

Quilter Financial Planning Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

31 December 2024

Quilter Financial Planning Limited

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Quilter Financial Planning Limited

COMPANY INFORMATION

Directors

N A K Atkar
C F Hill
M Kilcoyne
S D Levin
R Markland
A C M Morris
G M Reid
C J L Samuel
M O Satchel

Secretary

Quilter CoSec Services Limited

Independent Auditors

PricewaterhouseCoopers LLP
7 More London Riverside
London
SE1 2RT

Registered office

Senator House
85 Queen Victoria Street
London
EC4V 4AB

Telephone: 0808 171 2626
Website: www.quilter.com

Registered in England and Wales No: 05372217

Quilter Financial Planning Limited

STRATEGIC REPORT

The Directors present their strategic report for the year ended 31 December 2024.

REVIEW OF THE BUSINESS AND PRINCIPAL ACTIVITIES

The principal activity of Quilter Financial Planning Limited (the “**Company**”) is that of a holding company together with service provision and strategic and governance oversight to its subsidiary companies. The principal activities of its subsidiary companies is to provide financial planning advice and related services through a network of intermediaries.

The Company is incorporated in England and Wales and domiciled in the United Kingdom (“**UK**”).

The Company is part of the Quilter plc Group (the “**Group**” or “**Quilter**”), consisting of Quilter plc and its direct and indirect subsidiaries. Quilter plc's ordinary shares are listed on the London and Johannesburg Stock Exchanges. Quilter plc provides the Company with strategic and governance oversight. The Company forms part of the Affluent segment of the Group.

Affluent segment

This segment is comprised of Quilter Investment Platform, Quilter Investors and Quilter Financial Planning.

Quilter Investment Platform is a leading investment platform provider of advice-based wealth management products and services in the UK, which serves a largely affluent customer base through advised multi-channel distribution.

Quilter Investors is a leading provider of investment solutions in the UK multi-asset market. It develops and manages investment solutions in the form of funds for the Group and third-party clients. It has several fund ranges which vary in breadth of underlying asset class.

Quilter Financial Planning is a provider of financial planning advice offered through a restricted and independent financial adviser network as well as through a wholly owned national business. It operates across all markets, from wealth management and retirement planning advice through to dealing with property wealth and personal and business protection needs.

QUILTER'S STRATEGY

The Quilter plc Group's strategy is focused on growing with its clients and advisers, enhancing the efficiency of its operations and increasing digitalisation across the business. This will enable Quilter to increase flows from both its own advisers and independent financial advisers, to manage more of those flows in the Group's investment solutions and to increase the efficiency of doing so, delivering top-line growth and operating leverage. Those priorities are underpinned by embodying a diverse and inclusive culture, where colleagues embrace Quilter's four core values (do the right thing, always curious, embrace challenge and stronger together) which aids in achieving Quilter's goals and benefits all of its stakeholders.

Energy and Carbon Reporting: The Group is committed to managing its environmental impact and discloses annually to CDP (formerly known as the Carbon Disclosure Project), a globally recognised initiative for companies to measure, manage, disclose and reduce their environmental impacts. A full explanation of how the Directors regard the impact on the environment is contained within the Quilter plc Annual Report 2024. The Company is exempt from reporting company-specific information as it is a subsidiary of the Group.

Quilter Financial Planning Limited

STRATEGIC REPORT (continued)

QUILTER FINANCIAL PLANNING LIMITED STRATEGY

Quilter Financial Planning Limited forms part of the Quilter Financial Planning Group (“**QFP Group**”), a network of 2,351 financial advisers, including 1,440 restricted financial planners, who deliver personalised financial advice tailored to meet specific needs of the customer to deliver positive customer outcomes. The strategic aim of the QFP Group is to provide a market leading customer experience through controlled distribution and a focus upon the delivery of full financial planning within our target markets. The QFP Group is committed to offering a controlled advice proposition that delivers excellent customer outcomes, with a structure which ensures strong leadership and a strategic focus for advisers and clients in different market segments. The QFP Group operates a business model with two core channels, National and Network. The Company provides services to both channels.

The Company provides services to the entities within QFP Group. The Company pays for certain expenses and then recharges them on to the applicable operating entities by way of a management fee.

National Channel

The focus of the National Channel is to grow the number of clients directly serviced under the Quilter brand, taking greater control of the end-to-end client journey, providing clients with a consistent high-quality service experience. The National Channel covers multiple market segments through both employed and self-employed advisers.

Network Channel

The Network model continues to focus on affluent clients through its model of partnering with third party firms who generate and service their own client base but still want access to a leading client proposition under a relationship whereby the regulatory control framework and associated responsibilities are robustly managed through the QFP Group. The focus of the Network continues to drive growth in restricted financial planner numbers to broaden the reach and penetration of the solutions offered by the wider Group, where it is in the best interests of the client.

KEY PERFORMANCE INDICATORS:

Management evaluates the performance of the business using a number of measures. Key metrics for the Company were as follows:

	2024	2023
	£'000	£'000
Income from service activities	34,316	34,385
Dividend income	9,953	-
Investment return	7,191	3,235
Other operating and administrative expenses	(112,267)	(109,298)
Loss on disposal of subsidiary undertaking	(25,775)	-
Loss before tax	(88,177)	(73,621)
Cash and cash equivalents	29,232	36,286
Net assets	156,797	166,663

The loss before tax has increased by £14.6m from £73.6m to £88.2m largely due to the recognition of a loss on disposal of subsidiary, Caerus Capital Group Limited (see note 10) after it was put into liquidation, for £25.8m. Offsetting this charge, is a Dividend income of £9.9m from the same entity, prior to it being put into liquidation.

Other operating and administrative expenses have increased to £112.3 from £109.2m largely due to the increase in project costs. Direct staff costs have fallen by £21.4m from prior year following the transfer of the majority of employees via Transfer of Undertakings (Protection of Employment), to Quilter Business Services Limited, a fellow group undertaking, from 1 May 2024. See note 4.

Offsetting that is an increase in Management recharges from Group Companies related to those employees' costs.

Quilter Financial Planning Limited

STRATEGIC REPORT (continued)

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the Company's strategy is subject to a number of risks. The Company has adopted the Risk Management framework of the Group which supports the evaluation and management of business opportunities, uncertainties and threats in a structured and disciplined manner. The key risks affecting the business are described below.

Business operation

Operational complexity and the efficacy of controls and processes related to the day-to-day running of the business pose an inherent risk to the Company. The Company has continued to work towards simplifying its operational environment, where team synergies are being harnessed to support a reduction in duplication, inconsistency and complexity.

Technology and security

A stable, reliable and up-to-date technology environment underpins the delivery of the Company's services and ensures that the Company has technical resilience proportionate to its risk appetite. Disruption to the stability and availability of the Company's technology could result in damaging service outages. The risk of an information security incident is a constant and evolving risk which has the potential to impact the Company's reputation, and the services it provides.

People

Quilter relies on its talent to deliver service to customers and to progress strategic initiatives. Quilter's talent pool is key to the ongoing progress of the company by having a diverse range of staff and views that will provide the senior management of the future. We seek to proactively identify talent gaps to support the future capabilities required to implement Quilter's strategy.

Emerging risks: Within Quilter, risks which are less certain in terms of timescales and impacts are identified and monitored. The identification of these risks contributes to stress and scenario testing, feeding into the Group's strategic planning process. The list below sets out the most significant emerging risks to the Company and its' subsidiaries.

Advice Evolution:

There are a number of factors contributing to an evolving advice market. These include both a shortage and ageing demographic of financial advisers; an increased demand for digital propositions; and regulatory activity designed to bridge the advice gap, including the Advice Guidance Boundary Review. These developments present opportunities and threats which the QFP Group will need to respond to.

Climate change: To avoid a climate catastrophe, global emissions must reach net-zero by 2050. The speed of this transition to a greener economy impacts certain sectors and financial stability. For Quilter's customers, this is likely to impact the desirability of investment in sectors such as coal, oil, gas and manufacturing. Opportunities exist in the shift to a greener economy. Physical climate risks continue to crystallise and are expected to become more extreme and more frequent in future, threatening the stability of the UK's infrastructure. This poses challenges to both Quilter's and its critical third parties' operations which must be considered as part of operational resilience planning.

Cyber Threat: Quilter has observed increased cyber activity in conflict zones and around global elections. Adversaries continue to use advancements in technology to increase the likelihood of success in attacks and this has also lowered the barrier to entry for conducting criminal cyber activity. The rapid growth of AI is likely to continue to increase the nature and sophistication of attacks; and Quilter continue to monitor the evolution of quantum computing and its potential impact on cyber security.

Quilter Financial Planning Limited

STRATEGIC REPORT (continued)

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

Generational shifts:

A significant proportion of UK household wealth is held by the over-45s. The likelihood of intergenerational inequality increases as this population engages in inheritance planning and institutions (employers, the State and financial service providers) transfer pensions risk to individuals. Attitudes towards wealth management are shifting with younger generations being increasingly attracted by digital propositions and by funds with greater positive social and environmental impacts. These trends present both opportunities and threats to Quilter in the form of changing consumer demands and expectations.

Geopolitical landscape:

Following elections in many parts of the world in 2024, governments will need to respond swiftly to mounting economic, social, security, environmental and technological challenges. Their ability to do so and the nature of the response is likely to have an impact on customers' circumstances and may therefore affect attitudes toward financial investments. Geopolitical risks are considered to remain elevated and increasing with the ongoing Russia / Ukraine war, renewed conflict in the Middle East and increasing tensions between China and Taiwan, creating the potential for further macro-economic destabilisation.

In April 2025, a minimum tariff of 10% was introduced on imports into the US and higher tariffs were introduced on imports to the US from over 50 countries. These tariffs together with reciprocal tariffs raised by other countries have led to increased economic uncertainty and market volatility.

FCA Consumer Duty

The FCA Consumer Duty sets higher and clearer standards of consumer protection across the UK financial services industry and requires firms to put the needs of their customers first. Quilter is committed to treating customers fairly and remains focussed on delivering good outcomes for customers to support them in meeting their lifetime goals.

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STRATEGIC REPORT (continued)

ONGOING ADVICE

In June 2024, a Skilled Person was appointed to conduct a review and provide a view to the FCA on whether the delivery of ongoing advice services by Appointed Representative firms in the Quilter Financial Planning (“QFP”) network was compliant with applicable regulatory requirements. This work is well advanced, and the final report is expected to be submitted to the FCA in the second quarter of 2025.

As the review has progressed, the analysis of our historical data and practices has supported our view that, except in limited cases, where clients have paid for ongoing service, this has been provided. We also note that the actual number of customer complaints received by Quilter on this issue remains low. Although the Skilled Person Review is yet to complete and will be the subject of further discussions with the FCA, we have concluded that in those limited instances where clients may not have been provided with the expected level of service from their adviser, some form of client remediation is likely to be appropriate. The Company’s subsidiaries have recognised a provision for the best estimate of the cost of undertaking this work, together with potential cost of client remediation (plus interest).

In line with FCA guidance, we would encourage any clients who believe that they have paid for and not received an ongoing advice service from their adviser to contact us directly rather than approaching a Claims Management Company. This will ensure that any amounts that may be due to them are received in full.

SECTION 172 (1) STATEMENT

The Company is a wholly owned subsidiary of Quilter plc and therefore operates in line with the strategy, that are set by the Quilter plc Board. This requires adherence to Group policies and procedures, including those relating to standards of business conduct, employees, the environment, the community, and other stakeholders as described in the Quilter plc Annual Report. The following statement should therefore be read in conjunction with the Quilter plc Annual Report 2024.

To ensure that Quilter achieves its purpose of brighter financial futures for every generation, it is critical for the Board to balance the needs, interests and expectations of our key stakeholders. At times these competing stakeholder views can be contradictory and in order to achieve long term success, it is the Board’s role to navigate these complexities. The Board, with support from Corporate Secretariat, continues to engage with management to explain the importance of the considerations referred to in section 172 (1) as part of good decision-making, to ensure that proposals coming to the Board contain appropriate information on the potential impact of business decisions on all stakeholders of the Company and other relevant matters. Insights into how Quilter plc has ensured that section 172 (1) considerations remain at the heart of the Group’s decision-making at all levels and the outputs of these decisions have been set out in the Quilter plc 2024 Annual Report.

The Directors of the Company are fully aware of their responsibilities to promote the success of the Company in accordance with section 172 (1) of the Companies Act 2006 and acknowledge that effective and meaningful engagement with stakeholders is key to promoting the success of the Company. Given the activities of the Company, the key stakeholders are limited to the Company’s sole shareholder, other Group entities, customers, advisers, suppliers, and regulators of our subsidiary entities. Consideration is given to these stakeholders when deliberating at Board meetings to the extent appropriate. Further details of how the Company has had regard for its stakeholders can be found in the Directors’ Report.

In overseeing the business of the Company during the year, the Board of the Company has paid due regard to its duty to promote the success of the Company for the benefit of Quilter plc, its ultimate parent company, in the long-term, by supporting the delivery of the Group’s strategic priorities.

The Board, and where appropriate its Audit Committee and Risk Committee considers and discusses information from across the organisation to help it understand the impact of the Company’s operations, and the interests and views of our key stakeholders. It also reviews strategy, financial and operational performance as well as information covering areas such as key risks, legal and regulatory compliance.

Quilter Financial Planning Limited

STRATEGIC REPORT (continued)

SECTION 172 (1) STATEMENT (continued)

This information is provided to the Board through reports sent in advance of each Board meeting, and through in-person presentations. The Board received the following regular reports during 2024:

- Chief Executive Officer's Report: provides the CEO's summary views of the significant matters impacting the Quilter Investment Platform business.
- Chief Finance Officer's Report: provides updates on the Company's financial performance against the Business Plan, prior year performance and other Key Performance Indicators.
- Chief Operating Officer's Report: provides an update across Operations, covering Client Services, customer complaints, as well as people metrics such as staff engagement.
- Chief Risk Officer's Report: provides an update on the Second Line opinion on the material risks to which the Company is exposed.
- People & Culture Update: summarises colleague engagement and wellbeing initiatives in addition to the monitoring of feedback from colleague surveys, actions taken to drive forward our Diversity and Inclusion agendas.

During the year, the Board reviewed the first annual Consumer Duty assessment for the regulated subsidiaries of the Company and, in so doing so, reviewed supporting assurance activity undertaken to assess whether products and services are delivering good customer outcomes. The Board, and the Risk Committee, continue to oversee management's focus on the delivery of these outcomes and receive regular reporting in respect of the same.

Maintaining an open and transparent relationship with our regulators is a key priority and the Board, Audit and Risk Committees receive regular reporting on key regulatory engagement. The Chief Risk Officer, as a standing attendee of each meeting, provides further updates as needed. The committees have also spent time reviewing the regulatory landscape and the action being taken to ensure the Company and its regulated subsidiaries are, and will continue to, meet regulatory expectations. The Board reviews the Company's conflicts of interest register at least annually to ensure that management are active in their assessment and mitigation of conflicts in order to protect the interests of Quilter's customers.

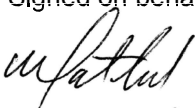
The importance of our suppliers is acknowledged by the Board and supplier relationships are managed and maintained in line with Quilter Group policy. Please refer to the Quilter plc 2024 Annual Report for further information on how we foster relationships with our suppliers.

The following are some examples of how the Directors have had regard to the matters set out in section 172 (1) when discharging their duties.

The Board receives regular updates from the Chief Executive Officer covering customer considerations. These include: customer-facing technology implementations, communication and branding strategy, and the status of any customer remediation programmes. Additionally, all Board and Committee papers include, where appropriate, analysis of the impact on customers of business proposals.

During the year, the Board deliberated and agreed upon an initial 35% acquisition of Beals Mortgage and Financial Services Limited. The acquisition was determined by the Board to be in the best interests of the Company as a whole and aligned with the Company strategy. Beals Mortgage and Financial Services Limited is an Appointed Representative which offers financial advice.

Signed on behalf of the Board



M O Satchel

Director

28 April 2025

Quilter Financial Planning Limited

DIRECTORS' REPORT

The Directors present their annual report and audited financial statements for the year ended 31 December 2024.

PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS

The review of the business and principal risks and uncertainties, as well as likely future developments in the business, are disclosed within the Strategic Report.

DIRECTORS

The Directors of the Company who held office during the year and up to the date of the signing of these financial statements were:

N A K Atkar
T J Breedon (resigned 11 September 2024)
T Essani (resigned 23 May 2024)
C F Hill (appointed 7 March 2024)
M Kilcoyne
S D Levin
R Markland
P S Matthews (resigned 23 May 2024)
A C M Morris (appointed 9 September 2024)
G M Reid
C J L Samuel
M O Satchel

The Company Secretary during the year was Quilter CoSec Services Limited.

DIRECTORS' THIRD-PARTY INDEMNITY PROVISIONS

Qualifying third-party indemnity provisions (as defined by section 234 of the Companies Act 2006) were in force during the course of the financial year ended 31 December 2024 for the benefit of the then Directors and at the date of this report, are in force for the benefit of the Directors in relation to certain losses and liabilities which they may incur (or have incurred) in connection with their duties, powers or office. In addition, the Company maintains Directors' and Officers' Liability Insurance which gives appropriate cover for legal action brought against its Directors.

FINANCIAL INSTRUMENTS

The Company's main exposure to risk arising from financial instruments is its exposure to credit risk arising on cash or short-term deposits and trade and other receivables. The Company's cash and cash equivalents are managed to ensure this risk is mitigated.

DIVIDENDS

The Directors do not recommend the payment of a dividend (2023: £nil).

EMPLOYEES

The company has one employee. On 1 May 2024 all other employees of the Company were transferred to Quilter Business Services Limited, a fellow Group undertaking.

POLITICAL DONATIONS

No political donations were made during the year (2023: £nil).

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DIRECTORS' REPORT (continued)

BUSINESS RELATIONSHIP STATEMENT

The Company forms part of the Quilter plc Group, with Quilter plc providing strategic and governance oversight to each of its subsidiaries. During the course of their decision-making, the Board of the Company and the Board of Quilter plc have considered their duties to stakeholders, including the need to foster business relationships.

Our Third-Party Risk Management policy sets out requirements with respect to our procurement, outsourcing and supplier management activities. Our Supplier Code of Conduct applies to all suppliers and their sub-contractors that provide goods and services to Quilter. It sets out the minimum standards we expect our suppliers to adhere to when doing business with Quilter in addition to the contractual terms agreed. The Code covers legal compliance, ethical standards, conflicts of interest, anti-bribery and corruption, brands, trademarks and intellectual property, information and data protection, labour standards, living wage, discrimination, health and safety, and environmental management. We also expect our suppliers to promote these standards in their own supply chain where practical.

An explanation of how the Directors have had regard to the need to foster the Company's business relationships with suppliers, and the effect of that regard, including on the principal decisions taken by the Company during the financial year, has been set out in the report and financial statements of the Quilter plc Annual Report for 2024, which does not form part of this report. There are no further considerations which would be relevant for the Company.

MANAGED CAPITAL

The Company's objectives in managing its capital are to ensure that there are adequate resources to meet the Company's liabilities as they fall due and to allocate capital efficiently to support growth and return excess capital where appropriate. The Company's capital position and the movement in this from the prior year are disclosed within the statement of changes in equity.

DISCLOSURE OF INFORMATION TO AUDITORS

Each Director at the date of approval of this report confirms that:

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

This confirmation is given in accordance with the provisions of the Companies Act 2006.

STATEMENT OF GOING CONCERN

The use of the going concern basis of accounting is considered appropriate, reflecting the commitment of the Company's ultimate parent company, Quilter plc, to provide continued capital support to the Company for at least the three years to 31 December 2027.

In light of the above there are no material uncertainties, related events or conditions that may cast significant doubt over the ability of the Company to meet its liabilities as they fall due, for at least 12 months from the date of approving these financial statements.

CLIMATE CHANGE

Quilter considers the climate-related risks and opportunities for its operations and investments and reports on these annually. The framework is aligned with the Task Force on Climate-related Financial Disclosures ("TCFD") disclosure requirements. Further details can be found online at: plc.quilter.com/responsible-business/reports-and-statements. Quilter has set operational carbon emissions targets, and these are part of the Executive Directors' Long-Term Incentive Plan. In our role as an investor, we continually work to embed climate considerations in our investment management and stewardship activity and offer clients climate focused investment solutions.

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DIRECTORS' REPORT (continued)

STREAMLINED ENERGY AND CARBON REPORTING

The Group is committed to managing its environmental impact and discloses annually against the TCFD Framework, Companies Act Climate Financial Disclosure requirements and to CDP (formerly known as the Carbon Disclosure Project), a globally recognized initiative for companies to measure, manage, disclose and reduce their environmental impacts. A full explanation of how the Directors have had regard to the impact on the environment is contained within the Quilter plc Annual Report 2024. The Company is exempt from reporting Company-specific information as it is a subsidiary of the Group who complies with the climate-related financial disclosures requirement in s414CB. However, for our investment activities, a report is published on the Quilter website at www.quilter.com/tcfd/, that discloses financial emissions and climate-related risk management.

INVESTING RESPONSIBLY

Within our investment management businesses, we embed Environmental, Social and Governance factors within our investment process and Quilter is a signatory of the UK Stewardship code and the UN-backed Principles for Responsible Investment. Within our advice and suitability processes we enable our clients to invest in accordance with their responsible investment preference.

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP has been appointed by the Company to hold office in accordance with section 485 of the Companies Act 2006.

Signed on behalf of the Board



M O Satchel
Director

28 April 2025

Quilter Financial Planning Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

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

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are responsible for the maintenance and integrity of the company's financial statements published on the ultimate parent company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Signed on behalf of the Board



M O Satchel

Director

28 April 2025

Independent auditors' report to the members of Quilter Financial Planning Limited

Report on the audit of the financial statements

Opinion

In our opinion, Quilter Financial Planning Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2024 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the ANNUAL REPORT AND FINANCIAL STATEMENTS (the "Annual Report"), which comprise: the Statement of financial position as at 31 December 2024; the Statement of comprehensive income and Statement of changes in equity for the year then ended; and the notes to the financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Quilter Financial Planning Limited

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2024 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' responsibilities in respect of the Financial Statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the

Quilter Financial Planning Limited

going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to manipulation of results by posting inappropriate journal entries and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Discussions with the Board Audit Committee, internal audit, management involved in the risk and compliance functions and the Quilter group's legal function;
- Reviewing relevant meeting minutes of the Board of Directors;
- Identifying and testing journal entries, in particular any journals which meet the defined risk criteria;
- Challenging assumptions made by management in accounting estimates and judgements, in particular in relation to the valuation of investments in subsidiaries; and
- Designing and performing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not,

Quilter Financial Planning Limited

in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Matthew Taplin (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
28 April 2025

Quilter Financial Planning Limited

Statement of comprehensive income

For the year ended 31 December 2024

	Note	2024 £'000	2023 £'000
Income			
Income from service activities		34,316	34,385
Dividend income		9,953	-
Investment return		7,191	3,235
Total income	5	<u>51,460</u>	<u>37,620</u>
Expenses			
Other operating and administrative expenses		(112,267)	(109,298)
Finance costs		(1,701)	(1,943)
Total expenses	6	<u>(113,968)</u>	<u>(111,241)</u>
Loss on disposal of subsidiary undertaking	10	(25,775)	-
Share of associated undertakings' profit after tax	11	106	-
Loss before tax		<u>(88,177)</u>	<u>(73,621)</u>
Tax credit on loss	7	805	13,460
Loss after tax		<u>(87,372)</u>	<u>(60,161)</u>
Total comprehensive income for the financial year		<u>(87,372)</u>	<u>(60,161)</u>

All the above amounts in the current and prior year derive from continuing activities.

The notes on pages 19 to 46 form an integral part of these financial statements.

Quilter Financial Planning Limited

Statement of changes in equity

For the year ended 31 December 2024

	Note	Ordinary share capital £'000	Share premium £'000	Capital Contribution £'000	Capital contribution related to share-based payment schemes £'000	Accumulated losses £'000	Total share- holders' funds £'000
Balance at 1 January 2024		191,073	56,800	25,000	3,393	(109,603)	166,663
Loss for the financial year		-	-	-	-	(87,372)	(87,372)
Total comprehensive income		-	-	-	-	(87,372)	(87,372)
Share-based payments		-	-	-	(817)	1,324	507
Share capital issued	16	77,000	-	-	-	-	77,000
Tax credit recognised in reserves		-	-	-	-	-	-
- IFRS 2		-	-	-	(1)	-	(1)
Balance at 31 December 2024		268,073	56,800	25,000	2,575	(195,651)	156,797

	Note	Ordinary share capital £'000	Share premium £'000	Capital Contribution £'000	Capital contribution related to share-based payment schemes £'000	Accumulated losses £'000	Total share- holders' funds £'000
Balance at 1 January 2023		133,073	56,800	25,000	3,252	(50,768)	167,357
Loss for the financial year		-	-	-	-	(60,161)	(60,161)
Total comprehensive income		-	-	-	-	(60,161)	(60,161)
Share-based payments		-	-	-	102	1,326	1,428
Share capital issued	16	58,000	-	-	-	-	58,000
Tax debit recognised in reserves		-	-	-	-	-	-
- IFRS 2		-	-	-	39	-	39
Balance at 31 December 2023		191,073	56,800	25,000	3,393	(109,603)	166,663

Total comprehensive income includes Loss and the total comprehensive income presented is equal to the Loss in both years presented.

The notes on pages 19 to 46 form an integral part of these financial statements.

Quilter Financial Planning Limited

Statement of financial position

At 31 December 2024

		£'000	£'000
	Note	2024	2023
Non-current assets			
Intangible assets	8	2,298	4,167
Property, plant and equipment	9	-	11
Investments in subsidiary undertakings	10	163,149	182,733
Investments in associated undertakings	11	13,388	-
Loans and advances	12	50,757	26,947
Deferred tax assets	13	10,035	3,214
Trade, other receivables and other assets	14	2,489	2,134
		<u>242,116</u>	<u>219,206</u>
Current assets			
Loans and advances	12	5,316	11,458
Trade, other receivables and other assets	14	78,114	76,022
Current tax assets		10,676	22,619
Cash and cash equivalents	15	29,232	36,286
		<u>123,338</u>	<u>146,385</u>
Current liabilities			
Loan due to Group undertaking	17	30,000	30,000
Trade, other payables and other liabilities	18	178,657	168,926
		<u>208,657</u>	<u>198,926</u>
Net current liabilities		<u>(85,319)</u>	<u>(52,541)</u>
Non-current liabilities			
Deferred tax liabilities		-	2
		<u>-</u>	<u>2</u>
Net assets		<u>156,797</u>	<u>166,663</u>
Equity			
Ordinary Share capital	16	268,073	191,073
Share premium	16	56,800	56,800
Capital contributions		25,000	25,000
Capital contributions related to share-based payment schemes		2,575	3,393
Accumulated losses		(195,651)	(109,603)
Total equity		<u>156,797</u>	<u>166,663</u>

The notes on pages 19 to 46 form an integral part of these financial statements.

The financial statements on pages 16 to 46 were approved by the Board of Directors and authorised for issue on 28 April 2025 and signed on its behalf by:



.....

M O Satchel

Director

Company No: 05372217

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

General information

Quilter Financial Planning Limited (the “**Company**”) is a private company limited by shares incorporated in England and Wales and domiciled in the United Kingdom (“**UK**”). The principal activities of the Company are disclosed in the strategic report on page 2.

The address of its registered office is disclosed in the Company information section on page 1.

1: Basis of preparation

The financial statements of Quilter Financial Planning Limited for the year ended 31 December 2024 have been prepared in accordance with Financial Reporting Standard 101, ‘Reduced Disclosure Framework’ (“**FRS 101**”). The financial statements have been prepared under the historical cost convention modified by items measured at fair value and in accordance with the Companies Act 2006 as applicable to companies using FRS 101. These financial statements are presented in pounds sterling, which is the currency of the primary economic environment in which the Company operates.

These are separate financial statements as the Company has elected under the Companies Act s.400 not to prepare consolidated financial statements.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

The format of the statement of financial position has been changed for 2024 reporting to present subtotals for current and non-current assets and for current and non-current liabilities. This change has been made in order to provide additional information within the primary statements. The prior year figures in respect of 2023 have been re-presented in the new format to ensure comparability. For each asset and liability line item, those amounts expected to be recovered or settled after more than twelve months after the reporting date are disclosed separately in the notes to the financial statements.

The Company has taken advantage of the disclosure exemptions available under FRS 101 in relation to the presentation of a cash flow statement, disclosures relating to capital management, contracts with customers, fair value measurement, financial instruments, impairments, related party transactions, share-based payments, share capital, not showing a third balance sheet for re-presentation of Statement of financial position format and comparative information for certain types of assets. The Company has also taken advantage of the exemption from the requirement to disclose information when the Company has not applied a new accounting standard that has been issued but is not yet effective. Where required equivalent disclosures are included in the consolidated financial statements of Quilter plc.

The accounting policies set out below, have, unless otherwise stated, been applied consistently to all periods presented on these financial statements.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

1: Basis of preparation (continued)

New standards, amendments to standards, and interpretations adopted by the Company.

The amendments to accounting standards in the table below became applicable for the current reporting period, with no material impact on the Company's results.

Adopted by the Company from	Amendments to standards
1 January 2024	Amendments to IAS 1 Presentation of Financial Statements – classification of liabilities as current and non-current
1 January 2024	Amendments to IAS 1 Presentation of Financial Statements – non-current liabilities with covenants
1 January 2024	Amendments to IFRS 16 Leases – Sale and leaseback transactions
1 January 2024	Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures – Supplier Finance Arrangements

Going concern

The Directors believe that the Company is well placed to manage its business risks in the context of the current economic outlook and has sufficient financial resources to continue in business for a period of at least 12 months from the date of approval of these financial statements and continue to adopt the going concern basis in preparing the financial statements.

In assessing this, the Directors have considered:

- the liquidity of the Company's assets;
- the written commitment of the Company's indirect parent to provide the required level of continued capital support for at least three years to 31 December 2027 along with the managements' consideration of the parent's ability to provide that support.

The use of the going concern basis of accounting is considered appropriate, reflecting the letter of support received from the Company's ultimate holding company, Quilter plc, confirming its intention to provide continued capital support to the Company for at least the three years to 31 December 2027.

In light of the above there are no material uncertainties, related events or conditions that may cast significant doubt over the ability of the Company to meet its liabilities as they fall due, for at least 12 months from the date of approving these financial statements.

Liquidity analysis of the Statement of financial position

The Company's Statement of financial position is in order of liquidity as is permitted by IAS 1 Presentation of Financial Statements.

2: Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including reasonable expectations of future events. The Quilter plc and Affluent Boards Audit Committees review these areas of judgement and estimates and the appropriateness of material accounting policies adopted in the preparation of these financial statements.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

2: Critical accounting estimates and judgements (continued)

Critical accounting judgements

The Company's critical accounting judgements are those that management makes when applying its material accounting policies and that have the most effect on the net profit and net assets recognised in the Company's financial statements. There are no critical accounting judgements for the Company for the current year or prior year.

Critical accounting estimates

The Company's critical accounting estimates involve the most complex or subjective assessments and assumptions, which have a significant risk of resulting in material adjustment to the net carrying amounts of assets and liabilities within the next financial year. Management uses its knowledge of current facts and circumstances and applies estimation and assumption setting techniques that are aligned with relevant accounting standards and guidance to make predictions about future actions and events. Actual results may differ from those estimates.

Impairment of investment in subsidiaries - measurement

The amount of any impairment expense is calculated by comparing the carrying value of the underlying investment to the recoverable value, being the higher of the value-in-use ("VIU") and its fair value ("FV") less costs to sell.

Value in use is considered to be net assets (excluding investments and goodwill) plus discounted cash flow of future results as per the 2025 to 2027 business plan less the impact of planned new offerings.

Fair value, being net assets (excluding investments and goodwill) plus the value at which any cash generating unit could be sold at arm's length, is considered to be represented by value in use plus the expected sales value of customer books, less estimated disposal costs.

Further detail on the estimates adopted and related sensitivities is included in Note 10.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

3: Material accounting policies

The Company's material accounting policies are described below. There have been no changes to the Company's material accounting policies as a result of changes in accounting standards during the year.

Income from service activities

Fee income and other income from service activities represent the fair value of services provided, net of value added tax. Revenue is only recognised to the extent that management is satisfied that it is highly probable that no significant reversal of the revenue recognised will be required when uncertainties are resolved.

Investment income

Investment income includes interest income which is recognised using the effective interest rate method which allocates interest and other finance costs at a constant rate over the expected life of the financial instrument.

Staff costs

Staff costs are classified as those costs of employing staff incurred directly by the Company. Staff employed by other Group companies and recharged to the Company are classified as Direct Management Charges. All staff costs are recognised in the profit and loss as a cost when incurred.

Investments in subsidiaries

Parent Company investments in subsidiary undertakings are initially stated at cost. Subsequently, investments in subsidiary undertakings are stated at cost less any impairment. An investment in a subsidiary is deemed to be impaired when its carrying amount is greater than its estimated recoverable amount, and there is evidence to suggest that the impairment occurred subsequent to the initial recognition of the asset in the financial statements. All impairments are recognised in the Company Statement of comprehensive income as they occur.

Investments in associates

Associates are entities over which the Company has significant influence, but not control or joint control, through its participation in the entity's financial and operating policy decisions. Significant influence is generally demonstrated by the Company holding between 20% and 50% of the voting rights. Voting rights are not the only consideration, all other relevant factors, contractual or otherwise, are assessed in determining whether the Company has the ability to exercise significant influence.

The results, assets and liabilities of associates are incorporated into these financial statements using the equity method of accounting from the date that significant influence commences until the date it ends. Under this method, the cost of the investment in an associate together with the Company's share of that entity's post-acquisition changes to shareholders' funds is included as an asset in the Statement of financial position.

Subsequent to initial recognition, the financial statements include the Company's share of the profit or loss and other comprehensive income of the associate until the date on which significant influence ceases.

Investments in associates that are held with a view to subsequent resale are accounted for as non-current assets held for sale.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

3: Material accounting policies (continued)

Financial instruments

Financial instruments cover a wide range of financial assets, including financial investments, trade and intercompany receivables and cash and cash equivalents and certain financial liabilities, including trade payables, and borrowings. Financial assets and financial liabilities are recognised in the Company's Statement of financial position when the Company becomes party to the contractual provisions of the instrument. The Company derecognises a financial asset when the contractual rights to receive cash flows have expired or been forfeited by the Company. A financial liability is derecognised when the liability is extinguished.

Initial measurement

A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at Fair value through the Profit and Loss ("FVTPL"), transaction costs that are directly attributable to its acquisition.

Subsequent measurement

The classification of financial assets depends on (i) the purpose for which they were acquired, (ii) the business model in which a financial asset is managed, and (iii) its contractual cash flow characteristics. Two categories are applicable within the Company: FVTPL, and amortised cost. This classification determines the subsequent measurement basis. The following accounting policies apply to the subsequent measurement of financial assets.

Measurement basis	Accounting policies
Financial assets at FVTPL	These financial assets are subsequently measured at fair value. Net gains and losses, including interest and dividend income, are recognised in profit or loss.
Amortised cost	These financial assets are subsequently measured at amortised cost using the effective interest rate method. The amortised cost is reduced by impairment losses. Interest income and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Fair value measurement

Fair value is a market-based measure and is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. For a financial instrument, the best evidence of fair value at initial recognition is normally the transaction price, which represents the fair value of the consideration given or received.

Where observable market prices in an active market, such as bid or offer (ask) prices are unavailable, fair value is measured using valuation techniques based on the assumptions that market participants would use when pricing the asset or liability. If an asset or a liability measured at fair value has a bid or an offer price, the price within the bid-offer spread that is most representative of fair value is used as the basis of the fair value measurement.

Amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not measure at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

3: Material accounting policies (continued)

Amortised cost (continued)

For the purposes of this assessment, principal is defined as the fair value of the financial asset on initial recognition. Interest is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

All other financial assets that are not measured at amortised cost are classified and measured at FVTPL.

Loans and advances

Loans with fixed maturities are recognised when cash is advanced to the borrowers. Other loans and advances are carried at amortised cost using the effective interest rate method. These assets are subject to the impairment requirements outlined below.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances, money market collective investment funds and other short-term deposits with an original maturity of three months or less.

Cash and cash equivalents held within money market collective investment funds are classified as FVTPL. All other cash and cash equivalents are classified as amortised cost which means they are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method and are subject to the impairment requirements outlined below. The carrying amount of cash and cash equivalents equate to fair value.

Financial liabilities

Financial liabilities, being the Company's trade payables and borrowings, are measured at amortised cost using the effective interest method.

Trade payables and receivables

Trade payables and receivables are classified at amortised cost. Due to their short-term nature, their carrying amount is considered to be the same as their fair value.

Impairment of financial assets

The expected loss accounting model for credit losses applies to financial assets measured at amortised cost, but not to financial assets at FVTPL. Financial assets at amortised cost include trade and intercompany receivables, cash and cash equivalents (excluding money market collective investment funds which are measured at fair value), fixed term deposits and loans and advances.

Credit loss allowances are measured on each reporting date according to a three-stage expected credit loss ("ECL") impairment model:

Performing financial assets:

Stage 1

From initial recognition of a financial asset to the date on which an asset has experienced a significant increase in credit risk relative to its initial recognition, a stage 1 loss allowance is recognised equal to the credit losses expected to result from its default occurring over the earlier of the next 12 months or its maturity date ("**12-month ECL**").

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

3: Material accounting policies (continued)

Stage 2

Following a significant increase in credit risk relative to the initial recognition of the financial asset, a stage 2 loss allowance is recognised equal to the credit losses expected from all possible default events over the remaining lifetime of the asset (“**Lifetime ECL**”).

The assessment of whether there has been a significant increase in credit risk requires considerable judgement, based on the lifetime probability of default (“**PD**”). Stage 1 and 2 allowances are held against performing loans; the main difference between stage 1 and stage 2 allowances is the time horizon. Stage 1 allowances are estimated using the PD with a maximum period of 12 months, while stage 2 allowances are estimated using the PD over the remaining lifetime of the asset.

Impaired financial assets:

Stage 3

When a financial asset is considered to be credit-impaired, the allowance for credit losses (“**ACL**”) continues to represent lifetime expected credit losses. However, interest income is calculated based on the amortised cost of the asset, net of the loss allowance, rather than its gross carrying amount.

Application of the impairment model

The Company applies the ECL model to all financial assets that are measured at amortised cost:

- Trade and intercompany receivables, to which the simplified approach prescribed by IFRS 9 is applied. This approach requires the recognition of a Lifetime ECL allowance on day one and thereafter.
- Loans and cash and cash equivalents at amortised cost, to which the general three-stage model (described above) is applied, whereby a 12 month ECL is recognised initially and the balance is monitored for significant increases in credit risk which triggers the recognition of a Lifetime ECL allowance.

ECLs are probability-weighted estimates of credit losses. ECLs for financial assets that are not credit-impaired at the reporting date are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due in accordance with the contract and the cash flows that the Company expects to receive). Full provision is made for amounts due from advisers on termination of their relationship with the Company. ECLs for financial assets that are credit-impaired at the reporting date are measured as the difference between the gross carrying amount and the present value of estimated future cash flows. ECLs are discounted at the effective interest rate of the financial asset. The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

The measurement of ECLs considers information about past events and current conditions, as well as supportable information about future events and economic conditions. The Company has implemented its impairment methodology for estimating the ECL, taking into account forward-looking information in determining the appropriate level of allowance. In addition, it has identified indicators and set up procedures for monitoring for significant increases in credit risk.

Inter-company balances are assessed for expected credit loss, but due to the value of cash within the Group, which could be waterfalled around each business, and no historical losses incurred on inter-company balances, no ECL has been recognised on inter-company balances

Presentation of impairments

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

3: Material accounting policies (continued)

Write-offs

Loans and debt securities are written off (either partially or in full) when there is no realistic prospect of the amount being recovered. This is generally the case when the Company concludes that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

Employee benefits

Note, as the majority of employees left during 2024, these benefits have largely ceased and will completely end during 2025

Pension scheme

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The amount charged to the Statement of comprehensive income represents the contributions payable to the scheme in respect of the accounting period.

Employee share-based payments

The Company participates in the Quilter PLC share incentive plans for its employees. These involve an award of shares or options in the Group (equity-settled share-based payments).

The Group's incentive plans have conditions attached before the employee becomes entitled to the award. These can be performance and/or service conditions (vesting conditions) or conditions that are often wholly within the control of the employee, for example where the employee has to provide funding during the vesting period, which is then used to exercise share options (non-vesting condition).

The fair value of share-based payment awards granted is recognised as an expense in the profit and loss over the vesting period which accords with the period for which related services are provided by the employee. A corresponding increase in equity is recognised.

For equity-settled plans, the fair value is determined at grant date and not subsequently re-measured. For cash settled plans, the fair value is re-measured at each reporting date and the date of settlement, with any changes in fair value recognised in the profit or loss for the period and adjusted to equity accordingly.

At each period end the Company reassesses the number of equity instruments expected to vest and recognises any difference between the revised and original estimate in the profit and loss with a corresponding adjustment to the share-based payments reserve in equity.

At the time the equity instruments vest, the amount recognised in the share-based payments reserve in respect of those equity instruments is transferred to retained earnings.

The majority of Company employees except one transferred to Quilter Business Services Limited as at 1 May 2024. Prior to this transfer, the fair value of share-based payment awards was recognised as an expense in the profit and loss over the vesting period which accords with the period for which related services were provided by the employee. A corresponding increase in equity was recognised for equity-settled plans.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

3: Material accounting policies (continued)

Taxation

Current tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date and any adjustment to income tax payable in respect of previous years. Current tax is charged or credited to the profit and loss, except when it relates to items recognised directly in equity or in other comprehensive income.

Deferred tax

Deferred taxes are calculated according to the Statement of financial position method, based on temporary differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised.

Deferred tax is charged or credited to the profit and loss, except when it relates to items recognised directly in equity or in other comprehensive income. In certain circumstances, as permitted by accounting standards, deferred tax balances are not recognised. In particular, where the liability relates to the initial recognition of goodwill, or transactions that are not a business combination and at the time of their occurrence affect neither accounting nor taxable profit. Note 13 includes further detail of circumstances in which the Company does not recognise temporary differences.

Intangible assets

Intangible assets acquired as part of a business combination

Intangible assets acquired as part of a business combination are recognised where they are separately identifiable and can be measured reliably. Acquired intangible assets consist primarily of contractual relationships such as customer relationships and distribution channels. Such items are capitalised at their fair value, represented by the estimated net present value of the future cash flows from the relevant relationships acquired at the date of acquisition. Brands and similar items acquired as part of a business combination are capitalised at their fair value based on a 'relief from royalty' valuation methodology.

Subsequent to initial recognition, acquired intangible assets are measured at cost less amortisation and any recognised impairment losses. Amortisation is recognised at rates calculated to write off the cost or valuation less estimated residual value, using a straight-line method over their estimated useful lives as set out below:

Distribution channels 8 years

Customer relationships 10 years

The economic lives are determined by considering relevant factors such as usage of the asset, product life cycles, potential obsolescence, competitive position and stability of the industry. The amortisation period is re-evaluated at the end of each financial year end.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

3: Material accounting policies (continued)

Impairment testing for intangible assets

For intangible assets with finite lives, impairment charges are recognised where evidence of impairment is observed. Indicators of impairment can be based on external factors, such as significant adverse changes to the asset as part of the overall business environment and internal factors, such as worse than expected performance reflected in the Company's three-year Business Plan. If an indication of impairment exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). The recoverable amount is calculated as the higher of fair value less costs to sell and value in use. If the recoverable amount of an intangible asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense in the profit and loss immediately, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease. Where an intangible asset is not yet available for use it is subject to an annual impairment test by comparing the carrying value with the recoverable amount. The recoverable amount is estimated by considering the ability of the asset to generate sufficient future economic benefits to recover the carrying value.

Property, plant and equipment

Fixtures and fittings are stated at cost less accumulated depreciation and accumulated impairment in value. Fixtures and fittings are depreciated on a straight-line basis over their useful economic life which in all cases is 3 years.

Leasehold improvements are stated at cost less accumulated depreciation and accumulated impairment in value. Fixtures and fittings are depreciated on a straight-line basis over their useful economic life which reflects the term of the lease.

Computer equipment is stated at cost less accumulated depreciation and accumulated impairment in value. Computer equipment is depreciated on a straight-line basis over 3 years.

Depreciation and impairment losses are recognised in the Statement of comprehensive income within administrative expenses. Impairment reviews take place when events or changes in circumstances indicate that the carrying value may not be recoverable.

An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the de-recognition of the asset is included in the Statement of comprehensive income in the period of derecognition.

Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is more probable than not that an outflow of economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Provisions are measured at management's best estimate of the expenditure required to settle the obligation at the reporting date. Where the effect of the time value of money is material, provisions are discounted and represent the present value of the expected expenditure. Provisions are not recognised for future operating costs or losses.

Contingent liabilities are possible obligations of the Company of which the timing and amount are subject to significant uncertainty. Contingent liabilities are not recognised in the Statement of financial position unless they are assumed by the Company as part of a business combination. They are however disclosed unless they are considered to be remote. If a contingent liability becomes probable and the amount can be reliably measured it is no longer treated as contingent and recognised as a liability.

Contingent assets, which are possible benefits to the Company, are only disclosed if it is probable that the Company will receive the benefit. If such a benefit becomes virtually certain, it is no longer considered contingent and is recognised on the Statement of financial position as an asset.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

4: Significant changes in the year

Employees

The majority of Company's direct employees were transferred, via Transfer of Undertakings (Protection of Employment), to Quilter Business Services Limited, a fellow group undertaking, from 1 May 2024. Since the transfer, management services in relation to the transferred employees is provided to the Company by Quilter Business Services Limited.

Since that date only one employee is directly employed by the Company.

5: Total income

	2024	2023
	£'000	£'000
Income from service activities	34,316	34,385

Income from service represents the charging of management fees to the Company's subsidiaries and is derived from continuing operations in the United Kingdom.

Investment income comprises;

	2024	2023
	£'000	£'000
Interest income on		
Adviser loans	4,136	2,540
Bank balances	3,055	695
Total interest income	7,191	3,235

Dividend income

	2024	2023
	£'000	£'000
Dividend income	9,953	-
Total Dividend income	9,953	-

Dividend income of £9,952,781 was received in the year from a subsidiary entity, Caerus Capital Group Limited following the liquidation of the entity (see note 10).

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

6: Total expenses

This note provides further details in respect of the items appearing in in expenses on the statement of comprehensive income.

	2024 £'000	2023 £'000
Staff costs	7,450	28,865
Depreciation of property and equipment (note 9)	-	37
Amortisation of intangible assets (note 8)	1,869	1,623
Management charges from Group companies	81,515	57,137
Professional and regulatory costs	8,589	9,728
Technology	2,478	1,737
Adviser costs	3,957	3,130
Administration and other expenses	6,409	7,041
Total other operating and administrative expenses	112,267	109,298

For the first four months of 2024 and for 2023 the Company had direct employees whose costs are included in staff costs, the details of which are disclosed below. Post that date the costs are included in Management charges from Group Companies.

Staff costs and other employee-related costs

	2024 £'000	2023 £'000
Wages and salaries	5,418	22,871
Share-based payments	419	1,292
Social security costs	1,071	2,397
Other pension costs	427	1,681
Other benefits	115	624
Total staff costs	7,450	28,865

	Number 2024	Number 2023
The average number of persons employed by the Company was:		
Directors	-	6
Administrative staff	73	238
Operational staff	-	91
Total average number of employees during the year	73	335

Operational staff are those employees directly employed in provision of financial advice or support of financial advisers.

The monthly average number of persons employed by the Company is based on permanent employees and fixed term contractors.

The Company's employees were transferred to Quilter Business Services Limited, a fellow group undertaking from 1 May 2024. The Company had one employee at the end of 2024.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

6: Total expenses (continued)

Directors' remuneration

	2024 £'000	2023 £'000
Proportion of Directors' emoluments paid by third parties attributable to the company		
Remuneration	633	1,556
Pension	3	9
Total share-based payments	312	583
	948	2,148
	2024 £'000	2023 £'000
Emoluments of the highest paid Director		
Aggregate emoluments excluding pension contribution	260	619
Pension contributions	3	8
Share-based payments	302	353

2 Directors had money paid to money purchase schemes during the year (2023: 3).

2 Directors received, or were due to receive, shares or share options under a long-term incentive scheme (2023: 4).

2 Directors exercised options during the year (2023: 4).

During the year there was no compensation for loss of office paid to Directors (2023: £nil); this includes the estimated money value of the following benefits: payment in lieu of notice, loss of participation in the Save As You Earn scheme, pay-out of contractual long term incentive, pension contributions, bonus and statutory redundancy.

The Directors' remuneration was paid by other Group entities.

Auditors' remuneration

Included in other operating and administrative expenses are fees paid to the Company's auditors. These can be categorised as follows:

	2024 £'000	2023 £'000
Audit of the Company's financial statements	82	78
Total Company auditors' remuneration	82	78

Finance costs

This note analyses the interest costs on our borrowings and similar charges, all of which are valued at amortised cost.

Finance costs comprise:

	2024 £'000	2023 £'000
Interest on VAT liability	20	-
Interest expense on loan	-	333
Interest payable on loan from Lighthouse Advisory Services Limited	1,681	1,610
Total finance costs	1,701	1,943

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

7: Tax credit on loss

Tax credited to loss

	£'000 2024	£'000 2023
Current tax		
United Kingdom	-	(16,824)
Adjustments to current tax in respect of prior periods	6,016	3,694
Total current tax charge/(credit)	6,016	(13,130)
Deferred tax		
Origination and reversal of temporary differences	(7,242)	(283)
Effect on deferred tax of changes in tax rates	-	(51)
Adjustments to deferred tax in respect of prior periods	421	4
Total deferred tax credit	(6,821)	(330)
Total tax credited to loss	(805)	(13,460)

Reconciliation of total income tax credit

The income tax credited to loss differs from the amount that would apply if all of the Company's losses from the different tax jurisdictions had been taxed at the UK standard corporation tax rate. The difference in the effective rate is explained below:

	2024 £'000	2023 £'000
Loss before tax from continuing operations	(88,177)	(73,621)
Corporation Tax credit at 25% (2023: 23.5%)	(22,044)	(17,301)
Effect of:		
Dividends received not taxable	(2,488)	-
Income/gains not taxable	(28)	-
Expenses not deductible for tax purposes	10,874	194
Adjustments to current tax in respect of prior years	6,016	3,694
Impairments/losses not deductible for tax	6,444	-
Effect on deferred tax for changes in tax rates	-	(51)
Adjustments to deferred tax in respect of prior years	421	4
Total tax credited to loss	(805)	(13,460)

The Company has recognised deferred tax assets as disclosed in note 13. The Company considers that future years' losses will be sufficient to utilise the tax asset carried forward.

Pillar II Taxes

Pillar II legislation has been substantively enacted in the UK, introducing a Pillar II minimum effective tax rate of 15%. The legislation implements a Multinational Top-up Tax ("MTT") and a Domestic Top-up Tax ("DTT"), effective for the Company's financial year beginning 1 January 2024. The Group has applied the exemption under IAS 12.4A and accordingly will not recognise or disclose information about deferred tax assets and liabilities related to Pillar II income taxes.

The assessment of the exposure to Pillar II income taxes has shown that the Company is not subject to a top up tax as the Group's UK Pillar II effective tax rate is above 15%.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

8: Intangible assets

Analysis of intangible assets

The table below shows the movements in cost and amortisation of intangible assets.

	£'000	£'000	£'000
	Sesame Adviser	Computer software	Total
Gross amount			
01 January 2024	1,389	8,801	10,190
31 December 2024	1,389	8,801	10,190
Accumulated amortisation and impairment losses			
01 January 2024	1,183	4,840	6,023
Amortisation charge for the year	109	1,760	1,869
31 December 2024	1,292	6,600	7,892
Carrying amount			
31 December 2023	206	3,961	4,167
31 December 2024	97	2,201	2,298

The cost of acquiring advisers from Sesame Bankhall in 2015 was capitalised. These payments are recorded at cost and then amortised over the expected life of the benefit derived from the income stream of those advisers, which is assessed as being 10 years. The asset has a remaining amortisation period of 1 year (2023: 1.6 years).

Computer software has a remaining amortisation period of 0.5 years (2023: 1.5 years).

Impairment testing

In accordance with the requirements of IAS 36 Impairment of Assets, goodwill and intangible assets are tested for impairment annually if they fall under the following categories: intangible assets with indefinite useful lives; intangible assets not yet available for use; and goodwill acquired in a business combination.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

9: Property, plant and equipment

	£'000	£'000
	Leasehold improvements	Total
Gross amount		
01 January 2024	36	36
Disposal	(36)	(36)
31 December 2024	-	-
Accumulated depreciation and impairment losses		
01 January 2024	25	25
Disposal	(25)	(25)
31 December 2024	-	-
Carrying amount		
31 December 2023	11	11
31 December 2024	-	-

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

10: Investments in subsidiary undertakings

Investments in subsidiaries are stated at cost, less impairment in value. All shares held are Ordinary Shares.

	Subsidiaries	Subsidiaries
	2024	2023
	£'000	£'000
Balance at the beginning of the year	182,733	182,733
Addition of subsidiary	6,191	-
Disposal of subsidiary	(25,775)	-
Balance at the end of the year	163,149	182,733

Addition of subsidiary

On 26th January 2024, the Company became the direct parent of Quilter Financial Limited which was previously an indirect subsidiary of Caerus Capital Group Limited. The Company acquired the entire share capital of Quilter Financial Limited for consideration of £6,191,000 which represents the carrying value of the entity.

Disposal of subsidiary

On 7th March 2024 a subsidiary undertaking Caerus Capital Group Limited was placed into liquidation. At that point the subsidiary had no remaining assets. As a result, an impairment was taken to the value of the subsidiary investment equal to the carrying value of the entity, £25,774,929 which was recognised in the Statement of comprehensive income.

As part of the liquidation, Caerus Capital Group declared a dividend in specie to the Company for £9,952,781 (see note 5).

Annual impairment test

In accordance with the requirements of IAS 36 Impairment of Assets, an entity shall assess at the end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the entity shall estimate the recoverable amount of the asset. The carrying amounts of the Company's investments in subsidiaries are compared with the recoverable value, being the higher of the value in use ("VIU") and its fair value ("FV") less costs to sell. If applicable, an impairment charge is recognised in the profit and loss when the recoverable amount is lower than the carrying value.

Impairment of investment

2024

Fair value

In order to assess whether there was any indication that an investment in a subsidiary may be impaired management reviewed the fair value of each subsidiary, calculated as the value of its net assets (excluding investments in subsidiaries and intangible assets), plus an estimated 2.74% (2023: 4%) of assets under management (being expected proceeds on sale of customer books), less disposal costs calculated of between 3-5% (2023: 3.5%) of those proceeds.

The Company concluded there was no indication of impairment for the year ended 31 December 2024 (2023: nil).

Sensitivity analysis

Management have performed sensitivity tests to assess the impact of changes to underlying assumptions on the FV calculation and to stress the FV. If the proceeds on sale of customer books were to reduce to 1.74%, an impairment of £8,300,000 would be required to the investment in Charles Derby Group Limited and a further impairment of £14,000,000 to the investment in Lighthouse Group. The surplus in respect of other entities is sufficient that they do not become impaired under this scenario.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

10: Investments in subsidiary undertakings (continued)

Sensitivity analysis (continued)

During the normal course of business, from time to time, the Company's subsidiaries receive complaints and claims from customers including, but not limited to, complaints to the Financial Ombudsman Service and legal proceedings related thereto, enters into commercial disputes with service providers and other parties, and is subject to discussions and reviews with regulators. The costs, including legal costs, of these issues as they arise can be significant and, where appropriate, provisions have been established by the Company's subsidiaries. The recoverable value of the Company's investments in subsidiaries will therefore be sensitive to these provisions. Any provisions recognised by the Company's subsidiaries at year end have been included within the assessment of impairment in investment in subsidiaries.

The subsidiary undertakings at the year end, all wholly owned (with 100% voting rights) and registered in England, Wales and Scotland are:

Company name	Share class	Registered office address
Quilter Financial Services Limited	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Quilter Financial Planning Solutions Limited	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Quilter Wealth Limited	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Quilter Mortgage Planning Limited	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Charles Derby Group Limited	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Quilter Financial Advisers Limited*	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Charles Derby Wealth Management Limited*	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Quilter Financial Limited	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Lighthouse Group Limited (formerly Lighthouse Group plc)	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Lighthouse Advisory Services Limited*	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Lighthouse Financial Advice Limited*	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
Lighthouse Wealth Limited*	Ordinary	Senator House, 85 Queen Victoria Street,

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

London, England, EC4V 4AB

10: Investments in subsidiary undertakings (continued)

Lighthouse Corporate Services Limited*	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
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* Not directly held entities

Companies in liquidation

Think Synergy Limited (Placed into liquidation 07/03/24)	Ordinary	Ernst & Young Llp, 1 More London Place, London, SE1 2AF
Blueprint Financial Services Limited (Placed into liquidation 07/03/24)	Ordinary	Ernst & Young Llp, 1 More London Place, London, SE1 2AF
Blueprint Organisation Limited (Placed into liquidation 07/03/24)	Ordinary	Ernst & Young Llp, 1 More London Place, London, SE1 2AF
Blueprint Distribution Limited (Placed into liquidation 25/10/23)	Ordinary	Ernst & Young Llp, 1 More London Place, London, SE1 2AF
Caerus Capital Group Limited (Placed into liquidation 07/03/24)	Ordinary	Ernst & Young Llp, 1 More London Place, , London, SE1 2AF
Caerus Holdings Limited (Placed into liquidation 07/03/24)	Ordinary	Ernst & Young Llp, 1 More London Place, London, SE1 2AF
Caerus Wealth Solutions Limited (Placed into liquidation 07/03/24)	Ordinary	Ernst & Young Llp, 1 More London Place, London, SE1 2AF
Caerus Wealth Limited (Placed into liquidation 07/03/24)	Ordinary	Ernst & Young Llp, 1 More London Place, London, England, EC4V 4AB
Lighthouse Wealth Management Limited (Placed into liquidation 25/10/23)	Ordinary	Ernst & Young Llp, 1 More London Place London, England, SE1 2AF
The Falcon Group Limited (Placed into liquidation 10/11/22)	Ordinary	C/O Teneo Restructuring Limited, 156 Great Charles Street, Birmingham, B3 3HN
Financial Services Advice & Support Limited (Placed into liquidation 25/10/23)	Ordinary	Ernst & Young Llp Atria One, 144 Morrison Street, Edinburgh, Scotland, EH3 8EX

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

10: Investments in subsidiary undertakings (continued)

Companies dissolved in the year

Intrinsic Cirilium Investment Company Limited (dissolved 25.01.24)	Ordinary	C/O Teneo Financial Advisory Limited, The Colmore Building, 20 Colmore Circus, Queensway, Birmingham, B4 6AT
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Companies dissolved post year end

Lighthouse Support Services Limited (dissolved 02/02/25)	Ordinary	Ernst & Young Llp, 1 More London Place London, England, SE1 2AF
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LighthouseXpress Limited (dissolved 02/02/25)	Ordinary	Ernst & Young Llp, 1 More London Place London, England, SE1 2AF
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Lighthouse Benefits Limited (dissolved 02/02/25)	Ordinary	Ernst & Young Llp, 1 More London Place London, England, SE1 2AF
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Charles Derby Private Clients Limited (dissolved 06/02/25)	Ordinary	Ernst & Young Llp, 1 More London Place London, England, SE1 2AF
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Forward Thinking Wealth Management Limited (dissolved 06/02/25)	Ordinary	Ernst & Young Llp, 1 More London Place London, England, SE1 2AF
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Luceo Asset Management Limited (dissolved 06/02/25)	Ordinary	Ernst & Young Llp, 1 More London Place London, England, SE1 2AF
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Companies liquidated post year end

Falcon Financial Advice Limited* (liquidated 21/03/25)	Ordinary	Senator House, 85 Queen Victoria Street, London, England, EC4V 4AB
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* Not directly held entities

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

11: Investments in associated undertakings

The Company has an interest in the following associates which are accounted for using the equity method. None of these associates are market traded. The UK is the country of incorporation and principal place of business for the associates which have a reporting year ending 31 March.

	% of ownership interest		Carrying amount	
	2024	2023	2024	2023
Associates	%	%	£'000	£'000
Beals Mortgage and Financial Services Limited	35%	-	12,388	-
Clinton Kennard Associates Ltd	35%	-	1,000	-
Total equity-accounted associates	35%	-	13,388	-

Summarised financial information for material associate

The information disclosed reflects the amounts presented in the financial statements of the material associate and not the Company's share of those amounts.

	31 December 2024 £'000
Beals Mortgage and Financial Services Limited	
Summarised Statement of financial position	
Total current assets	7,118
Total non-current assets	2,952
Total current liabilities	193
Total non-current liabilities	-
Net assets	9,877
Reconciliation to carrying amounts:	
Opening net assets at 1 April	8,928
Profit for the period	949
Dividend paid	-
Closing net assets at 31 December	9,877
% of Group share	35%
Company share of closing net assets	3,456
Notional goodwill ¹	8,882
Carrying amount	12,338
Summarised statement of comprehensive income	
Profit for the period from 1 April to 31 December 2024	949
Total comprehensive income	949

¹ The goodwill forms part of the investment in associates balance in the Company's Statement of financial position.

In October 2024, the Company acquired a 35% direct ownership interest in Beals Mortgage and Financial Services Limited and an equal proportion of the voting rights. Beals is an Appointed Representative which offers financial advice. For the period to 31 December 2024, Beals had generated revenue of £3 million. As at 31 December 2024, Beals had no contingent liabilities.

Also during October 2024, the Company also acquired a 35% interest in an immaterial associate: Clinton Kennard Associates Ltd. The Company's share of profit from this associate was immaterial in 2024. The aggregate carrying amount of the immaterial associates is disclosed above.

The Company's share of associates profit after tax since acquisition was £105,781.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

12: Loans and advances

This note analyses the loans and advances the Company has made. The carrying amounts of loans and advances were as follows:

	2024 £'000	2023 £'000
Loans and advances to advisers	55,573	37,905
Loan due from Group undertaking	500	500
Total net loans and advances	56,073	38,405
To be recovered within 12 months	5,316	11,458
To be recovered after 12 months	50,757	26,947
Total net loans and advances	56,073	38,405

The loan agreement with the adviser details the dates on which the repayments of the loan are to be made. Where an adviser is due commission payments from Quilter, these commission payments are offset against the loan repayments due from the adviser. In certain circumstances, the loan agreement period may be extended where agreed by both Quilter and the adviser. Should the adviser terminate their terms of business agreement with Quilter, the loan balance becomes immediately repayable in full and a provision is made for any amount considered at risk of recovery. Loans to advisers are measured at amortised cost. The carrying amount of loans to advisers approximates to their fair value which is measured as sum of the principal amounts receivable under the loan agreements net of expected credit losses.

The loan due from Group undertaking is unsecured, non-interest bearing and repayable on demand.

The Company assess inter-company balances for expected credit loss, but due to the value of cash within the Group, which could be waterfalled around each business, and no historical losses incurred on inter-company balances, we have not recognised an ECL on inter-company balances.

The Company assess loans to advisers' balances for expected credit loss, this amounted to £3,388,000 (2023: £1,772,000).

The carrying value of these assets approximates to fair value.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

13: Deferred tax assets

Recognised deferred tax assets and liabilities

Deferred income taxes are calculated on all temporary differences at the tax rate applicable to the jurisdiction in which the timing differences arise.

The following are the deferred tax balances recognised by the company and the movements thereon, during the current and prior reporting period.

	Tax losses carried forward	Accelerated Depreciation	Share- based payments	Other	Total
	£'000	£'000	£'000	£'000	£'000
Assets/ (liabilities) at 1 January 2023	850	1,538	460	(4)	2,844
Income statement credit/(charge)	-	403	(76)	3	330
Equity credit	-	-	40	-	40
Assets/(liabilities) at 31 December 2023	850	1,941	424	(1)	3,214
Income statement credit/(charge)	7,712	(468)	(424)	1	6,821
Assets at 31 December 2024	8,562	1,473	-	-	10,035

Deferred tax assets or liabilities are recognised to the extent that temporary differences are expected to reverse in the foreseeable future. The timing of reversals is estimated based on the company's annual business plan. Deferred tax assets are recognised to the extent that they are supported by the company's business plan or where appropriate the Group's business plan.

Deferred tax assets are recognised for tax losses carried forward only to the extent that realisation of the related tax benefit is probable, being where, on the basis of all available evidence, it is considered more likely than not that there will be suitable taxable profits against which the reversal of the deferred tax asset can be deducted.

Sensitivity analysis demonstrates headroom in the recoverable amount of the deferred tax asset over the taxable profits contained within the business plan period. The impacts of a 20% decrease in profitability have been assessed and do not give rise to concerns over recoverability.

Unrecognised deferred tax assets

The amounts for which no deferred tax asset has been recognised comprises:

	31 December 2024		31 December 2023	
	Gross amount	Tax	Gross amount	Tax
	£'000	£'000	£'000	£'000
Pre April 2017 UK tax losses	18,470	4,617	18,470	4,617
Total unrecognised deferred tax assets	18,470	4,617	18,470	4,617

A deferred tax asset in respect of ringfenced pre-1 April 2017 losses has not been recognised as there is sufficient uncertainty to the extent it is probable there will be future taxable profits to utilise the losses. Unrecognised losses are available to carry forward with no expiry date, subject only to the continuation of the business.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

14: Trade, other receivables and other assets

This note analyses total trade, other receivables and other assets.

	2024 £'000	2023 £'000
Amounts due from fellow Group undertakings	75,381	72,239
Prepayments and accrued income	1,072	3,550
Other receivables	4,150	2,367
Total trade, other receivables and other assets	80,603	78,156
To be settled within 12 months	78,114	76,022
To be settled after 12 months	2,489	2,134
Total trade, other receivables and other assets	80,603	78,156

Other receivables mainly relate to trade debtors, tax debtors and other debtors.

All amounts due from Group undertakings are short term and interest free with the carrying amount approximating to fair value. There have been no non-performing receivables or material impairments in the financial year that require disclosure. None of the receivables reflected above have been subject to the renegotiation of terms. All other receivables are also current, short term and interest free and are carried at fair value.

15: Cash and cash equivalents

	2024 £'000	2023 £'000
Cash at bank	6,232	8,362
Money market funds	23,000	27,924
Total cash and cash equivalents	29,232	36,286

Management do not consider that there are any amounts of cash and cash equivalents which are not available for use in the Company's day-to-day operations.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

16: Ordinary share capital

The Company's Ordinary Share capital at the end of the year is as follows:

		£'000	£'000
	Number of shares (authorised, allotted and fully paid)	Nominal value	Share Premium
Ordinary shares of £1 each			
At 1 January 2023	133,072,594	133,073	56,800
Issued in the year	58,000,000	58,000	-
At 31 December 2023	191,072,594	191,073	56,800
Issued in the year	77,000,000	77,000	-
At 31 December 2024	268,072,594	268,073	56,800

On 27 March 2024 the Company issued 41,000,000 of £1 ordinary shares for a consideration of £41,000,000 to its parent Quilter Holdings Limited.

On 29 August 2024 the Company issued 23,000,000 of £1 ordinary shares for a consideration of £23,000,000 to its parent Quilter Holdings Limited.

On 25 September 2024 the Company issued 13,000,000 of £1 ordinary shares for a consideration of £13,000,000 to its parent Quilter Holdings Limited.

On 20 March 2023 the Company issued 28,000,000 of £1 ordinary shares for a consideration of £28,000,000 to its parent Quilter Holdings Limited.

On 27 June 2023 the Company issued 20,000,000 of £1 ordinary shares for a consideration of £20,000,000 to its parent Quilter Holdings Limited.

On 14 December 2023 the Company issued 10,000,000 of £1 ordinary shares for a consideration of £10,000,000 to its parent Quilter Holdings Limited.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

17: Loan due to Group undertaking

The following table analyses the Company's borrowings:

	2024 £'000	2023 £'000
Loan from subsidiary	30,000	30,000
	30,000	30,000

A £30 million intercompany loan from Lighthouse Advisory Services Limited remains in place and is repayable on demand. Interest is earned at a rate of Bank of England base rate +50 bps.

To be settled within 12 months	30,000	30,000
	30,000	30,000

18: Trade, other payables and other liabilities

	2024 £'000	2023 £'000
Amounts due to fellow Group undertakings	170,748	158,825
Amounts due to Parent undertaking	26	-
Trade payables and accrued expenses	7,398	9,331
Other taxes and social security costs	485	770
	178,657	168,926
To be settled within 12 months	178,657	168,926
Total trade, other payables and other liabilities	178,657	168,926

Trade payables principally comprise amounts payable to advisers. The Directors consider that the carrying amount of trade and other payables approximates to their fair value. All trade and other payables are short-term and interest-free. Amounts due to Group undertakings are unsecured, interest-free and current.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

19: Share based payments

During the year ended 31 December 2024, the Company participated in a number of share-based payment arrangements. This note describes the nature of the plans and how the share options and awards are valued.

From 1 May 2024 all staff employed by Quilter Financial Planning were transferred to a fellow group undertaking, Quilter Business Services Limited. The share-based payment reserve in Quilter Financial Planning Limited, representing the cumulative value of the past services rendered by employees up to the date of the transfer, will reduce at each vesting date until all schemes have vested.

The delivery of shares at the vesting dates will be arranged by Quilter Business Services, therefore no shares outstanding will be reported in Quilter Financial Planning limited.

Description of share-based payment arrangements

The Company operates the following share-based payment schemes with awards over Quilter plc: the Quilter plc Performance Share Plan, the Quilter plc Share Reward Plan, the Quilter plc Share Incentive Plan, and the Quilter plc Sharesave Plan.

Scheme	Conditional shares	Options	Dividend entitlement ¹	Contractual life (years)	Typical service (years)	Performance (measure)
Quilter plc Performance Share Plan	-	☑	☑	Up to 10	3	AP EPS CAGR ² and Relative Total Shareholder Return
Quilter plc Performance Share Plan	☑	-	☑	Not less than 3	3	Conduct, Risk & Compliance Underpins
Quilter plc Share Reward Plan	☑	-	☑	Typically, 3	3	-
Quilter plc Sharesave Plan ³	-	☑	-	3 ^{1/2} - 5 ^{1/2}	3 & 5	-

¹Participants are entitled to dividend equivalents.

²Adjusted profit compound annual growth rate ("CAGR").

³The Quilter plc Sharesave Plan is linked to a savings plan.

Options

At 31 December 2023 Quilter Financial Planning Limited had 1,461,987 share options outstanding, the exercise price was £nil for the Quilter plc Performance Share Plan, and between £0.69 and £1.31 for the Quilter plc Sharesave Plan, with a weighted average remaining contractual life of 2.6 years.

At 31 December 2023 2,715,066 conditional share awards were outstanding.

Quilter Financial Planning Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2024

20: Dividends

During the year Dividends of £nil were paid (2023: £nil).

21: Commitments and contingent liabilities

There are no contingent liabilities as at 31 December 2024 (2023: £nil).

22: Ultimate parent company

The Company's immediate parent company is Quilter Holdings Limited, a company registered in England and Wales.

The ultimate parent company, controlling party and the smallest and largest Group to consolidate these financial statements is Quilter plc, registered in England and Wales. The consolidated financial statements are available from:

The Company Secretary
Quilter plc
Senator House
85 Queen Victoria Street
London
EC4V 4AB
plc.Quilter.com

23: Events after the end of the reporting period

On 18 February 2025 the Company issued 4,000,000 of £1 ordinary shares for a consideration of £4,000,000 to its parent Quilter Holdings Limited.

On 3 March 2025 the Company issued 67,000,000 of £1 ordinary shares for a consideration of £67,000,000 to its parent Quilter Holdings Limited.

On 27 March 2025 the Company issued 10,000,000 of £1 ordinary shares for a consideration of £10,000,000 to its parent Quilter Holdings Limited.