of lease costs of £7.8m (2025: £6.7m including Johnson Tiles SA) and the deduction of depreciation and loss on disposal of leased assets of £5.8m (2025: £5.2m).

9. Earnings per share

Basic EPS is calculated by dividing the profit attributable to shareholders by the weighted average number of ordinary shares in issue during the year, excluding those held in the Norcros Employee Benefit Trust.

For diluted EPS, the weighted average number of ordinary shares in issue is adjusted to assume conversion of all potential dilutive ordinary shares. At 5 April 2026, the potential dilutive ordinary shares amounted to 1,101,720 (2025: 513,488) as calculated in accordance with IAS 33.

The calculation of EPS is based on the following profits and numbers of shares:

| | 2026 £m | 2025* £m |
|--|------------|-------------|
| Profit for the year from continuing operations | 10.2 | 4.4 |
| Loss for the year from discontinued operations | (9.9) | (0.9) |
| Profit for the year | 0.3 | 3.5 |

* The prior period comparatives have been restated where required to reflect discontinued operations.

9. Earnings per share CONTINUED

| | 2026 Number | 2025 Number |
|--|----------------|----------------|
| Weighted average number of shares for basic earnings per share | 89,012,734 | 89,497,030 |
| Share options | 1,101,720 | 513,488 |
| Weighted average number of shares for diluted earnings per share | 90,114,454 | 90,010,518 |

| | 2026 | 2025* |
|------------------------------|---------|--------|
| Basic earnings per share: | | |
| From continuing operations | 11.4p | 4.9p |
| From discontinued operations | (11.1p) | (1.0p) |
| From profit for the year | 0.3p | 3.9p |
| Diluted earnings per share: | | |
| From continuing operations | 11.3p | 4.9p |
| From discontinued operations | (11.0p) | (1.0p) |
| From profit for the year | 0.3p | 3.9p |

* The prior period comparatives have been restated where required to reflect discontinued operations.

Basic and diluted underlying earnings per share

Basic and diluted underlying earnings per share have also been provided, which reflects underlying earnings from continuing operations divided by the weighted average number of shares set out above.

| | 2026 £m | 2025* £m |
|---|-------------|-------------|
| Underlying earnings (see note 8) | 32.3 | 30.1 |

| | 2026 | 2025 |
|---------------------------------------|-------|-------|
| Basic underlying earnings per share | 36.3p | 33.6p |
| Diluted underlying earnings per share | 35.8p | 33.4p |

* The prior period comparatives have been restated where required to reflect discontinued operations.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

10. Share-based payments

| | Exercise price per share | Weighted average share price at date of exercise | 31 March 2025 | Granted | Exercised | Lapsed | 5 April 2026 | Date from which exercisable | Expiry date |
|---|--------------------------|--|---------------|-----------|-----------|-----------|------------------|-----------------------------|-------------|
| Approved Performance Share Plan 2020 (APSP) | Nil | – | 9,607 | – | – | – | 9,607 | 25.11.23 | 25.11.30 |
| Approved Performance Share Plan 2021 (APSP) | Nil | – | 3,322 | – | – | – | 3,322 | 20.07.24 | 21.07.31 |
| Approved Performance Share Plan 2022 (APSP) | Nil | – | 952,690 | – | – | (952,690) | – | 19.07.25 | 19.07.32 |
| Approved Performance Share Plan 2023 (APSP) | Nil | – | 1,431,821 | – | – | (77,521) | 1,354,300 | 26.07.26 | 26.07.33 |
| Approved Performance Share Plan 2024 (APSP) | Nil | – | 1,338,668 | – | – | (78,768) | 1,259,900 | 24.07.27 | 24.07.34 |
| Approved Performance Share Plan 2025 (APSP) | Nil | – | – | 1,339,028 | – | (30,865) | 1,308,163 | 23.07.28 | 23.07.35 |
| Deferred Bonus Plan 2022 (DBP) | Nil | 295p | 128,992 | – | (128,992) | – | – | 19.07.25 | 19.07.32 |
| Deferred Bonus Plan 2023 (DBP) | Nil | – | 72,770 | – | – | – | 72,770 | 26.07.26 | 26.07.33 |
| Deferred Bonus Plan 2025 (DBP) | Nil | – | – | 72,668 | – | – | 72,668 | 23.07.28 | 23.07.35 |
| Save As You Earn Scheme (14) (SAYE) | 266p | – | 20,358 | – | – | (20,358) | – | 01.03.25 | 31.08.25 |
| Save As You Earn Scheme (15) (SAYE) | 161p | 314p | 251,398 | – | (166,581) | (14,527) | 70,290 | 01.03.26 | 31.08.26 |
| Save As You Earn Scheme (16) (SAYE) | 141p | – | 543,328 | – | – | (42,623) | 500,705 | 01.03.27 | 31.08.27 |
| Save As You Earn Scheme (17) (SAYE) | 216p | – | 202,137 | – | – | (26,388) | 175,749 | 01.03.28 | 31.08.28 |
| Save As You Earn Scheme (18) (SAYE) | 258p | – | – | 199,985 | – | (7,072) | 192,913 | 01.02.29 | 31.08.29 |

Details of the terms of the APSP, DBP and SAYE schemes are disclosed in the Directors' Remuneration Report.

For SAYE schemes, the weighted average exercise price of all outstanding share options at 5 April 2026 was 181p (2025: 163p). The weighted average exercise price for APSP and DBP schemes, of all outstanding share options, at 5 April 2026 was £nil (2025: £nil).

10. Share-based payments CONTINUED

In accordance with IFRS 2, the fair value of equity-settled share-based payments to employees is determined at the date of grant and is expensed on a straight-line basis over the vesting period based on the Group's estimate of shares that will eventually vest. A charge of £1.5m was recognised in respect of share options in the year (2025: £0.3m) including £0.5m (2025: £0.1m) in respect of the Directors' share options. The highest paid Director's share options accounted for £0.3m (2025: £0.1m) of the charge. The Group uses a Black-Scholes pricing model to determine the annual charge for its share-based payments, with the Total Shareholder Return (TSR) element of the FY26 grant determined using a Monte Carlo simulation model, reflecting the market-based nature of the performance condition. The assumptions used in this model for each share-based payment are as follows:

| | SAYE (14) | SAYE (15) | SAYE (16) | SAYE (17) | SAYE (18) |
|------------------------------------|-----------|-----------|-----------|-----------|-----------|
| Date of grant | 20.12.21 | 12.01.23 | 22.12.23 | 23.12.24 | 07.01.26 |
| Initial exercise price | 266p | 161p | 141p | 216p | 258p |
| Number of shares granted initially | 173,385 | 735,679 | 780,078 | 203,503 | 199,985 |
| Expected volatility | 44.5% | 45.5% | 41.0% | 39.2% | 37.4% |
| Expected option life | 3 years | 3 years | 3 years | 3 years | 3 years |
| Risk-free rate | 1.9% | 3.8% | 4.8% | 4.6% | 4.9% |
| Expected dividend yield | 2.8% | 4.8% | 6.0% | 4.4% | 3.8% |

| | APSP 2020 | APSP 2021 | APSP 2023 | APSP 2024 | APSP 2025 | |
|------------------------------------|-----------|-----------|-----------|-----------|-----------|-------|
| | | | | | EPS | TSR |
| Date of grant | 25.11.20 | 21.07.21 | 26.07.23 | 24.07.24 | 23.07.25 | |
| Initial exercise price | Nil | Nil | Nil | Nil | Nil | |
| Number of shares granted initially | 970,695 | 700,458 | 1,622,919 | 1,338,668 | 1,339,028 | |
| Expected volatility | 42.2% | 44.5% | 41.0% | 39.2% | 37.4% | 36.6% |
| Expected option life | 3 years | 3 years | 3 years | 3 years | 3 years | |
| Risk-free rate | 1.3% | 1.9% | 4.8% | 4.6% | 4.9% | 3.6% |
| Expected dividend yield | 3.8% | 2.8% | – | – | – | |

| | DBP 2022 | DBP 2023 | DBP 2025 |
|------------------------------------|----------|----------|----------|
| Date of grant | 19.07.22 | 26.07.23 | 23.07.25 |
| Initial exercise price | Nil | Nil | Nil |
| Number of shares granted initially | 128,992 | 72,770 | 72,668 |
| Expected volatility | 45.5% | 41.0% | 41.0% |
| Expected option life | 3 years | 3 years | 3 years |
| Risk-free rate | 3.8% | 4.8% | 4.9% |
| Expected dividend yield | – | – | – |

The share price at 2 April 2026 was 291.0p. The average price during the year was 288.7p. Expected volatility is the Company's three-year historical share price volatility.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

11. Goodwill

| | 2026 £m | 2025 £m |
|----------------------|------------|------------|
| At 1 April | 107.4 | 107.3 |
| Additions | 2.3 | 0.1 |
| Impairment | (6.7) | – |
| Exchange differences | 0.2 | – |
| At 31 March | 103.2 | 107.4 |

Goodwill is allocated to the Group's cash-generating units (CGUs). A summary of the goodwill allocation is presented below:

| | 2026 £m | 2025 £m |
|-------------------|------------|------------|
| Croydex | 7.8 | 7.8 |
| Abode | 0.8 | 0.8 |
| Triton Showers | 19.1 | 19.1 |
| MERLYN | 25.5 | 25.5 |
| Grant Westfield | 47.7 | 47.7 |
| Fibo | 2.3 | – |
| Tile Africa | – | 2.3 |
| House of Plumbing | – | 4.2 |
| | 103.2 | 107.4 |

The recoverable amount of a CGU is determined by a value-in-use calculation. These calculations use cash flow projections derived from data and metrics used on an ongoing basis, with the key assumptions being those regarding discount rates, growth rates, future gross margin improvements and cash flows.

The key assumptions for the value-in-use calculations are:

- cash flows before income taxes are based on approved budgets and management projections for the first five years;
- long-term growth rates of 2.0% (2025: 2.0%) for Croydex, Abode, MERLYN, Triton Showers, Grant Westfield and Fibo, and 4.0% (2025: 4.0%) for Tile Africa and House of Plumbing applied to the period beyond which detailed budgets and forecasts do not exist, based on macroeconomic projections for the geographies in which the entities operate; and
- post-tax discount rates of 11.0% (2025: 12.0%) in Europe and 17.5% (2025: 18.7%) in South Africa based upon the risk-free rate for government bonds adjusted for a risk premium to reflect the increased risk of investing in equities and investing in the Group's specific sectors and regions.

Management has applied sensitivities to the key assumptions, including discount rates and growth rates at +/- 1.0%. During the year, impairment charges were recognised in respect of Tile Africa (£2.3m) and House of Plumbing (£4.2m), reflecting current trading performance and updated forecasts. These impairments arose where the recoverable amount, determined based on value-in-use calculations, was lower than the carrying value.

For other cash-generating units, no impairment has been recognised. Whilst certain units have lower levels of headroom, management does not consider that a reasonably possible change in key assumptions would cause the carrying amount to exceed the recoverable amount. No individual reasonably possible change in a single key assumption is considered sufficient to give rise to an impairment. Market conditions gave rise to the impairments in South Africa, which are unique to the geographical location and not expected to have the same effects on the European business.

The value-in-use calculations are most sensitive to changes in forecast cash flows, discount rates and long-term growth rates. In those units with lower headroom, a reasonably possible change in one or more of these key assumptions could reduce headroom to nil. In such cases, the headroom, key assumptions applied and the level of change required to eliminate headroom have been considered by management in assessing the risk of impairment.

12. Intangible assets

| | Customer relationships £m | Brands, trade names and patents £m | Development costs £m | Total £m |
|--|------------------------------|---------------------------------------|-------------------------|--------------|
| Cost | | | | |
| At 1 April 2024 | 70.8 | 13.1 | 3.4 | 87.3 |
| Additions | – | – | 0.3 | 0.3 |
| Disposals | – | – | (1.5) | (1.5) |
| At 30 March 2025 | 70.8 | 13.1 | 2.2 | 86.1 |
| Exchange differences | – | 0.6 | – | 0.6 |
| Acquisitions | 25.2 | 19.5 | – | 44.7 |
| Additions | – | 0.1 | 1.8 | 1.9 |
| Disposals | – | – | (0.5) | (0.5) |
| At 5 April 2026 | 96.0 | 33.3 | 3.5 | 132.8 |
| Accumulated amortisation | | | | |
| At 1 April 2024 | 24.6 | 7.7 | 1.1 | 33.4 |
| Charge for the year | 5.4 | 1.1 | 0.4 | 6.9 |
| Disposals | – | – | (0.3) | (0.3) |
| At 30 March 2025 | 30.0 | 8.8 | 1.2 | 40.0 |
| Exchange differences | 0.1 | – | – | 0.1 |
| Charge for the year | 6.5 | 1.6 | 0.5 | 8.6 |
| Disposals | – | – | (0.5) | (0.5) |
| At 5 April 2026 | 36.6 | 10.4 | 1.2 | 48.2 |
| Net book amount at 30 March 2025 | 40.8 | 4.3 | 1.0 | 46.1 |
| Net book amount at 5 April 2026 | 59.4 | 22.9 | 2.3 | 84.6 |

The amortisation charge for intangibles generated on acquisition is £7.8m (2025: £6.5m) for the year and is included in the acquisition and disposal related costs in the Consolidated Income Statement. A further £0.3m is included above relating to brand names separately and previously acquired by Fibo. The amortisation charge for internally generated or acquired intangibles was £0.5m (2025: £0.4m) and was included in the Consolidated Income Statement in the current and prior year.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

13. Property, plant and equipment

| | Land and buildings £m | Plant and equipment £m | Total £m |
|--|--------------------------|---------------------------|-------------|
| Cost | | | |
| At 1 April 2024 | 32.8 | 100.6 | 133.4 |
| Exchange differences | – | 0.1 | 0.1 |
| Additions | 0.9 | 5.3 | 6.2 |
| Transfer to asset held for sale | (11.1) | – | (11.1) |
| Disposals | (9.6) | (38.6) | (48.2) |
| At 30 March 2025 | 13.0 | 67.4 | 80.4 |
| Exchange differences | 0.4 | 2.1 | 2.5 |
| Acquisitions | – | 3.8 | 3.8 |
| Additions | – | 4.5 | 4.5 |
| Disposals | – | (18.0) | (18.0) |
| At 5 April 2026 | 13.4 | 59.8 | 73.2 |
| Accumulated depreciation | | | |
| At 1 April 2024 | 19.7 | 85.6 | 105.3 |
| Exchange differences | – | 0.1 | 0.1 |
| Charge for the year | 0.5 | 3.9 | 4.4 |
| Transfer to asset held for sale | (7.4) | – | (7.4) |
| Disposals | (6.5) | (37.3) | (43.8) |
| At 30 March 2025 | 6.3 | 52.3 | 58.6 |
| Exchange differences | 0.2 | 1.5 | 1.7 |
| Charge for the year | 0.5 | 4.5 | 5.0 |
| Disposals | – | (14.9) | (14.9) |
| At 5 April 2026 | 7.0 | 43.4 | 50.4 |
| Net book amount at 30 March 2025 | 6.7 | 15.1 | 21.8 |
| Net book amount at 5 April 2026 | 6.4 | 16.4 | 22.8 |

Property, plant and equipment is presented for the entire Group and includes assets relating to discontinued operations.

Plant and equipment include motor vehicles, computer equipment, and plant and machinery.

Asset held for sale

£3.7m of land and buildings was reclassified to asset held for sale in the prior year, representing the remaining element of the site previously used by Johnson Tiles UK. As detailed in note 5, this site was sold in the year for £5.5m of which £1.0m is deferred consideration.

| | 2026 £m | 2025 £m |
|--|------------|------------|
| Transfer from property, plant and equipment to asset held for sale | – | 3.7 |

14. Right-of-use assets

| | Land and buildings £m | Plant and equipment £m | Total £m |
|--|--------------------------|---------------------------|-------------|
| Cost | | | |
| At 1 April 2024 | 29.0 | 7.6 | 36.6 |
| Additions | 2.2 | 1.8 | 4.0 |
| Modifications | 2.0 | – | 2.0 |
| Disposals | (4.9) | (3.5) | (8.4) |
| At 30 March 2025 | 28.3 | 5.9 | 34.2 |
| Exchange differences | 1.1 | 0.1 | 1.2 |
| Additions | 3.8 | 1.5 | 5.3 |
| Acquisitions | 6.6 | 0.3 | 6.9 |
| Modifications | 3.1 | 0.2 | 3.3 |
| Disposals | (2.5) | (1.1) | (3.6) |
| At 5 April 2026 | 40.4 | 6.9 | 47.3 |
| Accumulated depreciation | | | |
| At 1 April 2024 | 14.0 | 4.6 | 18.6 |
| Charge for the year | 4.0 | 1.2 | 5.2 |
| Impairment | 0.1 | – | 0.1 |
| Disposals | (3.3) | (3.1) | (6.4) |
| At 30 March 2025 | 14.8 | 2.7 | 17.5 |
| Exchange differences | 0.5 | 0.1 | 0.6 |
| Charge for the year | 4.1 | 1.5 | 5.6 |
| Impairment | 0.5 | – | 0.5 |
| Disposals | (2.7) | (1.1) | (3.8) |
| At 5 April 2026 | 17.2 | 3.2 | 20.4 |
| Net book amount at 30 March 2025 | 13.5 | 3.2 | 16.7 |
| Net book amount at 5 April 2026 | 23.2 | 3.7 | 26.9 |

Right-of-use assets are presented for the entire Group and includes assets relating to discontinued operations.

Right-of-use assets are reviewed for impairment where indicators of impairment are identified, in line with the Group's policy for impairment of non-financial assets. In the year, £0.5m (2025: £nil) impairment arose on leases relating to closed or loss-making properties.

15. Inventories

| | 2026 £m | 2025 £m |
|-------------------------------|-------------|-------------|
| Raw materials and consumables | 10.4 | 11.3 |
| Work in progress | 0.6 | 0.6 |
| Finished goods | 76.5 | 76.3 |
| | 87.5 | 88.2 |

Provisions held against inventories totalled £7.8m (2025: £6.4m).

The cost of inventories recognised as an expense within cost of sales in the Income Statement amounted to £184.2m (2025: £180.1m).

During the year, the Group charged £1.4m (2025: £0.8m) of inventory write-downs to the Income Statement within cost of sales.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

16. Trade and other receivables

| | 2026 £m | 2025 £m |
|---------------------------------|------------|------------|
| Trade receivables | 71.3 | 66.6 |
| Less: impairment loss allowance | (2.1) | (1.7) |
| Trade receivables – net | 69.2 | 64.9 |
| Other receivables | 4.6 | 1.7 |
| Prepayments and accrued income | 5.5 | 5.1 |
| | 79.3 | 71.7 |

All trade and other receivables are current. The net carrying amounts of trade and other receivables are considered to be a reasonable approximation of their fair values.

The carrying amounts of the Group's trade and other receivables are denominated in the following currencies:

| | 2026 £m | 2025 £m |
|--------------------|------------|------------|
| Sterling | 59.5 | 56.2 |
| South African Rand | 13.5 | 14.4 |
| Euro | 3.1 | 1.1 |
| USD | 2.0 | – |
| Norwegian Krone | 1.2 | – |
| | 79.3 | 71.7 |

Impairment of trade receivables

| | Not yet due £m | 0–1 month overdue £m | 1–2 months overdue £m | 2–3 months overdue £m | >3 months overdue £m | Total £m |
|---------------------------|-------------------|----------------------------|-----------------------------|-----------------------------|----------------------------|-------------|
| 5 April 2026 | | | | | | |
| Expected credit loss rate | 0.2% | 1.1% | 6.7% | 6.7% | 32.7% | 2.9% |
| Gross trade receivables | 53.9 | 9.2 | 1.5 | 1.5 | 5.2 | 71.3 |
| Loss allowance | 0.1 | 0.1 | 0.1 | 0.1 | 1.7 | 2.1 |

| | Not yet due £m | 0–1 month overdue £m | 1–2 months overdue £m | 2–3 months overdue £m | >3 months overdue £m | Total £m |
|---------------------------|-------------------|----------------------------|-----------------------------|-----------------------------|----------------------------|-------------|
| 30 March 2025 | | | | | | |
| Expected credit loss rate | 0.2% | 2.2% | 8.3% | 14.3% | 31.0% | 2.6% |
| Gross trade receivables | 56.0 | 4.5 | 1.2 | 0.7 | 4.2 | 66.6 |
| Loss allowance | 0.1 | 0.1 | 0.1 | 0.1 | 1.3 | 1.7 |

Movements on the provision for impairment of trade receivables were as follows:

| | 2026 £m | 2025 £m |
|--|------------|------------|
| At the beginning of the year | 1.7 | 1.8 |
| Acquired | 0.3 | – |
| Provision for receivables impairment | 0.2 | 0.4 |
| Receivables written off during the year as uncollectable | (0.2) | (0.5) |
| Exchange differences | 0.1 | – |
| At the end of the year | 2.1 | 1.7 |

17. Cash and cash equivalents

| | 2026 £m | 2025 £m |
|--------------------------|------------|------------|
| Cash at bank and in hand | 32.2 | 22.7 |

Credit risk on cash and cash equivalents is limited as the counterparties are banks with strong credit ratings assigned by international credit rating agencies.

18. Trade and other payables

| | 2026 £m | 2025 £m |
|--|------------|------------|
| Trade payables | 50.3 | 48.2 |
| Other tax and social security payables | 6.4 | 6.8 |
| Other payables | 2.7 | 2.3 |
| Accruals and deferred income | 33.2 | 29.4 |
| | 92.6 | 86.7 |

The fair value of trade payables does not differ materially from the book value. Accruals and deferred income includes £12.7m relating to commercial accruals including rebates and income relating to goods in transit.

19. Lease liabilities

| | Land and buildings £m | Plant and equipment £m | Total £m |
|-------------------------|-----------------------------|------------------------------|-------------|
| At 1 April 2024 | 18.6 | 3.6 | 22.2 |
| Additions | 2.2 | 1.8 | 4.0 |
| Modifications | 2.0 | – | 2.0 |
| Disposals | (1.5) | (0.9) | (2.4) |
| Transferred | (0.1) | – | (0.1) |
| Interest charge | 1.4 | 0.3 | 1.7 |
| Gross lease payments | (5.4) | (1.4) | (6.8) |
| At 30 March 2025 | 17.2 | 3.4 | 20.6 |
| Exchange differences | 0.9 | 0.1 | 1.0 |
| Additions | 3.8 | 1.5 | 5.3 |
| Acquisitions | 6.6 | 0.3 | 6.9 |
| Modifications | 3.1 | 0.2 | 3.3 |
| Disposals | (0.2) | – | (0.2) |
| Interest charge | 1.5 | 0.3 | 1.8 |
| Gross lease payments | (6.1) | (1.7) | (7.8) |
| At 5 April 2026 | 26.8 | 4.1 | 30.9 |

Lease liabilities are presented for the entire Group and include those relating to discontinued operations.

Lease liabilities are split into £8.2m (2025: £6.5m) payable in less than one year and £22.7m (2025: £14.1m) payable after one year.

In accordance with IFRS 16 paragraphs 53(c) and (d), the Group applies the recognition exemptions in paragraph 6 for both short-term leases (leases with a term of 12 months or less) and leases of low value assets. These leases are not recognised on the balance sheet and the related lease payments are expensed on a straight-line basis over the lease term. In the year, the Group recognised an expense in the Income Statement in relation to these exempt leases of £2.0m (2025: £2.2m).

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

20. Financial liabilities – borrowings

| | 2026 £m | 2025 £m |
|----------------------------------|-------------|-------------|
| Non-current | | |
| Bank borrowings (unsecured): | | |
| – bank loans | 99.0 | 60.0 |
| – less: costs of raising finance | (1.0) | (0.5) |
| Total borrowings | 98.0 | 59.5 |

The fair value of bank loans equals their carrying amount, as they bear interest at floating rates.

The repayment terms of borrowings are as follows:

| | 2026 £m | 2025 £m |
|------------------------------|-------------|-------------|
| Not later than one year | – | – |
| After more than one year: | | |
| – between one and two years | – | – |
| – between two and five years | 99.0 | 60.0 |
| – costs of raising finance | (1.0) | (0.5) |
| Total borrowings | 98.0 | 59.5 |

Capital risk management

The Group banking facility was refinanced in December 2025, whereby the amount of committed banking facility was increased to £150m (plus a £75m uncommitted accordion). The maturity date was extended to December 2029 with a further one-year extension available. The covenants remain consistent with the previous facility and are tested on a quarterly basis; the Group expects to remain covenant compliant throughout the next 12 months and accordingly the borrowings are recognised as a non-current liability.

This facility provides the Group with a sound financial structure for the medium term and, by reference to the £150m facility available at year end, with £92.7m of headroom being available at 5 April 2026 (2025: £90.8m), after taking into account net debt and ancillary facilities in use of £1.6m (2025: £1.9m) and overseas cash. The Group has been in compliance with all banking covenants (leverage and interest cover covenants) during the year.

Interest rate profile

The effective interest rates at the Balance Sheet dates were as follows:

| | 2026 % | 2025 % |
|------------|-----------|-----------|
| Bank loans | 5.2 | 6.6 |

At 5 April 2026, the bank loans carried interest based on SONIA plus a margin of 1.5% (2025: SONIA plus 2.1%).

Net debt

The Group's net debt is calculated as follows:

| | 2026 £m | 2025 £m |
|---------------------------|---------------|---------------|
| Cash and cash equivalents | 32.2 | 22.7 |
| Total borrowings | (98.0) | (59.5) |
| | (65.8) | (36.8) |

20. Financial liabilities – borrowings CONTINUED

Currency profile of net debt

The carrying value of the Group's net debt is denominated in the following currencies:

| | 2026 £m | 2025 £m |
|--------------------|---------------|---------------|
| Sterling | (91.8) | (42.3) |
| Euro | 0.7 | 0.2 |
| US Dollar | 3.0 | 0.1 |
| South African Rand | 10.5 | 5.0 |
| Chinese Renminbi | 1.4 | 0.2 |
| Norwegian Krone | 9.7 | – |
| Other | 0.7 | – |
| | (65.8) | (36.8) |

21. Financial instruments

During the year, the Group held financial instruments relating to the risks of the Group's operations.

Financial risk management

The Group's operations expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and energy price risk), credit risk and liquidity risk. The Group actively seeks to limit the adverse effects of these risks on the financial performance of the Group.

Currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currencies, primarily the US Dollar, Euro, Chinese Renminbi, South African Rand and Norwegian Krone. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities, and net investments in foreign operations.

Foreign exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts. The foreign currency risk associated with anticipated sales and purchase transactions is hedged out up to 12 months on a rolling basis. Basis adjustments are made to the initial carrying amounts of inventories when the inventories are initially recorded.

For the hedges of highly probable forecast sales and purchases, as the critical terms (i.e. the notional amount and life) of the foreign exchange forward contracts and their corresponding hedged items are the same, the Group performs a qualitative assessment of effectiveness and it is expected that the value of the forward contracts and the value of the corresponding hedged items will systematically change in the opposite direction in response to movements in the underlying exchange rates. This means that there is an economic relationship between the hedging instrument (the foreign exchange forward derivatives) and the hedged item (highly probable forecast sales and purchases in foreign currency).

The notional value of the hedging instrument (the derivative) is consistent with the designated value of the underlying exposure. Therefore, the hedge ratio is 1:1 in all cases. However, future rebalancing can be performed if needed.

The main source of hedge ineffectiveness in these hedging relationships is the effect of the counter-party and the Group's own credit risk on the fair value of the forward contracts, which is not reflected in the fair value of the hedged item attributable to changes in foreign exchange rates. Other sources of ineffectiveness arising from these hedging relationships are changes in the settlement date or amount. However, the Group reviews all hedges on every reporting date to ensure their effectiveness.

The Group does not use derivative financial instruments for speculative purposes.

The Group has considered the amendments to IAS 21 Lack of Exchangeability, effective for the current period. The currencies to which the Group is exposed were exchangeable during the year and at the reporting date, and accordingly the amendments have had no material impact on the Group's exposure to currency risk, hedge effectiveness, or the amounts recognised in the financial statements.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

21. Financial instruments CONTINUED

The exchange rates used in the preparation of these financial statements are as follows.

| | Average rate vs £ | |
|--------------------|-------------------|-------|
| | 2026 | 2025 |
| South African Rand | 23.22 | 23.29 |
| Euro | 1.16 | 1.19 |
| US Dollar | 1.34 | 1.28 |
| Norwegian Krone | 13.24 | n/a |

| | Closing rate vs £ | |
|--------------------|-------------------|-------|
| | 2026 | 2025 |
| South African Rand | 22.36 | 23.82 |
| Euro | 1.15 | 1.20 |
| US Dollar | 1.32 | 1.29 |
| Norwegian Krone | 12.87 | n/a |

Interest rate risk

The Group's interest rate risk arises from long-term borrowings. The Group has the ability to secure a substantial proportion of its bank loans at fixed rates via interest rate swaps. However, due to the cash generated to pay down borrowings and historically low UK SONIA rates, the Group has decided not to take out any such swaps at the present time. This position is regularly reassessed.

Credit risk

Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to customers. Each Group business is responsible for managing and analysing the credit risk of potential customers prior to offering credit terms and on an ongoing basis and uses independent ratings agencies, past trading experience and other factors in order to assess the credit quality of the customer. Additionally, the Group maintains a credit insurance policy for its operations, which covers a substantial portion of the Group's trade debtors. For banks and financial institutions, only independently rated parties with a strong rating are accepted.

Liquidity risk

The Group's banking facilities are designed to ensure there are sufficient funds available for current operations and the Group's further development plans. Cash flow forecasting is performed by the Group's businesses on a rolling basis and is monitored centrally to ensure that sufficient cash is available to meet operational needs, whilst maintaining an appropriate level of headroom on undrawn committed borrowing facilities. At 5 April 2026, the facility had £92.7m of headroom (2025: £90.8m) after taking account of ancillary facilities and overseas cash. The maturity date of the facility is December 2029.

Financial instruments

The Group's financial instruments comprise borrowings, cash, trade receivables and payables and forward exchange contracts. Based on the hierarchy defined in IFRS 13, deferred contingent consideration is classified as a level 3 instrument. The Group's financial instruments are classified as level 2 instruments. Consequently, fair value measurements are derived from inputs other than quoted prices included within level 1 that are observable for the assets or liabilities, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

21. Financial instruments CONTINUED

Financial liabilities

The table below analyses the value of the Group's financial liabilities into relevant maturity groupings based on the remaining period at the Balance Sheet date to the contractual maturity date.

| | Not later than one year £m | Later than one year but not later than two years £m | Later than two years but not later than five years £m | Later than five years £m | Total £m |
|---------------------------------------|-------------------------------|--|--|-----------------------------|-------------|
| Borrowings ¹ | 3.9 | 3.9 | 69.6 | – | 77.4 |
| Lease liabilities ² | 6.5 | 5.4 | 9.6 | 6.3 | 27.8 |
| Trade and other payables ³ | 86.7 | – | – | – | 86.7 |
| At 30 March 2025 | 97.1 | 9.3 | 79.2 | 6.3 | 191.9 |
| Borrowings ¹ | 5.1 | 5.1 | 112.1 | – | 122.3 |
| Lease liabilities ² | 8.2 | 7.7 | 15.2 | 8.4 | 39.5 |
| Trade and other payables ³ | 73.5 | – | – | – | 73.5 |
| At 5 April 2026 | 86.8 | 12.8 | 127.3 | 8.4 | 235.3 |

¹ Borrowings are undiscounted and include interest costs calculated using the applicable interest rate at year end.

² Lease liabilities are on an undiscounted basis.

³ Trade and other payables due later than one year, but not later than two years, relate to deferred contingent consideration and deferred remuneration in relation to the acquisition of Grant Westfield and are on an undiscounted basis.

Derivative foreign currency contracts

The following table details the foreign currency forward contracts outstanding at the end of the reporting year.

| | Carrying amount £m | Notional amount £m | Change in fair value taken to hedge reserve £m |
|---------------------|-----------------------|-----------------------|---|
| As at 30 March 2025 | | | |
| Liabilities | (0.5) | 49.8 | 0.1 |
| As at 5 April 2026 | | | |
| Assets | 0.8 | 42.0 | 1.3 |

As at 5 April 2026, the aggregate amount of gains/(losses) under foreign exchange forward contracts deferred in the cash flow hedge reserve relating to these anticipated future purchase transactions is a gain of £0.8m (2025: loss of £0.5m). It is anticipated that the purchases will take place during the 12 months of the financial year ended 4 April 2027, at which time the amount deferred in equity will be removed from equity and included in the carrying amount of the inventories that are expected to be sold within 12 months of purchase.

Set out below is the reconciliation of each component of equity and the analysis of other comprehensive income:

| | Hedging reserve £m |
|--|-----------------------|
| Fair value | |
| At 31 March 2025 | (0.3) |
| Effective portion of changes in fair value | 1.5 |
| Amount transferred to inventories | 0.2 |
| Tax effect | (0.1) |
| At 5 April 2026 | 1.3 |

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

21. Financial instruments CONTINUED

Sensitivity analysis

IFRS 7 requires the disclosure of a sensitivity analysis that details the effects on the Group's profit and loss and equity of reasonably possible fluctuations in market rates. To demonstrate these, reasonably possible variations of a 1% increase or decrease in market interest rates and a 5% strengthening or weakening in major currencies have been chosen.

(a) 1% increase or decrease on market interest rates for most of the coming year

As the Group has borrowings of £99.0m, the effect of a 1% change in market interest rates would be a change in the net finance costs of approximately £1.0m (2025: £0.6m) per annum.

(b) 5% strengthening or weakening in major currencies

A number of the Group's assets are held overseas and, as such, variations in foreign currencies will affect the carrying value of these assets. A 5% strengthening or weakening of Sterling across all currencies would lead to a circa £4.4m (2025: £3.0m) decrease or increase in net assets respectively.

The Group's profits and losses are exposed to both translational and transactional risk of fluctuations in foreign currency. The Group seeks to mitigate the majority of its transactional risk using forward foreign exchange contracts and product pricing. Taking into account the unmitigated translational impact, a 5% strengthening or weakening of Sterling against all other currencies would result in an increase or decrease in reported profits of circa £0.3m (2025: £0.2m) respectively.

22. Deferred tax

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

Deferred tax is calculated in full on temporary differences under the liability method. The movement on the deferred tax account is as shown below.

The analysis of deferred tax assets and liabilities is as follows:

| | Accelerated tax depreciation £m | Retirement benefit obligations £m | Intangibles £m | Tax losses £m | Other £m | Total £m |
|---|--|--|-------------------|------------------|-------------|---------------|
| At 1 April 2024 | (0.1) | (4.1) | (12.6) | – | 3.4 | (13.4) |
| (Charged)/credited to the Consolidated Income Statement | (0.9) | – | 1.5 | 2.6 | (0.8) | 2.4 |
| Credited to other comprehensive income | – | 2.4 | – | – | – | 2.4 |
| At 30 March 2025 | (1.0) | (1.7) | (11.1) | 2.6 | 2.6 | (8.6) |
| Arising on acquisition | (0.1) | – | (10.7) | – | 1.5 | (9.3) |
| (Charged)/credited to the Consolidated Income Statement | (0.6) | (0.7) | 1.9 | – | 0.7 | 1.3 |
| Credited/(charged) to other comprehensive income | – | 2.3 | – | – | (0.3) | 2.0 |
| Recognised through the statement of changes in equity | – | – | – | – | 0.2 | 0.2 |
| Foreign exchange | – | – | (0.2) | – | 0.2 | – |
| At 5 April 2026 | (1.7) | (0.1) | (20.1) | 2.6 | 4.9 | (14.4) |

Disclosed on the consolidated balance sheet as:

| | | | | | | |
|--------------------------|-------|-------|--------|-----|-----|--------|
| Deferred tax assets | 0.1 | – | – | 1.0 | 2.7 | 3.8 |
| Deferred tax liabilities | (1.8) | (0.1) | (20.1) | 1.6 | 2.2 | (18.2) |

22. Deferred tax CONTINUED

| | 2026 £m | 2025 £m |
|---|---------------|--------------|
| Deferred tax assets: | | |
| – to be recovered after more than 12 months | 2.8 | 5.4 |
| – to be recovered within 12 months | 1.0 | 2.1 |
| | 3.8 | 7.5 |
| Deferred tax liabilities: | | |
| – to be charged after more than 12 months | (16.9) | (11.3) |
| – to be charged within 12 months | (1.3) | (4.8) |
| | (18.2) | (16.1) |
| Deferred tax liabilities (net) | (14.4) | (8.6) |

Other deferred tax assets relate to share-based payment expenses, provisions and other temporary differences.

No deferred tax asset has been recognised in respect of £75.4m (2025: £78.6m) of UK capital losses and £26.2m (2025: £26.1m) of UK non-trade loan relationship deficits, the utilisation of which the Group believes is improbable. These historical losses have not changed for many years. The Group has also not recognised a deferred tax asset in relation to restricted interest disallowances totalling £0.1m (2025: £0.6m) on the basis that future utilisation is improbable.

23. Provisions

| | Warranty provision £m | Restructuring provision £m | Legal provision £m | Total £m |
|--|-----------------------------|----------------------------------|--------------------------|-------------|
| At 1 April 2024 | 1.0 | 0.7 | – | 1.7 |
| Charged to the Consolidated Income Statement | 0.1 | 0.4 | 0.3 | 0.8 |
| Transferred | – | 0.1 | – | 0.1 |
| Utilisation | – | (1.0) | – | (1.0) |
| At 30 March 2025 | 1.1 | 0.2 | 0.3 | 1.6 |
| Charged to the Consolidated Income Statement | 0.1 | 2.8 | – | 2.9 |
| Utilisation | – | (0.8) | (0.3) | (1.1) |
| At 5 April 2026 | 1.2 | 2.2 | – | 3.4 |

The warranty provision has been recognised for expected claims on products that remain under warranty. It is expected that this expenditure will be incurred within five years of the Balance Sheet date.

The restructuring provision predominantly relates to final costs associated with the discontinuation of Johnson Tiles South Africa; the brought forward related to committed redundancy costs in Johnson Tiles UK and costs in relation to the warehouse consolidation at VADO.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

24. Retirement benefit obligations

(a) Pension costs

Norcros Security Plan

The Norcros Security Plan (the Plan), the principal UK pension scheme of the Group's UK subsidiaries, is funded by a separate trust fund that operates under UK trust law and is a separate legal entity from the Company. The Plan is governed by a Trustee company, which has a board currently composed of three employer representatives and three member representatives. The Trustee is required by law to act in the best interests of the Plan members and is responsible for setting policies together with the Company.

It is predominantly a defined benefit scheme, with a modest element of defined contribution benefits. Norcros plc itself has no employees other than the Directors and so has no liabilities in respect of these pension schemes. The scheme closed to new members and future accrual with effect from 1 April 2013, though active members retain a salary link. This means that employed members of the Plan who were building up benefits at the date of closure to accrual will receive a pension based on their service to 1 April 2013 but using their final pensionable salary at the point they leave employment or retire from the Plan. As a result of the closure, a new defined contribution pension scheme was implemented to replace the Plan from the same date.

The weighted average duration of the defined benefit obligation is approximately eight and a half years (2025: nine years) and can be attributed to the scheme members as follows:

| | 2026 | 2025 |
|-------------------|-------------|-------------|
| Employee members | 1% | 1% |
| Deferred members | 18% | 19% |
| Pensioner members | 81% | 80% |
| Total | 100% | 100% |

The Plan assets do not include any investments in the Company or any property or other assets utilised by the Company.

The Plan is funded by the Company based on a separate actuarial valuation for funding purposes for which the assumptions may differ from those below. Funding requirements are formally set out in the Statement of Funding Principles, Schedule of Contributions and Recovery Plan agreed between the Trustee and the Company.

In the prior year, the Group reached agreement with the Trustee on the 31 March 2024 triennial actuarial valuation for the UK defined benefit scheme. The actuarial deficit at 31 March 2024 was £11.7m (2021: £35.8m). The current deficit repair contributions were agreed at £3.8m per annum from 1 April 2022 to June 2027 (increasing with CPI, capped at 5%, each year).

The deficit repair contributions in the current year were £5.3m, relating to five quarterly payments due to the timing of prior year-end. It was agreed that these payments would continue until the scheme is deemed to be in surplus on a technical provisions basis, at which point the contributions would be directed to an escrow agreement. The next triennial actuarial valuation is expected to take place during the year ending 2 April 2028.

Risks

The Plan exposes the Company to a number of actuarial risks, which may result in a material change in the net scheme surplus/deficit and potentially result in an increase in cash contributions in later years and higher charges being recognised in future Income Statements. Given the long-term time horizon of the scheme's cash flows, this may result in volatility in the valuation of the net scheme surplus from year to year. The main risks are set out below:

Mortality risk – the assumptions used by the Group allow for improvements in life expectancy. However, if life expectancy improves at a faster rate than assumed, this would result in greater payments from the Plan and consequently an increase in scheme liabilities. The Group regularly reviews the mortality assumptions to minimise the risk of using an inappropriate assumption.

24. Retirement benefit obligations CONTINUED

Interest rate risk – a reduction in corporate bond yields would result in a lower discount rate being used to value the scheme liabilities and consequently result in an increase in scheme liabilities. Additionally, an increase in inflation would increase the scheme liabilities as the majority of the pension payments increase in line with inflation, although there are a number of caps in place to ensure that the impact of high inflation is minimised. To mitigate some of the investment volatility, a proportion of the scheme assets are held in liability-driven investments, which involve hedging some of the Plan's exposure to changes in interest rates and inflation by investing in assets that match the sensitivity of its liabilities. This means that if interest rates or inflation expectations change, assets and liabilities rise or fall together, and the funding level of the Plan should be less volatile.

Investment risk and currency risk – a reduction in the value of investments caused by fluctuating exchange rates and a variety of other market factors would result in a lower valuation of scheme assets. The scheme invests in a diversified range of asset classes to mitigate the risk of falls in any one area of the investments and implements partial currency hedging on the overseas assets to mitigate currency risk.

Defined contribution pension schemes

Contributions made to these schemes amounted to £3.9m (2025: £3.8m).

(b) IAS 19R 'Employee benefits'

Norcros Security Plan

The valuation used for IAS 19R disclosures has been based on the most recent actuarial valuation at 30 March 2024 and updated by qualified actuaries at PwC to take account of the requirements of IAS 19R in order to assess the liabilities of the scheme at 5 April 2026. Scheme assets are stated at their market value at 5 April 2026.

(i) The principal assumptions used to calculate the scheme liabilities of the Norcros Security Plan under IAS 19R are:

| | 2026 Projected unit | 2025 Projected unit |
|--|---------------------------|---------------------------|
| Discount rate | 5.70% | 5.60% |
| Inflation rate (RPI) | 3.30% | 3.20% |
| Inflation rate (CPI) | 2.70% | 2.55% |
| Increases to pensions in payment (other than pre-1988 GMP liabilities) | 3.01% | 2.94% |
| Salary increases | 2.95% | 2.80% |

The mortality assumptions are based on standard mortality tables, which allow for future mortality improvements and are summarised below:

| | 2026 | 2025 |
|---|------|------|
| Life expectancy at age 65: | | |
| Current pensioners – males | 21.3 | 20.7 |
| Current pensioners – females | 23.1 | 22.7 |
| Future pensioners – males (currently aged 45) | 22.2 | 21.7 |
| Future pensioners – females (currently aged 45) | 24.2 | 23.9 |

Members are assumed to take a 25% (2025: 25%) cash commutation sum on retirement.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

24. Retirement benefit obligations CONTINUED

(ii) The amounts recognised in the Income Statement are as follows:

| | 2026 £m | 2025 £m |
|--|------------|------------|
| Included in operating profit: | | |
| IAS 19R pension administration expenses | 2.8 | 1.8 |
| IAS 19R finance income | (0.4) | (0.8) |
| Total cost recognised in the Income Statement | 2.4 | 1.0 |

(iii) The amounts recognised in the Balance Sheet are determined as follows:

| | Value at 5 April 2026 £m | Value at 30 March 2025 £m |
|-------------------------------------|-----------------------------------|------------------------------------|
| Equities | 23.0 | 30.1 |
| Bonds | 43.3 | 32.1 |
| High yield | 76.2 | 43.7 |
| Liability-driven investments | 106.9 | 153.0 |
| Cash and gilts | 3.1 | 5.1 |
| Total fair value of scheme assets | 252.5 | 264.0 |
| Present value of scheme liabilities | (252.1) | (257.2) |
| Pension asset | 0.4 | 6.8 |

Management has concluded that the Group has an unconditional right to a refund from the UK defined benefit pension scheme once the liabilities have been discharged. Therefore, the asset is not restricted and the net surplus is recognised.

The fair value of the scheme assets analysed by asset category and subdivided between those assets that have a quoted market price in an active market and those that do not (such as investment funds) are as follows:

| | Value at 5 April 2026 | | | Value at 30 March 2025 | | |
|--|-----------------------|----------------|--------------|------------------------|----------------|--------------|
| | Quoted £m | Unquoted £m | Total £m | Quoted £m | Unquoted £m | Total £m |
| Equities | – | 23.0 | 23.0 | – | 30.1 | 30.1 |
| Bonds | – | 43.3 | 43.3 | – | 32.1 | 32.1 |
| High yield | – | 76.2 | 76.2 | – | 43.7 | 43.7 |
| Liability-driven investments | – | 106.9 | 106.9 | – | 153.0 | 153.0 |
| Cash and gilts | 3.1 | – | 3.1 | 5.1 | – | 5.1 |
| Total fair value of scheme assets | 3.1 | 249.4 | 252.5 | 5.1 | 258.9 | 264.0 |

The majority of the Plan's assets are invested in pooled investment vehicles, where the fair value has been determined by the individual fund managers by applying fair value principles to the underlying investments.

(iv) The movement in the scheme surplus in the year is as follows:

| | 2026 £m | 2025 £m |
|---|------------|------------|
| Asset at the beginning of the year | 6.8 | 16.5 |
| Employer contributions – deficit recovery | 5.3 | 3.1 |
| IAS 19R pension administration expenses | (2.8) | (1.8) |
| IAS 19R finance income | 0.4 | 0.8 |
| Actuarial losses | (9.3) | (11.8) |
| Asset at the end of the year | 0.4 | 6.8 |

24. Retirement benefit obligations CONTINUED

(v) The reconciliation of scheme assets is as follows:

| | 2026 £m | 2025 £m |
|--|--------------|--------------|
| Opening fair value of scheme assets | 264.0 | 291.5 |
| Employer contributions – deficit recovery | 5.3 | 3.1 |
| Interest income | 14.4 | 13.6 |
| Benefits paid | (23.5) | (23.8) |
| Actuarial losses on scheme assets | (4.9) | (18.6) |
| IAS 19R pension administration expenses | (2.8) | (1.8) |
| Closing fair value of scheme assets | 252.5 | 264.0 |

(vi) The reconciliation of scheme liabilities is as follows:

| | 2026 £m | 2025 £m |
|--|----------------|----------------|
| Opening scheme liabilities | (257.2) | (275.0) |
| Interest cost | (14.0) | (12.8) |
| Actuarial gains arising from changes in financial assumptions | 0.7 | 18.4 |
| Actuarial losses arising from changes in demographic assumptions | (3.2) | (10.0) |
| Actuarial losses arising from experience adjustment | (1.9) | (1.6) |
| Benefits paid | 23.5 | 23.8 |
| Closing fair value of scheme liabilities | (252.1) | (257.2) |

(vii) Amounts recognised in Other Comprehensive Income are as follows:

| | 2026 £m | 2025 £m |
|------------------|------------|------------|
| Actuarial losses | (9.3) | (11.8) |
| Deferred tax | 2.2 | 2.9 |
| | (7.1) | (8.9) |

(viii) Sensitivities

Judgements are required in relation to the principal assumptions. The sensitivities regarding these principal assumptions used to measure the Plan's liabilities are as follows:

| Assumption | Impact on scheme obligations | |
|---|------------------------------|------------|
| | 2026 £m | 2025 £m |
| Discount rate – 0.1% decrease | 2.0 | 2.1 |
| Inflation rate (RPI and CPI) ¹ – 0.1% increase | 1.1 | 1.2 |
| Increase in life expectancy by one year | 11.1 | 11.5 |

¹ This includes the impact of salary increases and both deferred and in payment pension increase assumptions.

The above sensitivities are applied to adjust the defined benefit obligation at the end of the year. Whilst the analysis does not take account of the full distribution of cash flows expected under the scheme, it does provide an approximation as to the sensitivity of the assumptions shown.

No changes have been made to the method and assumptions used in this analysis from those used in the previous year.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

25. Called-up share capital

| | 2026 £m | 2025 £m |
|---|------------|------------|
| Issued and fully paid | | |
| 2026: 90,114,454 (2025: 89,818,983) ordinary shares of 10p each | 9.0 | 8.9 |

In the year, 141,426 (2025: 112,935) of 10p ordinary shares were issued in order to satisfy vesting of options under the Company's SAYE and Deferred Bonus Plan share schemes, and 128,992 (2025: 109,455) were issued under Director bonus schemes.

At 5 April 2026, 915,093 shares were held by the Employee Benefit Trust (2025: 256,631).

26. Other non-current liabilities

| | 2026 £m | 2025 £m |
|-------------------------------|------------|------------|
| Deferred remuneration | 0.2 | – |
| Other non-current liabilities | 0.3 | 0.2 |
| | 0.5 | 0.2 |

Other non-current liabilities relate to post-retirement healthcare liabilities in our South African business.

27. Consolidated Cash Flow Statement

(a) Cash generated from operations

The analysis of cash generated from operations is given below

| | 2026 £m | 2025 £m |
|--|-------------|-------------|
| Profit before taxation from continuing operations | 14.9 | 3.3 |
| Loss before taxation from discontinued operations | (13.5) | (1.3) |
| Adjustments for: | | |
| – IAS 19R administrative expenses included in the Income Statement | 2.8 | 1.8 |
| – acquisition and disposal related costs included in the Income Statement | 13.1 | 25.4 |
| – exceptional items included in the Income Statement | 9.9 | 7.7 |
| – exceptional items relating to discontinued operations | 11.1 | – |
| – finance costs included in the Income Statement | 7.7 | 7.1 |
| – finance costs relating to discontinued operations | 0.4 | – |
| – IAS 19R finance credit included in the Income Statement | (0.4) | (0.8) |
| – cash flows from exceptional items and acquisition and disposal related costs | (9.4) | (7.5) |
| – settlement of share options | 0.1 | (0.5) |
| – depreciation of property, plant and equipment | 5.0 | 4.4 |
| – underlying amortisation | 0.5 | 0.4 |
| – depreciation of right-of-use assets | 5.6 | 5.2 |
| – pension fund deficit recovery contributions | (5.3) | (3.1) |
| – share-based payment charges | 1.5 | 0.3 |
| Operating cash inflows before movement in working capital | 44.0 | 42.4 |
| Changes in working capital: | | |
| – decrease/(increase) in inventories | 5.8 | (10.3) |
| – decrease/(increase) in trade and other receivables | 1.9 | (4.4) |
| – (decrease)/increase in trade and other payables | (8.8) | 0.6 |
| Cash generated from operations | 42.9 | 28.3 |

(b) Outflow related to exceptional items

This includes expenditure charged to exceptional provisions relating to acquisition and disposal related costs (excluding deferred remuneration) and other business rationalisation and restructuring costs.

27. Consolidated Cash Flow Statement CONTINUED

(c) Analysis of underlying net debt

| | Cash £m | Current borrowings £m | Non-current borrowings £m | Underlying net debt £m | Lease liabilities £m | Net debt £m |
|--------------------------|-------------|-----------------------------|---------------------------------|------------------------------|----------------------------|----------------|
| At 1 April 2024 | 30.8 | – | (68.1) | (37.3) | (22.2) | (59.5) |
| Cash flow | (8.3) | – | 9.0 | 0.7 | 6.8 | 7.5 |
| Non-cash finance costs | – | – | (0.4) | (0.4) | (2.0) | (2.4) |
| Other non-cash movements | – | – | – | – | (3.2) | (3.2) |
| Exchange movement | 0.2 | – | – | 0.2 | – | 0.2 |
| At 30 March 2025 | 22.7 | – | (59.5) | (36.8) | (20.6) | (57.4) |
| Cash flow | 9.1 | 39.8 | (39.0) | 9.9 | 7.8 | 17.7 |
| Borrowings acquired | – | (39.8) | – | (39.8) | – | (39.8) |
| Non-cash finance costs | – | – | 0.5 | 0.5 | (1.8) | (1.3) |
| Other non-cash movements | – | – | – | – | (15.3) | (15.3) |
| Exchange movement | 0.4 | – | – | 0.4 | (1.0) | (0.6) |
| At 5 April 2026 | 32.2 | – | (98.0) | (65.8) | (30.9) | (96.7) |

Non-cash finance costs relate to the movement in the capitalised costs of raising debt finance in the year and interest on lease liabilities. Please see note 19 for further information on lease liabilities.

28. Dividends

A final dividend in respect of the year ended 30 March 2025 of £6.2m (6.9p per 10p ordinary share) was paid on 1 August 2025, and an interim dividend of £3.3m (3.7p per 10p ordinary share) was paid on 13 January 2026. A final dividend in respect of the 53 weeks ended 5 April 2026 of £6.8m (7.6p per 10p ordinary share) is to be proposed at the Annual General Meeting on 22 July 2026. These financial statements do not reflect this dividend.

29. Capital commitments

| | 2026 £m | 2025 £m |
|--|------------|------------|
| Contracts placed for future capital expenditure not provided in the financial statements | 0.5 | 0.5 |

30. Related party transactions

The Group considers its Directors to be the key management personnel. Compensation for Directors who have the sole responsibility for planning, directing and controlling the Group are set out in the Remuneration Report on pages 114 to 139. Share-based payments in relation to the Directors can be found in note 10.

31. Events after the reporting period

On 12 May 2026, subsequent to the year end, the Board announced its intention to explore options to sell the Group's remaining South African business. The business is a separate legal and operating unit comprising TAL, Tile Africa and House of Plumbing, and is profitable and cash generative.

Any potential disposal would be subject to a formal sale process and customary regulatory approvals and is expected to take approximately 12 months to complete.

NOTES TO THE GROUP ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

32. Closure of Johnson Tiles SA

On 19 June 2025, the local Board of Norcros South Africa approved the discontinuation and decommission of the manufacturing and sale of tiles under Johnson Tiles SA (JTSA). This constitutes the closure of the final tile manufacturing business within the Norcros Group and is considered a major line of business. Accordingly, JTSA's results have been presented as discontinued operations with a single amount shown on the face of the Consolidated Income Statement, and prior year restated for comparability.

The table below provides further detail of the amounts presented in the Consolidated Income Statement.

| | 2026 £m | 2025 £m |
|---|---------------|--------------|
| Revenue | 9.0 | 12.3 |
| Expenses | (11.0) | (13.6) |
| Exceptional operating items | (11.1) | – |
| Finance costs | (0.4) | – |
| Loss before tax from discontinued operations | (13.5) | (1.3) |
| Tax credit on loss | 3.6 | 0.4 |
| Loss for the period from discontinued operations | (9.9) | (0.9) |

Exceptional items within discontinued operations consists of c. £10.2m of non-cash items predominantly relating to the write-off of inventory and fixed assets, and c. net £0.9m of cash costs predominantly relating to redundancy costs offset by proceeds from the sale of fixed assets.

The table below shows the cash flows in relation to discontinued operations. These cash flows are included in the balances with the Group consolidated cash flow and within note 27 (a) Cash generated from operations.

| | 2026 £m | 2025 £m |
|---|--------------|--------------|
| Loss before taxation from discontinued operations | (13.5) | (1.3) |
| Exceptional operating items from discontinued operations | 11.1 | – |
| Finance costs from discontinued operations | 0.4 | – |
| Depreciation and amortisation from discontinued operations | 0.5 | 0.9 |
| Cash flows from exceptional items | (0.9) | – |
| Changes in working capital | 3.5 | (4.0) |
| Cash used in operations | 1.1 | (4.4) |
| Purchase of property, plant and equipment and intangible assets | (0.3) | (1.0) |
| Net cash used in investing activities | (0.3) | (1.0) |
| Net increase/(decrease) in cash | 0.8 | (5.4) |

33. Acquisition of Fibo

On 13 October 2025, the Group acquired 100% of the ordinary share capital of Fibo Holding AS and subsidiaries (Fibo), a leading supplier of high-quality waterproof, decorative wall panels, in exchange of cash consideration of £11.5m. It has a modern production facility in Norway, with c. 70% of sales from mainland Europe (with key positions in Scandinavia and central Europe) and c. 30% from the UK. The acquisition was funded through utilisation of the Group's banking facilities. Full details of the acquisition are provided on the Group's website (www.norcros.com).

The following table summarises the goodwill arising on acquisition of Fibo and the fair value of the assets acquired and the liabilities assumed. Consideration was entirely cash with no contingent or deferred consideration.

| | £m |
|--|------------|
| Consideration | 11.5 |
| Less: Fair value of assets acquired | (9.2) |
| Goodwill arising on acquisition | 2.3 |

33. Acquisition of Fibo CONTINUED

| | Book value of assets and liabilities acquired £m | Fair value adjustments on acquisition £m | Fair value of assets and liabilities acquired £m |
|--------------------------------------|---|---|---|
| Intangible assets | 11.2 | 33.2 | 44.4 |
| Property, plant and equipment | 3.6 | 0.2 | 3.8 |
| Right of use assets | 4.0 | 2.9 | 6.9 |
| Inventories | 8.4 | (0.3) | 8.1 |
| Trade and other receivables | 6.7 | – | 6.7 |
| Cash | 9.8 | (0.2) | 9.6 |
| Listed bond borrowings | (39.8) | – | (39.8) |
| Trade and other payables | (15.1) | 1.2 | (13.9) |
| Current tax liabilities | (1.1) | (0.1) | (1.2) |
| Deferred tax liability | (1.8) | (6.8) | (8.6) |
| Lease liabilities | (5.4) | (1.4) | (6.8) |
| Total identifiable net assets | (19.5) | 28.7 | 9.2 |
| Goodwill | 18.3 | (16.0) | 2.3 |
| Cash consideration | (1.2) | 12.7 | 11.5 |

The Group has determined the fair value of Fibo's acquired intangible assets (excluding goodwill) £33.2m, representing the brand and customer relationships. The values of these intangibles are calculated using assumptions on the expected future profitability of the acquired business. A deferred tax liability of £7.8m has also been recognised, arising from the recognition of acquired intangible assets. Acquired receivables predominantly relate to Trade Receivables through the normal course of business.

In most business combinations, there is an element of cost which cannot be allocated against the individual assets and liabilities acquired. This residual amount is recognised as goodwill and is supported by a number of factors which do not meet the criteria required for them to be treated as intangible assets. In this case, the most significant elements relate to Fibo's knowledgeable workforce. It is not expected at this stage that any of the goodwill will be deductible for tax purposes.

Total costs relating to the transaction of £4.2m have been expensed to the Consolidated Income Statement and included within acquisition related costs of £3.9m recognised in the year ended 5 April 2026 and the remaining £0.3m recognised in prior years.

No contingent consideration is included within the transaction; however, as part of the transaction a long-term incentive scheme has been put in place for key Fibo management staff which is also dependent on the financial performance of Fibo. The charge for these schemes is built up over the performance period and is treated as deferred remuneration, discounted over the performance period, and is included within acquisition related costs in the Consolidated Income Statement.

The revenue and underlying operating profit included in the Consolidated Statement of Comprehensive Income since 13 October 2025 contributed by Fibo are £32.7m and £3.3m respectively. On a pro-forma basis, Fibo's revenue and underlying operating profit, had it been part of the Group from the beginning of the period, would have been £68.2m and £7.7m respectively, which would have resulted in total Group results of £428.9m and £52.5m respectively.

The net cash outflow from the transaction reported within investing activities was as follows:

| | £m |
|--|--------------|
| Cash consideration | (11.5) |
| Cash acquired | 9.6 |
| Net cash outflow reported in the Consolidated Cash Flow Statement | (1.9) |

In addition to the above, a cash outflow of £3.9m relating to costs incurred in respect of the transaction has been included within cash generated from continuing operations, such that the total net cash outflow from the acquisition in the period was £5.8m. Subsequent to the acquisition, the Group repaid the borrowings of Fibo, relating to a £39.8m bond loan.

PARENT COMPANY BALANCE SHEET

At 5 April 2026

| | Notes | 2026 £m | 2025 £m |
|--|-------|--------------|------------|
| Non-current assets | | | |
| Investments | 3 | 178.3 | 177.3 |
| Deferred tax assets | 4 | 0.5 | 0.5 |
| | | 178.8 | 177.8 |
| Current liabilities | | | |
| Trade and other payables | 5 | (5.9) | (27.5) |
| Net current liabilities | | (5.9) | (27.5) |
| Total assets less current liabilities | | 172.9 | 150.3 |
| Non-current liabilities | | | |
| Financial liabilities – borrowings | 6 | (98.0) | (59.5) |
| Net assets | | 74.9 | 90.8 |
| Financed by: | | | |
| Share capital | 7 | 9.0 | 8.9 |
| Share premium account | | 47.6 | 47.6 |
| Treasury reserve | | (0.5) | 0.7 |
| Retained earnings before loss for the financial year | | 25.2 | 43.2 |
| Loss for the financial year | | (6.4) | (9.6) |
| Total shareholders' funds | | 74.9 | 90.8 |

The financial statements of Norcros plc, registered number 3691883, on pages 200 to 207 were authorised for issue on 10 June 2026 and signed on behalf of the Board by:

THOMAS WILLCOCKS **JAMES EYRE**
Chief Executive Officer Chief Financial Officer

PARENT COMPANY STATEMENT OF CHANGES IN EQUITY

53 weeks ended 5 April 2026

| | Ordinary share capital £m | Share premium £m | Treasury reserve £m | Retained earnings £m | Total equity £m |
|---|---------------------------------|------------------------|---------------------------|----------------------------|--------------------|
| At 1 April 2024 | 8.9 | 47.6 | 0.2 | 53.2 | 109.9 |
| Comprehensive expense: | | | | | |
| Loss for the year | – | – | – | (9.6) | (9.6) |
| Total comprehensive expense for the year | – | – | – | (9.6) | (9.6) |
| Transactions with owners: | | | | | |
| Purchase of treasury shares | – | – | (0.1) | – | (0.1) |
| Dividends paid | – | – | – | (9.2) | (9.2) |
| Settlement of share option schemes | – | – | 0.6 | (1.1) | (0.5) |
| Value of employee services | – | – | – | 0.3 | 0.3 |
| At 30 March 2025 | 8.9 | 47.6 | 0.7 | 33.6 | 90.8 |
| Comprehensive expense: | | | | | |
| Loss for the year | – | – | – | (6.4) | (6.4) |
| Total comprehensive expense for the year | – | – | – | (6.4) | (6.4) |
| Transactions with owners: | | | | | |
| Shares issued | 0.1 | – | – | – | 0.1 |
| Purchase of treasury shares | – | – | (1.7) | – | (1.7) |
| Dividends paid | – | – | – | (9.5) | (9.5) |
| Settlement of share option schemes | – | – | 0.5 | (0.4) | 0.1 |
| Value of employee services | – | – | – | 1.5 | 1.5 |
| At 5 April 2026 | 9.0 | 47.6 | (0.5) | 18.8 | 74.9 |

NOTES TO THE PARENT COMPANY ACCOUNTS

53 weeks ended 5 April 2026

1. Statement of accounting policies

General information

Norcros plc (the Company) is the ultimate holding company of the Norcros Group, a market-leading designer and supplier of high-quality bathroom and kitchen products in the UK, Europe and South African markets.

The Company is incorporated in the UK as a public company limited by shares and registered in England and Wales. The shares of the Company are listed on the London Stock Exchange market of listed securities. The address of its registered office is Ladyfield House, Station Road, Wilmslow SK9 1BU, UK.

Accounting reference date

UK company law permits a company to draw up financial statements to a date seven days either side of its accounting reference date. For operational reasons, the Company has in the current financial year adopted an accounting period of 53 weeks and, as a result of this, the exact year-end date was 5 April 2026. All references to the financial year, therefore, relate to the 53 weeks commencing on 31 March 2025. In the previous year, the accounting period was 52 weeks, beginning on 1 April 2024 and ending on 30 March 2025.

Going concern

The Company had net current liabilities of £5.9m at the balance sheet date. The Directors have considered the Company's ability to meet its liabilities as they fall due, taking into account the financial position of the wider Group and availability of group funding. The net current liabilities predominantly relate to an intercompany balance within the control of the Group, and accordingly the risk of settlement is deemed remote. Refer to the Group going concern assessment in note 1 for further details. Accordingly, the financial statements have been prepared on a going concern basis.

Basis of preparation

Norcros plc is a qualifying entity able to apply FRS 101 'Reduced disclosure framework'. The separate financial statements of the Company have been prepared in accordance with FRS 101, on the going concern basis and under the historical cost convention modified for fair values, and in accordance with the Companies Act 2006 and with applicable accounting standards.

These financial statements and accompanying notes have been prepared in accordance with the reduced disclosure framework for all periods presented. A separate profit and loss account dealing with the results of the Company has not been presented as permitted by Section 408(3) of the Companies Act 2006.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- the following paragraphs of IAS 1 'Presentation of financial statements':
 - 10(d) (statement of cash flows);
 - 16 (statement of compliance with all IFRS);
 - 111 (cash flow statement information); and
 - 134–136 (capital management disclosures);
- IFRS 7 'Financial instruments: disclosures';
- IAS 7 'Statement of cash flows';
- IAS 8 'Accounting policies, changes in accounting estimates and errors' – impact of future accounting standards;
- IAS 24 (paragraph 17) 'Related party disclosures' – key management compensation; and
- IAS 24 'Related party disclosures' – the requirement to disclose related party transactions between two or more members of a group.

As the Group financial statements include the equivalent disclosures, the Company has taken the exemptions available under FRS 101 in respect of the following disclosures:

- IFRS 2 'Share-based payments', in respect of Group equity-settled share-based payments; and
- certain disclosures required by IFRS 13 'Fair value measurement', and disclosures required by IFRS 7 'Financial instruments: disclosures'.

1. Statement of accounting policies CONTINUED

Critical estimates and judgements

The Directors believe that there are no critical accounting estimates or judgements relating to these financial statements.

A summary of the more important accounting policies, which have been applied consistently, is set out opposite.

Investments in subsidiaries

Investments held as fixed assets are stated at cost, less any provision for impairment. The Directors believe the carrying value of investments is supported by their underlying assets and cash flow projections derived from detailed budgets and forecasts. Dividends received from investments are recognised on receipt of the dividend.

Foreign currency transactions

Monetary assets and liabilities expressed in foreign currencies are translated into Sterling at rates applicable at the year end. Exchange gains and losses are dealt with in arriving at operating profit.

Taxation

Deferred taxation has been recognised as a liability or asset if transactions have occurred at the Balance Sheet date that give rise to an obligation to pay more taxation in the future or a right to pay less taxation in the future. An asset is recognised only when the transfer of economic benefits is more likely than not to occur.

Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the financial statements in the period in which the dividends are approved by the Company's shareholders or when paid, if earlier.

Financial assets and liabilities

Borrowings – the Company measures all borrowings initially at fair value. This is taken to be the fair value of the consideration received. Transaction costs (any such costs that are incremental and directly attributable to the issue of the financial instrument) are included in the calculation of the effective interest rate and are, in effect, amortised through the Income Statement over the duration of the borrowing.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the Balance Sheet date.

Share-based payments

The Company operates a number of equity-settled, share-based compensation plans. The fair value of the employee services received in exchange for the grant of options is recognised over the vesting period. Where awards relate to employees of the Company, the fair value of services received is recognised as an expense in the Income Statement with a corresponding credit to equity. Where awards relate to employees of subsidiary undertakings, the share-based payment is treated as a capital contribution and recognised as an increase in investments in subsidiaries, with a corresponding credit to equity.

The total amount recognised over the vesting period is determined by reference to the fair value of the options granted, excluding the impact of any non-market vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. At each Balance Sheet date, the Company revises its estimates of the number of options that are expected to vest. It recognises the impact of the revision to original estimates, if any, in the Income Statement, with a corresponding adjustment to equity.

2. Other information

The loss for the current year was £6.4m (2025: £5.6m) predominantly relating to interest on borrowings.

Auditor's remuneration of £3,000 (2025: £3,000) and staff costs relating to two employees (2025: two) are borne by one of the Company's subsidiaries, without recharge.

Further information about the Directors' remuneration can be found in the Annual Report on Remuneration on pages 114 to 139.

NOTES TO THE PARENT COMPANY ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

3. Investments

| | Shares in subsidiaries £m |
|------------------------|------------------------------|
| At 1 April 2025 | 177.3 |
| Additions | 1.0 |
| At 5 April 2026 | 178.3 |

Details of the subsidiaries owned by the Company, held both directly and indirectly, are shown in note 12. Additions in the year relate to capital contributions associated with the share-based payments value recognised in the year associated with subsidiary undertakings.

4. Deferred tax assets

Deferred tax is calculated in full on temporary differences under the liability method. The movement on the deferred tax account is as shown below:

| | 2026 £m | 2025 £m |
|--------------------|------------|------------|
| Deferred tax asset | 0.5 | 0.5 |

The analysis of the deferred tax asset is as follows:

| | 2026 £m | 2025 £m |
|-----------------------------|------------|------------|
| Other temporary differences | 0.5 | 0.5 |

| | 2026 £m | 2025 £m |
|---|------------|------------|
| To be recovered after more than 12 months | – | – |
| To be recovered within 12 months | 0.5 | 0.5 |
| | 0.5 | 0.5 |

The full potential asset for deferred tax is as follows:

| | 2026 £m | 2025 £m |
|-----------------------------|------------|------------|
| Other temporary differences | 0.5 | 0.5 |
| Tax losses | 4.5 | 4.5 |
| | 5.0 | 5.0 |

No deferred tax has been recognised in the financial statements in respect of the tax losses as the Company does not believe that utilisation of these losses is probable on the basis that entity level profits are unlikely to arise.

5. Trade and other payables

| | 2026 £m | 2025 £m |
|------------------------------------|------------|-------------|
| Accruals | 0.9 | 1.2 |
| Amounts owed to Group undertakings | 5.0 | 26.3 |
| | 5.9 | 27.5 |

6. Financial liabilities – borrowings

| | 2026 £m | 2025 £m |
|-------------------------------------|-------------|-------------|
| Bank loans | 99.0 | 60.0 |
| Costs of raising finance | (1.0) | (0.5) |
| | 98.0 | 59.5 |
| Repayable after more than one year: | | |
| – between one and two years | – | – |
| – between two and five years | 99.0 | 60.0 |
| – costs of raising finance | (1.0) | (0.5) |
| | 98.0 | 59.5 |

The Company banking facility was refinanced in December 2025, whereby the amount of committed banking facility was increased to £150m (plus a £75m uncommitted accordion). The maturity date was extended to December 2029 with a further one-year extension available.

The Company has been in compliance with all banking covenants during the year.

7. Called-up share capital

| | 2026 £m | 2025 £m |
|---|------------|------------|
| Issued and fully paid | | |
| 2026: 90,114,454 (2025: 89,818,983) ordinary shares of 10p each | 9.0 | 8.9 |

In the year, 141,426 (2025: 112,935) of 10p ordinary shares were issued in order to satisfy vesting of options under the Company's SAYE and Deferred Bonus Plan share schemes, and 128,992 (2025: 109,455) were issued under Director bonus schemes. At 5 April 2026, 915,093 shares were held by the Employee Benefit Trust (2025: 256,631).

8. Dividends

A final dividend in respect of the year ended 30 March 2025 of £6.2m (6.9p per 10p ordinary share) was paid on 1 August 2025, and an interim dividend of £3.3m (3.7p per 10p ordinary share) was paid on 13 January 2026. A final dividend in respect of the 53 weeks ended 5 April 2026 of £7.0m (7.8p per 10p ordinary share) is to be proposed at the Annual General Meeting on 22 July 2026. These financial statements do not reflect this dividend.

9. Related party transactions

The Company considers its two employees to be its key management personnel. Compensation for these employees, who have the sole responsibility for planning, directing and controlling the Company, are set out in the Remuneration Report on pages 114 to 139. Employee remuneration is settled on behalf of the entity by Norcros Group (Holdings) Ltd.

10. Contingent liabilities

The Company is party to an omnibus set-off agreement between Lloyds Bank plc (as agent) and the Group's UK subsidiaries.

NOTES TO THE PARENT COMPANY ACCOUNTS CONTINUED

53 weeks ended 5 April 2026

11. Subsidiaries

The subsidiaries included in the financial statements are disclosed below. All companies are 100% owned by the Group.

Held directly by Norcros plc

| Company | Country of incorporation or registration | Registered address |
|------------------------------|--|---|
| Norcros Group (Holdings) Ltd | England | Ladyfield House, Station Road, Wilmslow SK9 1BU, UK |

Held indirectly by Norcros plc

| Company | Country of incorporation or registration | Registered address |
|--|--|---|
| Abode Home Products Ltd | England | Ladyfield House, Station Road, Wilmslow SK9 1BU, UK |
| Bathshoponline Ltd | England | As above |
| Carlton Holdings Ltd | England | As above |
| Crittall Construction Ltd | England | As above |
| Croydex Group Ltd | England | As above |
| Croydex Ltd | England | As above |
| Eurobath International Ltd | England | As above |
| H & R Johnson (Overseas) Ltd | England | As above |
| H & R Johnson Tiles Ltd | England | As above |
| Lincolnshire Properties (Norfolk Street) Ltd | England | As above |
| Merlyn Industries UK Ltd | England | As above |
| Metlex Industries Ltd | England | As above |
| Norcros (Trustees) Ltd | England | As above |
| Norcros Adhesives Ltd | England | As above |
| Norcros Developments Ltd | England | As above |
| Norcros Estates Ltd | England | As above |
| Norcros Group Trusteeships Ltd | England | As above |
| Norcros Industry (International) Ltd | England | As above |
| Norcros Securities Ltd | England | As above |
| Norcros Services Ltd | England | As above |
| Plumbex UK Ltd | England | As above |
| Samuel Booth and Company Ltd | England | As above |
| Stonechester (Stoke) Ltd | England | As above |
| Taps Direct Ltd | England | As above |
| Triton Industry Ltd | England | As above |
| Triton plc | England | As above |
| UBM Pension Trust Ltd | England | As above |
| Vado UK Ltd | England | As above |
| Fibo UK Ltd | England | As above |
| Fibo AS | Norway | Karenslyst Alle 8b, 0287 Oslo, Norway |
| Fibo Holding AS | Norway | As above |

11. Subsidiaries CONTINUED

| Company | Country of incorporation or registration | Registered address |
|--|--|---|
| Fibo Group AS | Norway | Karenslyst Alle 8b, 0287 Oslo, Norway |
| Fibo AB | Sweden | Franzengatan 6, 112 51, Stockholm, Sweden |
| Fibosystem OY | Finland | Siltasaarekatu 18-20 A, 00530, Helsinki, Finland |
| Fibo USA LLC | USA | 1209 Orange Street, Wilmington, New Castle, Delaware, 19801 |
| Granfit Holdings Ltd | Scotland | Westfield Avenue, Edinburgh EH11 2QH, Scotland |
| Grant Westfield Ltd | Scotland | As above |
| Ocean Interiors GmbH | Germany | Vogt 21, 52072 Aachen, Germany |
| Ocean Interiors BV | Netherlands | WTC Heerlen Aachen, Vogt 21, 6422 RK Heerlen, Netherlands |
| Cronors Insurance Ltd | Guernsey | Dorey Court, Admiral Park, St. Peter Port GY1 2HT, Guernsey |
| Merlyn Industries Ltd | Ireland | Merlyn House, Purcellsinch Industrial Estate, Dublin Road, Kilkenny, Ireland |
| Christa 271 (Pty) Ltd | Namibia | 3rd Floor, 344 Independence Avenue, Windhoek, Namibia |
| Tile Africa Windhoek Property (Pty) Ltd | Namibia | As above |
| Ceracon (Pty) Ltd | South Africa | 4 Porcelain Road, Olifantsfontein 1665, South Africa |
| General Adhesives (Pty) Ltd | South Africa | As above |
| Johnson Tiles Pty Ltd | South Africa | As above |
| Lesatsi Trading (Pty) Ltd | South Africa | As above |
| Norcros (SA) (Pty) Ltd | South Africa | As above |
| RAP Plumbing Supplies (Pty) Ltd | South Africa | As above |
| TAL (Pty) Ltd | South Africa | As above |
| Talcor Properties (Pty) Ltd | South Africa | As above |
| Tile Adhesives (Pty) Ltd | South Africa | As above |
| Tile Africa Group (Pty) Ltd | South Africa | As above |
| Triton SA (Pty) Ltd | South Africa | As above |
| Norcros Middle East Building Materials Trading LLC | UAE | Warehouse No. 5, St. No. 4, Umm Ramool, Marrakesh Road, P.O. Box 393937, Dubai, UAE |



The production of this report supports the work of the Woodland Trust, the UK's leading woodland conservation charity. Each tree planted will grow into a vital carbon store, helping to reduce environmental impact as well as creating natural havens for wildlife and people.



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