FRS 102 Layout LLP

Report and Financial Statements

Year ended 31 December 2024

LLP Number: OC 0123581

These financial statements have been prepared in accordance with FRS 102 (January 2022) and subsequent amendments if effective for periods commencing on or after 1 January 2024. There are no new amendments that are effective for the first time for the year ended 31 December 2024.

On 10 September 2024, the FRC issued a new September 2024 edition of FRS 102 which encompasses all amendments issued to date. It should be noted that the most significant changes (ie those arising from the 2024 periodic review amendments) are not yet effective, with most only becoming effective for periods commencing 1 January 2026. FRS 102 Layout LLP has not early adopted any of these amendments.

These financial statements have also been prepared in accordance with the LLP Regulations (SI 2008/1911 and SI 2008/1913) and the LLP SORP (December 2021).

The latest LLP SORP (May 2024), which is effective for periods beginning on or after 1 July 2024 has not been early adopted in these financial statements.

FRS 102 Layout LLP is a UK registered Limited Liability Partnership ('LLP') and is not required to publish:

- *A strategic report*
- *A Members' report (although a members' report is often produced to disclose the information that is required)*
- *A Members' Remuneration Report;*

FRS 102 Layout LLP has no publicly traded debt so, amongst other things, is not required to publish:

- *EPS information (FRS 102 s1.4); nor*
- *Information on operating segments (FRS 102 s1.5)*

Nor is FRS 102 Layout LLP a provider of specialised activities covered under FRS 102 s34.

This group does not have any operations where the functional currency is the currency of a hyperinflationary economy and therefore FRS 102 s31 is not applicable.

FRS 102 Layout LLP Guidance Notes

How to use FRS 102 Layout LLP and general accounts filing tips

FRS 102 Layout LLP is a large Limited Liability Partnership (LLP), incorporated in the UK. As a large LLP, it prepares its accounts in accordance with Statutory Instrument 2008/1913 *Large and Medium-sized Limited Liability Partnerships (Accounts) Regulations 2008.*

Whilst FRS 102 Layout LLP aims to present an example of many of the disclosure requirements for a typical set of consolidated accounts for an LLP, it does not provide a comprehensive illustration of all possible required disclosures. Also, it does not provide additional disclosures which are required for a quoted LLP which is permitted to apply FRS 102.

Applicable regulations
The main body of Companies Act 2006 does not apply to LLPs.
UK LLPs are instead governed by the following statutory instruments within Companies Legislation:

- SI 2008/1911 *Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008*
- SI 2008/1912 *Small Limited Liability Partnerships (Accounts) Regulations 2008*
- SI 2008/1913 *Large and Medium-sized Limited Liability Partnerships (Accounts) Regulations 2008*
- SI 2009/1804 *Limited Liability Partnerships (Application of Companies Act 2006) Regulations*

For LLPs applying FRS 102, the LLP SORP is also applicable. The SORP is not applicable to accounts prepared under IFRS or FRS 101.

Abbreviations
The following are examples of the references used to refer to the source of disclosures:

s385	Section 385 of the Companies Act 2006
SI 2008/1913	Statutory Instrument [year/number] SI 2008/1913 is the *Large and Medium-sized Limited Liability Partnerships (Accounts) Regulations 2008*
Sch 1	Schedule 1 of SI 2008/1913
SI 2008/1911: 12 (414)	SI 2008/1911 regulation 12 section 414
FRS 102	Financial Reporting Standard 102, as issued by the Financial Reporting Council
FRS 102 s1.12	Section 1 paragraph 12 of FRS 102
SORP 22	Paragraph 22 of the Statement of Recommended Practice (SORP) for Limited Liability Partnerships (December 2021) (effective for periods beginning on or after 1 January 2022).

Registrar's Rules
A full list of these rules is available on the gov.uk website. Failure to comply will result in the accounts being rejected and, potentially, late filing charges being incurred.

LLP name and registered number	The LLP name and registered number must be included on one of the balance sheet or audit report.
Ink Colour	Black, including any signatures.
Members' signatures	The balance sheets must be signed by a designated member on behalf of the board of members.
Auditor's signature	The copy of the accounts filed at Companies House does not have to be signed by the auditors (although there must be copies of the signed accounts available). However, it is BDO policy that the LLP should submit a set of financial statements signed by the Senior Statutory Auditor (signed by Docusign).
BDO Logo	Documents filed at Companies House should not contain any corporate logos. The copy of the financial statements to be filed should have the BDO logo removed.

FRS 102 Layout LLP

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for the year ended 31 December 2024

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Secretary and registered office

LLP number

Auditors

FRS 102 Layout LLP Guidance Notes

The Members' Report

SOURCE	COMMENTS
Strategic report SI 2008/1911: 12A(414A) SORP 25C	There is no requirement for an LLP to prepare a strategic report unless it is a traded or banking LLP, however they can choose to disclose this information voluntarily. FRS 102 Layout LLP has not chosen to do so.
Directors' report	There is no equivalent of s415 in the LLP regulations. The LLP is not required to give the disclosures required by a large limited company's directors' report, however they can choose to disclose this information voluntarily, in the form of a members' report.

The disclosures below required by the SORP, may be presented anywhere in the annual report. It is common for a members' report to be prepared to allow communication of these matters and FRS 102 Layout LLP has chosen this method of communication in the annual report.

Principal activity

SORP 30	The principal activities of the LLP and its subsidiary undertakings, indicating any significant changes during the year.

Existence of branches of the LLP outside of the United Kingdom

SORP 30	An indication of the existence of any branches outside the UK (as defined by s1046(3) of Companies Act 2006).

Designated Members

SORP 30	The identity of anyone who was a designated member during the year.

Members' drawings on account and division of profits, and the subscription and repayment of members' capital

SORP 30, SORP 69	The policy of the LLP regarding members' drawings on account and division of profits and the subscription and repayment of amounts subscribed or otherwise contributed by members. In this example there are both equity and liability elements of capital. If only one category is held – the inapplicable policy is to be deleted (along with the word "principal" or "subsequent").

Auditors

s418(2)	Whilst not required by Companies Act as applicable to LLPs, it is best practice to include a statement to the effect that, in the case of each of the persons who are Members at the time the report is approved, (a) so far as the Member is aware, there is no relevant audit information of which the LLP's auditor is unaware, and (b) he has taken all the steps that he ought to have taken as a Member in order to make himself aware of any relevant audit information and to establish that the LLP's auditor is aware of that information. Information on the (re)appointment of auditors is not a required disclosure. However, many LLPs choose to disclose this information voluntarily.

Approval and signing of Members' report

There is no requirement for a Members' report but where one is produced, it is customary for this to be approved by the board of Members and signed on behalf of the board by a Designated Member or the secretary of the LLP.

FRS 102 Layout LLP

Members' Report
for the year ended 31 December 2024

The members are pleased to present their report and the audited consolidated financial statements of the FRS 102 Layout LLP group for the year ended 31 December 2024.

Principal activity and review of the business *[Narrative to be included, tailored to the LLP's circumstances]*

Designated Members

The designated members of the LLP throughout the year were:

Members' drawings on account and division of profits, and the subscription and repayment of members' capital

Auditors

All of the Members as at the date of this report have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information. The Members are not aware of any relevant audit information of which the LLP's auditor is unaware.

Approval

This Members' Report was approved by order of the Board on [date]

[name]
Secretary

FRS 102 Layout LLP Guidance Notes

Energy and Carbon Report

SOURCE **COMMENTS**

FRS 102 Layout LLP has included the energy and carbon report as a separate report within the financial statements. Where the energy and carbon report is included within the members' report this must be separately identified. *For items marked * please see reference to Sch 7 20E on the next guidance page*

Members

SOURCE	COMMENTS
s416 (1) SORP 25A & 25B	The energy and carbon report must state: (a) the names of the persons who, at any time during the financial year, were members of the LLP; and (b) the name of the designated member signing the report in accordance with s419

SECR: Emissions and energy consumption

SOURCE	COMMENTS
Sch 7 20A(1), s415(4) & s415A	An LLP is outside the scope of these requirements if: • at an individual LLP level (or group headed by it if the company is a parent), would be small or medium-sized by reference to the size thresholds only, i.e. ignoring the ineligibility criteria (using the two-year rule); or • the LLP is a subsidiary included in the group report of an entity that is also subject to the Sch 7 greenhouse gas and energy consumption requirements or their LLP equivalent (to the same or earlier year end)
Sch 7 20D(7)	If within the scope of these requirements, no disclosure is required if: • the LLP* consumed no more than 40,000 kWh of energy in the UK during the period for which the energy and carbon report is prepared. The energy and carbon report must disclose this fact. • In the opinion of the members it would be seriously prejudicial to the interests of the LLP. The energy and carbon report must disclose this reason. *[Note – this is expected to be very rare.]*

Sch 7 20D(1)-(3)	The energy and carbon report must state the following for emissions and energy consumed within the UK (or UK and offshore area for a company that is an offshore undertaking):
	1) annual quantity of emissions in tonnes of carbon dioxide equivalent resulting from activities for which the LLP* is responsible involving:
	  • the combustion of gas; or
	  • the consumption of fuel for the purposes of transport
	2) annual quantity of emissions in tonnes of carbon dioxide equivalent resulting from the purchase of electricity by the LLP* for its own use, including for the purpose of transport
	3) a figure, in kWh, which is the aggregate of:
	  • the annual quantity of energy consumed from activities for which the LLP* is responsible involving the combustion of gas or the consumption of fuel for the purposes of transport; and
	  • the annual quantity of energy consumed resulting from the purchase of electricity by the LLP* for its own use, including for the purposes of transport

Sch 7 20D(4)	If the LLP* has, in the financial year to which the report relates, taken any measures for the purposes of increasing the LLP's energy efficiency, the report must contain a description of the principal measures taken for that purpose.
Sch 7 20D(6)	If it is not practical for the LLP to obtain some or all of this information then the report must state what information is not included and why
Sch 7 20F	The report must state the methodologies used to calculate the information in 1) to 3) above.

[CONTINUED ON NEXT GUIDANCE NOTES PAGE]

Group energy and carbon report

[Details to be included, tailored as appropriate to the LLP's circumstances]

Climate-related financial disclosures *

[Details to be included, tailored as appropriate to the LLP's circumstances]

* see guidance notes on next page for requirements for accounting periods beginning on or after 6 April 2022

Members

The members of the LLP throughout the year were:

Approval

This Energy and Carbon Report was approved on behalf of the members on [date]

[name]
Designated member

Energy and Carbon Report

SOURCE	COMMENTS
SECR: Emissions and energy consumption (continued)	
Sch 7 20G	The report should state at least one ratio which expresses the LLP's* annual emissions in relation to a quantifiable factor associated with the LLP's activities.
Sch 7 20H	Comparatives must be provided for information required by Sch 7 20D(1)-(4) above **except** in the first period in which the energy and carbon report contains this information.
Sch 7 20E	* In a group energy and carbon report, where noted by * these references to 'LLP' are to be read as refers to the 'LLP and its subsidiary undertakings included in the consolidation that are companies or LLPs but excluding subsidiaries which are excluded from the scope of this requirement due to size (for example a medium sized LLP) or the scope of the quoted company greenhouse gas emissions disclosure requirements.
Sch 7 20I	The energy and carbon report must state the period for which it is reporting the information required by paragraph 1) above if it is different to the period in respect of which the energy and carbon report is prepared. *NOTE - The Department for Environment, Food and Rural Affairs (DEFRA) has issued Environmental Reporting Guidelines to assist with these requirements. In September 2021 the FRC published a thematic review on SECR disclosures which also provides guidance for companies.*
Climate-related financial disclosures	
s416A	The energy and carbon report of a large LLP (which is not a banking or traded LLP) for a financial year must set out climate-related financial disclosures.

NOTE - A Large LLP for the purposes of s416A means an LLP (or group headed by the LLP) which has more than 500 employees and an annual turnover of more than £500m.

A large banking LLP or a large traded LLP is also required to prepare climate-related financial disclosures and include these within the strategic report.

The Department for Business & Trade issued guidance to help companies understand how to meet the climate-related financial disclosure requirements, which can be found on their website. Further BDO guidance on the requirements of the climate-related financial disclosures can be found on the Strategic Report & the Directors' Report pages of our external website.

Approval and signing of energy and carbon report	
s419(1)	The energy and carbon report must be approved by the members and signed on behalf of all the members by a designated member.

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FRS 102 Layout LLP Guidance Notes

Statement of members’ responsibilities

SOURCE	COMMENTS
SORP 25	Although not specifically required to be disclosed by the LLP regulations, the LLP SORP states that the annual report should include a statement of members’ responsibilities in relation to the production of the financial statements. These responsibilities are set out in SI 2008/1911 regulations 8-10.
Website	If the financial statements are to be published on a website, the following wording must also be published: *Financial statements are published on the Limited Liability Partnership’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 Limited Liability Partnership's website is the responsibility of the members. The members' responsibility also extends to the ongoing integrity of the financial statements contained therein.*

Members’ responsibilities

The members are responsible for preparing the members’ report and the financial statements in accordance with applicable law and regulation.

The Limited Liability Partnerships (*Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008* require the members to prepare financial statements for each financial year. Under these regulations the members have elected to prepare the group and Limited Liability Partnership financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under these regulations the members 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 Limited Liability Partnership and of the profit or loss of the group for that period.

In preparing these financial statements, the members 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 UK Accounting Standards have been followed, 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 Limited Liability Partnership will continue in business.

The members are responsible for keeping adequate accounting records that are sufficient to show and explain the Limited Liability Partnership’s transactions, disclose with reasonable accuracy at any time the financial position of the Limited Liability Partnership, and enable them to ensure that the financial statements comply with the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008. They are also responsible for safeguarding the assets of the Limited Liability Partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Financial statements are published on the Limited Liability Partnership’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 Limited Liability Partnership's website is the responsibility of the members. The members' responsibility also extends to the ongoing integrity of the financial statements contained therein.

FRS 102 Layout LLP Guidance Notes

Independent auditor's report

SOURCE	COMMENTS

Requirement for audited accounts

SI 2008/1911: 33 (475)	An LLP's annual accounts for a financial year must be audited unless the LLP is exempt from audit under: a) section 477 (small LLPs), b) section 479A (subsidiary LLPs with a parental guarantee), or c) section 480 (dormant LLPs) The section references above are subsections detailed in SI 2008/1911: 34, 34A & 35. An LLP is not entitled to any such exemption unless its balance sheet contains a statement by the members to that effect.

If the reconciliation of movements in members' interests note is used in place of the statement of changes in equity (SOCIE), the title of the primary statement in the audit report should reflect this.

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FRS 102 Layout LLP Guidance Notes

General Rules for the Financial Statements

SOURCE	COMMENTS
FRS 102 s3.16A	When applying this FRS an entity shall decide, taking into consideration all relevant facts and circumstances, how it aggregates information in the financial statements, which includes the notes. An entity shall not reduce the understandability of its financial statements by obscuring material information with immaterial information or by aggregating material items that have different natures or functions.
FRS 102 s3.16B	This FRS specifies information that is required to be included in the financial statements, which includes the notes. An entity need not provide a specific disclosure required by this FRS if the information resulting from that disclosure is not material. This is the case even if this FRS contains a list of specific requirements or describes them as minimum requirements, however certain disclosures required by the Act must be given regardless of materiality, such as information on subsidiary undertakings.
FRS 102 s3.17	A complete set of financial statements comprises:

SORP 26 & 59	(a) A statement of financial position (balance sheet);
	(b) Either
	  (i) A single statement of comprehensive income; or
	  (ii) A separate income statement and separate statement of comprehensive income beginning with profit or loss available for discretionary division among members;
	(c) A statement of changes in equity (SOCIE);
	(d) A statement of cash flows (exemption available for qualifying entities); and
	(e) Notes comprising significant accounting policies and supporting information.
	
	The specific requirements for the form and content of the accounts are set out in SI 2008/1911 and SI 2008/1913

SORP 60A	The SORP allows the reconciliation of members' interests to be presented as a primary statement in place of the SOCIE, as long as prior year comparatives are presented by way of the full table relating to the prior period.
FRS 102 s3.22	Other titles may be used for the financial statements other than those used in FRS 102 as long as they are not misleading.
FRS 102 s3.14	Comparative information should be provided for all amounts presented in the financial statements unless FRS 102 specifically permits or requires its omission (including narrative and descriptive information when it's relevant to an understanding of the current period's financial statements).
FRS 102 s3.23	An entity shall clearly identify each of the financial statements and the notes and distinguish them from other information in the same document. In addition, an entity shall display the following information prominently, and repeat it when necessary for an understanding of the information presented: (a) the name of the reporting entity and any change in its name since the end of the preceding reporting period; (b) whether the financial statements cover the individual entity or a group of entities; (c) the date of the end of the reporting period and the period covered by the financial statements; (d) the presentation currency; and (e) the level of rounding, if any, used in presenting amounts in the financial statements.

FRS 102 Layout LLP Guidance Notes

Consolidated Income statement and consolidated statement of comprehensive income

SOURCE	COMMENTS

These illustrative accounts are presented with a separate income statement as a matter of accounting policy choice. A single statement of comprehensive income would present all the items in the same order, but in one continuous statement.

FRS 102 s5.5 & s5.7	The statement of comprehensive income should include those items required by SI 2008/1913 to be included in the profit and loss account. These accounts are presented using Format 1.
SORP 51	The prescribed formats set out in LLP Regulations require disclosure on the face of the profit and loss account (or statement of comprehensive income) of a sub-total, being 'Profit or loss for the financial year before members' remuneration and profit shares' (SI 2008 1913/1912 schedule 1, part 1, section B). The total of members' remuneration charged as an expense, as defined in SORP para 21 should be disclosed separately and deducted from this balance to show a total for 'Profit or loss for the financial year available for discretionary division among members'
Sch 1 (1A (2)) SORP 26B and 26C	SI 2016/575 amendments introduced flexibility in the profit and loss account format: The members of the LLP may adapt one of the profit and loss account formats in Section B of Sch 1, provided that– (a) the information given is at least equivalent to that which would have been required by the use of such format had it not been thus adapted, and (b) the presentation is in accordance with generally accepted accounting principles or practice.
FRS 102 s5.7E	An entity shall also disclose on the face of the income statement (or statement of comprehensive income if presented) an amount comprising the total of: (a) the post-tax profit or loss of discontinued operations; and (b) the post-tax gain or loss attributable to the impairment or on the disposal of the assets or disposal group(s) constituting discontinued operations. A line-by-line analysis shall be presented in the income statement (or statement of comprehensive income if presented), in a column identified as relating to discontinued operations, ie separately from continuing operations; a total column shall also be presented.

FRS 102 s5 appendix has examples of discontinued operations disclosures and presentation.

FRS 102 s5.7F	An entity shall re-present the disclosures in paragraph 5.7E for prior periods presented in the financial statements so that the disclosures relate to all operations that have been discontinued by the end of the reporting period for the latest period presented.
FRS 102 s5.9	An entity shall present additional line items, headings and subtotals in the statement of comprehensive income (and in the income statement, if presented), when such presentation is relevant to an understanding of the entity's financial performance.
FRS 102 s5.9B	This FRS does not require disclosure of 'operating profit'. However, if an entity elects to disclose operating profit the entity should ensure that the amount disclosed is representative of activities that would normally be regarded as 'operating'. For example, it would be inappropriate to exclude items clearly related to operations (such as inventory write-downs, profits or losses on the sale of property, plant and equipment, investment property and intangible assets, and restructuring and relocation expenses) because they occur irregularly or infrequently or are unusual in amount. Similarly, it would be inappropriate to exclude items on the grounds that they do not involve cash flows, such as depreciation and amortisation expenses. Profits or losses on the disposal of a discontinued operation shall be excluded from operating profit.

FRS 102 Layout LLP

Consolidated income statement
for the year ended 31 December 2024

	Note	Continuing operations 2024 £'000	Discontinued operations 2024 £'000	Total 2024 £'000	Continuing operations 2023 £'000	Discontinued operations 2023 £'000	Total 2023 £'000
Turnover	4						
Cost of sales							
Gross profit							
Distribution costs							
Administrative expenses							
Other operating income							
Gain from changes in fair value of investment property	15						
Group operating profit	5						
Profit on disposal of operations	29						
Share of profit for the year in:							
- Joint ventures	16						
- Associated undertakings	16						
Income from other fixed asset investments	9						
Other interest receivable and similar income							
Interest payable and similar expenses	10						
Income from current asset investments	9						
Changes in fair value of investments	16,19						
Other finance costs	11						
Profit before taxation							
Taxation on profit	12						
Profit for the financial year before members' remuneration and profit shares							
Members' remuneration charged as an expense	27						
Profit for the financial year available for discretionary division among members							

The notes on pages 34 to 129 form part of these financial statements.

FRS 102 Layout LLP Guidance Notes

Consolidated statement of comprehensive income

SOURCE	COMMENTS
FRS 102 s3.18 and s6.4	As an alternative to presenting a statement of comprehensive income and a statement of changes in equity, an entity may present a statement of income and retained earnings if the only changes to equity in the periods presented arise from profit or loss, payment of dividends, corrections of prior period material errors and changes in accounting policy.
SORP 26A	The SORP does not recommend this approach for LLPs as it will be of little benefit to users of LLP financial statements in most cases.
FRS 102 s5.5A	An entity shall include, in the statement of comprehensive income, line items that present the following amounts for the period: (a) Classified by nature (excluding amounts in (b)), the components of other comprehensive income recognised as part of total comprehensive income outside profit or loss as permitted or required by this FRS. An entity may present the components of other comprehensive income either: (i) net of related tax effects; or (ii) before the related tax effects with one amount shown for the aggregate amount of income tax relating to those components. (b) Its share of the other comprehensive income of associates and jointly controlled entities accounted for by the equity method. (c) Total comprehensive income
FRS 102 s5.6	The following should be presented in the statement of comprehensive income: (a) Profit or loss for the period attributable to: (i) Non-controlling interest; and (ii) Owners of the parent. (b) Total comprehensive income for the period attributable to: (i) Non-controlling interest; and (ii) Owners of the parent.
FRS 102 s5.7B	If an entity presents profit or loss in an income statement, it shall present the information required in paragraph 5.6(a) in that statement
FRS 102 s5.7C	The statement of comprehensive income shall begin with profit or loss as its first line and shall display, as a minimum, line items that present the amounts in paragraphs 5.5A and 5.6(b) for the period.

Parent's own profit and loss accounts where group accounts are prepared

SI 2008/1911: 10 (408)	The parent LLP's profit and loss account must be approved by members but may be omitted from published and filed group annual accounts, subject to them including disclosure of the parent LLP's profit for the year on the LLP's individual balance sheet, and a statement that the exemption has been taken. This exemption is taken to apply to both the statement of comprehensive income and the income statement.

Interests in subsidiary LLPs

2024 SORP 119A-H	While not early adopted in these financial statements, the 2024 LLP SORP contains additional guidance on the considerations in relation to subsidiary LLPs and whether a non-controlling interest is recognised. Note – FRS 102 Layout LLP does not have any LLP subsidiaries, so this is not relevant to this group.

FRS 102 Layout LLP

Consolidated statement of comprehensive income
for the year ended 31 December 2024

	Note	2024 £'000	2023 £'000
Profit for the financial year available for discretionary division among members			
Currency translation differences			
Actuarial gains/(losses) on defined benefit pension scheme	24		
Taken to cash flow hedge reserve	22		
Cash flow hedge reserve recycled to profit or loss	22		
Taxation in respect of items of other comprehensive income			
Other comprehensive income for the year			
Total comprehensive income for year available for discretionary division among members			
Profit for the financial year attributable to:			
Non-controlling interest			
Owners of the parent LLP			
Total comprehensive income attributable to:			
Non-controlling interest			
Owners of the parent LLP			

The notes on pages 34 to 129 form part of these financial statements.

FRS 102 Layout LLP Guidance Notes

Consolidated balance sheet

SOURCE	COMMENTS
FRS 102 s4.2	The statement of financial position should be presented in accordance with the requirements of SI 2008/1913 for a balance sheet.
Sch 1 (1A(1)) SORP 26B and 26C	SI 2016/575 amendments introduced flexibility in the balance sheet format: The members of the LLP may adapt one of the balance sheet formats in Section B so as to distinguish between current and non-current items in a different way, provided that– (a) the information given is at least equivalent to that which would have been required by the use of such format had it not been thus adapted, and (b) the presentation of those items is in accordance with generally accepted accounting principles or practice. If an entity chooses to apply paragraph 1A(1) and adapt one of the balance sheet formats, this must be done in accordance with the requirements set out in FRS 102 s4.2A to s4.2D.
FRS 102 s4.3	An entity shall present additional line items, headings and subtotals in the statement of financial position when such presentation is relevant to an understanding of the entity's financial position.
FRS 102 s4.4A	In instances where the amount of debtors due after more than one year is so material in the context of the total net current assets that in the absence of disclosure of the debtors due after more than one year on the face of the statement of financial position readers may misinterpret the financial statements, the amount should be disclosed on the face of the statement of financial position within current assets. In most cases it will be satisfactory to disclose the amount due after more than one year in the notes to the financial statements.
FRS 102 s3.22	Although FRS 102 uses the term statement of financial position, other titles may be used as long as it is not misleading. In these illustrative accounts the statement has been entitled the "Balance sheet" consistent with the terminology used in SI 2008/1913. **NB The pension liability has been presented in the balance sheet of FRS 102 Layout LLP after all other net assets, consistent with the presentation previously required by FRS 17 other than it is not presented net of related deferred tax. (Deferred tax relating to defined benefit pension deficits or surpluses is presented with other deferred tax balances.)** **Such a presentation is potentially supported by legal advice received by the Accounting Standards Board when developing FRS 17 that such a presentation would not contravene company legislation. However, it should be noted that neither FRS 102 or SI 2008/1913 explicitly require or permit such presentation.**
Sch 1 (4.2) & (4.3)	FRS 102 Layout LLP has taken advantage of the following LLP regulation: 4(2) The members may combine items to which Arabic (i.e. 1, 2, 3…) numbers are given in any of the formats in section B if- (a) Their individual amounts are not material to assessing the state of affairs or profit or loss of the LLP for the financial year in question, or (b) the combination facilitates that assessment. 4(3) Where sub-paragraph (2)(b) applies, the individual amounts of any items which have been combined must be disclosed in a note to the accounts.

FRS 102 Layout LLP

Consolidated balance sheet
at 31 December 2024

Registered number ……	Note	2024 £'000	2024 £'000	2023 £'000 (as restated – see note 3)	2023 £'000
Fixed assets					
Intangible assets	14				
Tangible assets	15				
Investments	16				
Current assets					
Stocks	17				
Debtors	18				
Amounts due from members	27				
Investments	19				
Cash at bank and in hand					
Creditors: amounts falling due within one year	20				
Net current assets					
Total assets less current liabilities					
Creditors: amounts falling due after more than one year	21				
Provisions for liabilities	23				
Net assets excluding pension liability					
Pension liability	24				
Net assets attributable to members					

The notes on pages 34 to 129 form part of these financial statements.

FRS 102 Layout LLP Guidance Notes

Consolidated balance sheet

SOURCE	COMMENTS
Goodwill	
FRS 102 s19.24	Note that where a group has negative goodwill (excess) they will need to present positive goodwill separately on the face of the statement of financial position (rather than within intangibles). The negative goodwill is recognised and separately disclosed on the face of the statement of financial position, immediately below goodwill, and followed by a subtotal of the net amount of goodwill and the excess. (FRS 102 Layout LLP has no "negative goodwill")
Non-controlling interest	
FRS 102 s9.20	The consolidated balance sheet should show separately the aggregate of the capital and reserves attributable to non-controlling interests at the end of the period.
Represented by	
SORP 58 and Appendix 1	Appendix 1 of the SORP includes example balance sheets, with and without equity. These show the presentation of the balance sheet with the bottom half titled "Represented by", and includes a reconciliation at the bottom of the balance sheet of the "Total members' interests" which also includes the debtor and reconciles to the total members' interests note.
Signatures	
SI 2008/1911: 12 (414)	Approval and signing of accounts 1) An LLP's annual accounts must be approved by the members and signed on behalf of all of the members by a Designated Member of the LLP. 2) The signature must be on the LLP's balance sheet. In practice both LLP and group balance sheets are usually signed.
SI 2008/1911: 16 (433)	Every copy of the LLP's balance sheet that is published by or on behalf of the LLP must state the name of the person who signed it on behalf of the members of the LLP.
FRS 102 s32.9	An entity shall disclose the date the financial statements were authorised for issue and who gave that authorisation.
Registered number	
SI 2008/1911: 9 (396) / (397)	The LLP registered number must be stated in the accounts.
Net assets and members interests	
SORP 55	'Loans and other debts due to members' and 'Members' other interests' should be disclosed separately on the face of the balance sheet (SI 2008 1913/1912 schedule 1, part 1, section B).
SORP 58	The SORP requires that the face of the balance sheet should show the net assets attributable to members of the LLP (that is, a balance sheet total before 'Loans and other debts due to members' and 'Members' other interests'). In addition, the SORP requires 'Total members' interests', being the total of items shown as 'Loans and other debts due to members' and 'Members' other interests' less any amounts due from members in debtors, should be disclosed as a memorandum item on the face of the balance sheet.

FRS 102 Layout LLP

Consolidated balance sheet
at 31 December 2024 *(continued)*

	Note	2024 £'000	2023 £'000 (as restated – see note 3)
Represented by:			
Loans and amounts due to members within one year			
Members' capital classified as a liability	3, 27		
Other amounts	27		
Members' other interests			
Members' capital classified as equity	3, 27		
Cash flow hedge reserve	27		
Merger reserve	27		
Other reserves	27		
Non-controlling interests			
Equity attributable to the members of the parent LLP	3, 27		
Non-controlling interests			
Total members' interests			
Amounts due from members			
Loans and other debts due to members	3		
Members' other interests	3		
	27		

The financial statements were approved by the members and authorised for issue on [date]

[name]
Designated Member

The notes on pages 34 to 129 form part of these financial statements.

FRS 102 Layout LLP Guidance Notes

Consolidated statement of changes in equity

SOURCE	COMMENTS
FRS 102 s6.3	An entity shall present a statement of changes in equity showing in the statement: (a) total comprehensive income for the period, showing separately the total amounts attributable to owners of the parent and to non-controlling interests; (b) for each component of equity, the effects of retrospective application or retrospective restatement recognised; and (c) for each component of equity, a reconciliation between the carrying amount at the beginning and the end of the period, separately disclosing changes resulting from: (i) profit or loss; (ii) other comprehensive income; and (iii) the amounts of investments by, and dividends and other distributions to, owners, showing separately issues of shares, purchase of own share transactions, dividends and other distributions to owners, and changes in ownership interests in subsidiaries that do not result in a loss of control.
FRS 102 s6.3A	For each component of equity, an entity shall present, either in the statement of changes in equity or in the notes, an analysis of other comprehensive income by item.
SORP 60A	The SORP allows the reconciliation of members' interests to be presented as a primary statement in place of the SOCIE, as long as prior year comparatives are presented by way of the full table relating to the prior period.
SORP 59A	Where an LLP has no equity, they do not need to prepare a statement of changes in equity as long as a statement to this effect is made on either the face of one of the other primary statements, or in the notes.

This statement satisfies the disclosure requirements of SI 2008/1913 in respect of reserves

Sch 1 (57)(2)	Give a reconciliation of all movements on reserves, in tabular form, showing: • balance brought forward; • transfers to and from reserves; • source and application respectively of such transfers; and • balance carried forward.
Sch 1 (35)(2)	Any revaluation reserve (for example, if a policy of revaluing tangible fixed assets other than investment property was followed) must be shown in the LLP's balance sheet under a separate sub-heading in the position given for the "revaluation reserve" in format 1 or 2 under 'Members' other interests', but need not be shown under that name. *NB no such reserve is presented in these financial statements as FRS 102 Layout LLP measures its tangible fixed assets other than investment property at historic cost less accumulated depreciations and impairments.*
SORP Appendix 5.5	Note - An LLP could only have a revaluation reserve if there was no agreement between the members for the automatic division of profit. This is because the old common law rules regarding distributions would apply to LLPs and under these rules a revaluation reserve was distributable.
Sch 3 (14)	State the cumulative amount of goodwill in relation to acquisitions in previous years which has been eliminated against reserves. Show the figure net of goodwill attributable to businesses disposed of before the balance sheet date. Any negative goodwill should be disclosed separately. *FRS 102 Layout LLP has no such disclosure to make.*
Sch 1 (43)	Any amount set aside or proposed to be set aside to, or withdrawn or proposed to be withdrawn from, reserves must be stated.

FRS 102 Layout LLP

Consolidated statement of changes in equity
For the year ended 31 December 2024

	Members' capital classified as equity £'000	Cash flow hedge reserve £'000	Merger reserve £'000	Other reserve £'000	Equity attributable to the members of The parent LLP £'000	Non-controlling interests £'000	Total equity £'000
1 January 2024 – as previously stated							
Prior year adjustment (note 3)							
1 January 2024 – as restated							
Comprehensive income for the year							
Profit for the year							
Currency translation differences							
Actuarial gains on pension scheme							
Hedge effective portion taken to cash flow hedge reserve							
Cash flow hedge reserve recycled to profit or loss							
Taxation in respect of other comprehensive income							
Other comprehensive income for the year							
Total comprehensive income for the year							
Contributions by and distributions to members							
Division of profits							
Dividends to non-controlling interests							
Introduction of capital							
Total contributions by and distributions to members							
31 December 2024							

The notes on pages 34 to 129 form part of these financial statements.

Consolidated statement of changes in equity

SOURCE	COMMENTS
	No further comments. See above for guidance.

FRS 102 Layout LLP

Consolidated statement of changes in equity
For the year ended 31 December 2023

	Members' capital classified as equity £'000	Cash flow hedge reserve £'000	Merger reserve £'000	Other reserve £'000	Equity attributable to the members of The parent LLP £'000	Non-controlling interests £'000	Total equity £'000
1 January 2023 – as previously stated							
Prior year adjustment (note 3)							
1 January 2023 – as restated							
Comprehensive income for the year							
Profit for the year							
Currency translation differences							
Actuarial gains on pension scheme							
Taxation in respect of other comprehensive income							
Other comprehensive income for the year							
Total comprehensive income for the year							
Contributions by and distributions to members							
Division of profits							
Total contributions by and distributions to members							
31 December 2023 – as restated							

The notes on pages 34 to 129 form part of these financial statements.

FRS 102 Layout LLP Guidance Notes

Consolidated statement of cash flows

SOURCE	COMMENTS
FRS 102 s7.1/s7.2	The statement of cash flows provides information about the changes in cash *and* cash equivalents, being short-term highly liquid investments that are readily convertible to known amounts of cash and that are subject to an insignificant risk of changes in value. Bank overdrafts are normally considered financing activities similar to borrowings. However, if they are repayable on demand and form an integral part of an entity's cash management, bank overdrafts are a component of cash and cash equivalents
FRS 102 s7.3	The statement should list the inflows and outflows of cash classified under the following standard headings: Operating activities, Investing activities, and Financing activities. FRS 102 s7.4–s7.6 give examples of cash flows arising from each of these.
FRS 102 s7.7	An entity shall present cash flows from operating activities using either: (a) the indirect method, whereby a measure of profit or loss disclosed in the statement of comprehensive income (or separate income statement if presented) is adjusted for the effects of non-cash transactions, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows; or (b) the direct method, whereby major classes of gross receipts and gross cash payments are disclosed. *FRS 102 Layout LLP has adopted the indirect method of presentation and has used profit before members' remuneration and profit shares as the measure of profit or loss.*
FRS 102 s7.8	Under the indirect method, an entity shall present a reconciliation determining the net cash flow from operating activities by adjusting a measure of profit or loss disclosed in the statement of comprehensive income (or separate income statement if presented) for the effects of: (a) changes during the period in inventories and operating receivables and payables; (b) non-cash items such as depreciation, provisions, deferred tax, accrued income (expenses) not yet received (paid) in cash, unrealised foreign currency gains and losses, undistributed profits of associates, and non-controlling interests; and (c) all other items for which the cash effects relate to investing or financing.
SORP 74A	Transactions with members (and former members) must be allocated appropriately between the three categories. Guidance on allocation is provided in the SORP. *Please see accounting policy for drawings (page 46) for explanation of policy regarding classification of distributions of profits within the cash flow statement.*
SORP 74B	The LLP should disclose transactions with members (and former members) separately from transactions with non-members.
FRS 102 s7.13	The unrealised gain or loss on cash and cash equivalents held or due in a foreign currency shall be presented separately from cash flows from operating, investing and financing activities.
FRS 102 s7.15-7.17	Certain cash flows such as interest paid and interest received may be classified separately to how FRS 102 Layout LLP has chosen as long as this is consistent year on year.
FRS 102 s7.18	An entity shall exclude from the statement of cash flows investing and financing transactions that do not require the use of cash or cash equivalents and shall disclose such transactions elsewhere in the financial statements in a way that provides all the relevant information about those activities.
FRS 102 s7.20	An entity shall present the components of cash and cash equivalents and a reconciliation of the amounts presented in the statement of cash flows to the equivalent items presented in the statement of financial position (balance sheet). The reconciliation is not needed if the amount presented in the statement of cash flows is identical to the amount similarly described in the statement of financial position.
FRS 102 s7.21	An entity shall disclose, together with a commentary by management, the amount of significant cash and cash equivalents held by the entity that are not available for use by the entity. Reasons might include foreign exchange controls or legal restrictions.
FRS 102 s7.22 SORP 74C	FRS 102 requires a "net debt reconciliation"; it is presented in note 33.

FRS 102 Layout LLP

Consolidated statement of cash flows
for the year ended 31 December 2024

	Note	2024 £'000	2023 £'000
Cash flows from operating activities			
Profit for the financial year before members' remuneration and profit shares			
Adjustments for:			
Depreciation, impairment and amortisation of fixed assets	14/15		
Share of profit for the year of equity accounted investments	16		
Net fair value losses/(gains) recognised in profit or loss	15/16/19		
Net interest payable/(receivable)			
Dividend income from fixed and current asset investments	9		
Taxation expense	12		
Difference between net pension expense and cash contribution	24		
Decrease / (increase) in trade and other debtors			
Decrease / (increase) in stocks			
Increase / (decrease) in trade and other creditors			
Increase / (decrease) in provisions			
Foreign exchange			
Profit on disposal of tangible fixed assets			
Cash from operations			
Taxation paid			
Interest paid			
Annuity payments to former members			
Members' drawings in relation to remuneration			
Net cash generated from operating activities			
Cash flows from investing activities			
Proceeds from sale of tangible fixed assets	15		
Purchases of tangible fixed assets	15		
Purchases of intangible assets	14		
Interest received			
Dividends received on fixed and current asset investments			
Sale of business operations	29		
Cash disposed of with business operation	29		
Purchase of subsidiary undertaking	28		
Cash acquired with subsidiary undertaking	28		
Investment in associated undertaking	16		
Purchase of current asset investments	19		
Sale of current asset investments	19		
Net cash from investing activities			
Cash flows from financing activities			
Capital element of lease repaid	21		
Capital introduced by members	27		
Capital repaid to members	27		
New bank loans	21		
Debt issue costs incurred	21		
Bank loans repaid	21		
Dividends to non-controlling interests			
Net cash used in financing activities			
Net increase / (decrease) in cash and cash equivalents			
Cash and cash equivalents at beginning of year			
Foreign exchange gains and losses			
Cash and cash equivalents at end of year			
Cash and cash equivalents comprise:			
Cash at bank and in hand			
Bank overdrafts	20		

The notes on page 34 to 129 form part of these financial statements.

FRS 102 Layout LLP Guidance Notes

LLP balance sheet

SOURCE	COMMENTS
Represented by	
SORP Appendix 1	Appendix 1 of the SORP includes example balance sheets, with and without equity. These show the presentation of the balance sheet with the bottom half titled "Represented by" and includes a reconciliation at the bottom of the balance sheet of the "Total members' interests" which also includes the debtor and reconciles to the total members' interests note.
Parent LLP profit	
SI 2008/1911: 10 (408)	Where a parent LLP omits its own profit and loss account in its annual report that includes its consolidated financial statements it must disclose: • On the LLP's individual balance sheet, the LLP's profit or loss for the financial year determined in accordance with this Act; and • That this exemption is being applied. *[This is given in note 13 in FRS 102 Layout LLP but can also be given on the balance sheet]*
General	
FRS 102 s3.22	Although FRS 102 uses the term statement of financial position, other titles may be used as long as it is not misleading. In these illustrative accounts the statement has been entitled the "Balance sheet" consistent with the terminology used in SI 2008/1913.
Signatures	
SI 2008/1911: 12 (414)	Approval and signing of accounts 1) An LLP's annual accounts must be approved by the members and signed on behalf of all the members by a Designated Member of the LLP. 2) The signature must be on the LLP's balance sheet. In practice both LLP and group balance sheets are usually signed.
SI 2008/1911: 16 (433)	Every copy of the LLP's balance sheet that is published by or on behalf of the LLP must state the name of the person who signed it on behalf of the members of the LLP.
FRS 102 s32.9	An entity shall disclose the date the financial statements were authorised for issue and who gave that authorisation.

Other matters

See Consolidated balance sheet guidance notes for other guidance notes in relation to the balance sheet

Company cash flow statement

FRS 102 s1.8 & s1.12	A qualifying entity may take advantage of an exemption from presenting its own statement of cash flows. A qualifying entity is a member of a group (including the parent) where the parent of that group prepares publicly available consolidated financial statements which are intended to give a true and fair view (of the assets, liabilities, financial position and profit or loss) and that member is included in the consolidation.

FRS 102 Layout LLP

LLP balance sheet
at 31 December 2024

Registered number …..	Note	2024 £'000	2024 £'000	2023 £'000 (as restated – see note 3)	2023 £'000
Fixed assets					
Tangible assets	15				
Investments	16				
Current assets					
Stocks	17				
Debtors	18				
Amounts due from members	27				
Investments	19				
Cash at bank and in hand					
Creditors: amounts falling due within one year	20				
Net current assets					
Total assets less current liabilities					
Creditors: amounts falling due after more than one year	21				
Provision for liabilities	23				
Net assets attributable to members					
Represented by:					
Loans and amounts due to members within one year					
Members' capital classified as a liability					
Other amounts					
Members' other interests					
Members' capital classified as equity	3				
Merger reserve					
Other reserves	3				
	27				
Total members' interests					
Amounts due from members	27				
Loans and other debts due to members	3, 27				
Members' other interests	3, 27				
	27				

The profit available for discretionary division among members of the parent LLP for the year was £xxx (2023 - £xxx).

The financial statements were approved by the Board of Members and authorised for issue on [date]

[name]
Designated Member
The notes on pages 34 to 129 form part of these financial statements.

FRS 102 Layout LLP Guidance Notes

LLP statement of changes in equity

SOURCE	COMMENTS
FRS 102 s6.3	An entity shall present a statement of changes in equity showing in the statement: (a) total comprehensive income for the period, showing separately the total amounts attributable to owners of the parent and to non-controlling interests; (b) for each component of equity, the effects of retrospective application or retrospective restatement recognised; and (c) for each component of equity, a reconciliation between the carrying amount at the beginning and the end of the period, separately disclosing changes resulting from: (i) profit or loss; (ii) other comprehensive income; and (iii) the amounts of investments by, and dividends and other distributions to, owners, showing separately issues of shares, purchase of own share transactions, dividends and other distributions to owners, and changes in ownership interests in subsidiaries that do not result in a loss of control.
FRS 102 s6.3A	For each component of equity, an entity shall present, either in the statement of changes in equity or in the notes, an analysis of other comprehensive income by item.
SORP 60A	The SORP allows the reconciliation of members' interests to be presented as a primary statement in place of the SOCIE, as long as prior year comparatives are presented by way of the full table relating to the prior period.
SORP 59A	Where an LLP has no equity, they do not need to prepare a statement of changes in equity as long as a statement to this effect is made on either the face of one of the other primary statements, or in the notes.

This statement satisfies the disclosure requirements of SI 2008/1913 in respect of reserves

Sch 1 (57)(2)	Give a reconciliation of all movements on reserves <u>in tabular form</u> showing: • balance brought forward; • transfers to and from reserves; • source and application respectively of such transfers; and • balance carried forward.
Sch 1 (35)(2)	Any revaluation reserve (for example, if a policy of revaluing tangible fixed assets other than investment property was followed) must be shown in the LLP's balance sheet under a separate sub-heading in the position given for the "revaluation reserve" in format 1 or 2 under 'Members' other interests', but need not be shown under that name. *NB no such reserve is presented in these financial statements as FRS 102 Layout LLP measures its tangible fixed assets other than investment property at historic cost less accumulated depreciations and impairments.*
SORP Appendix 5.5	Note - An LLP could only have a revaluation reserve if there was no agreement between the members for the automatic division of profit. This is because the old common law rules regarding distributions would apply to LLPs and under these rules a revaluation reserve was distributable.
Sch 3 (14)	State the cumulative amount of goodwill in relation to acquisitions in previous years which has been eliminated against reserves. Show the figure net of goodwill attributable to businesses disposed of before the balance sheet date. Any negative goodwill should be disclosed separately.
Sch 1 (43)	Any amount set aside or proposed to be set aside to, or withdrawn or proposed to be withdrawn from, reserves must be stated.

FRS 102 Layout LLP

LLP statement of changes in equity
For the year ended 31 December 2024

	Members' capital classified as equity £'000	Merger reserve £'000	Other reserve £'000	Equity attributable to the members of the parent LLP £'000
1 January 2023 – as previously stated				
Prior year adjustment (note 3)				
1 January 2023 – as restated				
Comprehensive income for the year				
Profit for the year and total comprehensive income for the year				
Contributions by and distributions to members				
Division of profits				
Introduction of capital				
Total contributions by and distributions to members				
31 December 2023 – as restated				
1 January 2024 – as previously stated				
Prior year adjustment (note 3)				
1 January 2024 – as restated				
Profit for the year and total comprehensive income for the year				
Contributions by and distributions to members				
Division of profits				
Introduction of capital				
Total contributions by and distributions to members				
31 December 2024				

The notes on pages 34 to 129 form part of these financial statements

FRS 102 Layout LLP Guidance Notes

General requirements for the Notes to the financial statements

SOURCE	COMMENTS
Order of the notes	
FRS 102 s8.3	An entity shall, as far as practicable, present the notes in a systematic manner. An entity shall cross-reference each item in the financial statements to any related information in the notes.
FRS 102 s8.4	An entity normally presents the notes in the following order: (a) a statement that the financial statements have been prepared in compliance with this FRS (FRS 102 s3.3); (b) a summary of significant accounting policies applied (FRS 102 s8.5); (c) supporting information for items presented in the financial statements, in the sequence in which each statement and each line item is presented; and (d) any other disclosures.
Sch 1 (42)(2)	The notes must be presented in the order in which, where relevant, the items to which they relate are presented in the balance sheet and in the profit and loss account.
FRS 102 s3.14	Comparative information should be provided for all amounts presented in the financial statements unless FRS 102 specifically permits or requires its omission (including narrative & descriptive information when it’s relevant to an understanding of the current period’s financial statements).

INDEX OF NOTES

General notes

P&L related notes

Balance sheet related notes

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Accounting policies FRS 102 s3.24 SI 2008/1911: 9 (396) / (397) SI 2008/1911: 10 (404) / (406)	An entity shall disclose in the notes the legal form of the entity, its country of incorporation and the address of its registered office (and principal place of business if different), and a description of the nature of the entity's operations and its principal activities unless this is disclosed in the business review (or similar statement) accompanying the financial statements. It must also state within the accounts the LLP's registered number, the part of the UK in which it is registered and where appropriate, the fact that the LLP is being wound up. *[FRS 102 Layout LLP shows its number on the balance sheet].*
FRS 102 s3.3	FRS 102 & 103: An entity whose financial statements comply with this FRS shall make an explicit and unreserved statement of such compliance in the notes. Financial statements shall not be described as complying with this FRS unless they comply with all the requirements of this FRS.
FRS 103 s1.12	**NOTE RE-FRS 103:** An entity whose financial statements comply with FRS 103 shall, in addition to its statement of compliance with FRS 102 make an explicit and unreserved statement of compliance with FRS 103 in the notes to the financial statements. *[FRS 102 Layout LLP has no such disclosure to make].*
FRS 102 s1.37 (Periodic Review 2024 amendments)	The FRC issued amendments to FRS 102 in March 2024. The principal effective date for these amendments is accounting periods beginning on or after 1 January 2026, with early application permitted provided all amendments are applied at the same time. Earlier effective dates apply to new disclosures about supplier finance arrangements in Section 7 Statement of Cash Flows of FRS 102, which are effective for periods beginning on or after 1 January 2025. *FRS 102 Layout LLP has not early adopted these amendments.*
FRS 102 s1.7A & FRS 100.6 SORP 132	Financial statements which are designed to comply with the SORP should state the title of the SORP and that fact in the note to financial statements which deals with accounting policies, or detail areas of non-compliance (both treatment and disclosure) and any reasons therefor.
SORP 133	These template accounts are prepared in accordance with the December 2021 LLP SORP which was effective for accounting periods beginning on or after 1 January 2022. The latest LLP SORP (May 2024), which is effective for periods beginning on or after 1 July 2024, has not been early adopted in these financial statements.
FRS 102 s8.5	An entity shall disclose its significant accounting policies comprising: the measurement basis (or bases) used in preparing the financial statements and the other accounting policies used that are relevant to an understanding of the financial statements.
Reduced disclosures FRS 102 s1.11	A qualifying entity (for the purposes of FRS 102) may take advantage of the disclosure exemptions in FRS 102 s1.12, in accordance with FRS 102 s1.8 to 1.10, provided that: (a) [Deleted] (b) It otherwise applies the recognition, measurement and disclosure requirements of FRS 102. (c) It discloses in the notes to its financial statements: (i) a brief narrative summary of the disclosure exemptions adopted; and (ii) the name of the parent of the group in whose consolidated financial statements its financial statements are consolidated, and from where those financial statements may be obtained. See appendix 1 for further details of these disclosure exemptions.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Basis of consolidation	
FRS 102 s3.23 (b)	It shall be clearly identified if the financial statements cover the individual entity or a group of entities.
FRS 102 s9.23 (a)	The consolidated financial statements shall disclose the fact that the statements are consolidated financial statements.

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1 Accounting policies *[TAILOR AS APPROPRIATE TO THE ENTITY'S CIRCUMSTANCES]*

FRS 102 Layout LLP is a Limited Liability Partnership ('LLP') incorporated in England & Wales under the Companies Act. The address of the registered office is given on the contents page and the nature of the group's operations and its principal activities are set out in the members' report. The financial statements have been prepared in accordance with FRS 102 the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and FRS 103 Insurance Contracts, including the Statement of Recommended Practice (2018), 'Accounting by Limited Liability Partnerships'.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies. Details of the significant judgements and estimates are provided in note 2.

Parent LLP disclosure exemptions

In preparing the separate financial statements of the parent LLP, advantage has been taken of the following disclosure exemptions available to qualifying entities:

- No cash flow statement or net debt reconciliation has been presented for the parent LLP;
- Disclosures in respect of the parent LLP's income, expense, net gains and net losses on financial instruments measured at amortised cost have not been presented as equivalent disclosures have been provided in respect of the group as a whole; and
- No disclosure has been given for the aggregate remuneration of the key management personnel of the parent LLP as their remuneration is included in the totals for the group as a whole.

[Note that the specific disclosure exemptions taken, particularly in relation to financial instruments, should be tailored to the individual entity – the above does not represent a complete list]

Going concern

[Include LLP / group specific considerations of going concern, including matters such as how the impact and the expected future effects of global conflicts and changes in inflation and interest rates have been factored into this.]

The following principal accounting policies have been applied:

Basis of consolidation

The consolidated financial statements present the results of FRS 102 Layout LLP and its subsidiaries ("the Group") as if they formed a single entity. Intergroup transactions and balances between group entities are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 1 January 2014. Therefore, the group continues to recognise a merger reserve which arose on a past business combination that was accounted for as a merger in accordance with UK GAAP as applied at that time, and on transition of the original partnership into the LLP.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Revenue	
FRS 102 s23.30	An entity shall disclose the accounting policies adopted for the recognition of revenue, including the methods adopted to determine the stage of completion of transactions involving the rendering of services.

The following disclosure requirements are not applicable for FRS 102 Layout LLP but must be given where relevant circumstances apply.

Accounting policies	
FRS 102 s3.5 & Sch 1 (10)(2)	When an entity departs from a requirement of this FRS or from a requirement of applicable legislation for ‘true & fair’ reasons, it shall disclose the following: (a) that management has concluded that the financial statements give a true & fair view of the entity’s financial position, financial performance and cash flows; (b) that it has complied with the FRS or applicable legislation, except that it has departed from a particular requirement of the FRS or applicable legislation to the extent necessary to give a true & fair view; and (c) the nature & effect of the departure, including the treatment that the FRS or applicable legislation would require, the reason why that treatment would be so misleading in the circumstances that it would conflict with the objective of financial statements and the treatment adopted.
FRS 102 s3.6	When an entity has departed from a requirement of this FRS or applicable legislation in a prior period, and that departure affects the amounts recognised in the financial statements for the current period, it shall make the disclosures set out in paragraph 3.5(c).
FRS 102 s3.10	When the end of an entity’s reporting period changes and the annual financial statements are presented for a period longer or shorter than one year, the entity shall disclose that fact; the reason for using a longer or shorter period; and the fact that comparative amounts presented in the financial statements (including the related notes) are not entirely comparable.
Going concern	
FRS 102 s3.9	When management is aware, in making its assessment, of material uncertainties related to events or conditions that cast significant doubt upon the entity’s ability to continue as a going concern, the entity shall disclose those uncertainties. When an entity does not prepare financial statements on a going concern basis, it shall disclose that fact, together with the basis on which it prepared the financial statements and the reason why the entity is not regarded as a going concern.

1 Accounting policies *(continued)*

Associates and joint ventures
An entity is treated as an associated undertaking where the group exercises significant influence in that it has the power to participate in the operating and financial policy decisions. An entity is treated as a joint venture where the group is party to a contractual agreement with one or more parties from outside the group to undertake an economic activity that is subject to joint control.

In the consolidated accounts, interests in associated undertakings and joint ventures are accounted for using the equity method of accounting. Under this method an equity investment is initially recognised at the transaction price (including transaction costs) and is subsequently adjusted to reflect the investor’s share of the profit or loss, other comprehensive income and equity of the associate, or joint venture. The consolidated statement of comprehensive income includes the group's share of the operating results, interest, pre-tax results and attributable taxation of such undertakings applying accounting policies consistent with those of the group. Any share of losses are only recognised to the extent that they do not reduce the investment balance below zero as the group has no obligations to make payments on behalf of the associate or joint venture, and any share of subsequent profits shall be accounted for once the unrecognised profits are equal to the unrecognised losses. In the consolidated balance sheet, the interests in associated undertakings and joint ventures are shown as the group's share of the identifiable net assets, including any unamortised premium paid on acquisition. Any unrealised profits and losses from transactions between the Group and the associate or joint venture are eliminated to the extent of the Group’s interest in the associate or joint venture

Any premium on acquisition is included within the equity method accounted figure in the financial statements as goodwill. This goodwill is amortised over 5 years. Where there are indicators of impairment, the investment as a whole is tested for impairment.

Revenue
Revenue from the sales of goods is recognised when the Group has transferred the significant risks and rewards of ownership to the buyer and it is probable that the Group will receive the previously agreed upon payment. These criteria are considered to be met when the goods are delivered to the buyer. Where the buyer has a right of return, the Group defers recognition of revenue until the right to return has lapsed. However, where high volumes of sales are made to established wholesale customers, revenue is recognised in the period where the goods are delivered less an appropriate provision for returns based on past experience.

Revenue from consultancy services is recognised by reference to the stage of completion of the contract determined by the value of the services provided at the balance sheet date as a proportion of the total value of the engagement. Where the amount of revenue is contingent on future events, this is only recognised where the amount of revenue can be measured reliably and it is probable that the economic benefits will be received. When this cannot be estimated reliably, revenue is only recognised to the extent of the expenses recognised that it is probable will be recovered, with a “catch-up” element of revenue recognised based on stage of completion once the uncertain events no longer exist. Consultancy services provided to the customer which at the balance sheet date have not been billed have been recognised as revenue and are included in debtors as accrued income.

Tangible fixed assets
Tangible fixed assets, other than investment properties, are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred if the replacement part is expected to provide incremental future benefits to the group. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Property, plant and equipment and investment properties rented to group entities	
FRS 102 s17.30A	The following disclosures are relevant to an entity that chooses to measure investment properties rented to another group entity under the cost model in this section, as permitted by paragraph 16.4A(b).
FRS 102 s17.31 (a) to (c)	An entity shall disclose the following for each class of property, plant and equipment: (a) the measurement bases used for determining the gross carrying amount (b) the depreciation methods used (c) the useful lives or the depreciation rates used
Changes in estimates	
FRS 102 s10.18	An entity shall disclose the nature of any change in an accounting estimate and the effect of the change on assets, liabilities, income and expense for the current period. If it is practicable for the entity to estimate the effect of the change in one of more future periods, the entity shall disclose those estimates.
Valuation of investments	
FRS 102 s11.48A (b)	For financial instruments at fair value through profit or loss that are not financial liabilities held as part of a trading portfolio and are not derivatives, disclose the method used to establish the amount of change attributable to changes in own credit risk, or, if the change cannot be measured reliably or is not material, that fact.
FRS 102 s11.14 (d)	Investments in non-derivative financial instruments that are equity of the issuer shall be measured as follows (the Appendix to Section 2 provides guidance on determining fair value): For investments in another group entity that are within the scope of this section, the following accounting policy choice shall apply to all investments in a single class, either: (i) at cost less impairment; (ii) at fair value with changes in fair value recognised in other comprehensive income (or profit or loss) in accordance with paragraphs 17.5E and 17.15F; or (iii) at fair value with changes in fair value recognised in profit or loss. For all other investments: (iv) if the instruments are publicly traded or their fair value can otherwise be measured reliably (see paragraph 2A.4), the investment shall be measured at fair value with changes in fair value recognised in profit or loss; and (v) all other such investments shall be measured at cost less impairment.

1 Accounting policies *(continued)*

Depreciation

Land is not depreciated. Depreciation on other assets is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method. The estimated useful lives range as follows:

Freehold buildings - showrooms	-	10 years
Freehold buildings – other	-	40 years
Leasehold land and buildings	-	The term of the lease
Plant, machinery and vehicles	-	5 years
Fixtures, fittings, tools and equipment	-	4 – 6 years
Computers	-	3 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'other operating income or losses' in the statement of comprehensive income.

Previously the group depreciated its computer equipment and related assets over a period of four years. During the year the members reassessed the useful economic life of these assets to three years. This has resulted in an additional depreciation charge for the year of £150,000. Computers are included within fixtures, fittings, tools and equipment.

Investment properties

Investment property is carried at fair value determined annually by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in profit or loss.

In the LLP's individual financial statements, investment properties rented to other group companies are classified as property, plant and equipment (land and buildings) and held at historical cost less depreciation and impairment. Depreciation is charged on a straight line basis over the estimated useful life of 50 years.

Valuation of investments

In the LLP's individual accounts, investments in subsidiaries are measured at cost less accumulated impairment. Where merger relief is applicable, the cost of the investment in a subsidiary undertaking is measured at the nominal value of the shares issued together with the fair value of any additional consideration paid.

Investments in unlisted company shares, which have been classified as fixed asset investments as the Group intends to hold them on a continuing basis, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

Investments in listed company shares, which have been classified as current asset investments, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

Impairment

FRS 102 s27.28	An impairment loss recognised for goodwill shall not be reversed in a subsequent period.

Stock

FRS 102 s13.22(a)	Disclose the accounting policies adopted in measuring inventories, including the cost formula used
SORP 101	The cost of members' time will include only those elements that would be expensed in the profit and loss account (or statement of comprehensive income). However, regardless of whether the time input by a member is a cost to be included in inventories, any overhead related to that time should be included in the cost of inventories.

Foreign Currency

Sch 1 (68)	Where any sums originally denominated in foreign currencies have been brought into account under any items shown in the balance sheet format or profit and loss account formats, the basis on which those sums have been translated into sterling (or the currency in which the accounts are drawn up) must be stated.
FRS 102 s30.26	An entity shall disclose the currency in which the financial statements are presented. When the presentation currency is different from the functional currency, an entity shall state that fact and shall disclose the functional currency and the reason for using a different presentation currency.
FRS 102 s30.27	When there is a change in the functional currency of either the reporting entity or a significant foreign operation, the entity shall disclose that fact and the reason for the change.

1 Accounting policies *(continued)*

Impairment of fixed assets and goodwill

Fixed assets and goodwill are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGUs) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Fixed assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

Where indicators exist for a decrease in an impairment loss previously recognised for assets other than goodwill, the prior impairment loss is tested to determine whether all or part of the impairment loss should be reversed. An impairment loss is reversed on an individual impaired asset to the extent that it does not increase the carrying amount of the asset above the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets of the CGU, except for goodwill, on a pro-rata basis. Impairment losses on goodwill are not reversed.

Stocks

Stocks are stated at the lower of cost and net realisable value being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads. The cost of members' labour includes only those elements that would otherwise be expenses in 'members' remuneration charged as an expense'.

At each reporting date, inventories are assessed for impairment. If inventory is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in 'sterling', which is the LLP's functional and the group's presentation currency.

On consolidation, the results of overseas operations are translated into sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date, including any goodwill in relation to that entity. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Reserves	
FRS 102 s4.12(b)	An entity shall disclose, either in the statement of financial position or in the notes, a description of each reserve within equity.
Hedge accounting	
Sch 1 (35) (3) Sch 1 (41) (2)	The notes must disclose the treatment for taxation purposes of amounts credited or debited to the: • Revaluation reserve • Fair value reserve (includes cash flow hedge reserve) *As this differs depending on specifics – the policy is left open ended on the following page.*

1 Accounting policies *(continued)*

Foreign currency translation (continued)

(b) Transactions and balances

Foreign currency transactions are translated into the group entity's functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in profit or loss within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income or expense'.

Financial assets

Financial assets, other than investments and derivatives, are initially measured at transaction price (including transaction costs) and subsequently held at amortised cost, less any impairment.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities, excluding derivatives, are initially measured at transaction price (adjusted for transaction costs) and subsequently held at amortised cost.

Hedge accounting

The group has entered into variable to fixed rate interest swaps to manage its exposure to interest rate cash flow risk on its variable rate debt. These derivatives are measured at fair value at each reporting date. To the extent the hedge is effective, movements in fair value are recognised in other comprehensive income and presented in a separate cash flow hedge reserve. This amount is reclassified from the cash flow hedge reserve to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss. Any ineffective portions of those movements are recognised in profit or loss for the period.

Amounts charged or credited to the cash flow hedge reserve are treated for tax purposes as [insert details].

Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest rate method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Merger reserve

This arose through the application of merger accounting on a past business combination that was accounted for as a merger in accordance with UK GAAP as applied at that time, and on transfer of the original partnership into the LLP.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

Drawings and Capital

SORP 69	This SORP requires LLPs to disclose the overall policy followed in relation to drawings on account and division of profits, including an indication of the policy applicable where the cash requirements of the business compete with the need to distribute cash to members. Such disclosures should include any transfers of members' interests from equity to debt (and vice versa) during the year and up to the date the accounts are approved. The policy under which members contribute or subscribe amounts to the LLP by way of equity or debt and the policy under which their contributions and subscriptions are repayable by the LLP, should also be disclosed. In this example there are both equity and liability elements of capital. If only one category is held – the inapplicable policy is to be deleted (along with the word "principal" or "subsequent" throughout the accounts).

Note – the liability element of members' capital of FRS 102 Layout LLP meets the criteria of a basic financial instrument, and is not a financing transaction (as it is repayable on demand).

SORP 74A(1)	This SORP requires LLPs to disclose their accounting policy for classifying share of profits within the cash flow statement as either operating or financing cashflows. These cashflows should be classified consistently from period to period.

Note – FRS 102 Layout LLP has classified share of profits as operating cashflows in the cash flow statement but this is a matter of judgement depending on the specific facts and circumstances of the entity. Automatic or discretionary profit distributions could alternatively be classified as financing cashflows – SORP 74A, which provides guidance, has been amended to require LLPs to disclose the accounting policy.

Reserves and Appropriations

Sch 1 (43)	Any amount set aside or proposed to be set aside to, or withdrawn or proposed to be withdrawn from, reserves must be stated.
Sch 1 (70B)	Particulars must be given of the proposed appropriation of profit or treatment of loss or, where applicable, particulars of the actual appropriation of the profits or treatment of the losses.

1 Accounting policies *(continued)*

Division of profits

Profits are recognised as debts due to members once they are divided and become a present obligation of the LLP. Where profits are automatically divided these are recognised in the income statement. Undivided profits are initially recognised in equity ('other reserves'). The statutory profit for the financial year available for discretionary division among members will be divided subsequent to the approval of the financial statements, subject to the discretion of the Board. This will be allocated based upon the number of 'points' held by each equity member after considering, based on the recommendation of the Senior Partner, factors which among others include the quality of work and customer and management responsibilities in the determination of the allocation of profits to the individual members. Any losses are not divided among members but must be eliminated by future profits before discretionary profit divisions recommence.

Drawings

Drawings on account represent payments on account of profits that have not yet been divided. The amount of such drawings is set at the beginning of each financial year, taking into account the anticipated cash needs of the LLP, including payment of divided profits in excess of drawings on account, and may be reclaimed from members until profits have been divided and allocated to them. Undivided profits are included within members' other interests, classified as equity, advanced drawings in excess of divided profits are included within 'Amounts due from members' in debtors, and divided profits in excess of drawings on account are included within 'Amounts due to members' as a liability.

For the purpose of the cash flow statement, drawings are classified as operating cashflows as they represent payments for services rendered to the LLP as part of its revenue generating activities.

Members' capital

Initial capital contributions ('principal capital') of each of the members are amounts as set out in the LLP agreement. Further members shall contribute upon admission to the LLP such capital as determined by the Board.

No member can withdraw or receive back any part of their principal capital contribution account except for in specific circumstances as detailed in the LLP deed and approved by the Board. Members' principal capital is therefore classified as equity. Subsequent capital is repaid to members shortly after ceasing to be a member of the LLP, or at such other time as is determined by the Board. Members' subsequent capital is therefore classified as a liability due within one year. There is no opportunity for the appreciation of capital subscribed.

Holiday pay accrual

A liability is recognised to the extent of any unused holiday pay entitlement which has accrued at the balance sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the balance sheet date.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Goodwill	
FRS 102 s18.28A	When, as part of a business combination, an acquirer chooses to recognise intangible assets separately from goodwill that meet condition (a) and only one of (b) or (c) in paragraph 18.8, the acquirer shall disclose the nature of those intangible assets and the reason why they have been separated from goodwill.
FRS 102 B18.10	The FRC considers that examples of intangible assets that would normally satisfy all three criteria in 18.8 include licences, copyrights, trademarks, internet domain names, patented technology and legally protected trade secrets, and examples of intangible assets that would not normally satisfy all three criteria include customer lists, customer relationships and unprotected trade secrets (such as secret recipes or formulas) as no contractual or legal right exists that would give rise to expected future economic benefits.
Amortisation	
FRS 102 s18.27 (a), (b) & (d)	An entity shall disclose the following for each class of intangible assets: (a) the useful lives or amortisation rates used and the reasons for choosing those periods (b) the amortisation methods used (d) the line item(s) in the statement of comprehensive income (or in the income statement, if presented) in which any amortisation of intangible assets is included.
Sch 1 (22) (2), (3) & (4) FRS 102 s18.20 FRS 102 s19.23(a) FRS 102 s19.25(g)	Where in exceptional cases the useful life of intangible assets/goodwill cannot be reliably estimated, such assets must be written off over a period chosen by the members of the LLP, which shall not exceed 10 years. In such cases, the period chosen by the directors and the reasons for choosing that period must be disclosed in a note to the accounts.
Development costs	
Sch 1 (21) (2)	If any amount is included in an LLP's balance sheet in respect of development costs, the note on accounting policies (see paragraph 44 of this Schedule) must include the following information – (a) the period over which the amount of those costs originally capitalised is being or is to be written off, and (b) the reasons for capitalising the development costs in question.

1 Accounting policies *(continued)*

Intangible assets

a) Goodwill

Goodwill represents the excess of the cost of a business combination over the fair value of the group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill on acquisitions of subsidiaries is included in 'intangible assets'. Goodwill on acquisitions of joint ventures and associates is included in the related equity accounted investment value.

For business combinations occurring after 1 January 2019, intangible assets acquired are recognised separately from goodwill only when they are separable from the acquired entity and give rise to other contractual/legal rights. Prior to 1 January 2019 intangible assets acquired were recognised separately from goodwill when they were separable from the acquired entity or gave rise to other contractual/legal rights.

Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold. Goodwill is carried at cost less accumulated amortisation and accumulated impairment losses. Goodwill amortisation is calculated by applying the straight-line method to its estimated useful life. If a reliable estimate cannot be made, the useful life of goodwill is presumed to be 10 years. Goodwill is being amortised to 'administrative expenses' over periods ranging from 3 to 10 years.

Estimates of the useful economic life of goodwill are based on a variety of factors such as the expected use of the acquired business, the expected useful life of the cash generating units to which the goodwill is attributed, any legal, regulatory or contractual provisions that can limit useful life and assumptions that market participants would consider in respect of similar businesses.

b) Research and development costs

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised to 'administrative expenses' on a straight line basis over their expected useful economic lives, which range from 3 to 6 years. Amortisation begins when the intangible asset is available for use, ie when it is in the location and condition necessary for it to be usable in the manner intended by management.

The expected useful economic life of development costs are estimated based on business plans which set out the development plan and time to market for the associated project.

If it is not possible to distinguish between the research phase and the development phase of an internal project the expenditure is treated as if it were all incurred in the research phase only.

c) Website development costs

Where group entities' websites are expected to generate future revenues in excess of the costs of developing those websites and all other capitalisation criteria are met, expenditure on the functionality of the website is capitalised and treated as an intangible fixed asset and amortised over x years, which represents the expected utilisation of the website by the group commencing from the date the websites are available for use. Expenditure incurred on maintaining websites and expenditure incurred on developing websites used only for advertising and promotional purposes are written off as incurred.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Tax treatment	The notes must disclose the treatment for taxation purposes of amounts credited or debited to the:
Sch 1 (35) (3)	- Revaluation reserve
Sch 1 (41) (2)	- Fair value reserve (includes cash flow hedge reserve)
	As this differs depending on specifics – the policy is left open ended in FRS 102 Layout LLP.
Government grants	
FRS 102 s24.6	An entity shall disclose the following: (a) the accounting policy adopted for grants; (b) the nature and amounts of grants recognised in the financial statements; (c) unfulfilled conditions and other contingencies attaching to grants that have been recognised in income; and (d) an indication of other forms of government assistance from which the entity has directly benefited.
FRS 102 s24.7	For the purpose of the disclosure required by paragraph 24.6(d), government assistance is action by government designed to provide an economic benefit specific to an entity or range of entities qualifying under specified criteria. Examples include free technical or marketing advice and the provision of guarantees.

1 Accounting policies *(continued)*

Current and deferred taxation

Taxation on a members' share of the LLP's profits is solely the personal liability of the individual members and consequently is not dealt with in these financial statements. The tax within these consolidated financial statements relate to the corporate subsidiaries of the group.

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a charge attributable to an item of income or expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the LLP's subsidiaries operate and generate taxable income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where timing differences relate to interests in subsidiaries, associates, branches and joint ventures and the group can control their reversal and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax.

Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Government grants

Grants are accounted for under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the profit and loss account at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in "other income" within profit or loss in the same period as the related expenditure.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied.

SOURCE	COMMENTS
Lessee FRS 102 s20.15C	A lessee shall recognise any change in lease payments arising from rent concessions that meet the criteria in paragraph 20.15D on a systematic basis over the periods that the change in lease payments is intended to compensate. For a lessee, additional disclosures are also required – see note 5.
Lessor FRS 102 s20.25B	A lessor shall recognise any change in lease income arising from rent concessions that meet the criteria in paragraph 20.15D on a systematic basis over the periods that the change in lease payments is intended to compensate. *[Note for FRS 102 Layout LLP this was not material so no accounting policy added]*

1 Accounting policies *(continued)*

Leased assets: Lessor

Where assets are leased to a third party and give rights approximating to ownership (finance leases), the assets are treated as if they have been sold outright. The amount removed from the fixed assets is the net book value on disposal of the asset. The profit on disposal, being the excess of the present value of the minimum lease payments over net book value is credited to profit or loss.

Finance lease payments are analysed between capital and interest components so that the interest element of the payment is credited to profit or loss over the term of the lease and represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts owed by the lessee. All other leases are treated as operating leases. Their annual rentals are credited to profit or loss on a straight-line basis over the term of the lease.

On transition to FRS 102, the group took advantage of the optional transition exemption available which allowed lease incentives on leases entered into before the date of transition to the standard (1 January 2014) to continue to be charged over the shorter period to the first market rent review rather than the term of the lease.

For leases entered into on or after 1 January 2014, reverse premiums and similar incentives granted to enter into lease agreements are released to profit or loss over the term of the lease.

Leased assets: Lessee

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to profit or loss over the shorter of estimated useful economic life and the term of the lease.

Finance lease payments are analysed between capital and interest components so that the interest element of the payment is charged to profit or loss over the term of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

All other leases are treated as operating leases. Their annual rentals are charged to profit or loss on a straight-line basis over the term of the lease.

On transition to FRS 102, the group took advantage of the optional transition exemption available which allowed lease incentives on leases entered into before the date of transition to the standard (1 January 2014) to continue to be charged over the shorter period to the first market rent review rather than the term of lease. For leases entered into on or after 1 January 2014, reverse premiums and similar incentives received to enter into operating lease agreements are released to profit or loss over the term of the lease.

Where the Group has a legal obligation, a dilapidations provision is created on inception of a lease. These provisions are a best estimate of the cost required to return leased properties to their original condition upon termination of the lease. Where the obligation arises from ‘wear and tear’, the provision is accrued as the ‘wear and tear’ occurs.

FRS 102 Layout LLP Guidance Notes

The accounting policies set out in these financial statements are included merely for illustrative purposes and should not be considered applicable to any specific case. Accounting policies should be drafted on a case by case basis so as to fully explain the specific significant policies applied

SOURCE	COMMENTS
Professional indemnity insurance	
FRS 102 s21.9	If the full claim amount remains a liability of the LLP, the full claim liability and recovery insurance debtor (where virtually certain) should be shown gross in the balance sheet, and not netted off. For FRS 102 Layout LLP, the insured portion of the claim is no longer a liability of the LLP but the insurers and their under-writers.
Annuities	
FRS 103 s4.2	FRS 103 requires for insurance contracts, in its significant accounting policies: (a) The measurement basis (or bases) used; and (b) The other accounting policies used that are relevant to an understanding of the financial statements.
FRS 103 s4.8	An entity with insurance contracts must disclose: (a) Its objectives, policies and processes for managing risks arising from insurance contracts and the methods used to manage those risks; (b) information about insurance risk (both before and after risk mitigation by reinsurance), including information about: (i) sensitivity to insurance risk (see paragraph 4.9); [see note 23] (ii) Concentrations of insurance risk…. (iii) Actual claims compared with previous estimates………
SORP 87A	This paragraph provides guidance on the accounting for different types of annuity.
Insurance contracts	Insurance contracts are covered by FRS 103 and apply to entities other than just insurance companies (and may include annuities).
FRS 103 A2.29	Similarly, an annuity contract that pays out regular sums for the rest of a policyholder's life is an insurance contract, unless the aggregate life-contingent payments are insignificant.
SORP 80	Annuities are likely in many cases to be subject to uncertainties. This will be the case, for example, where the payments are dependent on future profits or there is significant mortality risk. It should be noted that uncertainty of timing or amount per se is not the factor that determines whether section 21 of FRS 102 is applicable. Instead, it is important to establish whether the liability is or is not an unconditional contractual liability. An unconditional contractual liability will meet the definition of a financial liability and will, therefore, be excluded from the scope of section 21 of FRS 102.
SORP 80A *Mortality risk*	An unconditional contractual obligation will meet the definition of an insurance contract under FRS 103 if the LLP accepts significant insurance risk (typically mortality risk). This will be the case if the total amount payable by the LLP may be significantly affected by how long the former member lives (e.g., the LLP agrees to make payments only for as long as the former member is alive, and there is no terminal payment). For accounting purposes, such annuities fall within the scope of FRS 103, unless they are conditional on future service (in which case section 21 of FRS 102 applies).
SORP 80B *Mortality risk*	In practice, obligations to make post-retirement payments to members will often be set out in the members' agreement, and will often reflect significant mortality risk (eg, because the LLP agrees to make payments only for as long as the former member is alive, and there is no terminal payment). Where this is the case, the obligations will fall within the scope of FRS 103; however, FRS 103 will permit the LLP to continue its previous accounting policies prior to the adoption of FRS 103. Nevertheless, the LLP should consider whether it needs to provide any additional disclosures in order to meet the requirements of FRS 103.

1 Accounting policies *(continued)*

Onerous leases

Where the unavoidable costs of a lease exceed the economic benefit expected to be received from it, a provision is made for the present value of the obligations under the lease. This is released over the remaining lease term.

Sale and leaseback

When a sale and leaseback transaction results in a finance lease no gain is immediately recognised for any excess of sales proceeds over the carrying amount of the asset. Instead, the proceeds are deferred and presented as a liability and subsequently measured at amortised cost using the effective interest method.

When a sale and leaseback transaction results in an operating lease, and it is clear that the transaction is established at fair value, any profit or loss is recognised immediately. If the sale price is below fair value, any profit or loss is recognised immediately unless the loss is compensated for by future lease payments at below market price. In that case any such loss is amortised in proportion to the lease payments over the period for which the asset is expected to be used. If the sale price is above fair value, the excess over fair value is amortised over the period for which the asset is expected to be used.

Pension costs

Contributions to the group’s defined contribution pension scheme are charged to profit or loss in the year in which they become payable.

Some of the subsidiaries of the group jointly operate a group defined benefit pension plan. There is a stated policy for charging the net defined benefit scheme between those group entities that are a party to the scheme and hence a proportion of the defined benefit scheme assets, liabilities, income and costs are recognised by individual group entities in accordance with that policy. However, as FRS 102 Layout LLP is not itself a party to the scheme and none of its own employees are members of that scheme, no proportion of the scheme is recognised in its individual LLP financial statements.

The difference between the fair value of the assets held in the group’s defined benefit pension scheme and the scheme’s liabilities measured on an actuarial basis using the projected unit method are recognised in the group’s balance sheet as a pension asset or liability as appropriate. The carrying value of any resulting pension scheme asset is restricted to the extent that the group is able to recover the surplus either through reduced contributions in the future or through refunds from the scheme.

Professional indemnity insurance

Insurance premiums are expensed to the profit and loss account over the period of the insurance cover. Provision is made for any uninsured excess that is likely to be payable in respect of claims made. These are based on best estimates of the expected cash outflows, discounted to present value where appropriate.

Annuities

Annuities payable to certain former partners of the predecessor partnership are provided for in full. The amount provided is recognised as the best estimate of the expenditure required to settle that obligation and is discounted to present value. The annuity is payable to certain former partners at a fixed amount per annum for their remaining life, with no terminal payment. The annuity is accounted for as an insurance contract in accordance with FRS 103. The increase of discounted amount in the period is charged to the profit and loss account as interest payable, changes due to changes in assumptions are charged to the profit and loss account as administrative expenses.

As these are historic transactions and no new annuities are entered into, the Group does not have specific policies to manage the risks arising from these contracts.

SOURCE	COMMENTS
Key judgements and other key sources of estimation uncertainty	
FRS 102 s8.6	An entity shall disclose, along with its significant accounting policies or other notes, the judgements, apart from those involving estimations, that management has made in the process of applying the entity's accounting policies that have the most significant impact on the amounts recognised in the financial statements.
FRS 102 s8.7	An entity shall disclose in the notes information about the key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. In respect of those assets and liabilities the notes shall include details of: (a) their nature; and (b) their carrying value as at the end of the reporting period. *[FRS 102 Layout LLP covers this requirement by cross-referencing the disclosures to the relevant note].*
FRS 102 s16.10	An entity shall disclose the following: (a) the methods and significant assumptions applied in determining the fair value of investment property; …. (See note 15 for remaining disclosure requirements)
Financial instruments at fair value through profit or loss	
FRS 102 s11.43	For all financial assets and financial liabilities measured at fair value, the entity shall disclose the basis for determining fair value, eg quoted market price in an active market or a valuation technique. When a valuation technique is used, the entity shall disclose the assumptions applied in determining fair value for each class of financial assets or financial liabilities. For example, if applicable, an entity discloses information about the assumptions relating to prepayment rates, rates of estimated credit losses, and interest rates or discount rates.

2 Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the members have made the following judgements:

- Determine whether leases entered into by the group either as a lessor or a lessee are operating or finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the lessee on a lease by lease basis.
- Determining when the significant risks and rewards have transferred to the customer and a sale is recognised. This has been determined to be upon delivery to the buyer rather than dispatch as the group retains the risk during the shipping process.
- Determine whether there are indicators of impairment of the group's tangible and intangible assets, including goodwill. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

Other key sources of estimation uncertainty

- *Tangible fixed assets (see note 15)*

  Tangible fixed assets, other than investment properties, are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

  Investment properties are professionally valued annually using a yield methodology. This uses market rental values capitalised at a market capitalisation rate but there is an inevitable degree of judgement involved in that each property is unique and value can only ultimately be reliably tested in the market itself. Key inputs into the valuations were:
    - Annual rent per square metre: £300 - £700, with a weighted average of £500
    - Capitalisation rate: 4.5% - 5%, with a weighted average of 4.9%.

- *Investments (see notes 16 and 19)*

  The most critical estimates, assumptions and judgements relate to the determination of carrying value of unlisted investments at fair value through profit and loss. In determining this amount, the Group applies the overriding concept that fair value is the amount for which an asset can be exchanged between knowledgeable willing parties in an arm's length transaction. The nature, facts and circumstance of the investment drives the valuation methodology.

  Listed investments are valued at the quoted bid price at the reporting date. Unquoted investments are valued using a price/earnings multiple methodology. The relevant price/earnings multiple is determined by reference to those applying to quoted companies in similar industries after adjustment for the reduced liquidity of unquoted companies. This multiple is then applied to the earnings of the investee company in the period, after adjustments for one-off unusual income or expenditure in the period.

  Key inputs include a price earnings multiple of 8 – 10, applied to the average EBITDA forecasts for the next three years.

SOURCE	COMMENTS
Prior period adjustments	
FRS 102 s10.23	An entity shall disclose the following about material prior period errors: (a) the nature of the prior period error; (b) for each prior period presented, to the extent practicable, the amount of the correction for each financial statement line item affected; (c) to the extent practicable, the amount of the correction at the beginning of the earliest prior period presented; and (d) an explanation if it is impracticable to determine the amounts to be disclosed in (b) or (c) above. Financial statements of subsequent periods need not repeat these disclosures. Note – There are no requirements for a third statement of financial position where prior period adjustments have been made.
FRS 102 s10.10	If an FRS allows a choice of accounting treatment (including the measurement basis) for a specified transaction or other event or condition and an entity changes its previous choice, that is a change in accounting policy.
FRS 102 s10.13	When an amendment to an FRS has an effect on the current period or any prior period, or might have an effect on future periods, an entity shall disclose the following: (a) the nature of the change in accounting policy; (b) for the current period and each prior period presented, to the extent practicable, the amount of the adjustment for each financial statement line item affected; (c) the amount of the adjustment relating to periods before those presented, to the extent practicable; and (d) an explanation if it is impracticable to determine the amounts to be disclosed in (b) or (c) above. Financial statements of subsequent periods need not repeat these disclosures.
FRS 102 s10.14	When a voluntary change in accounting policy has an effect on the current period or any prior period, an entity shall disclose the following: (a) the nature of the change in accounting policy; (b) the reasons why applying the new accounting policy provides reliable and more relevant information; (c) to the extent practicable, the amount of the adjustment for each financial statement line item affected, shown separately: (i) for the current period; (ii) for each prior period presented; and (iii) in the aggregate for periods before those presented; and (d) an explanation if it is impracticable to determine the amounts to be disclosed in (c) above. Financial statements of subsequent periods need not repeat these disclosures.
FRS 102 s3.12	When the presentation or classification of items in the financial statements is changed, an entity shall reclassify comparative amounts unless the reclassification is impracticable. When comparative amounts are reclassified, an entity shall disclose the following: (a) the nature of the reclassification; (b) the amount of each item or class of items that is reclassified; and (c) the reason for the reclassification.
FRS 102 s3.13	If it is impracticable to reclassify comparative amounts, an entity shall disclose the reason why.

3 Prior year adjustment

Group

		Equity as at 1 January 2023	Equity as at 31 December 2023	Profit for year ended 31 December 2023
		£'000	**£'000**	**£'000**
As previously stated				
Prior year adjustment – correction of error	**a**			
As restated				

LLP

		Equity as at 1 January 2023	Equity as at 31 December 2023	Profit for year ended 31 December 2023
		£'000	**£'000**	**£'000**
As previously stated				
Prior year adjustment – correction of error	**a**			
As restated				

a. In the prior year financial statements the LLP's subsequent capital was incorrectly presented as equity rather than a financial liability. The incorrect classification of the capital resulted in equity being overstated, and loans and amounts due to members within one year being understated, by £xxx at 1 January 2023 and 31 December 2023, and had £xxx impact on the profit for the year ended 31 December 2023. This had no impact on the presentation of members' drawings

FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS

Particulars of turnover

Sch 1 (65)	(1) If in the course of the financial year the LLP has carried on business of two or more classes that, in the opinion of the members, differ substantially from each other, the amount of the turnover attributable to each class must be stated and the class described. (2) If in the course of the financial year the LLP has supplied markets that, in the opinion of the members, differ substantially from each other, the amount of the turnover attributable to each such market must also be stated. In this paragraph "market" means a market delimited by geographical bounds. … (5) Where in the opinion of the members the disclosure of any information required by this paragraph would be seriously prejudicial to the interests of the LLP, that information need not be disclosed, but the fact that any such information has not been disclosed must be stated. *Note – Sch 1 (65)(1) refers to regulation 4(3)(b) for medium sized exemptions, however regulation 4(3)(b) no longer exists.*
FRS 102 s23.30 (b)	An entity shall disclose the amount of each category of revenue recognised during the period, showing separately, at a minimum, revenue arising from: (i) The sale of goods; (ii) The rendering of services; (iii) Interest; (iv) Royalties; (v) Dividends; (vi) Commissions; (vii) Grants; and (viii) Any other significant types of revenue.
FRS 102 s23.31	An entity shall disclose the following for construction contracts: (a) the amount of contract revenue recognised as revenue in the period; (b) the methods used to determine the contract revenue recognised in the period; and (c) the methods used to determine the stage of completion of contracts in progress.

4 Analysis of Turnover

	2024 £'000	2023 £'000
Analysis by class of business:		
Manufacturing of toy models		
Distribution of sports equipment		
Provision of consultancy services		

	2024 £'000	2023 £'000
Analysis of turnover by country of destination:		
United Kingdom		
Rest of Europe		
Rest of the world		

FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS
The following expenses charged in arriving at profit before tax should be disclosed in the notes	
FRS 102 s18.29	An entity shall disclose the aggregate amount of research and development expenditure recognised as an expense during the period (ie the amount of expenditure incurred internally on research and development that has not been capitalised as an intangible asset or as part of the cost of another asset that meets the recognition criteria).
FRS 102 s17.32 – 33 & FRS 102 s13.22(d)	Disclose the amount of impairment losses (or reversal) recognised in profit or loss in relation to: - Inventories - Property, plant and equipment (including investment property accounted for by the cost method) - Goodwill - Other intangible assets - Investments in joint ventures - Investments in associates
Sch 1 P&L format note 15	For each class of fixed asset, disclose the amount charged for depreciation and diminution in value of tangible and intangible fixed assets.
FRS 102 s20.16(b)	A lessee shall disclosure operating lease payments recognised as an expense.
FRS 102 s20.16(c)	A lessee shall disclose the amount of the change in lease payments recognised profit of loss in accordance with paragraph 20.15C (Covid-19-related rent concessions).
FRS 102 s26.23 (a)	An entity shall disclose the effect of share-based payment transactions on the entity's profit or loss for the period.
FRS 102 s30.25(a)	Disclose the amount of exchange differences recognised in profit or loss during the period, except for those arising on financial instruments measured at fair value through profit or loss.
FRS 102 s5.9A	When items included in total comprehensive income are material, an entity shall disclose their nature and amount separately, in the statement of comprehensive income (and in the income statement, if presented) or in the notes.
Sch 1 (67) (2)	The amount, nature and effect of any individual items of income or expenditure which are of exceptional size or incidence must be stated.
Total comprehensive income	
FRS 102 s5.9A	When items included in total comprehensive income are material, an entity shall disclose their nature and amount separately, in the statement of comprehensive income (and in the income statement, if presented) or in the notes.
FRS 102 s30.25(b)	Disclose the amount of exchange differences recognised in other comprehensive income arising during the period.
Auditor remuneration	
SI 2008/1911: 38 [SI 2008/489 (4)]	*Medium-sized LLPs disclose:* • the amount receivable by the LLP's auditor for the audit of the accounts. • The nature and estimated money value of benefits in kind • Separate disclosure for each auditor if there has been more than one auditor [continued on next guidance notes page]

5 Operating profit

	2024 £'000	2023 £'000
This is arrived at after charging/(crediting):		
Research and development		
- current year's expenditure		
Reorganisation costs following acquisition of subsidiary (note 6)		
Impairment of inventory		
Depreciation of tangible fixed assets		
Impairment of tangible fixed assets		
Amortisation of intangible assets, including goodwill		
Operating lease expense		
Fees payable to the LLP's auditor and its associates for the audit of the LLP's annual accounts		
Fees payable to the LLP's auditor and its associates for other services to the group:		
The audit of the LLP's subsidiaries pursuant to legislation		
Taxation compliance services		
Exchange differences		
Confiscation of stock		
Defined contribution pension cost		
Defined benefit pension cost (see note 24)		
Government grants – revenue in nature		

The confiscation of stock relates to action taken by the new government of the Whitsun Islands after the revolution which occurred in February 2024.

The amount of exchange differences recognised in other comprehensive income arising during the year was £xxx (2023: £xxx).

SOURCE	COMMENTS
Auditor remuneration *(continued)*	
SI 2008/1911: 38 [SI 2008/489 (5)]	*An LLP which is not a small or medium-sized LLP must disclose separately:* (1a) remuneration receivable by the company's auditor, or an associate of the company's auditor, for the auditing of those accounts; (1b) AND other remuneration receivable (for services to the company or an associate) by: (i) the company's auditor (disclose each auditor separately); or (ii) an associate of the company's auditor. (2) The nature and estimated money-value of benefits in kind (3) Separate disclosure is required of each type of service specified below: **1.** The auditing of accounts of any associate of the LLP **2.** Audit-related assurance services **3.** Taxation compliance services **4.** All taxation advisory services not falling within paragraph 3 **5.** Internal audit services **6.** All assurance services not falling within paragraphs 1 to 5 **7.** All services relating to corporate finance transactions entered into, or proposed to be entered into, by or on behalf of the LLP or any of its associates not falling within paragraphs 1 to 6 **8.** All non-audit services not falling within paragraphs 2 to 7
SI 2008/1911: 38 [SI 2008/489 (6)]	(1) *Group accounts* must comply with the regulations in SI 2008/489 (5) (as above) as if the undertakings included in the consolidation were a single LLP except for when the group is small or medium-sized (and not ineligible) (2) A note to the individual accounts of a parent company (or LLP) which is required to prepare and does prepare group accounts in accordance with the Act; and a subsidiary company (or LLP) where its parent is required to prepare and does prepare group accounts in accordance with the Act and the company (or LLP) is included in the consolidation, does not have to disclose the information required by regulation 5(1)(b) if they satisfy the conditions that: the group accounts are required to comply with paragraph (1); and the individual accounts state that the group accounts are so required.
Employee numbers and costs	
SI 2008/1911: 11 (411.1 & 1A)	State the average number of employees (wherever employed) in the year, analysed into categories appropriate to the business. *Small LLPs are exempt from this requirement.*
SI 2008/1911: 11 (411.5)	Disclose aggregate of: • wages and salaries paid or payable in respect of the year; • social security costs incurred by the LLP on their behalf; and • other pension costs incurred. [Note – per Sch 4 paragraph 12(3), wages and salaries would include benefits in kind]
SI 2008/1911: 11 (411.7)	This section applies in relation to group accounts as if the undertakings included in the consolidation were a single LLP. Note - A parent company also has to provide information about its own employee numbers and costs per s411 even if it has not presented its own profit and loss account.
FRS 102 s28.40	An entity shall disclose the amount recognised in profit or loss as an expense for defined contribution plans.
FRS 102 s28.41(g)	An entity shall disclose the total cost relating to defined benefit plans for the period, disclosing separately the amounts: (i) recognised in profit or loss as an expense; and (ii) included in the cost of an asset (see note 24 for further disclosure of total cost)

6 Costs of post-acquisition reorganisation

On 29 June 2024, the group acquired A Layout (Singapore) Pte Limited. The reorganisation costs of £xxx (2023 - £xxx) relate to its integration within the Far East division and comprise the costs of a redundancy programme affecting the sales, manufacturing and administrative functions, together with associated asset write downs to expected recoverable amount (see note 15). The costs have been charged to operating profit and included in administrative expenses in the statement of comprehensive income.

7 Employees

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Staff costs consist of:				
Wages and salaries				
Social security costs				
Cost of defined benefit scheme (see note 24)				
Cost of defined contribution scheme				

Staff costs of £xxx (2023 - £370,000) were capitalised in development costs within intangible assets (note 14) in the year.

The average number of employees during the year was as follows:

	Group 2024 Number	Group 2023 Number	LLP 2024 Number	LLP 2023 Number
Consultancy				
Models and model layouts				
Art reproductions				
Sportswear and equipment				
Administration				

A defined contribution pension scheme is operated by the group on behalf of the employees of one of the subsidiary undertakings. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension charge represents contributions payable by the group to the fund and amounted to £xxx (2023 - £xxx), including contributions payable by the LLP to the fund amounting to £xxx (2023 - £xxx). Group contributions amounting to £xxx (2023 - £xxx) were payable to the fund at year end and are included in creditors. LLP contributions amounting to £xxx (2023 - £xxx) were payable to the fund at year end and are included in creditors.

SOURCE	COMMENTS
Members' remuneration	
Sch 1 (66) (1), SORP 70	Particulars must be given of the average number of members of the LLP.
Sch 1 (66) (3), SORP 71	If the profit of the LLP for the financial year before members' remuneration and profit shares exceeds £200,000, the notes must include disclosure of the amount of profit (including remuneration) which is attributable to the member with the largest entitlement to profit (including remuneration). 'Remuneration' is as calculated below.
Sch 1 (66) (4)	For the purpose of determining the amount to be disclosed under sub-paragraph (3), "remuneration" includes any emoluments specified in the following list, receivable from- (a) the LLP, (b) the LLP's subsidiary undertakings, and (c) any other person. Remuneration includes: • the aggregate amount of remuneration paid to or receivable by members in respect of qualifying services; • the aggregate of the amount of money paid to or receivable by members, and the net value of assets (other than money and share options) received or receivable by members, under long term incentive schemes in respect of qualifying services; and • the aggregate value of any LLP/company contributions (i) paid, or treated as paid, to a pension scheme in respect of members' qualifying services, and (ii) by reference to which the rate or amount of any money purchase benefits that may become payable will be calculated.
SORP 72	When determining the disclosable amount, … A consistent policy should be applied. Where the LLP has an unconditional right to avoid delivering cash or other assets to members in respect of profits, the policy for determining the disclosable amount should be disclosed and should explain how current year undivided profits and current year divisions of both current and prior year profits are treated.
SORP 73	Where LLPs choose to disclose average members' remuneration, this should be calculated by dividing the 'Profit before members' remuneration and profit shares' by the average number of members (as discussed in paragraph 70 above), these being the two items that are required to be disclosed by the LLP Regulations. If any other figure for average members' remuneration is given, it should be reconciled to the figure calculated in accordance with this paragraph. *Note – FRS 102 Layout LLP does not choose to disclose average members' remuneration.*

8 Members' remuneration

Profits are shared among the members in accordance with agreed profit sharing arrangements. Members are required to make their own provision for pensions from their profit shares.

	2024 Number	2023 Number
Average number of members during the year		

	£'000	£'000
Profit attributable to the member with the largest entitlement		

Profit attributable to the member with the largest entitlement is calculated based upon any remuneration included within 'members' remuneration charged as an expense' this year plus [any previously undivided profits that were divided within the current year. All amounts divided are allocated to individual members].

SOURCE	COMMENTS
Income from investments	
Sch 1 P&L format note 13	*Individual P&L for Parent and Subsidiaries:* Income and interest derived from group undertakings must be shown separately from income and interest derived from other sources. Interest payable to members must not be included under this item. *This is not applicable for FRS 102 Layout LLP accounts as s408 exemption taken to not show individual LLP P&L.*
Interest payable and similar expenses	
Sch 1 (63)	Disclose interest or similar charges on: • all bank loans and overdrafts; and • all other loans. • This does not apply to loans from group undertakings, but with that exception it applies to all loans ….
Sch 1 P&L format note 14	*Individual P&L for Parent and Subsidiaries:* The amount payable to group undertakings must be shown separately. Interest payable to members must not be included under this item. *This is not applicable for FRS 102 Layout LLP accounts as s408 exemption taken to not show individual LLP P&L.*
FRS 102 s11/s12/s22	The classification of a financial instrument as a financial liability or an equity instrument determines whether interest, dividends, losses and gains relating to that instrument are recognised as income or expense in profit or loss or as changes recognised directly in equity. Thus, dividend payments on shares wholly recognised as liabilities are recognised as expenses in the same way as interest on a bond. Dividends classified as an expense may be presented in the income statement either with interest on other liabilities or as a separate item.
Sch 1 (27) (3)	The amount of interest capitalised into the cost of an asset must be disclosed. *Note – this is not applicable for FRS 102 Layout LLP.*
FRS 102 s11.48	An entity shall disclose the following items of income, expense, gains or losses: (a) income, expense, net gains or net losses, including changes in fair value, recognised on: (i) financial assets measured at fair value through profit or loss; (ii) financial liabilities measured at fair value through profit or loss (with separate disclosure of movements on those which are not held as part of a trading portfolio and are not derivatives; (iii) financial assets measured at amortised cost; (iv) financial liabilities measured at amortised cost; and (v) when an entity has made the accounting policy choice in paragraphs 11.2(c) and 12.2(c) to apply the recognition and measurement provisions of IFRS 9, financial instruments measured at fair value thorough other comprehensive income. [Note that FRS 102 A3.12C highlights that this policy choice will be a departure from Companies Act for the overriding purpose of giving a true and fair view, and appropriate disclosures of the override will be required]. (b) total interest income and total interest expense (calculated using the effective interest method) for financial assets or financial liabilities that are not measured at fair value through profit or loss; and (c) the amount of any impairment loss for each class of financial asset. A class of financial asset is a grouping that is appropriate to the nature of the information disclosed and that takes into account the characteristics of the financial assets. When an entity has made the accounting policy choice in paragraphs 11.2(c) and 12.2(c) to apply the recognition and measurement provisions of IFRS 9, the groupings shall be based on whether the amount is equal to 12-month expected credit risk losses, equal to lifetime expected credit losses or financial assets that are purchased or originated credit-impaired.

9 Income from investments

	2024 £'000	2023 £'000
Income from fixed asset investments held at fair value through profit or loss (unlisted shares)		
Income from current asset investments held at fair value through profit or loss (listed shares)		

10 Interest payable and similar expenses

	2024 £'000	2023 £'000
Bank loans and overdrafts		
Finance leases and hire purchase contracts		
Unwinding of annuity provision		

11 Other finance costs

	2024 £'000	2023 £'000
Net interest on net defined benefit liability		

SOURCE	COMMENTS
Taxation	
Sch 1 (64)	Disclose the following major components of the current tax charge: • UK corporation tax • Disclose the amount of UK tax that would have been charged but for “double taxation” relief • UK income tax • Non-UK tax. Distinguishing estimated amounts for the current year and any adjustments recognised in respect of prior periods. Note – Per Croner-i: “In this context ‘income tax’ should be given the meaning under UK tax legislation rather than the meaning in FRS 102 (i.e. the total of current tax and deferred tax) and therefore UK companies will generally have no income tax to report because they are instead subject to corporation tax.”.
FRS 102 s29.25	An entity shall disclose information that enables users of its financial statements to evaluate the nature and financial effect of the current and deferred tax consequences of recognised transactions and other events.
FRS 102 s29.26	An entity shall disclose separately the major components of tax expense including: (a) current tax expense (b) any adjustments recognised in the period for current tax of prior periods (c) the amount of deferred tax expense relating to the origination and reversal of timing differences (d) the amount of deferred tax expense relating to changes in tax rates or the imposition of new taxes (e) adjustments to deferred tax expense arising from a change in the tax status of the entity or its shareholders (f) the amount of tax expense relating to changes in accounting policies and material errors, and (g) current tax expense (income) relating to Pillar Two income tax [also see note 25 – deferred tax] *There is no need to show tax on discontinued operations separately in the tax note but FRS 102 s5.7E requires this to be shown separately on the face of the P&L so it has also been disclosed separately here in the note for consistency.* *FRS 102 Layout LLP is not within scope of the OECD’s Pillar Two model rules therefore disclosures required by s29.26(g) are not applicable to the group.*

12 Taxation on profit

	2024	2024	2023	2023
	£'000	£'000	£'000	£'000
UK corporation tax				
Current tax on profits of the year				
Adjustment in respect of previous periods				
Tax on discontinued operations				
Double taxation relief				
Foreign tax				
Current tax on foreign income for the year				
Total current tax				
Deferred tax				
Origination and reversal of timing differences				
Changes to tax rates				
Taxation on profit				

SOURCE	COMMENTS
Taxation	
Sch 1(64) FRS 102 s29.27	An entity shall disclose the following separately: (a) the aggregate current and deferred tax relating to items that are recognised as items of other comprehensive income or equity; (b) a reconciliation between: (i) the tax expense included in profit or loss and (ii) the profit or loss on ordinary activities before tax multiplied by the applicable tax rate; (c) the amount of the net reversal of deferred tax assets and deferred tax liabilities expected to occur during the year beginning after the reporting period together with a brief explanation for the expected reversal; (d) an explanation of changes in the applicable tax rate(s) compared with the previous reporting period; (e) the amount of deferred tax liabilities and deferred tax assets at the end of the reporting period for each type of timing difference and the amount of unused tax losses and tax credits; (f) the expiry date, if any, of timing differences, unused tax losses and unused tax credits; and (g) in the circumstances described in paragraph 29.14 [tax rate depends on whether all or part of profits are paid out as dividends], an explanation of the nature of the potential income tax consequences that would result from the payment of dividends to its shareholders. *Some of these deferred tax disclosures are provided in note 25 (deferred tax) to the accounts.*
FRS 102 s32.11(h)	The following are examples of non-adjusting events after the end of the reporting period that would generally result in disclosure. The disclosures will reflect information that becomes known after the end of the reporting period but before the financial statements are authorised for issue……. (h) changes in tax rates or tax laws enacted or announced that have a significant effect on current and deferred tax assets and liabilities.

12 Taxation on profit *(continued)*

The tax assessed for the year is higher than the standard rate of corporation tax in the UK applied to profit before tax. The differences are explained below:

	2024 **£'000**	**2023** **£'000**
Profit before tax		
Less: amounts subject to personal taxation		
Profits subject to taxation		
Profits subject to taxation at the standard rate of corporation tax in the UK of xx% (2023 – xx%)		
Effects of:		
Expenses not deductible for tax purposes		
Higher tax rates on overseas earnings		
Changes to tax rates on previously recognised deferred tax		
Total tax charge for period		

The aggregate current and deferred tax relating to items recognised in other comprehensive income is a charge of £xxx (2023: a credit of £xxx).

The group's overseas tax rates are higher than those in the UK primarily because profits earned in Australia and Singapore are taxed at a rate in excess of xx%. There is no indication that these rates are likely to change in the near future.

The corporation tax rate increased from 19% to 25% with effect from 1 April 2023. The deferred taxation balances have been measured using 25%, which is the enacted rate applicable in the reporting periods when the timing differences reverse.

For further information on deferred tax balances see notes 23 and 25.

FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS
Profit for the financial year	
SI 2008/1911: 10 (408)	Where a parent LLP omits its own profit and loss account in its annual report that includes its consolidated financial statements it must disclose: • On the LLP's individual balance sheet, the LLP's profit or loss for the financial year determined in accordance with this Act; and • That this exemption is being applied. This disclosure that the exemption is being taken may be presented on either the face of the balance sheet or in the notes.
Intangible assets	
FRS 102 s18.27 Sch 1 (49)	An entity shall disclose the following for each class of intangible assets: (a) …[see note 1]; (b) …[see note 1]; (c) the gross carrying amount and any accumulated amortisation (aggregated with accumulated impairment losses) at the beginning and end of the reporting period; (d) …[see note1]; and (e) a reconciliation of the carrying amount at the beginning and end of the reporting period showing separately: (i) additions, indicating separately those from internal development and those acquired separately; (ii) disposals; (iii) acquisitions through business combinations; (iv) revaluations; (v) amortisation; (vi) impairment losses; and (vii) other changes. This reconciliation need not be presented for prior periods.
FRS 102 s18.28(a)	An entity shall also disclose: (a) a description, the carrying amount and remaining amortisation period of any individual intangible asset that is material to the entity's financial statements;
FRS 102 s19.26	An acquirer shall disclose a reconciliation of the carrying amount of goodwill at the beginning and end of the reporting period, showing separately: (a) changes arising from new business combinations; (b) amortisation; (c) impairment losses; (d) disposals of previously acquired businesses; and (e) other changes. This reconciliation need not be presented for prior periods.
The following disclosure requirements are not applicable to FRS 102 Layout LLP:	
FRS 102 s19.26A	See paragraph 26A for disclosure requirements in relation to negative goodwill.
SORP 108A	Paragraph 19.24 of FRS 102 sets out the requirements for accounting for negative goodwill.
Sch 1 (50)	Where any intangible fixed assets (other than goodwill) are included at current cost, the following information must be given - (a) the years in which the assets were severally valued and the several values, and (b) in the case of assets that have been valued during the financial year, the names of the persons who valued them or particulars of their qualifications for doing so and (whichever is stated) the bases of valuation used by them.
FRS 102 s18.28(a)	An entity shall also disclose: (b) for intangible assets acquired by way of a grant and initially recognised at fair value (see paragraph 18.12): (i) the fair value initially recognised for these assets; and (ii) their carrying amounts (c) the existence and carrying amounts of intangible assets to which the entity has restricted title or that are pledged as security for liabilities
FRS 102 s18.29A	See FRS 102 section 18 paragraph 26A for disclosure requirements if intangible assets are accounted for at revalued amounts.

13 Parent LLP profit for the year

The LLP has taken advantage of the exemption allowed under the Companies Act 2006 as applied to LLPs and has not presented its own statement of comprehensive income in these financial statements.

14 Intangible assets

Group	Development costs £'000	Goodwill on consolidation £'000	Total £'000
Cost or valuation			
At 1 January 2024			
Additions			
On acquisition of subsidiary			
At 31 December 2024			
Amortisation			
At 1 January 2024			
Provision for year			
At 31 December 2024			
Net book value			
At 31 December 2024			
At 31 December 2023			

All development costs are internally generated.

Included within development costs is *[insert description of material intangible assets]*, which was developed in 2024 and is considered material to the Group. The carrying amount as at 31 December 2024 is £xxx (31 December 2023: £xxx) and has an estimated remaining useful life of [x] years.

Goodwill arising on consolidation is being amortised over the members' estimate of its useful life of x years. This estimate is based on a variety of factors such as the expected use of the acquired business, the expected useful life of the cash generating units to which the goodwill is attributed, any legal, regulatory or contractual provisions that can limit useful life and assumptions that market participants would consider in respect of similar businesses.

FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS
Tangible fixed assets	
Sch 1 (51)	Show separately: • freehold land and buildings; • long leasehold land and buildings; • short leasehold land and buildings. "Long lease" means a lease in the case of which the portion remaining unexpired at the end of the financial year is not less than 50 years. A "Short lease" means a lease which is not a long lease.
FRS 102 s17.30A	The following disclosures (other than those related to fair value measurement) are relevant to an entity that chooses to measure investment properties rented to another group entity under the cost model in this section, as permitted by paragraph 16.4A(b).
FRS 102 s17.31 (d) & (e) Sch 1 (49)	An entity shall disclose the following for each class of property, plant and equipment: (d) the gross carrying amount and the accumulated depreciation (aggregated with accumulated impairment losses) at the beginning and end of the reporting period; (e) a reconciliation of the carrying amount at the beginning and end of the reporting period showing separately: (i) additions; (ii) disposals; (iii) acquisitions through business combinations; (iv) revaluations; (v) transfers to or from investment property (see paragraphs 16.9 to 16.9C); (vi) impairment losses recognised or reversed in profit or loss; (vii) depreciation; and (viii) other changes. This reconciliation need not be presented for prior periods (FRS 102 s3.14A).
FRS 102 s17.32 (a)	An entity shall disclose the existence and carrying amounts of property, plant and equipment to which the entity has restricted title or that is pledged as security for liabilities;
FRS 102 s17.32A Sch 1 (50)	If items of property, plant and equipment are stated at revalued amounts, the following shall be disclosed: (a) the effective date of the revaluation; (b) whether an independent valuer was involved; (c) the methods and significant assumptions applied in estimating the items' fair values; and (d) for each revalued class of property, plant and equipment, the carrying amount that would have been recognised had the assets been carried under the cost model.
Sch 1 (34)	If assets are included at other than historical cost amount and revalued through other comprehensive income, disclose: • the items affected and the basis of valuation adopted, in the note on accounting policies; and • the historical cost amount (cost and provision for depreciation and diminution) in a note.
FRS 102 s20.13 (a)	A lessee should disclose for each class of finance lease asset, the net carrying amount at the end of the reporting period.
Value in use	Note – there is no requirement to give details of how value in use was determined (unless this is a significant estimate / judgement). This paragraph has been given for the purposes of clarified disclosure.

15 Tangible fixed assets

Group	**Investment property £'000**	**Land and buildings £'000**	**Plant, machinery and vehicles £'000**	**Fixtures, fittings, tools and equipment £'000**	**Total £'000**
Cost or valuation					
At 1 January 2024					
Additions					
Acquisition of subsidiary					
Disposals					
Disposal of subsidiary					
Revaluations					
Exchange adjustments					
At 31 December 2024					
Depreciation					
At 1 January 2024					
Provision for year					
Disposals					
Disposal of subsidiary					
Impairment					
Exchange adjustments					
At 31 December 2024					
Net book value					
At 31 December 2024					
At 31 December 2023					

The impairment loss recognised on tangible fixed assets in the period was £xxx (2023 – £nil) and is included in administrative expenses in the consolidated income statement. It mostly arose as a result of the reorganisation described in note 6 where tangible fixed assets have been written down to their recoverable amount being the higher of their fair value less costs to sell and value in use.

The value in use has been calculated using discounted cash flow projections using a discount rate of xx% (2023 – xx%) over a period of x years which is based on management's most recent business forecast.

SOURCE	COMMENTS
Tangible fixed assets	
FRS 102 s16.10	An entity shall disclose the following: (a) the methods and significant assumptions applied in determining the fair value of investment property; (b) the extent to which the fair value of investment property (as measured or disclosed in the financial statements) is based on a valuation by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and class of the investment property being valued. If there has been no such valuation, that fact shall be disclosed; (c) the existence and amounts of restrictions on the realisability of investment property or the remittance of income and proceeds of disposal; (d) contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements; and (e) a reconciliation between the carrying amounts of investment property at the beginning and end of the period, showing separately: (i) additions, disclosing separately those additions resulting from acquisitions through business combinations; (ii) net gains or losses from fair value adjustments; (iii) transfers to and from property, plant and equipment (see paragraphs 16.9 to 16.9B); (iv) transfers to and from inventories (see paragraphs 16.9, 16.9A and 16.9C); and (v) other changes. This reconciliation need not be presented for prior periods.
FRS 102 s17.31A	An entity shall disclose the carrying amount at the end of the reporting period of investment property rented to another group entity, where the entity has chosen to account for such properties using the cost model in accordance with this section (see paragraph 16.4A).
FRS 102 s27.32	An entity shall disclose the following for each class of assets indicated in paragraph 27.33: (a) the amount of impairment losses recognised in profit or loss during the period and the line item(s) in the statement of comprehensive income (or in the income statement, if presented) in which those impairment losses are included; and (b) the amount of reversals of impairment losses recognised in profit or loss during the period and the line item(s) in the statement of comprehensive income (or in the income statement, if presented) in which those impairment losses are reversed.
FRS 102 s27.33	An entity shall disclose the information required by paragraph 27.32 for each of the following classes of asset: (a) inventories; (b) property, plant and equipment (including investment property accounted for by the cost method); (c) goodwill; (d) intangible assets other than goodwill; (e) investments in associates; and (f) investments in joint ventures.
FRS 102 s27.33A	An entity shall disclose a description of the events and circumstances that led to the recognition or reversal of the impairment loss.

15 Tangible fixed assets *(continued)*

LLP	**Investment property £'000**	**Land and buildings £'000**	**Plant, machinery and vehicles £'000**	**Fixtures, fittings, tools and equipment £'000**	**Total £'000**
Cost or valuation					
At 1 January 2024:					
- as previously reported					
- accounting policy change (note 35)					
- as restated					
Additions					
Disposals					
Revaluations					
At 31 December 2024					
Depreciation					
At 1 January 2024:					
- as previously reported					
- accounting policy change (note 35)					
- as restated					
Provision for year					
Disposals					
At 31 December 2024					
Net book value					
At 31 December 2024					
At 31 December 2023 (restated)					

The net book value of land and buildings may be further analysed as follows:

	Group 2024 £'000	**Group 2023 £'000**	**LLP 2024 £'000**	**LLP 2023 £'000**
Freehold				
Long leasehold				
Short leasehold				

Included within land and buildings is property rented by the LLP to other group entities with a net book value of £xxx (2023 - £xxx). The LLP has chosen to account for these properties at historical cost less depreciation and impairment.

SOURCE	COMMENTS
Investment property	
Sch 1 (39) (2)	Paragraph 39(2) of Schedule 1 to SI 2008/1913 allows investment properties to be measured at fair value under UK GAAP with movements in fair value recognised in the profit and loss account. There is no requirement to provide depreciation. This treatment is consistent with FRS 102. As a result, there is now no need for a true and fair override to be given in UK GAAP accounts prepared under FRS 102 because of the non-provision of depreciation.
Sch 1 (56) (2)	Where investment property is included at fair value, the balance sheet items affected and the basis of valuation adopted in determining the amounts of the assets in question in the case of each such item must be disclosed in a note to the accounts.
Sch 1 (56) (3&4)	In the case of investment property, for each balance sheet item affected there must be shown, either separately in the balance sheet or in a note to the accounts— (a) the comparable amounts determined according to the historical cost accounting rules, or (b) the differences between those amounts and the corresponding amounts actually shown in the balance sheet in respect of that item. The comparable amounts to be disclosed are: (a) the aggregate amount which would be required to be shown in respect of that item if the amounts to be included in respect of all the assets covered by that item were determined according to the historical cost accounting rules, and (b) the aggregate amount of the cumulative provisions for depreciation or diminution in value which would be permitted or required in determining those amounts according to those rules.
Finance leases (lessee)	
FRS 102 s20.13	A lessee should disclose for finance leases: (a) for each class of asset, the net carrying amount at the end of the reporting period. (b) the total of future minimum lease payments at the end of the reporting period, for each of the following periods: (i) not later than one year; (ii) later than one year and not later than five years; and (iii) later than five years. (c) A general description of the lessee's significant leasing arrangements including, for example, information about contingent rent, renewal or purchase options and escalation clauses, subleases, and restrictions imposed by lease arrangements. (see note 21 for b & c)
Consolidated financial statements	
FRS 102 s9.23	The following disclosures shall be made in consolidated financial statements: (a) the fact that the statements are consolidated financial statements; (b) the basis for concluding that control exists when the parent does not own, directly or indirectly through subsidiaries, more than half of the voting power; (c) any difference in the reporting date of the financial statements of the parent and its subsidiaries used in the preparation of the consolidated financial statements; (d) the nature and extent of any significant restrictions (eg resulting from borrowing arrangements or regulatory requirements) on the ability of subsidiaries to transfer funds to the parent in the form of cash dividends or to repay loans; (e) the name of any subsidiary excluded from consolidation and the reason for exclusion; and (f) the nature and extent of its interest in unconsolidated special purpose entities, and the risks associated with those interests. *Note that disclosures for (b)-(f) are not relevant for FRS 102 Layout LLP*

15 Tangible fixed assets *(continued)*

Investment properties

The group's investment properties are valued annually on 31 December at fair value, determined by an independent, professionally qualified valuer. The valuations were undertaken in accordance with the Royal Institution of Chartered Surveyors' Appraisal and Valuation Manual. Details on the assumptions made and the key sources of estimation uncertainty are given in note 2.

The surplus on revaluation of investment property arising of £xxx (LLP - £xxx) has been credited to the profit and loss for the year. All other tangible assets are stated at historical cost less depreciation and impairments.

If investment property had been accounted for under the historic cost accounting rules, the property would have been measured as follows:

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Historic cost				
Accumulated depreciation and impairments				
Under historic cost basis				

Finance Leases

The net book value of plant, machinery and vehicles for the group includes an amount of £xxx (2023 - £xxx) in respect of assets held under finance leases and hire purchase contracts. The LLP had no assets held under such leases at either year end.

Such assets are generally classified as finance leases as the rental period amounts to the estimated useful economic life of the assets concerned and often the Group has the right to purchase the assets outright at the end of the minimum lease term by paying a nominal amount.

SOURCE	COMMENTS

Fixed asset investments

Sch 1 (49)	For each item shown as a fixed asset investment, disclose: • cost at beginning of year and balance sheet date; • acquisitions in year; • revaluations in year; • disposals in year; and • transfers to or from that item. In respect of provisions for depreciation or diminution in value, disclose: • accumulated amount at the beginning of year and balance sheet date; • charge for year and provisions for diminution in value; • adjustments for disposals; and • other adjustments.
Sch 1 (52)(1)	Analyse investments between listed and other investments. For listed investments state: a) the aggregate market value where it differs to carrying value; and b) both market value and stock exchange value where the former is taken as being higher than the latter.
FRS 102 s11.48	See guidance notes in relation to note 10 'interest payable and similar charges' for disclosure requirements under FRS 102 s11.48
FRS 102 s11.44	If a reliable measure of fair value is no longer available for any financial instruments that would otherwise be required to be measured at fair value through profit or loss in accordance with this FRS, the entity shall disclose that fact and the carrying amount of those financial instruments.

Associates and Joint Ventures

FRS 102 s14.12 (c) FRS 102 s15.19 (c)	The financial statements shall disclose the fair value of investments in associates or Jointly controlled entities accounted for using the equity method for which there are published price quotations.
FRS 102 s15.19 (d)	The financial statements shall disclose the aggregate amount of its commitments relating to joint ventures, including its share in the capital commitments that have been incurred jointly with other venturers, as well as its share of the capital commitments of the joint ventures themselves.

Company only disclosures

The following are not relevant for FRS 102 Layout LLP as they only relate to company only accounts.

FRS 102 s14.15A FRS 102 s15.21A	The individual financial statements of an investor that is not a parent shall disclose summarised financial information about the investments in the associates and in the jointly controlled entities, along with the effect of including those investments as if they had been accounted for using the equity method. Investing entities that are exempt from preparing consolidated financial statements, or would be exempt if they had subsidiaries, are exempt from this requirement.

16 Fixed asset investments

Group	**Joint ventures £'000**	**Associated undertakings £'000**	**Other investments £'000**	**Total £'000**
Cost or valuation				
At 1 January 2024				
Additions				
Movement in fair value				
At 31 December 2024				
Share of retained profits				
At 1 January 2024				
Profit for the year				
At 31 December 2024				
Net book value				
At 31 December 2024				
At 31 December 2023				

There was no premium on acquisition relating to the associated undertakings or joint venture.

Other investments are shares in other unlisted companies which have been measured at fair value. The total income recognised on these investments in the period was £xxx (2023: £xxx) representing the fair value remeasurements shown above and dividends received of £xxx (2023: £xxx).

LLP	**Group undertakings £'000**	**Associated undertakings £'000**	**Other Investments £'000**	**Total £'000**
Cost				
At 1 January 2024				
Additions				
Disposals				
Movement in fair value				
At 31 December 2024				

Other investments are shares in other unlisted companies which have been measured at fair value.

SOURCE	COMMENTS

Fixed asset investments in subsidiaries

Sch 2 (1)	For each subsidiary undertaking show: • name of the undertaking; • address of undertakings' registered office (whether in or outside the UK); • address of principal place of business if it is unincorporated;
Sch 2 (14)	• whether the subsidiary undertaking is included in the consolidation and, if not, give reasons for excluding it • which of the conditions specified in S.1162(2) or (4) (definition of a subsidiary undertaking) has been satisfied. This is not required if the relevant condition is that the parent undertaking holds a majority of the voting rights and holds the same proportion of shares as it holds voting rights.
Sch 2 (9, 15)	For each subsidiary undertaking give proportion of nominal value and description of shares of each class held, distinguishing between shareholdings by the parent LLP and by the group if different.
Sch 2 (2)	For each subsidiary undertaking **not** included in the consolidation show: • aggregate amount of capital and reserves at the end of the year • profit or loss for the year This information need not be given if: • the parent is included in the accounts of a larger group and is not required to prepare their own group accounts • the subsidiary is included in the parent's accounts by way of the equity method • the subsidiary is not required to publish a balance sheet in the UK or elsewhere and the parent holds less than 50% nominal value of the shares. • the information required is not material.
Sch 2 (10)	If the year end of the undertaking for which the above is disclosed differs to that of the LLP, the date on which its last financial year ended (last before the end of the LLP's financial year) must be stated.

Note – there is no longer a requirement to disclosure nature of business of subsidiaries, however some entities may wish to do so for informative purposes.

Consolidated financial statements

FRS 102 s9.23	The following disclosures shall be made in consolidated financial statements: (a) the fact that the statements are consolidated financial statements; [*given in note 1*] (b) the basis for concluding that control exists when the parent does not own, directly or indirectly through subsidiaries, more than half of the voting power; (c) any difference in the reporting date of the financial statements of the parent and its subsidiaries used in the preparation of the consolidated financial statements; (d) the nature and extent of any significant restrictions (eg resulting from borrowing arrangements or regulatory requirements) on the ability of subsidiaries to transfer funds to the parent in the form of cash dividends or to repay loans; (e) the name of any subsidiary excluded from consolidation and the reason for exclusion; and (f) the nature and extent of its interest in unconsolidated special purpose entities, and the risks associated with those interests. *Note that disclosures for (b)-(f) are not relevant for FRS 102 Layout LLP*

[see next guidance notes page for disclosures in relation to significant holdings, joint ventures and associated undertakings]

16 Fixed asset investments *(continued)*

Subsidiary undertakings, associated undertakings and other investments

The undertakings in which the LLP's interest at the year end is 20% or more are as follows:

Name	Registered address	Proportion of voting rights and ordinary share capital held
Subsidiary undertakings		
Joint ventures		
Associated undertakings		

* Held indirectly.

All subsidiary undertakings are included in the consolidation.

SOURCE	COMMENTS
Significant holdings in undertakings other than subsidiary undertakings	
Sch 2 (3), (4), (5) & (18)	For all "significant holdings" (more than 20% of the nominal value of any class of shares or if the carrying amount of holding in the LLP's individual or group accounts exceeds one-fifth of the LLP's or group's assets) which are not subsidiaries, joint ventures or associates at the end of the financial year, disclose: • name of the undertaking • address of undertakings' registered office (whether in or outside the UK; • address of principal place of business if it is unincorporated; • the identity of each class of shares held in the undertaking and the proportion of nominal value of the shares of that class represented by those shares; • aggregate amount of capital and reserves of the undertaking as at the end of its relevant financial year; • its profit or loss for that year
Sch 2 (5) and (10)	This information need not be given if: • the undertaking is not required to publish a balance sheet in the UK or elsewhere and the parent holds less than 50% of the nominal value of the shares; or • the LLP is included in the accounts of a larger group and exempt from the requirement to prepare group accounts, and the investment of the LLP in all undertakings in which it has such a holding is shown, in aggregate, in the notes to the accounts under the equity method; or • the information required is not material.
Disclosures relating to joint ventures	
Sch 2 (16)	Where a joint venture is included in the consolidated accounts using proportional consolidation, the LLP must disclose: • the name of the undertaking; • address of undertakings' registered office (whether in or outside the UK); • the factors on which joint management of the joint venture is based; and; • the proportion of the capital of the joint venture held by undertakings included in the consolidation If the joint venture's year is different from that of the LLP, the date of the joint venture's last year end before that of the LLP must be disclosed.
Disclosures relating to associated undertakings	
Sch 2 (17)	The following information must be given where an undertaking included in the consolidation has an interest in an associated undertaking: • the name of the undertaking; • address of undertakings' registered office (whether in or outside the UK); • address of principal place of business if it is unincorporated • the identity of each class of shares held in the undertaking and the proportion of nominal value of the shares of that class represented by those shares showing separately the shares held by the LLP and the shares held by the group;

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FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS
Stocks	
FRS 102 s13.22 (b)	An entity shall disclose the total carrying amount of inventories and the carrying amount in classifications appropriate to the entity.
FRS 102 s13.22(e)	An entity shall disclose the total carrying amount of inventories pledged as security for liabilities. [n/a for FRS 102 Layout LLP]
Sch 1 BS format	Stocks should be sub-classified in the balance sheet or notes to the financial statements to indicate the amounts held in each of the following main categories of the balance sheet formats. • raw materials and consumables; • work in progress; • finished goods and goods for resale
Sch 1 (28) (3,4,5)	If cost has been determined using FIFO, LIFO, weighted average cost or a similar method and the difference between historical cost and replacement cost of stocks is material, the amount of that difference should be disclosed in a note to the financial statements. Note – LIFO is not permitted per FRS 102 s13.18.
FRS 102 s23.35	Costs incurred less costs recognised as contract expenses shall be presented as contract work in progress within inventories, unless an entity has chosen to adapt its statement of financial position in accordance with paragraph 4.2A.
Debtors	
Sch 1 BS format note 3	Amounts falling due after more than one year should be shown separately for each item included under debtors.
FRS 102 s4.4A	Unless an entity chooses to apply paragraph 1A(1) of Schedule 1 to the Regulations, where the amount of debtors due after more than one year is so material in the context of the total net current assets that in the absence of disclosure of the debtors due after more than one year on the face of the statement of financial position readers may misinterpret the financial statements, the amount should be disclosed on the face of the statement of financial position within current assets. In most cases it will be satisfactory to disclose the amount due after more than one year in the notes to the financial statements.
FRS 102 s23.32 (a)	An entity shall present the gross amount due from customers for contract work, as an asset.
FRS 102 s11.48	See guidance notes in relation to note 10 ‘interest payable and similar charges’ for disclosure requirements under FRS 102 s11.48

17 Stocks

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Raw materials and consumables				
Work in progress (goods to be sold)				
Finished goods and goods for resale				

Replacement cost

Included in the amount shown above for stocks of raw materials and consumables are items valued at cost calculated on a first in, first out basis. The replacement cost of these items at 31 December 2024 was £xxx greater (2023 – £xxx greater) than the amount at which they are included in the accounts.

18 Debtors

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Trade debtors				
Amounts owed by group undertakings				
Amounts owed by joint ventures and associated undertakings				
Other debtors				
Prepayments				
Accrued income				
Net investment in finance lease				
Deferred tax asset				

All amounts shown under debtors fall due for payment within one year except:

Group:

- net investment in finance leases £xxx (2023 - £xxx); and
- deferred tax asset recognised in respect of the defined benefit pension scheme operated by some subsidiaries of the group. This will reverse over the life of the scheme and is subject to changes in valuations of the defined benefit obligation and plan assets.

LLP:

- None (2023 – None)

The impairment loss recognised in the group profit or loss for the period in respect of bad and doubtful trade debtors was £xxx (2023: £xxx). The impairment loss recognised in the LLP profit or loss for the period in respect of bad and doubtful trade debtors was £xxx (2023: £zzz).

SOURCE	COMMENTS

Finance leases (lessor)

FRS 102 s20.23	A lessor shall make the following disclosures for finance leases: (a) a reconciliation between the gross investment in the lease at the end of the reporting period, and the present value of minimum lease payments receivable at the end of the reporting period. In addition, a lessor shall disclose the gross investment in the lease and the present value of minimum lease payments receivable at the end of the reporting period, for each of the following periods: (i) not later than one year; (ii) later than one year and not later than five years; and (iii) later than five years. (b) unearned finance income; (c) the unguaranteed residual values accruing to the benefit of the lessor; (d) the accumulated allowance for uncollectible minimum lease payments receivable; (e) contingent rents recognised as income in the period; and (f) a general description of the lessor's significant leasing arrangements including, for example, information about contingent rent, renewal or purchase options and escalation clauses, subleases, and restrictions imposed by lease arrangements. *[Note – in the case of FRS 102 Layout LLP this is not material]*

Current asset investments

Sch 1(52)(1)	Analyse investments between listed and other investments.
FRS 102 s11.48	See guidance notes in relation to note 10 'interest payable and similar charges' for disclosure requirements under FRS 102 s11.48.

Creditors: Amounts falling due within one year

Sch 1 (59)(4)	For each item in creditors for which security has been given: • state the amounts secured; and • give a general indication of security.
FRS 102 s11.46	When an entity has pledged financial assets as collateral for liabilities or contingent liabilities, it shall disclose the following: (a) the carrying amount of the financial assets pledged as collateral; and (b) the terms and conditions relating to its pledge.
Sch 1 (58)	The amount of any provision for deferred taxation must be stated separately from the amount of any provision for other taxation. [Note 23]
Sch 1 BS format note 7	Liabilities for taxation and social security should be separately disclosed.
Sch 1 BS format note 5	The amount of any convertible loans must be shown separately.
FRS 102 s23.32(b)	An entity shall present the gross amount due to customers for contract work, as a liability.

19 Current asset investments

	Group and LLP 2024 £'000	Group and LLP 2023 £'000
Market value		

All current asset investments are shares held in listed companies which are traded on a regular basis. The total income recognised on these investments in the period was £xxx (2023: £xxx) representing the fair value remeasurements shown above and dividends received of £xxx (2023: £xxx).

20 Creditors: amounts falling due within one year

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Bank overdrafts (secured)				
Payments received on account				
Trade creditors				
Amounts owed to group undertakings				
Corporation tax				
Taxation and social security				
Obligations under finance lease and hire purchase contracts				
Other creditors				
Accruals and deferred income				
Amounts due to former members				

The bank overdrafts are secured by a floating charge over the assets of the group and the LLP.

SOURCE	COMMENTS
Creditors: amounts falling due after more than one year	
Sch 1 (48)(1)	If debentures have been issued during the year, give: • classes of debentures issued; and • for each class, the amount issued and the consideration received.
Sch 1 (48)(2)	Disclose the nominal and carrying amount of any debentures held by a nominee of or trustee for the LLP.
Sch 1 (59)(4)	For items where security has been given: • state the amounts secured; and • give an indication of the nature and form of the security.
FRS 102 s11.46	When an entity has pledged financial assets as collateral for liabilities or contingent liabilities, it shall disclose the following: (a) the carrying amount of the financial assets pledged as collateral; and (b) the terms and conditions relating to its pledge.
Sch 1 (59)(1)	For each item included in creditors due after one year, disclose the aggregate of: • amounts payable otherwise than by instalments more than five years hence; and • amounts payable by instalments any of which are due more than five years hence and the total of such instalments.
Sch 1 (59)(2&3)	Where any part of the debt is payable after more than five years, show terms of repayment and rates of interest payable. If this produces a statement of excessive length, give a general indication of the terms and rates of interest.
FRS 102 s11.42	An entity shall disclose information that enables users of its financial statements to evaluate the significance of financial instruments for its financial position and performance. For example, for long-term debt such information would normally include the terms and conditions of the debt instrument (such as interest rate, maturity, repayment schedule, and restrictions that the debt instrument imposes on the entity).
FRS 102 s11.47	For loans payable recognised at the reporting date for which there is a breach of terms or default of principal, interest, sinking fund, or redemption terms that has not been remedied by the reporting date, an entity shall disclose the following: (a) details of that breach or default; (b) the carrying amount of the related loans payable at the reporting date; and (c) whether the breach or default was remedied, or the terms of the loans payable were renegotiated, before the financial statements were authorised for issue.

21 Creditors: amounts falling due after more than one year

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Bank loans				
Interest rate swap – cash flow hedge				
Obligations under finance lease and hire purchase contracts				
Accruals and deferred income				

The maturity of sources of debt finance are as follows:

Group	Loans and overdrafts 2024 £'000	Finance leases 2024 £'000	Total 2024 £'000
In one year or less, or on demand			
In more than one year but not more than two years			
In more than two years but not more than five years			

	Loans and overdrafts 2023 £'000	Finance leases 2023 £'000	Total 2023 £'000
In one year or less, or on demand			
In more than one year but not more than two years			
In more than two years but not more than five years			

SOURCE	COMMENTS

No comments

21 Creditors: amounts falling due after more than one year *(continued)*

Maturity of debt (continued):

LLP

	Loans and overdrafts 2024 £'000	Total 2024 £'000
In one year or less, or on demand		
In more than one year but not more than two years		
In more than two years but not more than five years		

	Loans and overdrafts 2023 £'000	Total 2023 £'000
In one year or less, or on demand		
In more than one year but not more than two years		
In more than two years but not more than five years		

During the year, the group repaid its previous loan of £xxx and borrowed funds from its bankers under two term loans of £xxx and £xxx respectively. The first (reporting date carrying amount of £xxx (2023: £xxx)) is repayable in June 2026 and the second (reporting date carrying amount of £xxx (2023: £xxx)) is repayable in June 2027. Both loans accrue interest at a variable rate equivalent to SONIA plus x%. Issue costs of £xxx were incurred, which have been deducted from the initial carrying value and will be charged to profit or loss as part of the interest charge calculated using the effective interest rate method.

The group has entered into floating to fixed interest rate swaps with a fixed leg of x% and a variable rate leg equal to SONIA. These are accounted for as a cash flow hedge (see note 22).

SOURCE	COMMENTS
Finance leases (lessee)	
FRS 102 s20.13	A lessee shall disclose for finance leases: (b) the total of future minimum lease payments at the end of the reporting period, for each of the following periods: (i) not later than one year; (ii) later than one year and not later than five years; and (iii) later than five years. (c) And a general description of the lessee's significant leasing arrangements including, for example, information about contingent rent, renewal or purchase options and escalation clauses, subleases, and restrictions imposed by lease arrangements. For (a), see note 15. The analysis of total future minimum lease payments is based on the gross cash payments. The total will not reconcile with the balance sheet liability which is the discounted amount.

21 Creditors: amounts falling due after more than one year *(continued)*

Total of group future minimum lease payments under finance leases:

	2024 £'000	2023 £'000
Not later than one year		
Later than one year and not later than five years		
Total		

The LLP had no assets held under such leases at either year end.

FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS

Financial instruments
Note: not all of the following disclosure requirements are relevant to FRS 102 Layout LLP

FRS 102 s11.41 — An entity shall disclose separately the carrying amounts at the reporting date of financial assets and financial liabilities measured at fair value through profit or loss. This disclosure may be made separately by category of financial instrument. Financial liabilities that are not held as part of a trading portfolio and are not derivatives shall be shown separately.

FRS 102 s11.42 — An entity shall disclose information that enables users of its financial statements to evaluate the significance of financial instruments for its financial position and performance. For example, for long-term debt such information would normally include the terms and conditions of the debt instrument (such as interest rate, maturity, repayment schedule, and restrictions that the debt instrument imposes on the entity). When the risks arising from financial instruments are particularly significant to the business (for example because they are principal risks for the entity), additional disclosure may be required. Paragraphs 34.19 to 34.30, which set out disclosure requirements for financial institutions, include examples of disclosure requirements for risks arising from financial instruments that may be relevant in such cases.

*(**Note:** the disclosure requirements under paragraphs 34.19 to 34.30 are not relevant to FRS 102 Layout LLP and therefore are not included)*

FRS 102 s11.45 — If an entity has transferred financial assets to another party in a transaction that does not qualify for de-recognition (see paragraphs 11.33 to 11.35), the entity shall disclose the following for each class of such financial assets:

(a) the nature of the assets;
(b) the nature of the risks and rewards of ownership to which the entity remains exposed; and
(c) the carrying amounts of the assets and of any associated liabilities that the entity continues to recognise.

FRS 102 s11.48A — The following disclosures are required only for financial instruments at fair value through profit or loss that are not financial liabilities held as part of a trading portfolio nor derivatives:

(a) For a financial liability designated as at fair value through profit or loss, the amount of change, during the period and cumulatively, in the fair value of the financial instrument that is attributable to changes in the credit risk of that instrument, determined either:
 (i) as the amount of change in its fair value that is not attributable to changes in market conditions that give rise to market risk; or
 (ii) using an alternative method the entity believes more faithfully represents the amount of change in its fair value that is attributable to changes in the credit risk of the instrument.
(b) The method used to establish the amount of change attributable to changes in own credit risk, or, if the change cannot be measured reliably or is immaterial, that fact.
(c) The difference between financial liability's carrying amount and the amount the entity would be contractually required to pay at maturity [see note 21].
(d) If an instrument contains both a liability and an equity feature, and the instrument has multiple features that substantially modify the cash flows and the values of those features are interdependent (such as a callable convertible debt instrument), the existence of those features.
(e) Any difference between the fair value at initial recognition and the amount that would be determined at that date using a valuation technique, and the amount recognised in profit or loss.

Note – FRS 102 Layout LLP has no financing transactions as all long term creditors are at market rates (members' capital classified as a liability is a short term liability).

[Continued on next Guidance Notes page]

22 Financial instruments

The carrying values of the Group's financial assets and liabilities measured at fair value through profit or loss are summarised by category below:

	Group 2024 £'000	Group 2023 £'000
Financial assets		
Fixed asset unlisted investments (note 16)		
Current asset listed investments (note 19)		
Financial liabilities		
Derivative financial instruments designated as hedges of variable interest rate risk (see below)		

The Group's income, expense, gains and losses in respect of financial instruments are summarised below:

	Group 2024 £'000	Group 2023 £'000
Interest income/(expense)		
Total interest income for financial assets at amortised cost		
Total interest expense for financial liabilities at amortised cost		
Fair value gains/(losses)		
On financial assets measured at fair value through profit or loss (notes 16 and 19)		
Impairment (losses)		
On financial assets measured at amortised cost (note 18)		

For the financial assets measured at fair value through profit or loss, the financial risk the group is exposed to is market risk.

Investments in listed company shares are valued on the bid price of the shares. These are subject to changes in market price depending on the volatility of the index. xx% of these investments are held in FTSE 350 listed companies.

Investments in unquoted company shares are valued based on earnings multiples or a discount applied to similar size listed companies in the same industry. The fair value of these are subject to the performance of the business, or the movements in the comparative index.

SOURCE	COMMENTS
Financial instruments (continued)	
Note: not all of the following disclosure requirements are relevant to FRS 102 Layout LLP	
FRS 102 s11.48A (continued)	The following disclosures are required only for financial instruments at fair value through profit or loss that are not financial liabilities held as part of a trading portfolio nor derivatives: (f) Information that enables users of the entity's financial statements to evaluate the nature and extent of relevant risks arising from financial instruments to which the entity is exposed at the end of the reporting period. These risks typically include, but are not limited to, credit risk, liquidity risk and market risk. The disclosure should include both the entity's exposure to each type of risk and how it manages those risks.
Financial instruments – hedge accounting	
Note: not all of the following disclosure requirements are relevant to FRS 102 Layout LLP	
FRS 102 s12.27	An entity shall disclose the following separately for hedges of each of the four types of relationships described in paragraph 12.19: (a) a description of the hedge; (b) a description of the financial instruments designated as hedging instruments and their fair values at the reporting date; and (c) the nature of the risks being hedged, including a description of the hedged item.
FRS 102 s12.28	If an entity uses hedge accounting for a fair value hedge it shall disclose the following: (a) the amount of the change in fair value of the hedging instrument recognised in profit or loss for the period; and (b) the amount of the change in fair value of the hedged item recognised in profit or loss for the period.
FRS 102 s12.29	If an entity uses hedge accounting for a cash flow hedge it shall disclose the following: (a) the periods when the cash flows are expected to occur and when they are expected to affect profit or loss; (b) a description of any forecast transaction for which hedge accounting had previously been used, but which is no longer expected to occur; (c) the amount of the change in fair value of the hedging instrument that was recognised in other comprehensive income during the period; (d) the amount that was reclassified from other comprehensive income to profit or loss for the period; and (e) the amount, if any, of any hedge ineffectiveness recognised in profit or loss for the period.
FRS 102 s12.29A	If an entity uses hedge accounting for a net investment in a foreign operation it shall disclose separately the amounts recognised in other comprehensive income in accordance with paragraph 12.24(a) and the amounts recognised in profit or loss in accordance with paragraph 12.24(b).
FRS 102 s12.30	When an entity has taken advantage of the temporary amendments to specific hedge accounting requirements in paragraphs 12.25C to 12.25F, it shall disclose: (a) that fact; and (b) the significant interest rate benchmarks to which the entity's hedging relationships are exposed. It shall also consider whether any further disclosure is necessary, for example in accordance with paragraphs 8.6 and 8.7.

22 Financial instruments (continued)

Hedge of variable interest rate risk arising from bank loan liabilities

During the year, the group borrowed funds from its bankers under two term loans of £xxx and £xxx, which are repayable in June 2026 and June 2027 respectively.

To hedge the potential volatility in future interest cash flows arising from movements in SONIA, the group has entered into floating to fixed interest rate swaps with a nominal value equal to that of the initial borrowings, the same term as the loans and interest re-pricing dates identical to those of the variable rate loans. These result in the group paying x% and receiving SONIA (though cash flows are settled on a net basis) and effectively fix the total interest cost on loans and interest rates swaps at x% per annum.

The LLP uses derivatives to hedge its variable interest rate risks and the fair value of the derivative liability at the balance sheet date was £xxx (2023: £xxx). The cash flows arising from the interest rate swaps will continue until their maturity in June 2026 and June 2027, coincidental with the repayment of the term loans.

Changes in the fair value of the derivative recognised in other comprehensive income that were determined to be an effective hedge amounted to £xxx. During the year an amount of £xxx was reclassified from other comprehensive income to the income statement representing the amount by which forecast cash flows affected the profit or loss. The hedge did not result in any ineffective portion of the change in the fair value of the derivative being recognised in the profit or loss for the year.

SOURCE	COMMENTS
Provisions for liabilities	
Sch 1 (57)(1-3)	Where amounts would ordinarily be shown separately in the balance sheet, then details of amounts brought forward, transferred and carried forward should be given in tabular form. Particulars must be given of each provision included in the item "other provisions" in the LLP's balance sheet in any case where the amount of that provision is material.
FRS 102 s21.14	For each class of provision, an entity shall disclose the following: (a) a reconciliation showing: (i) the carrying amount at the beginning and end of the period; (ii) additions during the period, including adjustments that result from changes in measuring the discounted amount; (iii) amounts charged against the provision during the period; and (iv) unused amounts reversed during the period; (b) a brief description of the nature of the obligation and the expected amount and timing of any resulting payments; (c) an indication of the uncertainties about the amount or timing of those outflows; and *(d)* the amount of any expected reimbursement, stating the amount of any asset that has been recognised for that expected reimbursement *(in FRS 102 Layout LLP's case this is nil).* Comparative information for prior periods is not required. *NOTE - See accounting policies for some of these disclosures*
PII Provision	
FRS 102 s21.9	If the full claim amount remains a liability of the LLP, the full claim liability and recovery insurance debtor (where virtually certain) should be shown gross in the balance sheet, and not netted off.
Deferred taxation	
Sch 1 (58)	Show any provision for deferred tax separately from any provision for other tax.
Annuity provision	
SORP 76 to 87A	[Note - SORP 76 provides guidance on classifying post-retirement payments to members. If annuity obligations meet the definition of an insurance contract, FRS 103 Section 4 requires additional disclosures to be made]:
FRS 103 s4.5	An entity with insurance contracts shall disclose: (a) the recognised assets, liabilities, income and expense (and, if it presents its statement of cash flows using the direct method, cash flows) from these…; (b) the process used to determine the assumptions that have the greatest effect on the measurement of these. When practicable, shall also give quantified disclosure of those assumptions; (c) the effect of changes in assumptions used to measure insurance assets and insurance liabilities, showing separately the effect of each change that has a material effect on the financial statements; and (d) reconciliations of changes in insurance liabilities…
FRS 103 s4.8	An entity shall disclose: …'b) i) sensitivity to insurance risk (see paragraph 4.9);

23 Provisions for liabilities

Group	**PII provision**	**Deferred taxation (Note 25) £'000**	**Dilapidations £'000**	**Onerous lease £'000**	**Annuity £'000**	**Total £'000**
At 1 January 2024						
Charged to profit or loss						
Charged to other comprehensive income						
Arising on business combinations						
Utilised in year						
At 31 December 2024						

LLP	**PII provision £'000**	**Dilapidations £'000**	**Annuity £'000**	**Total £'000**
At 1 January 2024				
Charged to profit or loss				
Utilised in year				
At 31 December 2024				

For the annuity provision which exists until the demise of the individual, the assumptions that have the greatest effect on the measurement are the mortality age of xx and the discount rate of xx%. The mortality rate is determined with reference to mortality tables provided by an actuary. The change in mortality age in the year from xx to xx resulted in a £xxx increase in the provision (2023: £xxx). A change in mortality age of +/- x years would result in the provision changing by +/- £xxx. No reasonable change in discount rate would have a material impact on the provision.

In common with comparable businesses, the Group is involved in a number of disputes in the ordinary course of business, which may give rise to claims. The Group carries professional indemnity insurance (PII) and where a claim is agreed with the insurance company on notification, the liability for the claim amount above the excess is taken on by the insurance firm. No separate disclosure is made of the cost of claims covered by insurance as to do so could seriously prejudice the position of the Group.

Onerous lease provisions will unwind over the next x years. Dilapidations provisions are expected to be utilised in x and x years.

SOURCE	COMMENTS
Pensions	
Sch 1 (60)(4,5&6)	Disclose any pension commitments at the year end, both provided and unprovided. Where any such commitment relates wholly or partly to pensions payable to past members of the LLP separate particulars must be given of that commitment so far as it relates to such pension. (See note 7 for details on defined contribution pension).
Defined benefit pension scheme	
FRS 102 s28.41	An entity shall disclose the following information about defined benefit plans. If an entity has more than one defined benefit plan, these disclosures may be made in aggregate, separately for each plan, or in such groupings as are considered to be the most useful:

(a) A general description of the type of plan, including funding policy. This includes the amount and timing of the future payments to be made by the entity under any agreement with the defined benefit plan to fund a deficit (such as a schedule of contributions).
(b)-(c) [deleted]
(d) The date of the most recent comprehensive actuarial valuation and, if it was not as of the reporting date, a description of the adjustments that were made to measure the defined benefit obligation at the reporting date.
(e) A reconciliation of opening and closing balances for each of the following:
  (i) the defined benefit obligation;
  (ii) the fair value of plan assets; and
  (iii) any reimbursement right recognised as an asset.
(f) Each of the reconciliations in e) above shall show each of the following if applicable:
  (i) the change in the defined benefit liability arising from employee service rendered during the reporting period in profit or loss;
  (ii) interest income or expense;
  (iii) remeasurement of the defined benefit liability, showing separately actuarial gains and losses and the return on plan assets less amounts included in (ii) above; and
  (iv) plan introductions, changes, curtailments and settlements.
(g) The total cost relating to defined benefit plans for the period, disclosing separately the amounts:
  (i) recognised in profit or loss as an expense; and
  (ii) included in the cost of an asset.
(h) For each major class of plan assets, which shall include, but is not limited to, equity instruments, debt instruments, property, and all other assets, the percentage or amount that each major class constitutes of the fair value of the total plan assets at the reporting date.
(i) The amounts included in the fair value of plan assets for:
  (i) each class of the entity's own financial instruments; and
  (ii) any property occupied by, or other assets used by, the entity.
(j) The return on plan assets.
(k) The principal actuarial assumptions used, including, when applicable:
  (i) the discount rates;
  (ii) [deleted]
  (iii) the expected rates of salary increases;
  (iv) medical cost trend rates; and
  (v) any other material actuarial assumptions used.

The reconciliations in (e) and (f) above need not be presented for prior periods.

24 Pensions

Several pension schemes are operated by the group. Details of defined contribution scheme costs are shown in note 5. There are no balances outstanding at year end in relation to these schemes. Details of the defined benefit scheme are shown below.

Defined benefit pension scheme

Some subsidiaries within the group operate a defined benefit pension scheme which was established under an irrevocable Deed of Trust. The Deed determines the appointment of trustees to the fund. The scheme is managed by a corporate trustee accountable to the pension scheme members. The trustees of the fund are required to act in the best interests of the beneficiaries.

There is a stated policy for charging the net defined benefit scheme between those group entities that are a party to the scheme and hence a proportion of the defined benefit scheme assets, liabilities, income and costs are recognised by individual group entities in accordance with that policy. However, as FRS 102 Layout LLP is not itself a party to the scheme and none of its own employees are members of that scheme, no proportion of the scheme is recognised in its individual LLP financial statements.

Pension benefits depend upon age, length of service and salary level.

A full actuarial valuation of the defined benefit scheme was carried out at 31 December 2022 and updated to 31 December 2023 and 2024 by a qualified independent actuary. Contributions to the scheme are made by the group based on a funding plan agreed with the trustee determined using the advice of the actuary and with the aim of making good the deficit over the remaining working life of the employees.

There were no changes to the scheme during the year and no amounts owing to the scheme at the year end.

	2024 £'000	2023 £'000
Reconciliation of present value of plan liabilities		
At the beginning of the year		
Current service cost		
Interest cost		
Actuarial losses		
Benefits paid		
Past service costs		
At the end of the year		

	2024 £'000	2023 £'000
Composition of plan liabilities		
Schemes wholly or partly funded		

SOURCE	COMMENTS

Defined benefit pension scheme *(continued)*

FRS 102 s28.41A

If an entity participates in a defined benefit plan that shares risks between entities under common control it shall disclose the following information:

(a) The contractual agreement or stated policy for charging the cost of a defined benefit plan or the fact that there is no policy.
(b) The policy for determining the contribution to be paid by the entity.
(c) If the entity accounts for an allocation of the net defined benefit cost, all the information required in paragraph 28.41.
(d) If the entity accounts for the contributions payable for the period, the information about the plan as a whole required by paragraph 28.41(a), (d), (h) and (i).

This information can be disclosed by cross-reference to disclosures in another group entity's financial statements if:

(i) that group entity's financial statements separately identify and disclose the information required about the plan; and
(ii) that group entity's financial statements are available to users of the financial statements on the same terms as the financial statements of the entity and at the same time as, or earlier than, the financial statements of the entity.

FRS 102 s28.11B(b)

When an entity participates in a defined benefit plan, which is a multi-employer plan that in accordance with paragraph 28.11 is accounted for as if the plan were a defined contribution plan, and sufficient information to use defined benefit accounting becomes available, the entity shall recognise the difference between:

(i) its net defined benefit liability (after taking into account the effect of paragraph 28.22, if any) at the relevant date as defined in paragraph 28.11C;

(ii) and the carrying value at the relevant date of its liability for the contributions payable arising from an agreement to fund a deficit, if any, plus any liability recognised in accordance with paragraph 28.13(a);

as a separate item in other comprehensive income.

Note: the above disclosures are not applicable to FRS 102 Layout LLP as there is no multi-employer pension scheme.

Defined contribution pension scheme

FRS 102 s28.40

An entity shall disclose the amount recognised in profit or loss as an expense for defined contribution plans (Disclosed in note 7).

FRS 102 s28.40A

If an entity treats a defined benefit multi-employer plan as a defined contribution plan because sufficient information is not available to use defined benefit accounting it shall:

(a) disclose the fact that it is a defined benefit plan and the reason why it is being accounted for as a defined contribution plan, along with any available information about the plan's surplus or deficit and the implications, if any, for the entity;
(b) include a description of the extent to which the entity can be liable to the plan for other entities' obligations under the terms and conditions of the multi-employer plan; and
(c) disclose how any liability recognised in accordance with s28.11A (multi-employer plans with an agreement in place to fund a deficit) has been determined.

24 Pensions *(continued)*

Reconciliation of fair value of plan assets	**2024 £'000**	**2023 £'000**
At the beginning of the year		
Interest income on plan assets		
Actuarial gains/(losses)		
Contributions by group		
Benefits paid		
At the end of the year		

	2024 £'000	**2023 £'000**
Fair value of plan assets		
Present value of plan liabilities		
Net pension scheme liability		

	2024 £'000	**2023 £'000**
Amounts recognised in the profit and loss amount are as follows:		
Included in administrative expenses:		
Current service cost		
Past service cost		
Amounts included in other finance costs		
Net interest cost		

	2024 £'000	**2023 £'000**
Analysis of actuarial loss recognised in Other Comprehensive Income		
Actual return less interest income included in net interest income		
Experience gains and losses arising on the scheme liabilities		
Changes in assumptions underlying the present value of the scheme liabilities		

SOURCE	COMMENTS
	No further comments. See above for guidance.

24 Pensions *(continued)*

	2024 £'000	2023 £'000
Composition of plan assets		
European equities		
European bonds		
Property		
Cash		
Total plan assets		

	2024 £'000	2023 £'000
Actual return on plan assets		

	2024 %	2023 %
Principal actuarial assumptions used at the balance sheet date		
Discount rates		
Future salary increases		
Future pension increases		
Proportion of employees opting for early retirement		
Inflation assumption		
Mortality rates		
- for a male aged 65 now		
- at 65 for a male member aged 45 now		
- for a female aged 65 now		
- at 65 for a female member aged 45 now		

No employees of the parent LLP were members of the defined benefit scheme.

SOURCE	COMMENTS
Deferred taxation	
FRS 102 s29.27	An entity shall disclose the following separately: (a) See note 12 (b) See note 12 (c) the amount of the net reversal of deferred tax assets and deferred tax liabilities expected to occur during the year beginning after the reporting period together with a brief explanation for the expected reversal; (d) an explanation of changes in the applicable tax rate(s) compared with the previous reporting period; [see note 12] (e) the amount of deferred tax liabilities and deferred tax assets at the end of the reporting period for each type of timing difference and the amount of unused tax losses and tax credits; (f) the expiry date, if any, of timing differences, unused tax losses and unused tax credits; and (g) See note 12
	International tax reform – Pillar Two model rules
FRS 102 s29.28	If, based on known or reasonably estimable information, an entity is, or expects to be, within the scope of Pillar Two legislation: (a) it shall disclose that fact; and (b) when such legislation has been enacted or substantively enacted by the reporting date but is not yet in effect for the entity, the entity shall disclose known or reasonably estimable information that helps users of financial statements understand the entity's exposure to Pillar Two income tax arising from that legislation.
FRS 102 s29.29	To meet the requirement in sub-paragraph 29.28(b), an entity shall disclose qualitative and quantitative information about its exposure to Pillar Two income tax at the end of the reporting period. This information does not have to reflect all the specific requirements of the Pillar Two legislation and can be provided in the form of an indicative range. To the extent information is not known or reasonably estimable, an entity shall instead disclose a statement to that effect and disclose information about the entity's progress in assessing its exposure. ***Note:*** *FRS 102 Layout LLP is not within the scope of the OECD's Pillar Two model rules and the exception to the recognition and disclosure of information about deferred tax assets and liabilities related to Pillar Two income taxes is not applicable to the Group.*

25 Deferred taxation

Deferred tax liabilities - group	**2024** **£'000**	2023 £'000
Accelerated capital allowances		
Business combinations		
Investment property revaluations		
Financial instruments revaluations		

Deferred tax assets - Group

	2024 **£'000**	**2023** **£'000**
Defined benefit pension scheme (Note 18)		

The LLP has no deferred tax liability or asset as taxation on a members' share of the LLP's profits is solely the personal liability of the individual members and consequently is not dealt with in these financial statements.

The group has no unused tax losses or credits.

The net reversal of deferred tax assets and liabilities expected in 2025 is £xxx. This is expected to arise because depreciation is anticipated to be higher than the available capital allowances. However, it should be noted that further reversals (or further increases in deferred tax balances) may arise as a result of revaluations of investment property, financial instruments and changes in the defined benefit pension liability. As the future deferred tax balances, if any, will be dependent on future changes in fair values of assets and liabilities, it is not possible to estimate any further future reversals.

SOURCE	COMMENTS
Contingent liabilities/assets	
FRS 102 s21.15	Unless the possibility of any outflow of resources in settlement is remote, an entity shall disclose, for each class of contingent liability at the reporting date, a brief description of the nature of the contingent liability and: (a) an estimate of its financial effect; (b) an indication of the uncertainties relating to the amount or timing of any outflow; and (c) the possibility of any reimbursement. If it is impracticable to make one or more of these disclosures, that fact shall be stated.
FRS 102 s21.16	If an inflow of economic benefits is probable (more likely than not) but not virtually certain, an entity shall disclose a description of the nature of the contingent assets at the end of the reporting period, and, when practicable, an estimate of their financial effect, measured using the principles set out in paragraphs 21.7 to 21.11. If it is impracticable to make this disclosure, that fact shall be stated.
FRS 102 s21.17	In extremely rare cases, disclosure of some or all of the information required by paragraphs 21.15 to 21.16 can be expected to prejudice seriously the position of the entity in a dispute with other parties on the subject matter of the provision, contingent liability or contingent asset. In such cases, an entity need not disclose all of the information required by those paragraphs insofar as it relates to the dispute, but shall disclose at least the following. In relation to contingent liabilities, the following information shall be given: (a) [see Sch 1 (60) (2) below for details as these are the same]; (b) [see Sch 1 (60) (7) below for details as these are the same]; and (c) the fact that, and reason why, the information required by paragraph 21.15 has not been disclosed. In relation to contingent assets, the entity shall disclose the general nature of the dispute, together with the fact that, and reason why, the information required by paragraph 21.16 has not been disclosed.
FRS 102 s21.17A	An entity shall disclose the nature and business purpose of the financial guarantee contracts it has issued. If applicable, an entity shall also provide the disclosures required by paragraphs 21.14 and 21.15.

(continued on next page)

26 Contingent liabilities

Group

During the year a subsidiary of the group received a writ from a customer in respect of mishandling of goods amounting to £xxx plus costs and damages arising from an alleged breach of contract. The case had not been resolved when these financial statements were approved by the Board. The Members are of the opinion that the LLP has an adequate defence and are intending to dispute the claim. Accordingly, no provision for any liability from such a claim has been made in the financial statements.

LLP

The LLP has guaranteed bank borrowings of its subsidiaries. At the year end the liabilities covered by these guarantees totalled £xxx (2023 - £xxx).

SOURCE	**COMMENTS**

Contingent liabilities
(Continued from previous page)

Sch 1 (60)	(1) Particulars must be given of any charge on the assets of the LLP to secure the liabilities of any other person including the amount secured. (2) Particulars and the total amount of any financial commitments, guarantees and contingencies that are not included in the balance sheet must be disclosed. (3) An indication of the nature and form of any valuable security given by the LLP in respect of commitments, guarantees and contingencies within sub-paragraph (2) must be given. (4) The total amount of any commitments within sub-paragraph (2) concerning pensions must be separately disclosed. (5) Particulars must be given of pension commitments which are included in the balance sheet. (6) Where any commitment within sub-paragraph (4) or (5) relates wholly or partly to pensions payable to past members of the LLP separate particulars must be given of that commitment. (7) The total amount of any commitments, guarantees and contingencies within sub-paragraph (2) which are undertaken on behalf of or for the benefit of– a. any parent undertaking or fellow subsidiary undertaking of the LLP, b. any subsidiary undertaking of the LLP, or c. any undertaking in which the LLP has a participating interest, must be separately stated and those within each of paragraphs (a), (b) and (c) must also be stated separately from those within any other of those paragraphs.
Sch 1 (60), SORP 124	If the LLP has entered into any guarantee or indemnity with respect to the borrowings of a member or members personally, the existence of such a guarantee or indemnity, where material, should either be disclosed as a note to the accounts (where it is unlikely that the guarantee or indemnity would be called) or provided for in the primary statements where there is an actual or constructive liability and it is probable that the guarantee or indemnity will be called.
SI 2008/1911: 11 (410A)	410A(1) If in any financial year– (a) an LLP is or has been party to arrangements that are not reflected in its balance sheet, and (b) at the balance sheet date the risks or benefits arising from those arrangements are material, the information required by this section must be given in the notes to the LLP's annual accounts. 410A(2) The information required is– (a) the nature and business purpose of the arrangements, and (b) the financial impact of the arrangements on the LLP. 410A(3) The information need only be given to the extent necessary for enabling the financial position of the LLP to be assessed.

LLP's own accounts: guarantees etc in favour of group undertakings

Sch 1 (60) (7)	See above for disclosure requirements.

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FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS
Members' interests	
FRS 102 s4.13, SORP 59B	Paragraph 4.12 of FRS 102 requires certain disclosures relating to an entity's share capital and reserves. For entities without share capital, such as an LLP, equivalent information to that required by paragraph 4.13 is required, showing changes during the period in each category of equity, and the rights, preferences and restrictions attaching to each category of equity.
Sch 1 (47), SORP 60	The accounts should therefore include a reconciliation of the movement in members' interests analysed between 'Members' other interests' and 'Loans and other debts due to members'. Disclosure should include: a) the aggregate amount of loans and other debts due to members as at the date of the beginning of the financial year, b) the aggregate amounts contributed by members during the financial year, c) the aggregate amounts transferred to or from the profit and loss account during that year, d) the aggregate amounts withdrawn by members or applied on behalf of members during that year, e) the aggregate amount of loans and other debts due to members as at the balance sheet date, and f) the aggregate amount of loans and other debts due to members that fall due after one year. The SORP requires that disclosure should be in the format shown within the SORP (although additional categories of members' interests or types of movements should be disclosed where this aids clarity or circumstances require it) *Note – the above requirements mean that no comparative is required.*
Sch 1 (47), SORP 65	Disclosure of the amount of loans and other debts due to members falling due after more than one year is required. *FRS 102 Layout LLP has none due after more than one year.*
SORP 67	Disclose the amount of debts owing to the LLP by members.
Sch 1 BS format note 10 SORP 66	Loans and other debts due to members. The following amounts must be shown separately under this item- (a) the aggregate amount of money advanced to the LLP by the members by way of loan, (b) the aggregate amount of money owed to members by the LLP in respect of profits, (c) any other amounts. (Note – a) is n/a for FRS 102 Layout LLP)
SORP 63	The notes must state where amounts in 'Loans and other debts due to members' (other than members' capital classified as debt) would rank in relation to other creditors who are unsecured in the event of a winding up. The notes should disclose details of any protection afforded to other creditors in such an event which is legally enforceable and cannot be revoked solely by a decision of the members. The notes should also disclose what restrictions or limitations exist on the ability of the members to reduce the amount of 'Members' other interests' or state that there are no such restrictions.
SORP Appendix 5.5	Note - An LLP could only have a revaluation reserve if there was no agreement between the members for the automatic division of profit. This is because the old common law rules regarding distributions would apply to LLPs and under these rules a revaluation reserve was distributable. [see SOCIE]

27 Members' Interests

GROUP

	EQUITY					DEBT			
	Members' other interests					Loans and other debts due to members less any amounts due from members in debtors			Total Members' Interests
	Members' capital classified as equity £'000	**Cash flow hedge reserve** £'000	**Merger reserve** £'000	**Other reserves** £'000	**Total** £'000	**Members' capital classified as a liability** £'000	**Other amounts** £'000	**Total** £'000	**Total 2024** £'000
Amounts due to members									
Amounts due from members									
Balance at 1 January 2024 (restated)									
Members' remuneration charged as an expense									
Profit for the financial year available for discretionary division among members									
Members' interests after profit for the year									
Other divisions of profit									
Introduction by members									
Repayment of capital									
Drawings									
Movement in cash flow hedge (net of tax)									
Actuarial gain on defined benefit scheme									
Currency translation differences (net of tax)									
Transfer to creditors									
Amounts due to members									
Amounts due from members									
Balance at 31 December 2024									

SOURCE	COMMENTS
	No further comments. See above for guidance.

27 Members' Interests *(Continued)*

LLP

	EQUITY				DEBT			
	Members' other interests				Loans and other debts due to members less any amounts due from members in debtors			Total Members' Interests
	Members' capital classified as equity £'000	**Merger reserve** £'000	**Other reserves** £'000	**Total** £'000	**Members' capital classified as a liability** £'000	**Other amounts** £'000	**Total** £'000	**Total 2024** £'000
Amounts due to members								
Amounts due from members								
Balance at 1 January 2024 (restated)								
Members' remuneration charged as an expense								
Profit for the financial year available for discretionary division among members								
Members' interests after profit for the year								
Other divisions of profit								
Introduction by members								
Repayment of capital								
Drawings								
Transfer to creditors								
Amounts due to members								
Amounts due from members								
Balance at 31 December 2024								

Of Loans and other debts due to members (in Group and LLP), £xxx (2023: £xxx) is subordinated to unsecured creditors. The rest ranks pari passu with unsecured creditors in the event of a winding up.

There are no restrictions on the ability for the Board of members to reduce Members' other interests.

FRS 102 Layout LLP Guidance Notes

SOURCE	COMMENTS
Business Combinations	
FRS 102 s19.25	For each business combination, excluding any group reconstructions, that was effected during the period, the acquirer shall disclose the following: (a) the names and descriptions of the combining entities or businesses; (b) the acquisition date; (c) the percentage of voting equity instruments acquired; (d) the cost of the combination and a description of the components of that cost (such as cash, equity instruments and debt instruments); (e) the amounts recognised at the acquisition date for each class of the acquiree's assets, liabilities and contingent liabilities, including goodwill; (f) [deleted] (fA) a qualitative description of the nature of intangible assets included in goodwill; (g) the useful life of goodwill, and if this cannot be reliably estimated, supporting reasons for the period chosen; and the periods in which the excess recognised (negative goodwill) will be recognised in profit or loss.
Sch 3 (13)(2)	For acquisitions in the financial year the notes must disclose the name of undertaking or parent of group disposed of in the year, and whether acquisition or merger accounting was used. [see Sch 6 (16) for exemption]
Sch 3 (13)	In relation to an acquisition in the financial year which significantly affects the figures shown in the group accounts, the following further information must be given: (3) The composition and fair value of the consideration for the acquisition given by the parent company and its subsidiary undertakings must be stated. (4) Where the acquisition method of accounting has been adopted, the book values immediately prior to the acquisition, and the fair values at the date of acquisition, of each class of assets and liabilities of the undertaking or group acquired must be stated in tabular form, including a statement of the amount of any goodwill or negative consolidation difference arising on the acquisition, together with an explanation of any significant adjustments made. [see Sch 3 (16) for exemption – FRS 102 Layout LLP has given this voluntarily]
Sch 3 (16)	The information in Sch 3 (13) above need not be given in respect of an undertaking established or carrying on its business outside of the UK if disclosure would be seriously prejudicial to the business of the group (provided that the Secretary of State agrees).
FRS 102 s19.25A	The acquirer shall disclose, separately for each material business combination that occurred during the reporting period, the amounts of revenue and profit or loss of the acquiree since the acquisition date included in the consolidated statement of comprehensive income for the reporting period. The disclosure may be provided in aggregate for business combinations that occurred during the reporting period which, individually, are not material.
FRS 102 s19.26 FRS 102 s19.26A	For all business combinations an acquirer shall disclose a reconciliation of the carrying amount of goodwill and negative goodwill at the beginning and end of the reporting period, showing… [See note 14 for requirements and disclosure].
SORP 106 - 108	The SORP provides further guidance around the treatment of a promise of any profit share to the new members in the enlarged LLP as a result of the acquisition.

See next guidance notes page for group reconstruction disclosure requirements.

28 Business combinations

Acquisition of A Layout (Singapore) Pte Limited

On 29 June 2024 the group acquired 100% of A Layout (Singapore) Pte Limited, a Singapore company which distributes sports equipment, for £xxx paid in cash.

In calculating the goodwill arising on acquisition, the fair value of net assets of A Layout (Singapore) Pte Limited have been assessed and adjustments from book value have been made where necessary.

	Book value	Revaluation of fixed assets	Fair value
	£'000	£'000	£'000
Fixed assets			
Tangible			
Intangible			
Current assets			
Stocks			
Debtors			
Cash at bank and in hand			
Total assets			
Creditors			
Due within one year			
Deferred tax on differences between fair values and tax bases			
Net assets			
Goodwill (note 14)			
Total purchase consideration (including expenses of £xxx)			
Purchase consideration settled in cash, as above			
Cash and cash equivalents in subsidiary acquired			
Cash outflow on acquisition			

The uplift in tangible fixed assets is to the value of a third party valuation of acquisition. The intangible assets reflect the recognition of development costs on acquisition. Deferred tax is in relation to these adjustments.

The useful economic life of goodwill has been estimated to be 4 years. Included within goodwill are intangible assets that do not require separate recognition. These intangible assets relate to customer lists and customer relationships.

There were no acquisitions in the year ended 31 December 2023.

SOURCE	COMMENTS

Business combinations (Continued)

FRS 102 s19.33 — For each group reconstruction, that was effected during the period, the combined entity shall disclose the following:

a) the names of the combining entities (other than the reporting entity);
b) whether the combination has been accounted for as an acquisition or a merger; and

the date of the combination.
[*N/a for FRS 102 Layout LLP*]

Sch 3 (16A) — Where an acquisition has taken place in the financial year and the merger method of accounting has been adopted, the notes to the accounts must also disclose the names and the addresses of the registered offices of the undertakings concerned (whether in or outside the United Kingdom)

Discontinued operations

Sch 3 (15) — Where during the financial year there has been a disposal of an undertaking or group which significantly affects the figure shown in the group accounts, there must be stated in a note to the accounts:

a) the name of undertaking or parent of group disposed of in the year, and
b) the extent to which the profit and loss in the group financial statements is attributable to the profit or loss of any undertakings disposed of in the year.

In these financial statements this information is given on the face of the profit and loss account since there is only one such disposal in the period.

Sch 3 (16) — The information in Sch 3 (15) above need not be given in respect of an undertaking established or carrying on its business outside of the UK if disclosure would be seriously prejudicial to the business of the group (provided that the Secretary of State agrees).

28 Business combinations *(continued)*

The results of A Layout (Singapore) Pte Limited since its acquisition are as follows:

	Current period since acquisition £'000
Turnover	
Profit for the year	

29 Discontinued operations

On 20 June 2024 the group disposed of Bunk Beds Limited. The profit on disposal of Bunk Beds Limited has been calculated as follows:

	£'000	£'000
Cash proceeds		
Net assets disposed of:		
Tangible fixed assets		
Stocks		
Debtors		
Cash		
Creditors		
Profit on disposal before tax		

The net inflow of cash in respect of the sale Bunk Beds Limited is as follows:

	£'000
Cash consideration	
Cash transferred on disposal	
Net inflow of cash	

SOURCE	COMMENTS
Commitments under operating leases	
FRS 102 s20.16(a) & s20.30	A lessee and lessor shall make the following disclosures for operating leases: (a) the total of future minimum lease payments under non-cancellable operating leases for each of the following periods: (i) not later than one year; (ii) later than one year and not later than five years; and (iii) later than five years. A lessor shall also disclose: • Total contingent rents recognised as income; and • A general description of the lessor's significant leasing arrangements including, for example, information about contingent rent, renewal or purchase options and escalation clauses, subleases, and restrictions imposed by lease arrangements
Related parties	
FRS 102 s33.5, SORP 131	Relationships between a parent and its subsidiaries shall be disclosed irrespective of whether there have been related party transactions. An entity shall disclose the name of its parent and, if different, the ultimate controlling party. If neither the entity's parent nor the ultimate controlling party produces financial statements available for public use, the name of the next most senior parent that does so (if any) shall also be disclosed.
Sch 2 (6) & (7)	Where the parent is a subsidiary as well, details of its parent undertaking and other larger consolidated accounts must be given. See Sch 2 (6) & (7) for details.
FRS 102 s33.8 FRS 102 s33.12	A related party transaction is a transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged. Examples of related party transactions that are common to entities within the scope of FRS 102 are set out in FRS 102 s33.8 and s33.12
FRS 102 s33.9 Sch 1 (70)	If an entity has related party transactions, it shall disclose the nature of the related party relationship as well as information about the transactions, outstanding balances and commitments necessary for an understanding of the potential effect of the relationship on the financial statements. Those disclosure requirements are in addition to the requirements in paragraph 33.7 to disclose key management personnel compensation. At a minimum, disclosures shall include: (a) The amount of the transactions. (b) The amount of outstanding balances and: (i) their terms and conditions, including whether they are secured, and the nature of the consideration to be provided in settlement; and (ii) details of any guarantees given or received. (c) Provisions for uncollectible receivables related to the amount of outstanding balances. (d) The expense recognised during the period in respect of bad or doubtful debts due from related parties. Such transactions could include purchases, sales, or transfers of goods or services, leases, guarantees and settlements by the entity on behalf of the related party or vice versa **Note:** When, in accordance with paragraph 33.7A, an entity takes advantage of the exemption from disclosing key management personnel compensation it is not required, by this paragraph, to provide additional disclosure about directors' share-based payment arrangements.
Continued…	[continued on next page]

30 Commitments under operating leases

Lessee

The group had minimum lease payments under non-cancellable operating leases as set out below:

	2024 £'000	2023 £'000
Not later than 1 year		
Later than 1 year and not later than 5 years		
Later than 5 years		
Total		

The LLP had no commitments under non-cancellable operating leases as at the balance sheet date.

Lessor

The group leases out the investment properties under non-cancellable operating leases for the following future minimum lease payments. There are no contingent rents.

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Not later than 1 year				
Later than 1 year and not later than 5 years				
Later than 5 years				
Total				

31 Related party disclosures

There is no ultimate controlling party of FRS 102 Layout LLP.

Sales of £xxx (2023 - £xxx) were made during the year by FRS 102 (Leisurewear) Limited to Wynn Clarke Sports Limited. A major shareholder of Wynn Clarke Sports Limited is also a Member of FRS 102 Layout LLP. All transactions were conducted on an arm's length basis on normal trading terms. At 31 December 2024, £xxx (2023 - £xxx) was owed to FRS 102 (Leisurewear) Limited.

Also, sales of £xxx (2023 - £xxx) were made on normal trading terms to subsidiaries of Miller Models Inc, an American listed company in which a Member has a controlling interest. As at 31 December 2024, £xxx (2023 - £xxx) was owed by these companies.

SOURCE	COMMENTS
Related parties *(continued)*	
FRS 102 s33.10 Sch 1 (70)	These disclosures shall be shown separately for each of the following categories: (a) entities with control, joint control or significant influence over the entity; (b) entities over which the entity has control, joint control or significant influence; (c) key management personnel of the entity or its parent (in the aggregate); (d) entities that provide key management personnel services to the entity; and (e) other related parties.
FRS 102 s33.1A Sch 3 (22)	Disclosure is not required for transactions between wholly owned members of the group.
FRS 102 s33.13	An entity shall not state that related party transactions were made on terms equivalent to those that prevail in arm's length transactions unless such terms can be substantiated.
FRS 102 s33.14	An entity may disclose items of a similar nature in the aggregate except when separate disclosure is necessary for an understanding of the effects of related party transactions on the financial statements of the entity.
FRS 102 s33.7	An entity shall disclose key management personnel compensation in total.
FRS 102 s33.7A	When an entity is subject to a legal or regulatory requirement to disclose directors' remuneration (or equivalent), it is exempt from the requirements of paragraph 33.7 if the key management personnel and directors are the same.
SORP 130	Key management personnel of an LLP are those persons – whether designated members, members or employees – having authority and responsibility for planning, directing and controlling the activities of the LLP, directly or indirectly.
SORP 130A	Paragraph 33.7 of FRS 102 requires the disclosure of the total of compensation paid to key management personnel which may comprise elements of employee remuneration and divided profits.

31 Related party disclosures *(continued)*

Joint venture and associated companies

The following transactions took place between the group and its joint venture and associated companies during the year:

	2024 £'000	2023 £'000
Net short-term loan movements (repayments)/advances		
Net sales and purchases of goods and services		
Management fees received		
Dividends received		

The following receivable balances relating to joint ventures and associated companies were included in the consolidated balance sheet:

	2024 £'000	2023 £'000
Short-term loans		
Trading balances		
Management fees		

The LLP debtor due from joint ventures and associated undertakings of £xxx (2023 - £xxx) (note 18) represents a trading balance.

Key management personnel include all designated members and a number of senior members and senior managers across the group who together have authority and responsibility for planning, directing and controlling the activities of the group. The total compensation paid to key management personnel for services provided to the group was £xxx (2023: £xxx).

SOURCE	COMMENTS
Capital commitments	
Sch 1 (60)(2)	Particulars and the total amount of any financial commitments, guarantees and contingencies that are not included in the balance sheet must be disclosed.
FRS 102 s17.32 (b)	The entity shall disclose the amount of contractual commitments for the acquisition of property, plant and equipment.
FRS 102 s16.10 (d)	An entity shall disclose any contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements for all investment property accounted for at fair value through profit or loss.
Events after the end of the reporting period	
FRS 102 s32.10	An entity shall disclose the following for each category of non-adjusting event after the end of the reporting period: (a) the nature of the event; and (b) an estimate of its financial effect or a statement that such an estimate cannot be made.
Sch 1 (70A)	The nature and financial effect of material events arising after the balance sheet date which are not reflected in the profit and loss account or balance sheet must be stated.
Net debt reconciliation	
FRS 102 s7.22	An entity shall disclose an analysis of changes in net debt from the beginning to the end of the reporting period showing changes resulting from: (a) the cash flows of the entity; (b) the acquisition and disposal of subsidiaries; (c) new finance leases entered into; (d) other non-cash changes; and (e) the recognition of changes in market value and exchange rate movements. When several balances (or parts thereof) from the statement of financial position have been combined to form the components of opening and closing net debt, sufficient detail shall be shown to enable users to identify these balances. This analysis need not be presented for prior periods.
FRS 102 Appendix 1 Glossary	Net debt consists of the borrowings of an entity, together with any related derivatives and obligations under finance leases, less any cash and cash equivalents.
SORP 74C	The glossary to FRS 102 defines ‘net debt’ – as shown above. Although ‘loans and other debts due to members’ would be considered borrowings for the purposes of the definition of net debt they are not external financing. The SORP therefore recommends that LLP’s present in the notes to the financial statements an analysis of movements in net debt for the period, with appropriate subtotals to show the changes in net debt before members’ debt separately from debt relating to members. An example presentation for the net debt reconciliation is shown in para 74C of the SORP.
FRS 102 s7.21	An entity shall disclose, together with a commentary by management, the amount of significant cash and cash equivalents held by the entity that are not available for use by the entity. Reasons might include foreign exchange controls or legal restrictions.

32 Capital commitments

	Group 2024 £'000	Group 2023 £'000	LLP 2024 £'000	LLP 2023 £'000
Contracted but not provided for – Inventory				

33 Net debt reconciliation

Group

	1 January 2024 £'000	Cash flows £'000	New finance leases £'000	Other non-cash movements £'000	Acquisition or disposal of subsidiaries £'000	31 December 2024 £'000
Cash at bank and in hand						
Bank overdrafts						
Obligations under finance leases						
Bank loans						
Interest rate swaps						
Net debt (before members' debt)						
Loans and other debts due to members						
Members' capital classified as a liability						
Other amounts due to members						
Net debt						

Other non-cash movements relate to:

- Bank loans: interest accrued and amortisation of debt issue costs
- Interest rate swaps: this represents the movement in the fair value of the derivative - see note 22
- Loans and other debts due to members: this represents the allocation of profits and transfer of balances to creditors. See note 27.

34 Post balance sheet events

On 20 January 2025, the group signed heads of agreement with a property developer to sell the group's head office for £xxx. This building is included within land and buildings within tangible fixed assets at a net book value of £xxx at 31 December 2024.

APPENDIX 1 - REDUCED DISCLOSURES FOR SUBSIDIARIES (AND ULTIMATE PARENTS)

1. Who can take these exemptions?

FRS 102 paragraphs 1.8 to 1.12 set out the basis for reduced disclosures for subsidiaries.

In accordance with FRS 102 paragraph 1.8, a qualifying entity, **which is not** a financial institution, may take advantage in its individual financial statements of the disclosure exemptions set out in paragraph 1.12 (see below).

A qualifying entity **which is** a financial institution may take advantage in its individual financial statements of the disclosure exemptions set out in paragraph 1.12, except for the disclosure exemptions from Section 11 *Basic Financial Instruments* and Section 12 *Other Financial Instruments Issues*.

If a qualifying entity is required to prepare consolidated financial statements or voluntarily chooses to do so, then they may not take advantage of the disclosure exemptions set out in paragraph 1.12 in its consolidated financial statements.

Definition of qualifying entity for the purposes of FRS 102

A member of a group where the parent of that group prepares publicly available consolidated financial statements which are intended to give a true and fair view (of the assets, liabilities, financial position and profit or loss) and that member is included in the consolidation.

2. Are there any requirements to be able to take the exemptions?

A qualifying entity may take advantage of the disclosure exemptions in paragraph 1.12, provided that:

- It otherwise applies the recognition, measurement and disclosure requirements of FRS 102.
- It discloses in the notes to its financial statements:
    - a brief narrative summary of the disclosure exemptions adopted; and
    - the name of the parent of the group in whose consolidated financial statements its financial statements are consolidated, and from where those financial statements may be obtained.

Some exemptions are dependent upon equivalent disclosures being made in the consolidated financial statements – see section 3 below.

3. What are the disclosure exemptions?

Please note that this is subject to the overriding requirement for the financial statements to give a true and fair view of the assets, liabilities, financial position and financial performance of an entity. In accordance with paragraph 3.2, additional disclosures may be necessary when compliance with the specific requirements of FRS 102 is insufficient to enable users to understand the effect of particular transactions, other events and conditions on the entity's financial position and performance.

- The requirements of Section 7 *Statement of Cash Flows* and paragraph 3.17(d).

  This is an exemption from the requirement to include a statement of cashflows in the financial statements. It is not dependent on equivalent disclosures being made in the consolidated financial statements.

- The requirements of paragraphs 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26 (in relation to those cross-referenced paragraphs from which a disclosure exemption is available), 12.27, 12.29(a), 12.29(b), 12.29A and 12.30 provided disclosures equivalent to those required by this FRS are included in the consolidated financial statements of the group in which the entity is consolidated.

  Please note that whilst this is an exemption from a significant number of the disclosure requirements for financial instruments within sections 11 and 12 it is not a complete exemption and certain disclosures will still need to be made if relevant. This exemption is not available if the entity is a financial institution and it is dependent on equivalent disclosures being made in the consolidated financial statements.

APPENDIX 1 - REDUCED DISCLOSURES FOR SUBSIDIARIES (AND ULTIMATE PARENTS)

3. What are the disclosure exemptions? *(continued)*

- The requirements of paragraphs 26.18(b), 26.19 to 26.21 and 26.23, provided that for a qualifying entity that is:
    - a subsidiary, the share-based payment arrangement concerns equity instruments of another group entity;
    - an ultimate parent, the share-based payment arrangement concerns its own equity instruments and its separate financial statements are presented alongside the consolidated financial statements of the group;

  and, in both cases, provided that the equivalent disclosures required by this FRS are included in the consolidated financial statements of the group in which the entity is consolidated.

  These exemptions relate to the majority of disclosures for share-based payments. However, a qualifying entity taking advantage of these exemptions will still have to disclose:

    - a description of each type of share-based payment arrangement that existed at any time during the period, including the general terms and conditions of each arrangement, such as vesting requirements, the maximum term of options granted, and the method of settlement (e.g. whether in cash or equity). An entity with substantially similar types of share-based payment arrangements may aggregate this information (s26.18(a)); and
    - if the entity is part of a group share-based payment plan, and it recognises and measures its share-based payment expense on the basis of a reasonable allocation of the expense recognised for the group, that fact and the basis for the allocation (s26.22).

  This exemption is dependent on equivalent disclosures being made in the consolidated financial statements.

- The requirements of paragraph 33.7

  This is an exemption from the disclosure of key management personnel compensation. It is not dependent on equivalent disclosures being made in the consolidated financial statements.

- The requirements of paragraph 24(b) of IFRS 6 to disclose the operating and investing cash flows arising from the exploration for and evaluation of mineral resources (when an entity applies IFRS 6 in accordance with paragraph 34.11).

  This only removes the requirement to disclose the operating and investing cashflows. There is still a requirement to disclose the amounts of assets, liabilities, income and expense arising from the exploration for and evaluation of mineral resources in accordance with paragraph 24(b) of IFRS 6.

- The requirements of paragraphs 29.28(b) and 29.29

  This is an exemption from certain disclosures in relation to Pillar Two model rules where an entity is, or expects to be, within the scope of the Pillar Two legislation. The exemption is dependent on equivalent disclosures being made in the consolidated financial statements. It is not an exemption from all Pillar Two model rules disclosures. Qualifying entities are still required to provide disclosures in accordance with paragraphs 29.26(g) and 29.28(a) if Pillar Two model rules are applicable.

APPENDIX 1 - REDUCED DISCLOSURES FOR SUBSIDIARIES (AND ULTIMATE PARENTS) ***(CONTINUED)***

4. Equivalent disclosures

Reference shall be made to the Application Guidance to FRS 100 (Application of Financial Reporting Requirements - as issued by the Financial Reporting Council in November 2022) (AG5-6 and AG24-26) in deciding whether the consolidated financial statements of the parent provide disclosures which are equivalent to the requirements of this FRS (i.e. the full requirements of this FRS when not applying the disclosure exemptions) from which relief is provided in paragraph 1.12.

The following Generally Accepted Accounting Principles (GAAP) have been recognised by the UK government as being equivalent to UK-adopted International Accounting Standards, including those GAAPs that the European Commission previously recognised as being equivalent to EU-adopted IFRS:

- Japan GAAP
- US GAAP
- People's Republic of China GAAP
- Canadian GAAP
- Republic of Korea GAAP
- IFRS as adopted by the EU
- IFRS as issued by the IASB

The UK has not formally recognised the equivalence of any other country's accounting standards, including the national accounting standards of EEA states or the International Financial Reporting Standard for Small and Medium-sized Entities (IFRS for SMEs Accounting Standard), to UK-adopted international accounting standards.

For other third countries it will be necessary to refer to the Application Guidance in FRS 100. This will require an analysis of the consolidated financial statements to determine whether they are drawn up in a manner equivalent to consolidated financial statements that are drawn up in accordance with the requirements of Part 15 of the Companies Act 2006. The preparer will need to apply judgement in assessing the underlying accounting framework. A qualitative approach should be taken to consider whether the principles provide overall consistency with Part 15 of the Companies Act 2006 rather than strict conformity with each and every provision.

Where equivalent disclosures are required, disclosure exemptions for subsidiaries are permitted where the relevant disclosure requirements are met in the consolidated financial statements, even where the disclosures are made in aggregate or in an abbreviated form, or in relation to intra-group balances, where those intra-group balances have been eliminated on consolidation. If, however, no disclosure is made in the consolidated financial statements on the grounds of materiality, the relevant disclosures should be made at the subsidiary level if material in those financial statements.

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