



Mabel Mezzco Limited

**Interim report
as at and for the 40-week period to
January 29, 2017**

General information

Wagamama operates popular award winning pan-Asian inspired noodle restaurants based in the United Kingdom. In addition to our Company-operated restaurants across the United Kingdom and the United States, we have franchised restaurants operating in 17 markets around the world spread across Western Europe, Eastern Europe, the Middle East and New Zealand.

Wagamama offers fresh, pan-Asian cuisine in a friendly, vibrant setting. Our menu features a wide variety of noodle and rice dishes, as well as salads and side dishes, juices, hot drinks, wine, sake and Asian beers. Freshness and quality are two ingredients that we believe go into every dish. Many Wagamama signature dishes can be found in all of our restaurants across the globe and we also have local specialties that take advantage of regional produce and tastes.

Presentation of financial information

Unless otherwise indicated, the financial information presented in this report is the historical consolidated financial information of Mabel Mezzco Limited and its subsidiaries (the "Group").

This report includes or derives information from the following financial sources:

- the unaudited consolidated financial information of the Group as of and for the 12 weeks ended January 29, 2017 ("Third Quarter 2016/17", "Q3 2016/17", or "the quarter"), and the comparative period as of and for the 12 weeks ended January 31, 2016 ("Third Quarter 2015/16" or "Q3 2015/16"), prepared in accordance with FRS 102; and
- the unaudited consolidated financial information of the Group as of and for the 40 weeks ended January 29, 2017 ("YTD Q3 2016/17") and the comparative period as of and for the 40 weeks ended January 31, 2016 ("YTD Q3 2015/16"), prepared in accordance with FRS 102.

The financial year for the Group runs from the calendar day following the previous financial year end to the Sunday nearest to April 30 of each calendar year. Accordingly, from time to time, the financial accounting period covers a 53-week period, which impacts the comparability of results. Our 2016/17 financial year will end on April 23, 2017 and will constitute a 52-week period.

Third Quarter 2017 highlights

Financial highlights

- Turnover⁽¹⁾ increased 15.7% to £64.2 million in Q3 2016/17 with the continued expansion of our restaurants in the UK and US (2 new openings in the quarter) and 9.0% UK like for like sales growth.
- Adjusted EBITDA up 11.4% in Q3 2016/17 to £11.7 million from £10.5 million in Q3 2015/16.
- Leverage down to 2.4x.
- Adjusted EBITDA margin at 18.5% in Q3 2016/17 compared to 19.1% in Q3 2015/16.
- Underlying⁽²⁾ free cashflow at 133.1% of adjusted EBITDA remains strong.

⁽¹⁾ Turnover includes franchise income

⁽²⁾ Q3 2015/16 adjusted to reflect the movement in one-off fees relating to exceptional costs and re-financing.

Operational highlights

- One new UK restaurant opened at Dean Street.
- First New York City restaurant opened in November with strong initial performance and feedback.
- 7 refurbishments have been completed or are underway in Q3 2016/17, bringing Kaizen design and new covers where possible to the existing estate.
- New franchise restaurant opened in Dundonald (Northern Ireland) and the pipeline is growing.

YTD Q3 2017 highlights

Financial highlights

- Turnover increased 15.7% to £202.2 million in YTD Q3 2016/17 with the continued expansion of our restaurants in the UK and US (8 new openings in the year to date) and 9.2% UK like for like sales growth.
- Adjusted EBITDA up 15.6% in YTD Q3 2016/17 to £34.8 million from £30.1 million in YTD Q3 2015/16.
- Adjusted EBITDA margin at 17.4% in YTD Q3 2016/17 compared to 17.3% in YTD Q3 2015/16.
- Underlying⁽¹⁾ free cashflow at 113.3% of adjusted EBITDA remains strong.
- Both Moody's and Standard & Poor's credit ratings upgraded, from B2 stable to B2 positive outlook (Moody's) and B- stable to B flat stable (S&P).

⁽¹⁾YTD Q3 2016/17 and YTD Q3 2015/16 both adjusted to reflect the movement in one-off fees relating to exceptional costs and re-financing.

Operational highlights

- Eight new UK restaurants opened in YTD Q3 2016/17 together with 7 new franchise restaurants.
- 23 refurbishments have been completed or are underway in YTD Q3 2016/17, bringing Kaizen design and new covers where possible to the existing estate. T5 has delivered multiple record sales weeks since its refurbishment.

Results of operations

Third Quarter 2016/17 compared with Third Quarter 2015/16

Turnover

Turnover increased 15.7% to £64.2 million in Q3 2016/17 from £55.5 million in Q3 2015/16. A geographic and business line analysis of our turnover follows:

| £ million | Q3 2016/17 | Q3 2015/16 | % change |
|---------------------|-------------|-------------|--------------|
| Company-operated UK | 61.0 | 53.6 | 13.8% |
| Company-operated US | 2.6 | 1.5 | 73.3% |
| Franchise | 0.6 | 0.4 | 50.0% |
| Total | 64.2 | 55.5 | 15.7% |

Company-operated restaurants

Turnover in our restaurant business in the United Kingdom increased 13.8% to £61.0 million in Q3 2016/17 from £53.6 million in Q3 2015/16. This was primarily due to the increase in the number of restaurants from 123 open at the end of Q3 2015/16 to 127 open at the end of Q3 2016/17 and a 9.0% like for like sales increase.

Turnover in our restaurant business in the United States increased 73.3% to £2.6 million in Q3 2016/17 from £1.5 million in Q3 2015/16. US\$ turnover increased by 45.7% to \$3.2 million for Q3 2016/17 versus \$2.2 million for Q3 2015/16 reflecting growth in like-for-like sales and the opening of 1 new restaurant in New York City.

International franchised restaurants

Turnover from our international franchised restaurants business line increased 50.0% to £0.6 million in Q3 2016/17 from £0.4 million in Q3 2015/16.

Cost of sales

Gross margin has increased from £25.4 million in Q3 2015/16 to £28.0 million in Q3 2016/17. The growth in the estate and the like for like sales growth were the primary causes of this increase.

Administrative expenses before exceptional items

Administrative expenses before exceptional items increased 12.0% to £22.1 million in Q3 2016/17 from £19.8 million in Q3 2015/16. This was primarily due to overhead costs and depreciation commensurate with the addition of new restaurants in addition to the increase in central overhead expenses, again reflecting the increase in estate size.

Net interest payable and similar charges

Net interest payable and similar charges remained stable at £3.0 million in Q3 2016/17 and in Q3 2015/16.

Tax on loss on ordinary activities

The tax charge on profit on ordinary activities increased from £0.9 million in Q3 2015/16 to £1.1 million in Q3 2016/17 reflecting the increased profitability of the Group.

YTD Q3 2016/17 compared with YTD Q3 2015/16

Turnover

Turnover increased 15.7% to £202.2 million in YTD Q3 2016/17 from £174.8 million in YTD Q3 2015/16. A geographic and business line analysis of our turnover follows:

| £ million | YTD Q3 2016/17 | YTD Q3 2015/16 | % change |
|---------------------|----------------|----------------|--------------|
| Company-operated UK | 194.4 | 168.9 | 15.1% |
| Company-operated US | 5.9 | 4.6 | 28.3% |
| Franchise | 1.9 | 1.3 | 46.2% |
| Total | 202.2 | 174.8 | 15.7% |

Company-operated restaurants

Turnover in our restaurant business in the United Kingdom increased 15.1% to £194.4 million in YTD Q3 2016/17 from £168.9 million in YTD Q3 2015/16. This was primarily due to the increase in the number of restaurants from 123 open at the end of Q3 2015/16 to 127 open at the end of Q3 2016/17 and a 9.2% like for like sales increase.

Turnover in our restaurant business in the United States increased 28.3% to £5.9 million in YTD Q3 2016/17 from £4.6 million in YTD Q3 2015/16. US\$ turnover increased by 10.4% to \$7.7 million for YTD Q3 2016/17 versus \$7.0 million for YTD Q3 2015/16 reflecting growth in like-for-like sales and the opening of one new restaurant in Q3 2016/17 but offset by the closure of one Boston restaurant during Q1 2016/17.

International franchised restaurants

Turnover from our international franchised restaurants business line increased 46.2% to £1.9 million in YTD Q3 2016/17 from £1.3 million in YTD Q3 2015/16.

Cost of sales

Gross margin has increased from £78.7 million in YTD Q3 2015/16 to £87.7 million in YTD Q3 2016/17. The growth in the estate and the like for like sales growth were the primary causes of this increase.

Administrative expenses before exceptional items

Administrative expenses before exceptional items increased 8.5% to £70.4 million in YTD Q3 2016/17 from £64.9 million in YTD Q3 2015/16. This was primarily due to overhead costs and depreciation commensurate with the addition of new restaurants in addition to the increase in central overhead expenses, again reflecting the increase in estate size.

Net interest payable and similar charges

Net interest payable decreased from £10.2 million in YTD Q3 2015/16 to £10.1 million in YTD Q3 2016/17 as a result of small savings in commitment fees.

Tax on loss on ordinary activities

The tax charge on profit on ordinary activities increased from £1.4 million in YTD Q3 2015/16 to £2.4 million in YTD Q3 2016/17 reflecting the increased profitability of the Group.

Liquidity and capital resources

Net cash inflow from operating activities

Net cash inflow from operating activities increased 88.0% to £15.1 million in Q3 2016/17 from £8.0 million in Q3 2015/16. This was primarily due to an increase in EBITDA and improved working capital.

Net cash inflow from operating activities increased 43.3% to £37.2 million in YTD Q3 2016/17 from £26.0 million in YTD Q3 2015/16. This was primarily due to an increase in EBITDA and improved working capital.

Net cash outflow from returns on investments and servicing of finance

Net cash flow from returns on investments and servicing of finance decreased from £5.9 million in Q3 2015/16 to £0.0 million in Q3 2016/17 due to the timing of semi-annual bond interest payment falling in early Q4 in 2016/17.

Net cash outflow from returns on investments and servicing of finance decreased from £12.0 million in YTD Q3 2015/16 to £5.9 million in YTD Q3 2016/1, reflecting the timing of the semi-annual bond interest payment.

Net cash outflow from capital expenditure

Net cash outflow from capital expenditure increased 139.1% to £6.9 million in Q3 2016/17 from £2.9 million in Q3 2015/16.

Net cash outflow from capital expenditure increased 71.7% to £21.1 million in YTD Q3 2016/17 from £12.3 million in YTD Q3 2015/16.

This was primarily due to new UK restaurant expenditure along with capital expenditure relating to the USA expansion. An increased level of refurbishment, head office and system expenditure also contributed to the increased level of expenditure in Q3 and YTD Q3 2016/17.

Net cash inflow/outflow from financing

Net cash outflow from financing was £0.0 million in both Q3 and YTD Q3 2016/17 and Q3 and YTD Q3 2015/16.

Capital expenditures

The following table shows our capital expenditures for the periods indicated:

| | For the 12 weeks ended | | For the 40 weeks ended | |
|-----------------------------------|------------------------|---------------------|------------------------|---------------------|
| | January 29, 2017 | January 31, 2016 | January 29, 2017 | January 31, 2016 |
| New site capital expenditures | 4.2 | 1.7 | 11.5 | 7.9 |
| Refurbishment expenditures | 1.4 | 0.6 | 6.0 | 1.2 |
| Maintenance expenditures | 0.7 | 0.4 | 1.8 | 1.4 |
| Other capital expenditures* | 0.7 | 0.2 | 1.8 | 1.9 |
| Total capital expenditures | 7.0 | 2.9 | 21.1 | 12.4 |
| Corporate expenses | - | 0.1 | 0.1 | 0.2 |

*other capital expenditure: office, systems and central kitchen

Estate summary

We opened 2 new restaurants in Q3 2016/17 and 8 restaurants in YTD Q3 2016/17 compared to 2 restaurants in Q3 2015/16 and 9 restaurants in YTD Q3 2016/16. The increase in the number of franchised restaurants reflects new openings in Ayia Napa, Gibraltar, Rotterdam, Istanbul, Jeddah, Auckland and Dundonald (Belfast).

The table below shows the number of our Company-operated and franchised restaurants as at the following dates:

| | For the 12 weeks ended | | For the 40 weeks ended | |
|--|------------------------|---------------------|------------------------|---------------------|
| | January 29, 2017 | January 31, 2016 | January 29, 2017 | January 31, 2016 |
| Company-operated restaurants⁽¹⁾ | 127 | 123 | 127 | 123 |
| <i>United Kingdom restaurants</i> | 123 | 119 | 123 | 119 |
| <i>United States restaurants</i> | 4 | 4 | 4 | 4 |
| <i>Company-operated restaurant openings during the period</i> | 2 | 2 | 8 | 9 |
| <i>Company-operated restaurants closures during the period</i> | - | - | (5) | (1) |
| Franchised ⁽²⁾ | 40 | 35 | 40 | 35 |
| Total | 167 | 158 | 167 | 158 |

(1) Company-operated restaurants include all of our restaurants in the United Kingdom and the United States.

(2) Franchised restaurants as at the dates listed were located in Belgium, Greece, Ireland, Malta, The Netherlands, Northern Ireland, Denmark, Sweden, Cyprus, Slovakia, Turkey, Qatar, United Arab Emirates, Bahrain, New Zealand, Gibraltar and Saudi Arabia.

Key performance indicators

| | For the 12 weeks ended | | For the 40 weeks ended | | LTM |
|--|------------------------|------------------|------------------------|------------------|------------------|
| | January 29, 2017 | January 31, 2016 | January 29, 2017 | January 31, 2016 | January 29, 2017 |
| | (£ millions) | | | | |
| Like-for-like sales growth (%) | 9.0% | 11.9% | 9.2% | 12.2% | 10.6% |
| EBITDAR | 15.9 | 14.4 | 48.7 | 42.40 | 60.4 |
| Rent Expense | 5.1 | 4.6 | 16.3 | 14.8 | 19.8 |
| EBITDA | 10.8 | 9.9 | 32.4 | 27.6 | 40.4 |
| EBITDA Margin (%) | 17.0% | 17.9% | 16.2% | 15.9% | 15.9% |
| Adjusted EBITDA ⁽¹⁾ | 11.7 | 10.5 | 34.8 | 30.1 | 43.4 |
| Adjusted EBITDA margin (%) | 18.5% | 19.1% | 17.4% | 17.3% | 17.0% |
| Net total indebtedness ⁽²⁾ | | | | | 103.0 |
| Ratio of net total indebtedness to adjusted EBITDA | | | | | 2.4x |

(1) Please find below a reconciliation calculation from profit for the financial period to EBITDA and Adjusted EBITDA and adjustments made to calculate Adjusted EBITDA for the periods indicated:

(2) Net total indebtedness represents total debt less cash.

| | For the 12 weeks ended | | For the 40 weeks ended | | LTM |
|--|------------------------|------------------|------------------------|------------------|------------------|
| | January 29, 2017 | January 31, 2016 | January 29, 2017 | January 31, 2016 | January 29, 2017 |
| | (£ millions) | | | | |
| Profit/loss for the financial period | 1.8 | 1.4 | 4.4 | 2.1 | 5.0 |
| Tax on profit/loss on ordinary activities | 1.1 | 0.9 | 2.4 | 1.4 | 2.0 |
| Net interest payable and similar charges | 2.9 | 3.0 | 10.0 | 10.0 | 12.9 |
| Exceptional expenses/(income) | 0.0 | 0.3 | 0.6 | 0.3 | 1.3 |
| Goodwill amortisation | 2.1 | 2.1 | 7.0 | 7.0 | 9.1 |
| Depreciation and impairment of tangible assets | 2.9 | 2.2 | 8.0 | 6.8 | 10.1 |
| EBITDA | 10.8 | 9.9 | 32.4 | 27.6 | 40.4 |
| Pre-opening costs ^(a) | 0.9 | 0.5 | 2.3 | 2.3 | 2.9 |
| Corporate expenses ^(b) | 0.0 | 0.1 | 0.1 | 0.2 | 0.1 |
| Adjusted EBITDA | 11.7 | 10.5 | 34.8 | 30.1 | 43.4 |
| Franchise net income/USA adjusted EBITDA | (0.7) | (0.4) | (1.8) | (1.1) | (2.3) |
| General and administrative expenses | 3.8 | 3.6 | 12.2 | 11.9 | 15.9 |
| UK Restaurant 4-wall adjusted EBITDA | 14.8 | 13.7 | 45.2 | 40.9 | 57.0 |

(a) Pre-opening costs represents costs incurred prior to the opening of a new restaurant, including rent incurred prior to opening, wages of employees in training and food costs incurred for training of new employees.

(b) Corporate expenses represents fees paid to our principal shareholders and security agent under our senior facilities agreement (which was repaid on January 28, 2015) / bond and RCF agreement, professional fees incurred relating to syndication and listing of loan notes under that agreement and fees in respect of our corporate status.

Further information for noteholders

This report was prepared in accordance with the indenture dated January 28, 2015 among Wagamama Finance plc, as Issuer, the guarantors named therein, U.S. Bank Trustees Limited, as Trustee, Elavon Financial Services Limited, UK Branch, as paying agent and transfer agent, Elavon Financial Services Limited, as registrar, and U.S. Bank Trustees Limited, as Security Trustee.

This interim report may include forward-looking statements. All statements other than statements of historical facts included in this interim report, including those regarding the Group's financial position, business and acquisition strategy, plans and objectives of management for future operations are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Group, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Such forward-looking statements are based on numerous assumptions regarding the Group's present and future business strategies and the environment in which the Group will operate in the future. Many factors could cause the Group's actual results, performance or achievements to differ materially from those in the forward-looking statements. Forward-looking statements should, therefore, be construed in light of such risk factors and undue reliance should not be placed on forward-looking statements. These forward-looking statements speak only as of the date of this interim report. The Group expressly disclaims any obligations or undertaking, except as required by applicable law and applicable regulations to release publicly any updates or revisions to any forward-looking statement contained herein to reflect any change in the Group's expectations with regard thereto or any changes in events, conditions or circumstances on which any such statement is based.

The financial results presented in this presentation are preliminary and may change. This preliminary financial information includes calculations or figures that have been prepared internally by management and have not been reviewed or audited by our independent chartered accounting firm. There can be no assurance that the group's actual results for the period presented herein will not differ from the preliminary financial data presented herein and such changes could be material. This preliminary financial data should not be viewed as a substitute for full financial statements prepared in accordance with FRS 102 and is not necessarily indicative of the results to be achieved for any future periods. This preliminary financial information, and previously reported amounts, could be impacted by the effects of the pending review of the Board of Directors.

Use of non-FRS 102 financial information

Certain parts of this report contain non-FRS 102 measures and ratios, including EBITDAR, rent expense, EBITDA, EBITDA margin, Adjusted/(Adj.) EBITDA, Adjusted/(Adj.) EBITDA margin, UK restaurant 4-wall adjusted/(Adj.) EBITDA, new site capital expenditures, maintenance capital expenditures, other capital expenditures, total capital expenditures, like-for-like sales growth, working capital and leverage ratios that are not required by, or presented in accordance with, FRS 102. We believe that these measures are useful indicators of our ability to incur and service our indebtedness and can assist certain investors, security analysts and other interested parties in evaluating us. Because all companies do not calculate these measures on a consistent basis, our presentation of these measures may not be comparable to measures under the same or similar names used by other companies. Accordingly, undue reliance should not be placed on these measures in this interim report. In particular, EBITDAR, EBITDA, Adjusted/(Adj.) EBITDA and UK restaurant 4-wall adjusted/(Adj.) EBITDA are not measures of our financial performance or liquidity under FRS 102 and should not be considered as an alternative to (a) net income/(loss) for the period as a measure of our operating performance, (b) cash flows from operating, investing and financing activities as a measure of our ability to meet our cash needs or (c) any other measures of performance under FRS 102.

Our non-FRS 102 measures are defined by us as follows:

- We define "EBITDAR" as EBITDA plus rent expense.
- We define "rent expense" as the aggregate fees incurred for the period indicated pursuant to our property lease obligations.
- We define "EBITDA" as profit for the financial period plus tax on profit on ordinary activities, net interest payable and similar charges, exceptional administrative (expenses)/income, gain/(loss) on disposal of fixed assets, goodwill amortisation and depreciation and impairment of tangible assets.

- We define “EBITDA margin” as EBITDA divided by company operated sales.
- We define “Adjusted/(Adj.) EBITDA” as EBITDA adjusted for the impact of restaurant pre-opening costs, sponsor monitoring fees, and extra days of trading. We define LTM performance as FY16 audited full year results less YTD Q3 2015/16, plus YTD Q3 2016/17.
- We define “Adjusted/(Adj.) EBITDA margin” as Adjusted EBITDA divided by turnover.
- We define “UK restaurant 4-wall Adjusted/(Adj.) EBITDA” as adjusted EBITDA excluding general and administrative expenses, franchise net income and USA adjusted EBITDA.
- We define “sales” as income generated from company operated restaurants. We define “turnover” as income generated from company operated restaurants and franchise income.
- We define “new site capital expenditure” as the capital expenditures we incur in order to purchase and outfit a new restaurant in preparation for its opening.
- We define “refurbishment expenditure” as expansion capital expenditure in existing restaurants.
- We define “maintenance capital expenditure” as the capital expenditures we incur to maintain our restaurants.
- We define “other capital expenditure” as the capital expenditures we incur for overhead costs relating to our central kitchen and other centralised capital expenditures relating primarily to training and IT.
- We define “total capital expenditure” as the purchase of tangible fixed assets as reflected in our cash flow statements.
- We define “like-for-like sales growth” as sales from our United Kingdom and/or United States restaurants that traded for at least 17 full four-week periods. Restaurants are included on a rolling basis as each new restaurant is included in the like-for-like comparison once it has traded for 17 full four-week periods. Any week in which a restaurant did not have revenue and the preceding and following week are excluded both in the period considered and in the comparative period.
- We define “Underlying free cashflow” as adjusted EBITDA less maintenance capex plus/minus changes in net working capital (adjusted for one-off payments in both Q3 2016/17 and Q3 2015/16 that do not reflect underlying working capital patterns).

Mabel Mezzco Limited

Interim financial information
For the 40 weeks ended 29 January 2017

Registered number: 07556501

Mabel Mezzco Limited

Group profit and loss account for the period ended 29 January 2017

| | | Unaudited 40 weeks to 29 January 2017 £'000 | Unaudited 40 weeks to 31 January 2016 £'000 | Audited 52 weeks to 24 April 2016 £'000 |
|---|-------------|--|---|---|
| | Note | | | |
| Turnover | 2 | 202,133 | 174,753 | 229,864 |
| Cost of sales | | (114,429) | (96,040) | (126,986) |
| Gross profit | | 87,704 | 78,713 | 102,878 |
| Administrative expenses before exceptional items | | (70,393) | (64,876) | (85,151) |
| Exceptional administrative expenses | 3 | (564) | (307) | (1,067) |
| Administrative expenses | | (70,957) | (65,183) | (86,218) |
| Operating profit | 3 | 16,747 | 13,530 | 16,660 |
| Profit on ordinary activities before interest and taxation | | 16,747 | 13,530 | 16,660 |
| Interest receivable and similar income | | 146 | 68 | 110 |
| Interest payable and similar charges before exceptional items | | (10,066) | (10,152) | (13,139) |
| Exceptional items | | - | - | - |
| Interest payable and similar charges | 4 | (10,066) | (10,152) | (13,139) |
| Profit/loss on ordinary activities | | 6,827 | 3,446 | 3,631 |
| Tax on profit/loss on ordinary activities | | (2,392) | (1,357) | (1,009) |
| Profit/loss after tax for the financial period | | 4,435 | 2,090 | 2,622 |

All of the activities of the Group are continuing.

Mabel Mezzco Limited

Group statement of comprehensive income for the period ended 29 January 2017

| | Unaudited | Unaudited | Audited |
|--|--------------------|--------------|--------------|
| | 40 weeks to | 40 weeks to | 52 weeks |
| | 29 January | 31 January | to 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Profit/loss for the financial period | 4,435 | 2,090 | 2,622 |
| Foreign exchange differences arising on consolidation | 610 | 280 | 113 |
| Total comprehensive income/expense for the period | 5,045 | 2,370 | 2,735 |

Group statement of changes in equity for the period ended 29 January 2017

| | Unaudited | Unaudited | Audited |
|---|--------------------|---------------|---------------|
| | 40 weeks to | 40 weeks to | 52 weeks |
| | 29 January | 31 January | to 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Profit/loss for the financial period | 4,435 | 2,090 | 2,622 |
| Other comprehensive income for the period | 610 | 280 | 113 |
| Total comprehensive income/expense for the period | 5,045 | 2,370 | 2,735 |
| Total transactions with owners recognised directly in equity | - | - | - |
| Net change in shareholders' funds | 5,045 | 2,370 | 2,735 |
| Opening shareholders' funds | 61,945 | 59,725 | 59,210 |
| Closing shareholders' funds | 66,990 | 62,095 | 61,945 |

Mabel Mezzco Limited

Group balance sheet as at 29 January 2017

| | Notes | Unaudited 29 January 2017 £'000 | Unaudited 31 January 2016 £'000 | Audited 24 April 2016 £'000 |
|---|-------|--|--|--------------------------------------|
| Fixed assets | | | | |
| Intangible assets | | 129,535 | 138,639 | 136,535 |
| Tangible assets | 5 | 94,005 | 76,770 | 79,427 |
| | | 223,540 | 215,409 | 215,962 |
| Current assets | | | | |
| Stocks | | 1,573 | 1,497 | 1,400 |
| Debtors | 6 | 10,182 | 8,056 | 7,707 |
| Cash at bank and in hand | | 43,676 | 29,848 | 35,472 |
| | | 55,431 | 39,401 | 44,579 |
| Creditors: amounts falling due within one year | 7 | (59,640) | (41,125) | (46,592) |
| | | (4,209) | (1,724) | (2,013) |
| Total assets less current liabilities | | | | |
| | | 219,331 | 213,685 | 213,949 |
| Creditors: amounts falling due after more than 1 year | 8 | (146,671) | (145,543) | (145,804) |
| | | 72,660 | 68,142 | 68,145 |
| Provisions for liabilities and charges | | (5,670) | (6,047) | (6,200) |
| | | 66,990 | 62,095 | 61,945 |
| Capital and reserves | | | | |
| Called-up share capital | | 20,000 | 20,000 | 20,000 |
| Profit and loss account | | 46,990 | 42,095 | 41,945 |
| | | 66,990 | 62,095 | 61,945 |

Mabel Mezzco Limited

Group cash flow statement for the period ended 29 January 2017

| | | Unaudited 40 weeks to 29 January 2017 £'000 | Unaudited 40 weeks to 31 January 2016 £'000 | Audited 52 weeks to 24 April 2016 £'000 |
|---|------|---|---|---|
| | Note | | | |
| Net cash inflow from operating activities | 9 | 37,182 | 25,950 | 36,837 |
| Taxation | | (2,009) | (507) | (509) |
| Net cash generated from operating activities | | 35,173 | 25,443 | 36,328 |
| Cash flow from investing activities | | | | |
| Interest received | | 146 | 68 | 110 |
| Proceeds from disposal of tangible fixed assets | | - | - | - |
| Payments to acquire tangible fixed assets | | (21,116) | (12,295) | (17,505) |
| Net cash used in investing activities | | (20,970) | (12,227) | (17,395) |
| Cash flow from financing activities | | | | |
| Interest paid | | (6,036) | (12,034) | (12,126) |
| Expenses paid in connection with issue of debt | | - | - | - |
| New bond | | - | - | - |
| Repayment of bank loans | | - | - | - |
| Repayment of loan notes | | - | - | - |
| Net cash used in financing activities | | (6,036) | (12,034) | (12,126) |
| Net increase in cash and cash equivalents | 10 | 8,167 | 1,182 | 6,807 |
| Cash and cash equivalents at the beginning of the period | | 35,472 | 28,666 | 28,666 |
| Exchange adjustments | | 37 | - | (1) |
| Cash and cash equivalents at the beginning of the period | | 43,676 | 29,848 | 35,472 |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017

1. Basis of preparation

The unaudited interim financial information contains consolidated financial information for Mabel Mezzco Limited and its subsidiary undertakings (the "Group") for the 40 weeks ended 29 January 2017.

The unaudited interim financial information has been prepared using consistent accounting policies, presentation and a method of computation to those applied in the latest annual audited financial statements of the Group for the 52 week period ended 24 April 2016. This financial information should be read in conjunction with the Group's financial statements for the period ended 24 April 2016, which have been prepared under FRS 102.

The statutory accounts for the 52 week period ended 24 April 2016 have been approved by the Board of Directors. The auditors reported on those accounts, their report was unqualified, did not draw attention to any matters by way of emphasis and did not contain a statement under section 498(2) or (3) of the Companies Act 2006.

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

2. Turnover

The turnover and operating profit for the period was derived from the Group's continuing activity which was carried out primarily in the UK. The analysis of turnover is as follows:

| | Unaudited 40 weeks to 29 January 2017 £'000 | Unaudited 40 weeks to 31 January 2016 £'000 | Audited 52 weeks to 24 April 2016 £'000 |
|----------------------------------|--|---|---|
| UK location analysis | | | |
| Town | 99,867 | 90,729 | 119,581 |
| Shopping centre | 69,421 | 57,595 | 76,463 |
| Other location | 25,081 | 20,571 | 25,920 |
| Total UK company operated | 194,369 | 168,895 | 221,964 |
| Franchise revenue | 1,886 | 1,286 | 1,729 |
| Total UK revenue | 196,255 | 170,181 | 223,693 |
| US revenue | 5,878 | 4,572 | 6,171 |
| Total Revenue | 202,133 | 174,753 | 229,864 |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

3. Operating profit

Operating profit is stated after charging:

| | Unaudited 40 weeks to 29 January 2017 £'000 | Unaudited 40 weeks to 31 January 2016 £'000 | Audited 52 weeks to 24 April 2016 £'000 |
|--|--|---|---|
| Amortisation | 7,011 | 7,011 | 9,116 |
| Depreciation of owed fixed assets | 7,751 | 6,800 | 8,626 |
| Foreign exchange gains | - | - | - |
| (Profit)/loss on disposal of fixed assets | 292 | - | - |
| Auditors' remuneration | | | |
| - as auditors | 50 | 49 | 64 |
| - for taxation services | 132 | 80 | 177 |
| - for other advisory services | 28 | - | 80 |
| Operating lease costs - land & buildings | 16,316 | 14,754 | 18,380 |
| Exceptional administrative expenses/(income) | 564 | 307 | 1,067 |

For the periods ended 29 January 2017 and 24 April 2016 exceptional expenses incurred comprise expenditure relating to infrastructure development in readiness for the Group's USA expansion.

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

4. Interest payable and similar charges

| | Unaudited | Unaudited | Audited |
|---|--------------------|---------------|---------------|
| | 40 weeks to | 40 weeks to | 52 weeks to |
| | 29 January | 31 January | 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Interest payable on bond | 9,062 | 9,062 | 11,780 |
| Interest payable on bank borrowings | 137 | 225 | 234 |
| Loan note interest | - | - | - |
| Loan arrangement fees | - | - | - |
| Amortisation of loan fees | 867 | 865 | 1,125 |
| Interest payable and similar charges | 10,066 | 10,152 | 13,139 |

Interest payable on bank borrowings relates to non-utilisation fees on bank facilities. The Group does not have any bank borrowings.

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

5. Tangible fixed assets

| | Leasehold property £'000 | Restaurant and office equipment £'000 | Total £'000 |
|---------------------------------|--------------------------------|--|----------------|
| Cost | | | |
| At 25 April 2016 | 83,431 | 29,959 | 113,390 |
| Additions | 12,970 | 9,035 | 22,005 |
| Disposals | (1,926) | (1,306) | (3,232) |
| Foreign exchange differences | 931 | 277 | 1,208 |
| At 29 January 2017 | 95,406 | 37,965 | 133,371 |
| Accumulated depreciation | | | |
| at 25 April 2016 | 22,765 | 11,198 | 33,963 |
| Charge for the period | 3,582 | 4,169 | 7,751 |
| Disposals | (1,926) | (1,014) | (2,940) |
| Foreign exchange difference | 386 | 206 | 592 |
| At 29 January 2017 | 24,807 | 14,559 | 39,366 |
| Net book value | | | |
| At 29 January 2017 | 70,599 | 23,406 | 94,005 |
| at 25 April 2016 | 60,666 | 18,761 | 79,427 |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

5. Tangible fixed assets

| | Leasehold property £'000 | Restaurant and office equipment £'000 | Total £'000 |
|---------------------------------|--------------------------------|--|----------------|
| Cost | | | |
| At 27 April 2015 | 72,911 | 29,875 | 102,786 |
| Additions | 10,848 | 7,249 | 18,097 |
| Disposals | (650) | (7,254) | (7,904) |
| Foreign exchange difference | 322 | 89 | 411 |
| At 24 April 2016 | 83,431 | 29,959 | 113,390 |
| Accumulated depreciation | | | |
| At 27 April 2015 | 19,203 | 13,639 | 32,842 |
| Charge for the period | 3,900 | 4,726 | 8,626 |
| Disposals | (650) | (7,254) | (7,904) |
| Foreign exchange difference | 312 | 87 | 399 |
| At 24 April 2016 | 22,765 | 11,198 | 33,963 |
| Net book value | | | |
| At 24 April 2016 | 60,666 | 18,761 | 79,427 |
| At 26 April 2015 | 53,708 | 16,236 | 69,944 |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

5. Tangible fixed assets (continued)

| | Leasehold property £'000 | Restaurant and office equipment £'000 | Total £'000 |
|---------------------------------|--------------------------------|--|----------------|
| Cost | | | |
| At 26 April 2015 | 72,911 | 29,875 | 102,786 |
| Additions | 7,479 | 5,861 | 13,340 |
| Foreign exchange difference | 380 | 121 | 501 |
| At 31 January 2016 | 80,770 | 35,857 | 116,627 |
| Accumulated depreciation | | | |
| At 26 April 2015 | 19,203 | 13,639 | 32,842 |
| Charge for the period | 3,102 | 3,698 | 6,800 |
| Foreign exchange difference | 141 | 74 | 215 |
| At 31 January 2016 | 22,446 | 17,411 | 39,857 |
| Net book value | | | |
| At 31 January 2016 | 58,324 | 18,446 | 76,770 |
| At 26 April 2015 | 53,708 | 16,236 | 69,944 |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

6. Debtors

| | Unaudited | Unaudited | Audited |
|-------------------------------------|-------------------|--------------|--------------|
| | 29 January | 31 January | 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Trade debtors | 2,112 | 1,338 | 1,892 |
| Amounts owed by parent undertakings | - | 4 | - |
| Other debtors and prepayments | 8,070 | 6,714 | 5,815 |
| | 10,182 | 8,056 | 7,707 |

7. Creditors: amounts falling due within one year

| | Unaudited | Unaudited | Audited |
|-------------------------------------|-------------------|---------------|---------------|
| | 29 January | 31 January | 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Trade creditors | 15,367 | 8,802 | 12,727 |
| Amounts owed to parent undertakings | 492 | 612 | 621 |
| Corporation tax | 2,687 | 2,505 | 7,632 |
| Other taxation & social security | 11,648 | 9,441 | 2,229 |
| Other creditors | 8,402 | 1,912 | 4,606 |
| Accruals | 21,044 | 17,853 | 18,777 |
| | 59,640 | 41,125 | 46,592 |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

8. Creditors: amounts falling due after more than one year

| | Unaudited | Unaudited | Audited |
|------|-------------------|----------------|----------------|
| | 29 January | 31 January | 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Bond | 146,671 | 145,543 | 145,804 |
| | 146,671 | 145,543 | 145,804 |

On 28 January 2015, the Group issued £150 million, 7.875% coupon bond and repaid its existing debt facilities. The bond is stated net of unamortised issue costs of £3,329,000. The issue costs are being amortised over the five year term of the bond.

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

9. Reconciliation of operating profit to net cash inflow from operating activities

| | Unaudited | Unaudited | Audited |
|--|--------------------|---------------|---------------|
| | 40 weeks to | 40 weeks to | 52 weeks |
| | 29 January | 31 January | to 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Operating profit | 16,748 | 13,530 | 16,660 |
| Amortisation | 7,011 | 7,011 | 9,116 |
| Depreciation | 7,751 | 6,800 | 8,626 |
| Loss on disposal of fixed assets | 292 | - | - |
| Impairment | - | - | - |
| (Increase)/decrease in stocks | (168) | (459) | (359) |
| (Increase)/decrease in debtors | (2,438) | (1,486) | (1,143) |
| Increase in creditors | 8,441 | 554 | 4,416 |
| Onerous lease | (455) | 0 | (479) |
| Net cash inflow from operating activities | 37,182 | 25,950 | 36,837 |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

10. Reconciliation of net cash flow to movement in net debt

| | Unaudited | Unaudited | Audited |
|--|--------------------|------------------|------------------|
| | 40 weeks to | 40 weeks to | 52 weeks to |
| | 29 January | 31 January | 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Increase/ (decrease) in cash in the period | 8,167 | 1,182 | 6,807 |
| Exchange adjustments | 37 | - | (1) |
| Amortisation of loan issue fees | (867) | (961) | (1,222) |
| Change in net debt | 7,337 | 221 | 5,584 |
| Opening net debt | (110,332) | (115,916) | (115,916) |
| Closing net debt | (102,995) | (115,695) | (110,332) |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

11. Analysis of changes in net debt

40 weeks ended 29 January 2017

| | At 25 April 2016 £'000 | Cash flows £'000 | Other non- cash changes £'000 | At 29 January 2017 £'000 |
|--|------------------------------|------------------------|--|--------------------------------|
| Net cash: | | | | |
| Cash in hand and at bank | 35,472 | 8,167 | 37 | 43,676 |
| Debt: | | | | |
| Debt due within 1 year | - | - | - | - |
| Debt due after 1 year | (145,804) | - | (867) | (146,671) |
| | (145,804) | - | (867) | (146,671) |
| Net debt after financing issue costs | (110,332) | 8,167 | (830) | (102,995) |
| Financing issue costs | (4,196) | | | (3,329) |
| Net debt before financing issue costs | (114,528) | | | (106,324) |

40 weeks ended 31 January 2016

| | At 27 April 2015 £'000 | Cash flows £'000 | Other non- cash changes £'000 | At 31 January 2016 £'000 |
|--|------------------------------|------------------------|--|-----------------------------------|
| Net cash: | | | | |
| Cash in hand and at bank | 28,666 | 1,182 | - | 29,848 |
| Debt: | | | | |
| Debt due within 1 year | - | - | - | - |
| Debt due after 1 year | (144,582) | - | (961) | (145,543) |
| | (144,582) | - | (961) | (145,543) |
| Net debt after financing issue costs | (115,916) | 1,182 | (961) | (115,695) |
| Financing issue costs | (5,418) | | | (4,456) |
| Net debt before financing issue costs | (121,334) | | | (120,151) |

Mabel Mezzco Limited

Notes to the interim financial information for the period ended 29 January 2017 (continued)

11. Analysis of changes in net debt (continued)

Non cash changes

| | Unaudited | Unaudited | Audited |
|---------------------------------|--------------------|--------------|----------------|
| | 40 weeks to | 40 weeks to | 52 weeks |
| | 29 January | 31 January | to 24 April |
| | 2017 | 2016 | 2016 |
| | £'000 | £'000 | £'000 |
| Amortisation of loan issue fees | (867) | (961) | (1,222) |
| Rolled up loan interest | 0 | - | - |
| Currency translation | 37 | - | (1) |
| | (830) | (961) | (1,223) |