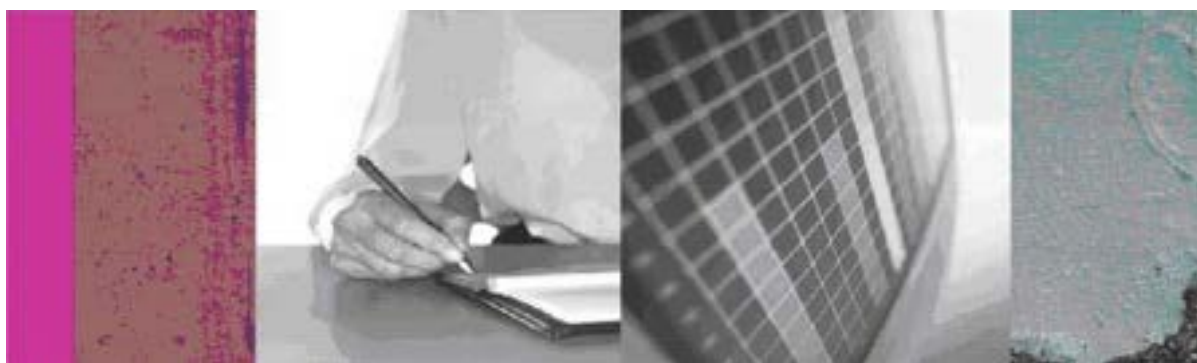




## IFRS Illustrative Consolidated Financial Statements 2013



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# Introduction

These illustrative financial statements present the consolidated financial statements of Exemplum Reporting PLC, an imaginary group with publicly traded equity shares, applying IFRS for the year ended 31 December 2013.

Not all countries' legislative and regulatory frameworks require the presentation of separate financial statements for a group's parent company, or do not require such financial statements to be prepared in accordance with IFRS. For these reasons the illustrative financial statements for Exemplum Reporting PLC only set out the group consolidated financial statements.

They are prepared on the assumption that the group is not a first time adopter. Therefore, the specific disclosure requirements set out in IFRS 1 are not included.

The disclosures illustrated are compliant with IFRS standards and interpretations, effective for years commencing on or after 1 January 2013, and also illustrate the different presentation alternatives of statements and note disclosures which are permitted by IFRS, and which are being commonly used in practice. However other presentations may also be suitable provided the disclosure fulfils the disclosure requirements of IFRS. Presentation illustrating a restatement arising from a change in accounting policy or error has not been shown. Where an accounting standard allows a choice between different measurement models, the financial statements illustrates and applies a single measurement model in accordance with the applicable accounting standard. No audit report has been included as this will vary between companies based on the circumstances and local legislative requirements in each case. Furthermore, individual jurisdictions may impose additional restrictions or requirements which have not been reflected.

Commentary notes have been provided on the page opposite the illustrative financial statement disclosure to further explain the illustrated disclosures and to set out additional disclosure requirements not specifically illustrated in the illustrative financial statements.

Source references for the illustrative disclosure have also been included in the right hand margin of the financial statements and commentary notes. Examples of source references used are:

*IAS1 p86 = Paragraph 86 of International Accounting Standard 1*

*IFRS5 p33 = Paragraph 33 of International Financial Reporting Standard 5*

*IFRS10 B86 = Appendix B – Application guidance paragraph 86 of International Financial Reporting Standard 10*

The illustrated disclosures are not intended to include all possible IFRS disclosures. Therefore, these illustrative financial statements should not be used as an IFRS disclosure checklist.

The disclosures required by the following standards have not been included:

- IFRS 4 Insurance contracts
- IFRS 6 Exploration for and evaluation of mineral resources
- IAS 11 Construction contracts
- IAS 20 Accounting for government grants and disclosure of government assistance
- IAS 26 Accounting and reporting by retirement benefit plans
- IAS 29 Financial reporting in hyperinflationary economies
- IAS 34 Interim financial reporting IAS 41 Agriculture

While every care has been taken in its preparation, this only provides a general guide and is not a substitute for professional advice.

**Exemplum Reporting PLC**

**Financial statements**

**For the year ended 31 December 2013**

## **Commentary on the statement of comprehensive income**

### **Presentation of the statement of comprehensive income**

IAS1 p81

IAS 1 (revised) requires an entity to present a statement of comprehensive income incorporating all items of income and expense, including those items which will not be included in profit for the year, such as revaluation gains on property, plant and equipment or actuarial gains or losses on defined benefit pension plans. An entity may choose to present a separate income statement, in which case the statement of comprehensive income will start with profit for the year as presented in the separate income statement. Therefore, an entity may take a one statement approach (present only a statement of comprehensive income) or a two statement approach (present an income statement and a statement of comprehensive income). Both alternatives are shown in the illustrative financial statements.

### **Analysis of expenses**

IAS1  
p99, p104

The group can present an analysis of expenses using a classification based either on the nature of expenses or their function within the group, whichever provides information that is reliable and more relevant. Entities that classify expenses by function shall disclose additional information on the nature of expenses, including depreciation, amortisation and employee benefits expense

### **Operating profit**

IAS1 p85

An operating profit line item may be disclosed on the face of the statement of comprehensive income, however this is not specifically required by IAS 1.

### **Investment income and finance costs**

IAS1 p82

Investment income and finance costs shall be disclosed on the face of the statement of comprehensive income, and may not be netted off.

### **Other comprehensive income:**

IAS1 p91

For periods beginning on or after 1 July 2012, where an entity presents items of other comprehensive income these must be grouped, along with their tax effects, into those that might be reclassified subsequently to profit or loss (for example – cash flow hedging, foreign currency translation) and those that will not be reclassified subsequently to profit or loss (for example – fair value through other comprehensive income items under IFRS 9 and changes arising from revaluation of property, plant and equipment).

# Consolidated statement of comprehensive income for the year ended 31 December 2013

## Illustrating the presentation of the Statement of Comprehensive Income in one statement (by function)

	Note	2013	2012	
<b>Continuing operations</b>				
Revenue	5	X	X	IAS1 p82, p103
Cost of sales		X	X	IAS1 p103
Gross profit		X	X	IAS1 p85, p103
Other income		X	X	IAS1 p103
Distribution costs		X	X	IAS1 p103
Administrative expenses		X	X	IAS1 p103
Other expenses		X	X	IAS1 p85
<b>Operating profit</b>	6	X	X	
Investment income	9	X	X	IAS1 p85
Finance costs	10	X	X	IAS1 p82
Share of profit of associates and joint ventures	20	X	X	IAS1 p82
Gain recognised on disposal of interest in former associate		X	X	IAS1 p85
<b>Profit before tax</b>		X	X	
Income tax expense	11	X	X	IAS1 p82, IAS12 p77
<b>Profit for the period from continuing operations</b>		X	X	IAS1 p82, IFRS5 p33
Profit for the year from discontinued operations	12	X	X	
<b>PROFIT FOR THE YEAR</b>		X	X	
<b>Other comprehensive income:</b>				IAS1 p82
<i>Items that will not be reclassified subsequently to profit or loss</i>				
Re-measurement of defined benefit pension plans		X	X	IAS1 p82A(a)
Gain on revaluation of property (if revaluation model is used)				IAS19 p93B
Income tax relating to non-recyclable components of other comprehensive income*		X	X	IAS16 p39
				IAS1 p91
<i>Items that may be reclassified subsequently to profit or loss</i>				
Exchange differences on translating foreign operations		X	X	IAS1 p82A(b)
Net fair value gain on available for sale financial assets		X	X	IAS21 p52(b)
Share of other comprehensive income of associates		X	X	IFRS7 p20
Income tax relating to recyclable components of other comprehensive income*		X	X	IAS1 p82
				IAS1 p91
<b>Other comprehensive income for the year, net of tax</b>		X	X	
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		X	X	IAS1 p82
*Alternatively, components of other comprehensive income could be presented net of tax.				IAS1 p91



## Commentary on the statement of comprehensive income

### Discontinued operations and assets/disposal groups held for sale

IAS1 p82, IFRS5  
p33

"Profit for the year from discontinued operations" includes both the profit earned by the discontinued operations and re-measurement gains or losses calculated in accordance with IFRS 5.

If a discontinued operation ceases to be classified as held for sale then the results of the operation are classified as continued in the statement of comprehensive income for both the current and the prior year. As a result prior year amounts in the statement of comprehensive income shall be described as having been represented. Effectively the statement of comprehensive income classification of discontinued and continued operations for both the current and the prior year should relate to operations that have been, and continue to be, classified as discontinued at the current statement of financial position date.

IFRS5 p34 and p36

Profit or losses on disposal of assets or disposal groups, or on their re-measurement in accordance with IFRS 5, should be included within continuing operations unless they directly relate to a discontinued operations.

### Significant items

When items of income and expense are significant, their nature and amount shall be disclosed separately, either on the face of the statement of comprehensive income or in the notes. The following are given as examples: write-down of inventory to Net Realisable Value (NRV) or Property, Plant & Equipment (PPE) to recoverable amount, disposals of PPE, disposals of investments, discontinued operations, and reversals of provisions. A line item, heading or subtotal shall be presented on the face of the statement of comprehensive income when such presentation is relevant to an understanding of the group's financial performance.

IAS31 p30, p34, p38

# Consolidated statement of comprehensive income

## for the year ended 31 December 2013 continued

### Illustrating the presentation of the Statement of Comprehensive Income in one statement (by function)

	Note	2013	2012	
Profit attributable to:				IAS1 p81
Equity holders of the parents		X	X	
Non-controlling interest		X	X	
Total comprehensive income attributable to:				IAS1 p81
Equity holders of the parent		X	X	
Non-controlling interest		X	X	
<b>Earnings per share</b>				
From continuing operations				IAS33 p66
Basic (cents per share)	13	X	X	
Diluted (cents per share)	13	X	X	
From continuing and discontinued operations				IAS33 p68
Basic (cents per share)	13	X	X	
Diluted (cents per share)	13	X	X	

## Commentary on the statement of comprehensive income

### Earnings per share

The group should present on the face of the statement of comprehensive income basic and diluted earnings per share for profit or loss from continuing operations, and for total profit or loss, attributable to the ordinary equity holders of the parent entity for each class of ordinary shares that has a different right to share in profit for the period. The group should present basic and diluted earnings per share with equal prominence for all periods presented. The group should disclose the basic and diluted amounts per share for the discontinued operation either on the face of the statement of comprehensive income or in the notes.

IAS33 p66,  
p68

If in addition to the required measures of basic and diluted earnings per share, an entity discloses additional amounts per share these should be disclosed (on both basic and diluted bases) in the notes to the financial statements, and not on the face of the income statement or statement of comprehensive income. Such measures should be calculated using the same number of shares as used in the calculation of basic and diluted earnings per share. If a component of the statement of comprehensive income is used that is not reported as a line item in the statement of comprehensive income, a reconciliation shall be provided between the component used and a line item that is reported in the statement of comprehensive income

IAS33 p73

# Consolidated Income statement for the year ended 31 December 2013

## Illustrating the presentation of the Statement of Comprehensive Income in two statements (by function)

		2013	2012
<b>Continuing operations</b>			
Revenue	5	X	X
Cost of sales		X	X
Gross profit		<u>X</u>	<u>X</u>
Other income		X	X
Distribution costs		X	X
Administrative expenses		X	X
Other expenses		X	X
<b>Operating profit</b>	<b>6</b>	<u>X</u>	<u>X</u>
Investment income		X	X
Finance costs		X	X
Share of profit of associates and joint ventures		X	X
Gain recognised on disposal of interest in former associate		X	X
<b>Profit before tax</b>		<u>X</u>	<u>X</u>
Income tax expense	11	X	X
<b>Profit for the year from continuing operations</b>		X	X
Profit for the year from discontinued operations	12	X	X
<b>PROFIT FOR THE YEAR</b>		<u><u>X</u></u>	<u><u>X</u></u>
Attributable to:			
Equity holders of the parent		X	X
Non-controlling interest		X	X
		<u><u>X</u></u>	<u><u>X</u></u>
<b>Earnings per share</b>			
From continuing operations			
Basic (cents per share)	13	X	X
Diluted (cents per share)	13	X	X
From continuing and discontinued operations			
Basic (cents per share)	13	X	X
Diluted (cents per share)	13	X	X

# Consolidated statement of comprehensive income for the year ended 31 December 2013

## Illustrating the presentation of the Statement of Comprehensive Income in two statements (by function)

	2013	2012
<b>PROFIT FOR THE YEAR</b>	<b>X</b>	<b>X</b>
	<b>X</b>	<b>X</b>
<b>Other comprehensive income:</b>		
<i>Items that will not be reclassified subsequently to profit or loss</i>		
Re-measurement of defined benefit pension plans	<b>X</b>	<b>X</b>
Gain on revaluation of property (if revaluation model is used)		
Income tax relating to non-recyclable components of other comprehensive income*	<b>X</b>	<b>X</b>
<i>Items that may be reclassified subsequently to profit or loss</i>		
Exchange differences on translating foreign operations	<b>X</b>	<b>X</b>
Net fair value gain on available for sale financial assets	<b>X</b>	<b>X</b>
Share of comprehensive income of associates	<b>X</b>	<b>X</b>
Income tax relating to recyclable components of other comprehensive income*	<b>X</b>	<b>X</b>
<b>Other comprehensive income for the year, net of tax</b>	<b>X</b>	<b>X</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>X</b>	<b>X</b>
Total comprehensive attributable to:		
Equity holders of the parent	<b>X</b>	<b>X</b>
Non-controlling interest	<b>X</b>	<b>X</b>
	<b>X</b>	<b>X</b>

\* Alternatively, components of other comprehensive income could be presented net of tax.

## **Commentary on the statement of financial position**

### **Alternative presentations**

IAS1 p57

One common method of presenting the statement of financial position is to present assets less liabilities, showing net current assets and total net assets. An alternative is to present total assets and total equity and liabilities. Both of these methods have been illustrated.

### **Current and non-current classifications**

IAS1 p60

The group should present current and non-current assets, and current and non-current liabilities, as separate classifications on the face of its statement of financial position except when a presentation based on liquidity provides information that is reliable and is more relevant. When that exception applies, all assets and liabilities shall be presented broadly in order of liquidity.

### **Revaluation**

IAS1 p59

If the group had elected to revalue a class of assets, then the class of assets that is revalued should be disclosed on a separate line on the face of the statement of financial position.

### **Goodwill**

IAS1 p54, IAS38 p118

Goodwill may be presented separately on the face of the statement of financial position or presented as part of intangible assets with separate disclosure in the notes.

### **Assets held for sale and liabilities of a disposal group**

IFRS5 p38

Total assets classified as held for sale and assets included in disposal groups classified as held for sale should be presented as a separate line item on the face of the statement of financial position. Liabilities of a disposal group classified as held for sale shall be presented separately from other liabilities in the statement of financial position. Those assets and liabilities should not be offset and presented as a single amount unless legal obligation.

An entity shall only reclassify non-current assets or assets, or liabilities of disposal groups in the current period statement of financial position for those non-current assets and liabilities that are classified as held for sale as at the reporting date. An entity shall not reclassify or re-present amounts presented for non-current assets or for the assets and liabilities of disposal groups classified as held for sale in the statement of financial position for prior periods to reflect the classification in the statement of financial position for the latest position. Similarly prior period line items in the statement of financial position for non-current assets held for sale or assets, or liabilities of disposal groups classified as held for sale, should not be reclassified if the asset or discontinued operation ceases to be classified as discontinued in the current year. The current year line items will however be restated for the change in classification

IFRS5 p40

# Statement of financial position at 31 December 2013

		2013	2012	
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment	15	X	X	IAS1 p60
Investment property	16	X	X	IAS1 p54
Goodwill	17	X	X	IAS1 p54
Other intangible assets	18	X	X	IAS1 p54
Investments accounted for using the equity method	20	X	X	IAS1 p54
Deferred income tax assets		X	X	IAS1 p54, p56
Available-for-sale investments		X	X	IAS1 p54, IFRS7 p8
Other financial assets		X	X	IAS1 p54, IFRS7 p8
		<u>X</u>	<u>X</u>	
<b>Current assets</b>				
Inventories	22	X	X	IAS1 p60, p66
Trade receivables	23	X	X	IAS1 p54
Other current assets		X	X	IAS1 p54
Other financial assets		X	X	IAS1 p54, IFRS7 p8
Cash and cash equivalents	24	X	X	IAS1 p54, IFRS7 p8
		<u>X</u>	<u>X</u>	
Non-current assets held for sale		<u>X</u>	<u>X</u>	IFRS5 p38
		<u>X</u>	<u>X</u>	
<b>Liabilities</b>				
<b>Current liabilities</b>				
Trade and other payables	31	X	X	IAS1 p60, p69
Current borrowings	29	X	X	IAS1 p54
Current portion of long-term borrowings	29	X	X	IAS1 p54, IFRS7 p8
Current tax payable		X	X	IAS1 p54
Finance lease liabilities	27	X	X	
Current provisions	28	X	X	IAS1 p54
		<u>X</u>	<u>X</u>	
Liabilities of a disposal group classified as held for sale		<u>X</u>	<u>X</u>	IFRS5 p38
		<u>X</u>	<u>X</u>	
<b>Net current assets</b>				
		<u>X</u>	<u>X</u>	

## Commentary on the statement of financial position

**Non-controlling interest** Non-controlling interest should be presented in the consolidated statement of financial position within equity, but separately from the equity of the owners of the parent. IAS27 p33

**Net retirement benefit obligation/asset** The net retirement benefit obligation/asset need not be disclosed as a separate line item on the face of the statement of financial position. However if the balance is considered to be material and by separately disclosing the liability/asset it will improve the users understanding of the financial statements, then it should be separately disclosed on the face of the statement of financial position. IAS1 p55

**Change in accounting policy** A statement of financial position as at the beginning of the earliest comparative period is required when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements. IAS1 p10(f)

**Sign off** The date the financial statements are authorised for issue and who authorised that approval shall be disclosed. This need not be on the face of the balance sheet but in the annual financial statements, identifying who gave such authorisation and the date of such authorisation. IAS10 p17



# Statement of financial position at 31 December 2013 continued

		2013	2012	
<b>Non-current liabilities</b>				
Non-current borrowings	29	X	X	IAS1 p60 IAS1 p54, IFRS7 p8
Deferred tax	21	X	X	IAS1 p54, p56
Finance lease liabilities	27	X	X	
Non-current provisions	28	X	X	IAS1 p54, p78
Retirement benefit obligations	30	X	X	IAS1 p54, p78
		<u>X</u>	<u>X</u>	
<b>Net assets</b>		<u>X</u>	<u>X</u>	
<b>Equity attributable to equity holders of the parent</b>				IAS1 p54
Ordinary shares	26	X	X	IAS1 p78
Share premium	26	X	X	IAS1 p78
Translation reserve		X	X	IAS1 p78
Fair value reserve		X	X	
Retained earnings		X	X	IAS1 p78
		<u>X</u>	<u>X</u>	
<b>Equity attributable to owners of the parent</b>				
<b>Non-controlling interest</b>		X	X	IAS1 p54
<b>Total equity</b>		<u>X</u>	<u>X</u>	

The financial statements were approved and authorised for issue by the board and were signed on

IAS10 p17

its behalf on [date]:

Director Signature

Director Name

# Statement of financial position at 31 December 2013

(Alternative presentation)

	Note	2013	2012
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	15	X	X
Investment property	16	X	X
Goodwill	17	X	X
Other intangible assets	18	X	X
Investments accounted for using the equity method		X	X
Deferred income tax assets		X	X
Available-for-sale investments		X	X
Other financial assets		X	X
		<u>X</u>	<u>X</u>
<b>Current assets</b>			
Inventories	22	X	X
Trade receivables	23	X	X
Other current assets		X	X
Other financial assets at fair value through profit and loss		X	X
Cash and cash equivalents	24	X	X
		<u>X</u>	<u>X</u>
Non-current assets held for sale		X	X
		<u>X</u>	<u>X</u>
<b>Total assets</b>		<u>X</u>	<u>X</u>
<b>Equity and liabilities</b>			
<b>Equity attributable to equity holders of the parent</b>			
Ordinary shares	26	X	X
Share premium	26	X	X
Translation reserve		X	X
Fair value reserve		X	X
Retained earnings		X	X
<b>Equity attributable to owners of the parent</b>		<u>X</u>	<u>X</u>
<b>Non-controlling interest</b>		X	X
<b>Total Equity</b>		<u>X</u>	<u>X</u>

# Statement of financial position at 31 December 2013 continued

(Alternative presentation)

	Note	2013	2012
<b>Non-current liabilities</b>			
Non-current borrowings	29	X	X
Deferred tax	21	X	X
Non-current provisions	28	X	X
Retirement benefit obligations	30	X	X
		<u>X</u>	<u>X</u>
<b>Current liabilities</b>		X	X
Trade and other payables	31	X	X
Current borrowings	29	X	X
Current portion non-current borrowings	29	X	X
Current tax payable		X	X
Current provisions	28	X	X
		<u>X</u>	<u>X</u>
Liabilities of a disposal group classified as held for sale	12	X	X
		<u>X</u>	<u>X</u>
<b>Total liabilities</b>		<u>X</u>	<u>X</u>
<b>Total equity and liabilities</b>		<u>X</u>	<u>X</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on [date]

Director Signature

Director Name

## Commentary on the statement of changes in equity

**Statement of changes in equity** A statement of changes in equity must be presented as a primary financial statement. IAS1 p106

**Reserves** A description of the set nature and purpose of each reserve within equity should be disclosed. IAS1 p79  
Other reserves are disclosed separately, if the balance of each reserve is considered material. IAS1 p29

The analysis of individual items of other comprehensive income can be presented either within the statement of changes in equity or in the notes. IAS1 p106A

# Statement of changes in equity for the year ended 31 December 2013

	Ordinary shares	Attributable to equity holders of the parent Share premium	Translation reserve	Fair value reserve	Revaluation reserve	Retained earnings	Total	Non- controlling interest	Total equity
<b>Balance at 1 January 2012</b>	X	X	X	X	-	X	X	X	X
<b>Changes in equity for 2012</b>									
Profit for the year	-	-	-	-	-	X	X	X	X
Exchange differences on translating foreign operations	-	-	X	-	-	-	X	X	X
Gain on revaluation of property (if revaluation model is used)									
Available for sale financial assets	-	-	-	X	-	-	X	X	X
Actuarial gains/loss on defined benefit plans	-	-	-	-	-	X	X	-	X
Share of comprehensive income of associates	-	-	-	X	-	-	X	-	X
<b>Total comprehensive income for the year</b>	-	-	X	X	-	X	X	X	X
Dividends	-	-	-	-	-	X	X	X	X
Issue of share capital	X	X	-	-	-	-	X	-	X
<b>Balance as at 31 December 2012</b>	X	X	X	X	-	X	X	X	X

# Statement of changes in equity for the year ended 31 December 2013 continued

	Ordinary shares	Attributable to equity holders of the parent Share premium	Translation reserve	Fair value reserve	Revaluation reserve	Retained earnings	Total	Non- controlling interest	Total equity
<b>Balance at 31 December 2012</b>	X	X	X	X	-	X	X	X	X
<b>Changes in equity for 2013</b>									
Profit for the year	-	-	-	-	-	X	X	X	X
Exchange differences on translating foreign operations	-	-	X	-	-	-	X	X	X
Gain on revaluation of property (if revaluation model is used)									
Available for sale financial assets	-	-	-	X	-	-	X	X	X
Actuarial gains/loss on defined benefit plans	-	-	-	-	-	X	X	-	X
Share of comprehensiv e income of associates	-	-	-	X	-	-	X	-	X
<b>Total comprehensiv e income for the year</b>	-	-	X	X	-	X	X	X	X
Dividends	-	-	-	-	-	X	X	X	X
Issue of share capital	X	X	-	-	-	-	X	-	X
<b>Balance as at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>-</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>

## **Commentary on statement of cash flows**

### **Reporting formats**

There are two available reporting formats for the statement of cash flows; the direct method and the indirect method. The direct method, requiring the disclosure of major classes of gross cash receipts and gross cash payments; and the indirect method, whereby the profit or loss is adjusted for the effects of non-cash transactions, working capital changes, and items of income and expense associated with investing or financing cash flows.

IAS7 p18

### **Cash and cash equivalents**

Cash and cash equivalents include short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

IAS7 p6

### **Categories of cash flows**

Cash flow movements for the year shall be analysed into three categories, namely: operating, investing, and financing. IAS 7 is not prescriptive as to where items of cash flows are classified but does require consistent application from year to year.

IAS7 p10

### **Interest and dividends**

Cash flows from interest and dividends received and paid shall each be disclosed separately. Each shall be classified in a consistent manner from period to period as either operating, investing or financing activities.

IAS7 p31

### **Taxes on income**

Cash flows arising from taxes on income shall be separately disclosed and shall be classified as cash flows from operating activities unless they can be specifically identified with financing and investing activities.

IAS 7 p35

# Statement of cash flows for the year ended 31 December 2013

(Direct method)

	Note	2013	2012	
<b>Cash flows from operating activities</b>				IAS7 p10, p21
Cash receipts from customers		X	X	
Cash paid to suppliers and employees		X	X	
Cash generated from operations		<u>X</u>	<u>X</u>	
Interest paid		X	X	IAS7 p31
Income taxes paid		X	X	IAS7 p35
<i>Net cash from / (used in) operating activities</i>	24	<u>X</u>	<u>X</u>	
<b>Cash flow from investing activities</b>				IAS7 p10, p21
Acquisition of subsidiaries, net of cash acquired	25.1	X	X	IAS7 p39
Purchase of property, plant and equipment		X	X	IAS7 p16
Proceeds from the sale of equipment		X	X	IAS7 p16
Interest received		X	X	IAS7 p31
Dividends received		X	X	IAS7 p31
<i>Net cash from / (used in) investing activities</i>		<u>X</u>	<u>X</u>	
<b>Cash flows from financing activities</b>				IAS7 p10, p21
Proceeds from the issue of share capital		X	X	IAS7 p17
Proceeds from long-term borrowings		X	X	IAS7 p17
Dividends paid		X	X	IAS7 p31
<i>Net cash from / (used in) financing activities</i>		<u>X</u>	<u>X</u>	
<b>Net increase in cash and cash equivalents</b>		X	X	
<b>Cash and cash equivalents at beginning of period</b>		X	X	
Effects of foreign exchange rate changes on the balance of cash held in foreign currencies		X	X	IAS7 p28
<b>Cash and cash equivalents at end of period</b>	24.2	<u>X</u>	<u>X</u>	



## Commentary on statement of cash flows

### Other disclosures

The group should disclose, together with a commentary by management, the amount of significant cash and cash equivalent balances held by the group that are not available for use by the group. There are various circumstances in which cash and cash equivalent balances held by the group are not available for use by the group. Examples include cash and cash equivalent balances held by a subsidiary that operates in a country where exchange controls or other legal restrictions apply when the balances are not available for general use by the parent or other subsidiaries.

IAS7 p48, 49

Additional information may be relevant to users in understanding the financial position and liquidity of the group. Disclosure of this information, together with a commentary by management, is encouraged and may include:

IAS7 p50

- the amount of undrawn borrowing facilities that may be available for future operating activities and to settle capital commitments, indicating any restrictions on the use of these facilities;
- the aggregate amounts of the cash flows from each of operating, investing and financing activities related to interests in joint ventures reported using proportionate consolidation;
- the aggregate amount of cash flows that represent increases in operating capacity separately from those cash flows that are required to maintain operating capacity; and
- the amount of the cash flows arising from the operating, investing and financing activities of each reportable segment

The separate disclosure of cash flows that represent increases in operating capacity and cash flows that are required to maintain operating capacity is useful in enabling the user to determine whether the group is investing adequately in the maintenance of its operating capacity.

IAS7 p51

# Statement of cash flows for the year ended 31 December 2013

(Indirect method)

		2013	2012
<b>Cash flows from operating activities</b>			
Profit before taxation		X	X
Adjustments for:		X	X
- Depreciation and amortisation		X	X
- Investment income		X	X
- Interest expense		X	X
- Foreign exchange loss		X	X
- Impairment loss		X	X
- Fair value gain on investment property		X	X
- Share based payments		X	X
Increase in trade and other receivables		X	X
Decrease in inventories		X	X
Decrease in trade payables		X	X
Cash generated from operations		X	X
		X	X
Interest paid		X	X
Income taxes paid		X	X
Net cash from / (used in) operating activities	24	X	X
<b>Cash flow from investing activities</b>			
Acquisition of subsidiaries, net of cash acquired	25.1	X	X
Purchase of property, plant and equipment		X	X
Proceeds from the sale of equipment		X	X
Interest received		X	X
Dividends received		X	X
Net cash from / (used in) investing activities		X	X
<b>Cash flows from financing activities</b>			
Proceeds from the issue of share capital		X	X
Proceeds from long-term borrowings		X	X
Dividends paid		X	X
Net cash from / (used in) financing activities		X	X
<b>Net increase in cash and cash equivalents</b>			
		X	X
<b>Cash and cash equivalents at beginning of period</b>			
		X	X
Effects of foreign exchange rate changes on the balance of cash held in foreign currencies		X	X
Cash and cash equivalents at end of period	24.2	X	X

## Commentary on accounting policies

### Additional information

The following information is required if not disclosed elsewhere in the financial statements:

IAS1 p138

1. The legal form of the parent company
2. The country of incorporation
3. The address of its registered office and if different its principal place of business
4. A description of the nature of the group's operations and its principal activities
5. The name of the parent and ultimate parent of the group.

### Basis of preparation and accounting policies

The notes to the financial statements are required to present information about the basis of preparation of the financial statements and the specific accounting policies used.

IAS1 p112

### Accounting policies

The group should disclose in the summary of significant accounting policies the measurement basis (or bases) used in preparing the financial statements and the other accounting policies used that are relevant to an understanding of the financial statements.

IAS1 p117

### Statement of compliance and fair presentation

The financial statements are required to make an explicit and unreserved statement that the financial statements comply with IFRS. The financial statements should not be described as complying with IFRS unless they comply with all of the requirements of each applicable standard and each applicable interpretation of IFRIC.

IAS1 p16

IAS 1 states that financial statements should be fairly presented. By applying IFRS it is presumed that the financial statements will be fairly presented.

IAS1 p15

### Changes in accounting policies

Accounting policy changes can only be effected if the change is required by another standard or an interpretation, or results in reliable and more relevant information being provided.

IAS8 p14

# Notes to financial statements

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been applied consistently to all the years presented, unless otherwise stated.

IAS1 p112, p117

## 1. Basis of preparation

These financial statements have been prepared in accordance with IFRS

IAS1 p16, p112, p117

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts in the financial statements. The areas involving a higher degree of judgement or complexity, or areas where assumptions or estimates are significant to the financial statements are disclosed in note 3.

IAS1 p122,p125

### 1.1 Standards issued and applied for the first time in 2013

IAS8 p28

- [When initial application of a Standard or an Interpretation, including those adopted early, has an effect on the current period or any prior period, or would have such an effect except that it is impracticable to determine the amount of the adjustment, or might have an effect on future periods, the group should disclose:
- the title of the Standard or Interpretation; when applicable, that the change in accounting policy is made in accordance
- with its transitional provisions;
- the nature of the change in accounting policy;
- when applicable, a description of the transitional provisions;
- when applicable, the transitional provisions that might have an effect on future periods;
- for the current period and each prior period presented, to the extent practicable, the amount of the adjustment: for each financial statement line item affected; and if IAS 33 Earnings per Share applies to the group, for basic and diluted earnings per share;
- the amount of the adjustment relating to periods before those presented, to the extent practicable; and
- if retrospective application is impracticable for a particular prior period, or for periods before those presented, the circumstances that led to the existence of that condition and a description of how and from when the change in accounting policy has been applied.]

## Commentary on notes

### Summary of Standards and Interpretations effective for the first time December 2013

#### IAS 1 Presentation of financial statements

The revised standard required entities to group items in other comprehensive income as items which may be subsequently recycled to profit or loss, or those that will not. The Disclosure of the tax effect of these items should follow accordingly. The revised IAS 1 is effective for annual periods beginning on / after 1 July 2012/ the equipment, and then to apply that same policy to each asset within that category.

#### IAS 19 Employee benefits IAS 19 has been significantly revised as follows:

- 'Actuarial gains and losses' are re-named 're-measurements' and are now required to be recognised in other comprehensive income. The options to recognise actuarial gains and losses in profit and loss or to use the corridor approach to defer actuarial gain or losses have been removed. Re-measurements will not be recycled through profit and loss.
- Past-service costs will be recognised in the period of a plan amendment while unvested benefits will no longer be spread over a future-service period.
- A curtailment now occurs only when an entity significantly reduces the number of employees. Curtailment gains or losses are accounted for as past-service costs.
- Costs for a funded benefit plan will include net interest income or expense, calculated by applying the discount rate to the net benefit asset or liability. This will replace finance charge and expected return on plan assets. There will be less flexibility in income statement presentation, where benefit cost should be split between:
  1. the cost of benefits accrued in the current period and benefit changes; and
  2. finance expense or income.
- Enhanced disclosure requirements, most notably the characteristics of amounts recognised in the financial statement and the risks and characteristics of benefit schemes.
- Taxes related to benefit plans should be included either in the return on assets or the calculation of the benefit obligation, depending on their nature.
- Investment management costs should be recognised as part of the return on assets; other costs of running a benefit plan should be recognised as period costs when incurred.
- Under the new standards any benefit that has a future-service obligation is not a termination benefit. A liability for a termination benefit is recognised when the entity can no longer withdraw the offer of the termination benefit or recognises any related restructuring costs

The amendments are effective for annual periods beginning on or after 1 January 2013.

#### IFRS 7 Financial Instruments: Disclosures

The amended standard requires disclosures to include information that will enable users of the financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off associated with the entity's recognised financial assets and financial liabilities. The amendment is effective for periods commencing on or after 1 January 2013.

#### IAS 16 Property, plant and equipment

The standard was amended to clarify the classification of servicing equipment. The amended standard states that the servicing equipment is property, plant and equipment when it meets the definition and is used during more than one period. The requirement that spare parts and servicing equipment used only in connection with an item of property, plant and equipment be classified as property, plant and equipment has been removed from the amended standard. The amendments are effective for annual periods commencing on or after 1 January 2013.

#### IFRS 10 Consolidated Financial Statements

Builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company. The standard revises the definition of control and provides additional guidance to assist in the determination of control where this is difficult to assess. The basic principle that a consolidated entity includes a parent and its subsidiaries as if they were a single entity and consolidation procedures remains unchanged.

## Commentary on notes

### Summary of Standards and Interpretations effective for the first time December 2013 (continued)

#### IFRS 11 Joint venture

An entity is required to determine the type of joint arrangement in which it is a party by assessing its rights and obligations. These should then be accounted for in accordance with that type of joint arrangement. The standard defines joint operations and joint ventures and requires the following treatment thereof:

- A **joint operation** is a joint arrangement where the parties have joint control of the arrangement (joint operators) and have rights to the assets, obligations for the liabilities of the arrangement. Joint operators recognise their assets, liabilities, revenue and expenses in relation to its interest in a joint operation. A **joint venture** is a joint arrangement where the parties have joint control of the arrangement (joint venturers) and have rights to the net assets of the arrangement. Joint venturers should account for such investments on the equity method

#### IFRS 12 Disclosure of Interests in Other Entities

IFRS12 sets out requirements for disclosure of information of the nature of, and risks associated with, interests in other entities and the effects of those interests on its financial statements.

#### IAS 27 Separate Financial Statements; IAS 28 Investments in Associates and Joint Ventures

These two existing standards have been amended in order to align them with the newly released standards. The revised IAS 27 now deals with the requirements for the preparation of separate financial statements only. The previous standard also dealt with consolidated financial statements, now requires that Investments in subsidiaries, associates and jointly controlled entities be carried, either at cost or in accordance with IFRS 9. The effective date of IFRS 10, 11 & 12 and amended IAS 27 & 28 is 1 January 2013, while early adoption is permitted. It must be noted that these should be adopted as a package of standards and none of them may be individually adopted.

#### IFRS 13 Fair value

The Standard defines fair value, establishes a framework for measuring fair value, and requires disclosures about fair value measurements. It applies to both financial instrument items and non-financial instrument items where other standards require or permit fair value measurements and disclosures about fair value measurements. IFRS 13 is effective for annual periods beginning on or after 1 January 2013.

#### IAS 32 Financial Instruments : Presentation

The standard was amended to clarify that the tax effect of a distribution to holders of equity instruments should be accounted for in accordance with IAS 12 Income Taxes. The amendment is effective for annual periods beginning on or after 1 January 2013.

#### IAS 34 Interim Financial Reporting

The standard was amended to clarify interim reporting of segment information for total assets in order to enhance consistently with the requirements in IFRS 8 Operating Segments. The amendment is effective for annual periods beginning on or after 1 January 2013.

#### IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine

Clarifies when production stripping should lead to the recognition of an asset and how that asset should be measured, both initially and in subsequent periods. The Interpretation is effective for annual periods beginning on or after 1 January 2013.

# Notes to financial statements

## 1.2 Standards and interpretations issued and not yet effective

IAS1 p30

[When the group has not applied a new Standard or Interpretation that has been issued but is not yet effective, the group should disclose:

- this fact; and
- known or reasonably estimable information relevant to assessing the possible impact that application of the new Standard or Interpretation will have on the group's financial statements in the period of initial application.]

If none of the new Standards or Interpretations are expected to have a material impact the following example wording may be appropriate:

The company has not adopted any standards or interpretations in advance of the required implementation dates. It is not expected that the adoption of any other standards or interpretations which have been issued by the International Accounting Standards Board but have not been adopted will have a material impact on the financial statements.

## Summary of Standards and Interpretations issued but not yet effective

### IFRS 9 Financial Instruments (Not yet EU endorsed)

The new standard requires all financial assets within the scope of IAS39 to be stated at amortised cost or fair value where the intention is to hold such instruments to collect the contractual cash flows which are repayments of capital and interest. All other investments are stated at fair value at the end of each reporting period. Furthermore, where changes in the fair value of financial liabilities at fair value through profit or loss can be attributed to changes in credit risk, those changes are recognised in other comprehensive income. The only exception would be when such treatment would give rise to, or enlarge an accounting mismatch in profit and loss. The IASB have tentatively decided that the mandatory effective date of IFRS 9 Financial Instruments would be 1 January 2018, with earlier adoption permitted.

### IFRS 10, IFRS 12 and IAS 27 – Investment Entities

IFRS 10 was amended to define an Investment entity. A reporting entity meets the definition of an investment entity shall not consolidate its subsidiaries but rather measure an investment in a subsidiary at fair value through profit or loss in accordance with IFRS 9.

An investment entity is an entity that:

- Obtains funds from one or more investors for the purpose of providing those investor(s) with investment management services;
- Commits to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and
- Measures and evaluates the performance of substantially all of its investments on a fair value basis.

Consequential amendments have been made to IFRS 12 and IAS 27 to introduce the new disclosure requirements related to investment entities.

The amendments are effective for annual periods beginning on or after 1 January 2014, early application is permitted.

### IFRS 14 Regulatory Deferral Accounts

IFRS 14 specifies the financial reporting requirements for 'regulatory deferral account balances' that arise when an entity provides goods or services to customers at a price or rate that is subject to rate regulation. The standard is effective for an entity's first annual IFRS financial statements for periods beginning on or after 1 January 2016

### IAS 32 Financial Instruments: Presentation

The application guidance to IAS 32 has been amended to clarify some of the requirements for offsetting Financial Assets and Financial liabilities. The Revised standard is effective for annual periods beginning on or after 1 January 2014.

### IAS 36 Impairment of assets

There has been amendments to IAS 36 on the recoverable amount disclosures for non-financial assets. The amendment remove certain disclosures of the recoverable amount of cash generating units which had been included in IAS 36 as a result of IFRS 13 being issued. The amendment is effective for annual periods beginning on or after 1 January 2014.

### IFRIC 21 – Levies

This IFRIC provides guidance on the accounting for an obligation to pay a levy that is not income tax. It addresses what the obligating event is that gives rise to pay a levy and when a liability be recognised. The Interpretation is effective for annual periods beginning on or after 1 January 2014.

### Annual improvements process

The process is to enhance the quality of standards, by amending existing IFRSs to clarify guidance and wording, or to correct for relatively minor unintended oversights, conflicts and consequences. Issues included in the cycles are as follows.

Cycle: 2010-2012

- IFRS 2 – Definition of 'vesting condition'.
- IFRS 3 – Accounting for contingent consideration in a business combination.
- IFRS 8 – Aggregation of operating segments and reconciliation of the total of the reportable segments assets to the entity's assets.
- IFRS 13 – Short-term receivables and payables.
- IAS 10/38 – Revaluation method, proportionate restatement of accumulated depreciation.
- IAS 24 – Key management personnel.

IFRS3 p19



Cycle: 2011 – 2013

- IFRS 1 – Meaning of effective IFRSs.
- IFRS 3 – Scope exceptions for joint ventures.
- IFRS 13 – Scope of paragraph 52 (portfolio exception).
- IAS 40 – Clarifying the interrelationship of IFRS 3 Business combinations and IAS 40 Investment property when classifying property as investment property or owner occupied property.

The amendments for both cycles are effective for annual periods beginning on or after 1 July 2014, earlier adoption is permitted.

# Notes to financial statements

## 2. Accounting policies

### 2.1 Consolidation and investments in associates and joint arrangements

#### Basis of consolidation

These financial statements are the consolidated financial statements of Exemplum plc and entities controlled by it and its subsidiaries ("the Group")

Control is achieved when the investor

- has power over the investee;
- is exposed or has rights to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

IFRS10 p7

If facts and circumstances indicate that there are changes to one or more of the three elements of control listed above, the investor shall reassess whether it controls the investee.

An investor can have power over an investee even if it holds less than a majority of the voting rights of an investee. All facts and circumstances are considered in assessing whether or not voting rights in an investee are sufficient to give it power, for example, through:

IFRS10 p8

- contractual arrangements with other vote holders;
- rights from other contractual arrangements that indicate that the Company has the current ability to direct the relevant activities of the investee;
- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of other vote holders; or
- potential voting rights held by the Company that are substantive.

#### Investment in subsidiaries

Consolidation of a subsidiary begins from the date the investor gains control of an investee and ceases when the investor loses control of an investee.

IFRS10 p20

The purchase, or acquisition, method of accounting is used to account for the acquisition of subsidiaries by the group. The cost of the acquisition is measured as the fair value of assets transferred, equity instruments issued and liabilities incurred at the date of exchange.

IFRS3 p4, p37

Intra-group transactions, balances and unrealised gains and losses on transactions between group companies are eliminated.

IFRS10 B86 p20

Non-controlling interests in subsidiaries are presented in the consolidated statement of financial position separately from the equity attributable to equity owners of the parent company. Non-controlling shareholders' interest may initially be measured either at fair value or at the non-controlling shareholders' interests proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on each acquisition individually. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

IAS27 p30

IFRS10 B94

Acquisitions or disposals of non-controlling interests which do not affect the parent company's control of the subsidiary are accounted for as transactions with equity holders. Any difference between the fair value of the amount paid or received and the change in non-controlling interests is recognised directly in equity.

IFRS10 B96

## 2.1 Consolidation and investments in associates and joint arrangements (continued)

When the group ceases to have control of a subsidiary, any retained interest in the entity is re-measured to its fair value at the date when control is lost with the adjustment being recognised in profit or loss as part of the gain or loss on disposal of the controlling interest. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the group had directly disposed of the related assets or liabilities of the subsidiary (This may mean that these amounts are reclassified to profit or loss or transferred to another category of equity as specified by applicable IFRSs).

### Investment in associates

An associate is an entity over which the group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. The investment in an associate is initially recognised at cost and adjusted for the group's share of in the net assets of the investee after the date of acquisition, and for any impairment in value (equity method), except when the investment is classified as held-for-sale in accordance with IFRS 5 Non-current assets held-for-sale and discontinued operations. If the group's share of losses of an associate, the group discontinues recognising its share of further losses.

IAS28 p3, p10, p38

Transactions between the group and an associate are eliminated to the extent of the group's interest therein.

When the level of significant influence is reduced or lost, the group proportionately reclassifies the related items which were previously accumulated in equity through other comprehensive income to profit or loss as a reclassification adjustment. If an investment remains, it is measured to fair value, with the fair value adjustment being recognised in profit or loss as part of the gain or loss on disposal.

### Joint arrangements

A joint arrangement is an arrangement of which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement which exists only when the strategic financial and operating decisions about the relevant activities require the unanimous consent of the parties sharing control. A joint arrangement is either a joint operation or a joint venture.

IFRS11 p4,p6,p7

#### Joint venture

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangements.

The investment in a joint venture is initially recognised at cost and adjusted for the group's share of the changes in the net assets of the joint venture after the date of acquisition, and for any impairment in value (equity method), except when the investment is classified as held-for-sale in accordance with IFRS 5 Non-current assets held-for-sale and discontinued operations. If the group's share of losses of a joint venture, the group discontinues recognising its share of further losses.

IFRS11 p24

Transactions between the group and a joint venture are eliminated to the extent of the group's interest therein.

When the company loses joint control, the group proportionately reclassifies the related items which were previously accumulated in equity through other comprehensive income to profit or loss as a reclassification adjustment. If an investment remains, it is measured to fair value, with the fair value adjustment being recognised in profit or loss as part of the gain or loss on disposal.

#### Joint operation

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement.

The group recognises the following in relation to its interests in a joint operation:

- its assets, including its share of any assets held jointly;

- its liabilities, including its share of any liabilities incurred jointly;
- its revenue from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

## **Commentary on notes**

### **IFRS 3 (revised) – Measure of non-controlling interest**

IFRS 3 (revised) states that the acquirer can elect to measure any non-controlling interest at fair value at the acquisition date, or at its proportionate interest in the fair value of the identifiable assets and liabilities of the acquiree, on a transaction-by-transaction basis.

# Notes to financial statements

## 2.2 Goodwill

Goodwill on acquisitions comprises the excess of the aggregate of the fair value of the consideration transferred, the fair value of any previously held interests, and the recognised value of the non-controlling interest in the acquiree over the net of the acquisition date amounts of the identifiable assets acquired and liabilities assumed. IFRS3 p32

Goodwill is carried at cost less accumulated impairment losses. Goodwill is tested for impairment annually. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

## 2.3 Business combinations

Business combinations are accounted for using the acquisition method. The consideration for acquisition is measured at the fair values of assets given, liabilities incurred or assumed, and equity instruments issued by the Company in order to obtain control of the acquiree (at the date of exchange). Costs incurred in connection with the acquisition are recognised in profit or loss as incurred. Where a business combination is achieved in stages, previously held interests in the acquiree are re-measured to fair value at the acquisition date (date the Group obtains control) and the resulting gain or loss, is recognised in profit or loss. Adjustments are made to fair values to bring the accounting policies of acquired businesses into alignment with those of the group. The costs of integrating and reorganising acquired businesses are charged to the post acquisition profit or loss. IFRS3 p4, p37, p32, p45 IAS38 p118

If the initial accounting is incomplete at the reporting date, provisional amounts are recorded. These amounts are subsequently adjusted during the measurement period, or additional assets or liabilities are recognised when new information about its existence is obtained during this period

# Notes to financial statements

## 2.4 Intangible assets

### 2.4.1 Intangible assets acquired separately

Intangible assets acquired separately are shown at historical cost less accumulated amortisation and impairment losses.

IAS38 p74, p97

Amortisation is charged to profit or loss on a straight-line basis over the estimated useful lives of the intangible asset unless such lives are indefinite. These charges are included in other expenses in profit or loss. Intangible assets with an indefinite useful life are tested for impairment annually. Other intangible assets are amortised from the date they are available for use. The useful lives are as follows:

- Patents and trademarks-20 years
- Software development costs -3 years

Amortisation periods and methods are reviewed annually and adjusted if appropriate

### 2.4.2 Intangible assets generated internally

Expenditures on research or on the research phase of an internal project are recognised as an expense when incurred. The intangible assets arising from the development phase of an internal project are recognised if, and only if, the following conditions apply:

- it is technically feasible to complete the asset for use by the Company
- the company has the intention of completing the asset for either use or resale
- the company has the ability to either use or sell the asset
- it is possible to estimate how the asset will generate income
- the company has adequate financial, technical and other resources to develop and use the asset; and
- the expenditure incurred to develop the asset is measurable.

If no intangible asset can be recognised based on the above, then development costs are recognised in profit and loss in the period in which they are incurred.

### 2.4.3 Intangible assets recognised in a business combination

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date.

## 2.5 Property, plant and equipment

All property, plant and equipment assets are stated at cost less accumulated depreciation.

IAS16 p30

Depreciation of property, plant and equipment is provided to write off the cost, less residual value, on a straight line basis over the estimated useful life.

IAS16 p73

- Buildings - 50 years
- Computer equipment - 3 years
- Motor vehicles - 5 years

Residual values, remaining useful lives and depreciation methods are reviewed annually and adjusted if appropriate

IAS16 p51

Gains or losses on disposal are included in profit or loss

IAS16 p68

## Commentary on accounting policies

### Impairment

The group should also assess annually whether there is any indication that an impairment loss recognised in prior periods for an asset other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amount of that asset is estimated and compared to its carrying value. A reversal of an impairment loss is recognised for the amount by which the asset's recoverable amount exceeds its carrying value, limited to what the carrying value would have been had no impairment previously been recognised.

IAS36 p110 and  
p117



# Notes to financial statements

## 2.6 Investment properties

Investment property comprises non-owner occupied buildings held to earn rentals and for capital appreciation.

IAS40 p75

Investment properties are initially recognised at cost, inclusive of transaction costs. Subsequently, investment properties are measured at fair value. Gains and losses arising from changes in the fair value of investment properties are recognised in profit or loss in the period in which they arise.

Investment property is derecognised when disposed of, or when no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property is recognised in profit or loss in the period in which the property is derecognised.

## 2.7 Impairment of non-financial assets

The group assesses annually whether there is any indication that any of its assets have been impaired. If such indication exists, the asset's recoverable amount is estimated and compared to its carrying value. Where it is impossible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the smallest cash-generating unit to which the asset is allocated.

IAS36 p9 IAS36 p 60

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount an impairment loss is recognised immediately in profit or loss, unless the asset is carried at a revalued amount, in which case the impairment loss is recognised as revaluation decrease.

IAS36 p10

For goodwill, intangible assets that have an indefinite life, and intangible assets not yet available for use, the recoverable amount is estimated annually and at the end of each reporting period if there is an indication of impairment.

IAS36 p60

## 2.8 Financial instruments

The group classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement. Financial instruments are recognised when the Group becomes a party to the contractual provisions of the instrument.

IFRS7 p21

IFRS7 p21

Financial instruments are recognised initially at fair value plus transactions costs that are directly attributable to the acquisition or issue of the financial instrument, except for financial assets at fair value through profit or loss, which are initially measured at fair value, excluding transaction costs (which is recognised in profit or loss).

IFRS7 p27, IAS39 p14, p43

Equity instruments for which fair value is not determinable, are measured at cost and are classified as available-for-sale financial assets.

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the group has transferred substantially all risk and rewards of ownership.

# Notes to financial statements

## 2.8 Financial instruments (continued)

### 2.8.1 Available-for-sale financial assets

IAS39 p9, p55

Available-for-sale financial assets comprise equity investments. Subsequent to initial recognition available-for-sale financial assets are stated at fair value. Movements in fair values are taken directly to equity, with the exception of impairment losses and foreign exchange gains or losses which are recognised in profit or loss. Fair values are based on prices quoted in an active market if such a market is available. If an active market is not available, the group establishes the fair value of financial instruments by using a valuation technique, usually discounted cash flow analysis. When an investment is disposed, any cumulative gains and losses previously recognised in equity are recognised in profit or loss. Dividends are recognised in profit or loss when the right to receive payments is established.

### 2.8.2 Financial assets at fair value through profit and loss

IAS39 p9

Financial assets at fair value through profit and loss include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. A financial asset is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term. Financial assets at fair value through profit and loss comprise derivative financial instruments, namely interest rate swaps and forward exchange contracts. Subsequent to initial recognition financial assets at fair value through profit and loss are stated at fair value. Movements in fair values are recognised in profit or loss, unless they relate to derivatives designated and effective as hedging instruments, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship. The group designates certain derivatives as hedging instruments in fair value hedges of recognised assets and liabilities and firm commitments, and in cash flow hedges of highly probable forecast transactions and foreign currency risks relating to firm commitments

IFRS7 p21, p22

The effective portion of fluctuations in the fair value of interest rate swaps used to hedge interest rate risk and that qualify as fair value hedges are recognised together with finance costs. The ineffective portion of the gain or loss is recognised in other expenses or other income.

IAS39 p89, IFRS7 p22

Fluctuations in the fair value of forward exchange contracts used to hedge currency risk of future cash flows, and the fair value of foreign currency monetary items on the statement of financial position, are recognised directly in other expenses or other income. This policy has been adopted as the relationship between the forward exchange contracts and the item being hedged does not meet certain conditions in order to qualify as a hedging relationship.

IAS39 p88, IFRS7 p22

### 2.8.3 Trade receivables

Trade receivables are measured at initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method, less provision for impairment. Trade receivables are reduced by appropriate allowances for estimated irrecoverable amounts. Interest on overdue trade receivables is recognised as it accrues.

IAS39 p43, p46, p59, IFRS7 B5

### 2.8.4 Cash and cash equivalents

Cash equivalents comprise short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value. An investment with a maturity of three months or less is normally classified as being short-term. Bank overdrafts are shown within borrowing in current liabilities.

IAS7 p21, p46

### 2.8.5 Trade payables

Trade payables are initially measured at fair value, and subsequently measured at amortised cost using the effective interest rate method.

IAS39 p43, p47, IFRS7 p21

# Notes to financial statements

## 2.8 Financial Instruments (continued)

### 2.8.6 Bank overdrafts and interest-bearing borrowings

Bank overdrafts and interest-bearing borrowings are recognised initially at fair value, net of transaction costs incurred and subsequently measured at amortised cost using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability.

IAS39 p47, IFRS7 p21

### 2.8.7 Equity instruments

Equity instruments issued by the group are recorded at the value of proceeds received, net of costs directly attributable to the issue of the instruments.

### 2.8.8 Compound instruments

At the issue date the fair value of the liability component of a compound instrument is estimated using the market interest rate for a similar non-convertible instrument. This amount is recorded as a liability at amortised cost using the effective interest method until extinguished upon conversion or at the instrument's redemption date. The equity component is determined as the difference of the amount of the liability component from the fair value of the instrument. This is recognised in equity, net of income tax effects, and is not subsequently remeasured.

IAS32 AG31, p36

### 2.8.9 Net investment in foreign operation

The effective portion of fluctuations in the fair value of the hedging instrument used to hedge currency risk of net investments in foreign companies is recognised directly in equity. The ineffective portion of the gain or loss is recognised in profit or loss. The gain or loss deferred in equity, or part thereof, for hedges of net investments in foreign companies is recycled through profit or loss when the interest in or part of the interest in, the foreign company is disposed of.

IAS39 p102

### 2.8.10 Impairment of financial assets

All financial assets measured at amortised cost are assessed for indicators of impairment at each reporting date.

### 2.8.11 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

IAS32 p42

# Notes to financial statements

## 2.9 Share based payments

Employee share options are measured at fair value at grant date using the Black-Scholes model. The fair value is expensed on a straight line basis over the vesting period, based on an estimate of the number of options that will eventually vest. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share option reserve.

IFRS2 p10

IFRS2 p30

Cash settled share based payment transactions to settle obligations arising from transactions with suppliers results in the recognition of a liability at its current fair value. The fair value of the liability is measured by reference to the fair value of the goods or services received, and remeasured at each reporting date, with any movements recognised in profit and loss for the period.

## 2.10 Retirement benefits

The group operates both defined contribution plans and defined benefit plans.

IAS19 p27

A defined contribution plan is one where the group pays fixed contributions into a separate entity. These contributions are expensed in the period in which the employees rendered the services entitling them to the benefits.

IAS19 p28

The terms of the defined benefit pension plan define the amount that employees will receive on retirement. These amounts are dependent on factors such as age, years of service and compensation, and are determined independently of the contributions payable or the investments of the scheme. The defined benefit liability recognised on the statement of financial position is the difference between the present value of the defined benefit obligations and the fair value of plan assets.

IAS19 p30, p57

The defined benefit obligation is calculated by independent actuaries using the project unit credit method. Actuarial gains and losses are recognised in full in the year in which they occur within other to equity in other comprehensive income

IAS19 p57(d)

## 2.11 Revenue

Revenue comprises sales and services to external customers (excluding VAT and other sales taxes). Consideration received from customers is only recorded as revenue to the extent that the group has performed its contractual obligations in respect of that consideration.

IAS18 p35, p89

Rental income from operating leases is recognised in income on a straight-line basis over the lease term.

IAS17 p50

Interest revenue is recognised in the period in which interest is earned. The amount of revenue is measured using the effective interest rate method.

## 2.12 Inventories

Inventories are valued at the lower of cost and net realisable value on a weighted average basis. Cost comprises purchase cost of goods, direct labour and those overheads related to manufacture and distribution based on normal activity levels.

IAS2 p36

# Notes to financial statements

## 2.13 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

IAS17 p33

### 2.13.1 As Lessor

#### Operating leases

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Any balloon payments and rent free periods are taken into account when determining the straight-line charge.

IAS17 p20

### 2.13.2 As Lessee

IAS17 p27

#### Finance leases

Assets held under finance leases are recognised as assets of the Group at the fair value at the inception of the lease or if lower, at the present value of the minimum lease payments. The related liability to the lessor is included in the statement of financial position as a finance lease obligation.

Lease payments are apportioned between interest expenses and capital redemption of the liability. Interest is recognised immediately in profit or loss, unless attributable to qualifying assets, in which case they are capitalised to the cost of those assets.

Contingent rentals are recognised as expenses in the periods in which they are incurred.

#### Operating leases

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except if another systematic basis is more representative of the time pattern in which economic benefits will flow to the Group.

Contingent rentals arising under operating leases are recognised in the period in which they are incurred.

Lease incentives and similar arrangements of incentives are taken into account when calculating the straight-lined expense.

## 2.14 Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset.

IAS23 p8

Other borrowing costs are expensed in the period in which they are incurred.

# Notes to financial statements

## 2.15 Taxation

Income tax for the period is based on the taxable income for the year. Taxable income differs from profit as reported in the statement of comprehensive income for the period as there are some items which may never be taxable or deductible for tax and other items which may be deductible or taxable in other periods. Income tax for the period is calculated using the current ruling tax rate

Deferred tax is the future tax consequences of temporary differences between the carrying amounts and tax bases of assets and liabilities shown on the statement of financial position. Deferred tax assets and liabilities are not recognised if they arise in the following situations: the initial recognition of goodwill; or the initial recognition of assets and liabilities that affect neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of recovery or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the statement of financial position date.

IAS12 p15,  
p24, 47

The group does not recognise deferred tax liabilities, or deferred tax assets, on temporary differences associated with investments in subsidiaries, joint ventures and associates where the parent company is able to control of the timing of the reversal of the temporary differences and it is not considered probable that the temporary differences will reverse in the foreseeable future. It is the group's policy to reinvest undistributed profits arising in group companies.

IAS12 p39,  
p44

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. The carrying amount of the deferred tax assets are reviewed at each statement of financial position date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

IAS12 p24,  
p34

# Notes to financial statements

## 2.16 Discontinued operations and non-current assets held for sale

The results of discontinued operations are to be presented separately in the statement of comprehensive income. IFRS5 p1

Non-current assets (or disposal group) classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell. IFRS5 p15

Non-current assets (or disposal group) are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. IFRS5 p6

This is the case, when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets (or disposal groups) and the sale is considered to be highly probable. IFRS5 p7

A sale is considered to be highly probable if the appropriate level of management is committed to a plan to sell the asset (or disposal group), and an active programme to locate a buyer and complete the plan has been initiated. Further, the asset (or disposal group) has been actively marketed for sale at a price that is reasonable in relation to its current fair value. In addition, the sale is expected to qualify for recognition as a completed sale within one-year from the date that it is classified as held for sale. IFRS5 p8

## 2.17 Provisions

Provisions are recognised when the Group has a presented obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. IAS37 p14

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

# Notes to financial statements

## 2.18 Foreign currencies

### Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the entities within the group. Monetary items denominated in foreign currencies are retranslated at the exchange rates applying at the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings which are regarded as adjustments to interest costs, where those interest costs qualify for capitalisation to assets under construction;
- exchange differences on transactions entered into to hedge foreign currency risks (assuming all hedge accounting test are met); and
- exchange differences on loans to or from a foreign operation for which settlement is neither planned nor likely to occur and therefore forms part of the net investment in the foreign operation, which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on disposal or partial disposal of the net investment.

### Foreign operations

The functional currency of the parent company and the presentation currency of the consolidated financial statements is Pounds Sterling. The assets and liabilities of the Group's foreign operations are translated to Pounds Sterling using exchange rates at period end. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rate on transaction date is used. Goodwill acquired in business combinations of a foreign operations are treated as assets and liabilities of that operation and translated at the closing rate.

Exchange differences are recognised in other comprehensive income and accumulated in a separate category of equity.

On the disposal of a foreign operation, the accumulated exchange differences of that operation, which is attributable to the Group are recognised in profit or loss.



## Commentary on notes

### Key sources of estimation uncertainty

The group should disclose in the notes information about the key assumptions concerning the future, and other major sources of estimation uncertainty at the statement of financial position date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. In respect of those assets and liabilities, the notes shall include details of:

IAS1 p125

- their nature; and
- their carrying amount as at the statement of financial position date.

Examples of estimation uncertainty include determining the: fair values of property, plant and equipment, if carried on the statement of financial position at a revalued book value; obsolescence provision on inventories; provisions subject to the future outcome of litigations in progress; and the long-term employee benefit liabilities. These estimates involve the use of assumptions such as: discount rates; risk adjustment to cash flows; and salary and wage increases.

IAS1 p126

The key assumptions and other key sources of estimation uncertainty disclosed should relate to the estimates that require management's most difficult, subjective or complex judgements. As the number of variables and assumptions affecting the possible future resolution of the uncertainties increases, those judgements become more subjective and complex, and the potential for a consequential material adjustment to the carrying amounts of assets and liabilities normally increases accordingly.

IAS1 p127

The disclosures are presented in a manner that helps users of financial statements to understand the judgements management makes about the future and about other key sources of estimation uncertainty. The nature and extent of the information provided vary according to the nature of the assumption and other circumstances. Examples of the types of disclosures made are:

IAS1 p129

- the nature of the assumption or other estimation uncertainty;
- the sensitivity of carrying amounts to the methods, assumptions and estimates underlying their calculation, including the reasons for the sensitivity;
- the expected resolution of an uncertainty and the range of reasonably possible outcomes within the next financial year in respect of the carrying amounts of the assets and liabilities affected; and
- an explanation of changes made to past assumptions concerning those assets and liabilities, if the uncertainty remains unresolved.

Disclosure of valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in their relevant notes. An alternative is to disclose a separate fair value note which details all the fair value assets and liabilities.

IFRS13

# Notes to financial statements

## 3. Accounting estimates and judgements

The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

IAS1 p122  
p125

### 3.1 Key sources of estimation uncertainty

#### Stock provisions

The stock provision is based on average loss rates of stock in recent months. The provision makes use of stock counts performed which is considered to be representative of all stock items held.

#### Retirement benefit obligation

The present value of the pension obligations depends on a number of factors that are determined on an actuarial basis using various assumptions that may differ from actual developments in future. The assumptions used include the discount rate, future salary increases, mortality rates and future pension increases. Changes in these assumptions will impact the carrying amount of the pension obligation.

The group determines the appropriate discount rate at each reporting date. In determining the appropriate discount rate, management considers the interest rates of corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the expected term of the related pension obligation.

Refer to note 30 for further disclosure of the key sources of estimation uncertainty relating to the retirement benefit obligation.

#### Goodwill

Goodwill is tested for impairment at each statement of financial position date. The recoverable amounts of cash generating units have been estimated based on value in use calculations. Value in use calculations have been based on a subjective pre-tax discount rate of X%. Had the discount rate used been 1% greater or lower than estimated, then the impairment loss would have been increased by £ X or decreased by £ X respectively.

IAS1 p129

#### Financial instruments

Valuation methods, usually discounted cash flow analysis, are used to determine the fair value of financial instruments that are not traded in an active market. Calculations have been based on a subjective pre-tax discount rate of X%. Had the discount rate used been 1% greater or lower than estimated, then the change in fair value would have been decreased by £ X, or increased by £ X respectively. The total amount of the change in fair value estimated using discounted cash flow analysis, recognised in the profit for the period was £ X (2012: £ X).

IFRS7 p27,  
IFRS13 p91

#### Useful lives of items of property, plant and equipment

The group reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. During the current year, the directors determined that the useful lives of certain items of equipment should be shortened, due to developments in technology. The financial effect of this reassessment is to increase the consolidated depreciation expense in the current year and for the next 3 years, by the following amounts:

IAS1 p129

2013	£ X
2014	£ X
2015	£ X
2016	£ X

#### Fair value measurement and valuation processes

The group measures some of its assets and liabilities at fair value at each reporting date. Fair value 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.

IFRS13 p9

The fair value measurement is based on the assumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

IFRS13 p16

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

IFRS13, p22

The measurement of a non-financial assets at fair value takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. IFRS13 p27

The group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. IFRS13 p61

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole: IFRS13 p72

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities IFRS13 Appendix A
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. IFRS13 p95

The board of directors of the group have set up a valuation committee that determines the appropriate valuation techniques and inputs for fair value measurements. This committee works closely with qualified external valuers who assist in establishing the appropriate techniques and inputs.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in notes 16 and 38.

### 3.2 Critical judgements in applying the group's accounting policies

#### Retail stores refurbishment

The group has recognised a provision for store refurbishment in the statement of financial position as at 31 December 2013. As management were considered to be fully committed to the expenditure and the group has obligations in terms of its lease agreements to affect the refurbishments, they believe that the appropriate accounting treatment is to make a provision in the statement of financial position as at 31 December 2013. IAS1 p122

#### Operating lease commitments

The group has entered into property leases over a number of retail stores. As management have determined that the group has not obtained substantially all the risks and rewards of ownership of these properties, the leases have been classified as operating leases and accounted for accordingly. IAS1 p122

#### Control over Subsidiary A

It was concluded that Subsidiary A is a subsidiary of the group even though the group only has 48% voting rights and ownership interests in Subsidiary A. The remaining 52% is widely held by thousands of unrelated shareholders. IFRS12 p7(a), p9(b)

An assessment of control was performed by the group based on whether the group has the practical ability to direct the relevant activities unilaterally. In making their judgement, the relative size and dispersion of other vote holders, potential voting rights held by them or others, rights from other contractual arrangements were considered. After the assessment, the group concluded that they had a dominant voting interest to direct the relevant activities of Subsidiary A and it would take a number of vote holders to outvote the group therefore the group has control over Subsidiary A.

#### Classification of Joint Venture C as a joint venture

Joint venture C is a limited liability company. Its legal form suggest separation between itself and the parties to the joint arrangement as well between the parties to the joint arrangement. There is no contractual arrangement or facts and circumstances that specifies that the parties to the joint arrangement have rights to the net assets of the joint arrangement. Therefore, Joint Venture C is a joint venture of the Group. IFRS12 p7(b), p7(c)

#### Significant influence over Associate A

Associate A is an associate of the group as described in note 20 even though the group only owns 16% interest in Associate A. Significant influence arises by virtue of the groups' contractual right to appoint three out of the seven board of directors of Associate A. IFRS12 p7(b), p9

## Commentary on notes

### Segment information

An operating segment is a component of an entity:

IFRS8 p5

- a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity),
- b) whose operating results are regularly reviewed by the entity's chief operating decision maker ('CODM') to make decisions about resources to be allocated to the segment and assess its performance, and
- c) for which discrete financial information is available.

The term CODM identifies a function, not necessarily a manager with a specific title. That function is to allocate resources to and assess the performance of the operating segments of an entity. Often the CODM of an entity is its chief executive officer or chief operating officer but, for example, it may be a group of executive directors or others.

IFRS8 p7

Quantitative thresholds have been set for determining operating segments for which separate information should be disclosed. Separate information should be disclosed for any operating segment:

IFRS8 p13

- i. with revenue (including both external sales and intersegment transfers) that is 10% or more of the total revenue of all the operating segments;
- ii. with assets that are 10% or more of the combined assets of all the operating segments; or
- iii. where its profit or loss which, in absolute terms, is 10 per cent or more of the greater, in absolute amount, of (i) the combined reported profit of all profit making operating segments and (ii) the combined reported loss of all loss-making operating segments.

Adjusted EBITDA has been used as the measure of profit or loss that is regularly reviewed by the CODM. As IFRS 8 requires the figure representing profit/loss to be the one "regularly provided to the CODM", this figure should be determined on an entity by entity basis.

An entity may combine information about operating segments that do not meet the quantitative thresholds with information about other operating segments that do not meet the quantitative thresholds to produce a reportable segment only if the operating segments have similar economic characteristics and share a majority of the aggregation criteria.

IFRS8 p14

If the total external revenue reported by operating segments constitutes less than 75% of the entity's revenue, additional operating segments shall be identified as reportable segments until at least 75% of the entity's revenue is included in reportable segments.

IFRS8 p15

If an operating segment is identified as a reportable segment in the current period in accordance with the quantitative thresholds, segment data for a prior period presented for comparative purposes shall be restated to reflect the newly reportable segment as a separate segment, even if that segment did not satisfy the criteria for reportability in the prior period, unless the information is not available and the cost to develop it is excessive.

IFRS8 p18

The disclosure of segmental cash flows enables users to obtain a better understanding of the relationship between the cash flows of the business as a whole and those of its component parts and the availability and variability of segmental cash flows.

IAS7 p52

# Notes to financial statements

## 4. Segmental reporting

[The group should disclose the factors used to identify its reportable segments. This should include the basis of organisation, for example by difference in products or services, geographical areas, regulatory environments or a combination of factors.] IFRS8 p22(a)

[The group should disclose the types of products and services from which each reportable segment derives its revenues.] IFRS8 p22(b)

[Information about other business activities and operating segments that are not reportable shall be combined and disclosed in an 'all other segments' category separately from other reconciling items in the reconciliations required by IFRS 8 p28. The sources of the revenue included in the 'all other segments' category shall be described.] IFRS8 p16

[An entity shall provide an explanation of the measurements of segment profit or loss, segment assets and segment liabilities for each reportable segment.] IFRS8 p27

[Adjusted EBITDA has been used in the illustrative financial statements as the measure of profit or loss that is regularly reviewed by the CODM. As IFRS 8 requires the figure representing profit or loss to be the one "regularly provided to the CODM", this figure should be determined on an entity by entity basis.]

	Manufacture		Retail		distribution		All other segments		Total		
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	
Revenue											
External Revenue	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(a)
Inter-segment revenue	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(b)
Total segment revenue	X	X	X	X	X	X	X	X	X	X	
Adjusted EBITDA	X	X	X	X	X	X	X	X	X	X	IFRS8 p23
Depreciation and amortisation	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(e)
Goodwill impairment	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(a)
Interest expense	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(d)
Interest income	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(c)
Share of profit from associates and joint ventures	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(g)
Income tax expense	X	X	X	X	X	X	X	X	X	X	IFRS8 p23(h)

## Commentary on notes

### Segment information

Certain entity wide disclosures are also required for all entities, including those entities that have a single reporting segment, including information about: products and services; geographical areas; and major customers.

IFRS8 p31-34

An entity shall report the revenues from external customers for each product and service, or each group of similar products and services, unless the necessary information is not available and the cost to develop it would be excessive, in which case that fact shall be disclosed. The amounts of revenues reported shall be based on the financial information used to produce the entity's financial statements.

IFRS8 p32

An entity shall report geographical information for revenues from external customers (i) attributed to the entity's country of domicile and (ii) attributed to all foreign countries in total from which the entity derives revenues. If revenues from external customers attributed to an individual foreign country are material, those revenues shall be disclosed separately. An entity shall disclose the basis for attributing revenues from external customers to individual countries.

IFRS8 p33(a)

An entity shall report geographical information for non-current assets (other than financial instruments, deferred tax assets, post-employment benefit assets, and rights arising under insurance contracts) (i) located in the entity's country of domicile and (ii) located in all foreign countries in total in which the entity holds assets. If assets in an individual foreign country are material, those assets shall be disclosed separately.

IFRS8 p33(b)

An entity shall provide information about the extent of its reliance on its major customers. If revenues from transactions with a single external customer amount to 10 per cent or more of an entity's revenues, the entity shall disclose that fact, the total amount of revenues from each such customer, and the identity of the segment or segments reporting the revenues. The entity need not disclose the identity of a major customer or the amount of revenues that each segment reports from that customer. For the purposes of this IFRS, a group of entities known to a reporting entity to be under common control shall be considered a single customer, and a government (national, state, provincial, territorial, local or foreign) and entities known to the reporting entity to be under the control of that government shall be considered a single customer.

IFRS8 p34

# Notes to financial statements

## 4. Segmental reporting continued

	Manufacture		Retail		Distribution		All other segments		Total		
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	
Investments accounted for using the equity method	X	X	X	X	X	X	X	X	X	X	IFRS8 p24(a)
Additions to non-current assets (other than financial instruments & deferred tax assets)	X	X	X	X	X	X	X	X	X	X	IFRS8 p24(b)
Total assets	X	X	X	X	X	X	X	X	X	X	IFRS8 p23
Total liabilities	X	X	X	X	X	X	X	X	X	X	IFRS8 p24

## Revenue from major products and services

Analysis of revenue by product or service line

IFRS8 p32

	2013	2012
Widget sales	X	X
Support	X	X
Transport services	X	X
	<u>X</u>	<u>X</u>

## Geographical information

Revenue by geographical area:

IFRS8 p33

	2013	2012
United Kingdom	X	X
France	X	X
Italy	X	X
USA	X	X
	<u>X</u>	<u>X</u>

Non-current assets by geographical area:

	2013	2012
United Kingdom	X	X
France	X	X
Italy	X	X
USA	X	X
	<u>X</u>	<u>X</u>

# Notes to financial statements

## 4. Segmental reporting continued

### Major customers

Revenues arising from sale of widgets of X million (2012: Y million) include revenues of approximately Z million (2012: R million) from sales to the largest customer of the group. Sales to no other customers individually contributed 10% or more to the Group's revenue for both 2013 and 2012. IFRS8 p34

### Reconciliations

A reconciliation of the adjusted EBITDA to the profit before tax and discontinued operations is as follows: IFRS8 p28(b)

	2013	2012
Adjusted EBITDA for reportable and other segments	X	X
Depreciation	X	X
Amortisation	X	X
Restructuring costs	X	X
Share options granted to directors and employees	X	X
Legal expenses	X	X
Profit before tax and discontinued operations	X	X

A reconciliation of the reportable segments' assets to the group's total assets is as follows: IFRS8 p28(c)

	2013	2012
Segment assets for reportable segments	X	X

### Unallocated:

Deferred tax	X	X
Available-for-sale financial assets	X	X
Financial assets at fair value through profit and loss	X	X
Assets of a disposal group classified as held for sale	X	X
Total assets per the Statement of financial position	X	X

A reconciliation of the reportable segments' liabilities to the group's total liabilities is as follows: IFRS8 p28(d)

	2013	2012
Segment liabilities for reportable segments	X	X

### Unallocated:

Deferred tax	X	X
Current tax	X	X
Current and non-current borrowings	X	X
Liabilities of a disposal group classified as held for sale	X	X
Total liabilities per the Statement of financial position	X	X



## **Commentary on notes**

### **Revenue**

The group should disclose the amount of revenue arising from exchanges of goods or services included in each significant category of revenue. IAS18 p35

### **Impairment losses**

Where material impairment losses were incurred, additional disclosure is required including : IAS36 p130

- the events and circumstances that lead to the impairment loss
- amount of impairment loss/reversal
- for an individual asset : the nature of the asset and which segment the asset belongs to
- for a CGU : description of the CGU, and the segment to which it belongs
- Whether recoverable amount is value in use or net realisable value estimates and assumptions used in determining the recoverable amount.

# Notes to financial statements

## 5. Revenue

	2013	2012	
The group's revenue comprises:			IAS18 p35
Sale of goods	X	X	
Property rental income	X	X	
Services rendered	X	X	
	<u>X</u>	<u>X</u>	

## 6. Disclosure of expenses

	2013	2012	
The following amounts were expensed or credited during the year:			
Exchange gains or losses	X	X	IAS21 p52
Staff costs	X	X	IAS1 p104
Depreciation	X	X	IAS1 p104
Amortisation of other intangible assets	X	X	IAS38 p118
Impairment losses on property, plant and equipment	X	X	IAS36 p126
Impairment losses on goodwill	X	X	IAS36 p126
Impairment losses on other intangible assets	X	X	IAS36 p126
Change in fair value of investment property	X	X	IAS40 p76
Research and development	X	X	IAS38 p126
Operating lease expense	X	X	IAS17 p35(c)
Cost of inventories recognised as an expense	X	X	IAS2 p36(d)

## 7. Gains and losses in respect of financial instruments

	2013	2012	
Net gains on other financial assets at fair value through profit and loss	X	X	IFRS7 p20
Gain/(loss) on disposal of available-for-sale investments transferred from equity	X	X	IFRS7 p20
Impairment of trade receivables	X	X	IFRS7 p20
Impairment of available-for-sale investments	X	X	IFRS7 p20
Ineffectiveness arising from Cash flow hedges	X	X	IFRS7 p24
Ineffectiveness arising from hedges of net investments	X	X	IFRS7 p24

## Commentary on notes

### Borrowing costs

IAS 23 Borrowing costs was amended in March 2008, and is applicable for years commencing on or after 1 January 2010, with earlier adoption permitted. As a result of the amendment entities are required to capitalise all borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset, and removes the option to immediately expense such borrowing costs. IAS23

The amount of borrowing costs eligible for capitalisation is the actual borrowing costs incurred on the borrowings during the period less any investment income on the temporary reinvestment of those borrowings. IAS23 p12

The transitional provisions state that when the adoption of this Standard constitutes a change in accounting policy, an entity should apply the Standard to borrowing costs relating to qualifying assets for which the commencement date for capitalisation is on or after 1 January 2010. Earlier application is permitted, in which case an entity may designate any date prior to 1 January 2010 and apply the Standard to borrowing costs relating to all qualifying assets for which the commencement date for capitalisation is on or after that date. IAS23 p28,29

# Notes to financial statements

## 8. Staff costs

	2013	2012	
Wages and salaries	X	X	IAS19 p171
Social security costs	X	X	IAS19 p142
Other post-employment benefits	X	X	IAS19 p141
Pension costs			
- Defined contribution plan	X	X	IAS19 p53
- Defined benefit plan	X	X	IAS19 p141
Share based payments	X	X	IFRS2 p51
	<u>X</u>	<u>X</u>	

## 9. Investment income

	2013	2012	
Interest on short-term deposits	X	X	IAS18 p35
Interest on impaired financial assets	X	X	IFRS7 p20
Dividends received	X	X	IAS18 p35
	<u>X</u>	<u>X</u>	

## 10. Finance costs

	2013	2012	
Interest on bank overdraft	X	X	
Interest on borrowings - using effective interest rate method	X	X	IFRS7 p20
Fair value (gains)/losses on interest rate swaps	X	X	IFRS7 p23
	<u>X</u>	<u>X</u>	

Borrowing costs capitalised to qualifying assets amounted to £ X (2012: £ X). A general borrowing rate of X % was used to capitalise interest expenditure on these assets. IAS23 p26

## Commentary on notes

### Taxation

Current tax and deferred tax shall be charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly to equity. IAS12 p61A

IAS 12 requires disclosure reconciling the total tax expense to the accounting profit. IAS IAS12 p81  
IAS12 provides two options for presenting the reconciliation, either on a numerical basis or per p81 a percentage basis.

# Notes to financial statements

## 11. Income tax expense

	2013	2012	IAS12 p79
UK corporation tax	X	X	
Utilisation of assessed losses not previously recognised	X	X	
Foreign tax	X	X	
	<u>X</u>	<u>X</u>	

Deferred tax IAS12 p79

Current year	X	X
Change in tax rate	X	X
Total tax expense	<u>X</u>	<u>X</u>

Corporation tax is calculated at X% (2012: X%) of the estimated assessable profit for the IAS12 year. IAS12 p81

The tax expense for the year can be reconciled to the profit for the year as follows: IAS12 p81

	2013	2012
	£	£
Profit before tax	X	X
Tax thereon at X%(2012:X%)	X	X
Share of profit from associates and joint ventures	X	X
Non-deductible expenses	X	X
Utilisation of assessed loss not previously recognised	X	X
Change in tax rate	X	X
Foreign tax expensed at lower rates than (country of domicile) standard rate	X	X
Total tax expense	<u>X</u>	<u>X</u>

### (Alternative)

The tax rate can be reconciled to the effective tax rate as follows:

IAS12 p81

	2013	2012
	%	%
Tax rate	X	X
Share of profit from associates and joint ventures	X	X
Non-deductible expenses	X	X
Utilisation of assessed loss not previously recognised	X	X
Change in tax rate	X	X
Foreign tax expensed at lower rates than(country of domicile) standard rate	X	X
Total effective tax rate	<u>X</u>	<u>X</u>

Deferred tax relating to the revaluation of available-for-sale financial assets of £ X (2012: £ X) has been recognised directly in equity IAS12 p81

## Commentary on notes

### Non-current assets or disposal groups held for sale

The group should make the following additional note disclosures in the year that a non-current asset or disposal group is classified as held for sale or sold:

IFRS5 p41

- a description of the asset or disposal group;
- a description of the facts and circumstances of the sale or expected sale, and the expected timing and manner of the disposal;
- the gain or loss recognised and if not separately shown in the statement of comprehensive income then the line item on the statement of comprehensive income that includes the gain or loss; and
- the reportable segment in which the non-current asset or disposal group is presented.

If the entity should decide to change the plan to sell the non-current asset (or disposal group) then the group should disclose a description of the facts and circumstances leading to that decision and the effect of the decision on the results for the current and prior period.

IFRS5 p42

If adjustments are made to amounts previously disclosed in discontinued operations then the nature and amount of such adjustments should be separately disclosed in discontinued operations in the current year. Examples of such adjustments that may arise include: purchase price adjustments by the buyer or the seller; product warranty obligations retained by the seller; and settlement of employee benefit obligations by the seller.

IFRS5 p35

# Notes to financial statements

## 12. Discontinued operations

### 12.1 Analysis of the statement of comprehensive income result:

In May 2013 the management committed to dispose of the packaging division. The sale is expected to be concluded in February 2014, and no further loss is expected on the disposal of the assets involved. The packaging division fell within the distribution reporting segment.

	2013	2012	
Analysis of cash flow movements			IFRS5 p33(c)
Operating cash flows	X	X	
Investing cash flows	X	X	
Financing cash flows	X	X	
Total cash flows	X	X	
	<b>X</b>	<b>X</b>	
	2013	2012	IFRS5 p33(c)
Analysis of statement of comprehensive income result			
Revenue	X	X	
Expenses	X	X	
Loss before tax of discontinued operations	X	X	
Income tax expense	X	X	
Loss after tax of discontinued operations	X	X	
	<b>X</b>	<b>X</b>	
Pre-tax loss recognised on the measurement to fair value	X	-	
Income tax expenses	X	-	
After-tax loss recognised on the measurement to fair value	X	-	
Loss for the year from discontinued operations	X	X	
	<b>X</b>	<b>X</b>	

### 12.2 Analysis of assets and liabilities:

	2013	2012	
Cumulative income or expense recognised directly in other comprehensive income:			IFRS5 p38
Foreign exchange translation adjustments	X	-	
	<b>X</b>	<b>-</b>	
Analysis of assets and liabilities	2013	2012	IFRS5 p38
Property, plant and equipment	X	-	
Goodwill	X	-	
Inventory	X	-	
Other current assets	X	-	
	<b>X</b>	<b>-</b>	
Other current liabilities	X	-	
Current -provisions	X	-	
	<b>X</b>	<b>-</b>	



## **Commentary on notes**

### **Earnings per share**

Where there has been any transaction in ordinary or potential ordinary shares after the statement of financial position date that has significantly changed the number of ordinary or potential ordinary shares in issue, a description of such transactions shall be given.

IAS33 p70(d)

Capitalisation, bonus or share split issues are required to be adjusted retrospectively and therefore the descriptive disclosure mentioned above would not apply to these types of issues. The fact that the per share calculations have been adjusted should be disclosed.

IAS33 p64

# Notes to financial statement

## 13. Earnings per share

	2013	2012	
Reconciliation of net profit to basic earnings:			
Net profit attributable to equity holders of the parent	<b>X</b>	X	IAS33
Basic earnings	<b>X</b>	X	
Loss for the period on discontinued operations	<b>X</b>	X	
Basic earnings from continued operations	<b>X</b>	X	
Reconciliation of basic earnings to diluted earnings:			IAS33 p70
Basic earnings	<b>X</b>	X	
Interest on convertible debentures	<b>X</b>	X	
Diluted earnings	<b>X</b>	X	
Loss for the period on discontinued operations	<b>X</b>	X	
Diluted earnings from continued operations	<b>X</b>	X	
Reconciliation of basic weighted average number of ordinary IAS33 shares to diluted weighted average number of ordinary shares:	<b>Number</b>	Number	IAS33 p70
Basic weighted average number of ordinary shares	<b>X</b>	X	
Dilutive effect of convertible debentures	<b>X</b>	X	
Diluted weighted average number of ordinary shares	<b>X</b>	X	

Share options granted to employees could potentially dilute basic earnings per share in the future, but were not included in the calculation of diluted earnings per share as they are anti-dilutive for the period presented.

The weighted number of shares used in the calculation of basic and diluted earnings per share is the same for continuing and total earnings per share calculations.

## Commentary on notes

### Dividends

IAS1 p107

The group should disclose, either on the face of the statement of comprehensive income or the statement of changes in equity, or in the notes, the amount of dividends recognised as distributions to equity holders during the period, and the related amount per share.

The group should also disclose the amount of dividends proposed or declared before the financial statements were authorised for issue but not recognised as a distribution to equity holders during the period, and the related amount per share.

IAS1 p137

# Notes to financial statements

## 14. Dividends

	2013	2012	
Dividends paid during the year	X	X	IAS1 p107
Dividends per share	X	X	
Final dividend declared after year end	X	X	IAS1 p137
Final dividend per share	X	X	

The final dividend has not been included as a liability in these financial statements. It was declared after year end but before the financial statements were authorised for issue.

## Commentary on notes

### Property, plant and equipment

The residual value of an asset is the estimated amount that the group would currently obtain from disposal of the asset, after deducting the estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. IAS16 p6

The following additional narrative disclosure is required for property, plant and equipment: IAS16 p74

- The existence and amounts of restrictions on title, and property, plant and equipment pledged as security for liabilities;
- The amount of expenditures recognised in the carrying amount of an item of PPE in the course of its construction.
- The amount of contractual commitments for the acquisition of property, plant and equipment; and
- If it is not disclosed separately on the face of the statement of comprehensive income, the amount of compensation from third parties for items of property, plant and equipment that were impaired, lost or given up that is included in profit or loss.

Had any categories of PPE been revalued the following additional disclosure is also required: IAS16 p77

- The effective date of the revaluation;
- Whether an independent valuer was involved;
- The methods and significant assumptions applied in estimating the items' fair values;
- The extent to which the items' fair values were determined directly by reference to observable prices in an active market or recent market transactions on arm's length terms or were estimated using other valuation techniques;
- For each revalued class of property, plant and equipment, the carrying amount that would have been recognised had the assets been carried under the cost model; and
- The revaluation surplus, indicating the change for the period and any restrictions on the distribution of the balance to shareholders.

The net carrying amount for each class of asset at statement of financial position date held under finance lease arrangements should also be disclosed. IAS17 p31(a)

IAS 36 requires that the financial statements disclose the amount of impairment losses for each category of assets and in which line item the losses are included. IAS36 p126(a)

# Notes to financial statements

## 15. Property, plant and equipment

IAS16  
p73

Group	Land and buildings	Plant and machinery	Furniture and fittings	Total
<b>Cost</b>				
Opening cost at 1 January 2012	X	X	X	X
Additions	X	X	X	X
Exchange differences	X	X	X	X
Classified as held for sale				
Disposals	X	X	X	X
Acquired through business combination	X	X	X	X
Opening cost at 1 January 2013	X	X	X	X
Additions	X	X	X	X
Exchange differences	X	X	X	x
Classified as held for sale				
Disposals	X	X	X	X
Acquired through business combination	X	X	X	X
<b>Closing cost at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>
<b>Accumulated depreciation/impairment</b>				
Opening balance at 1 January 2012	X	X	X	X
Depreciation	X	X	X	X
Disposals	X	X	X	X
Exchange differences	X	X	X	X
Impairment loss	X	X	X	X
Opening balance at 1 January 2013	X	X	X	X
Depreciation	X	X	X	X
Disposals	X	X	X	X
Exchange differences	X	X	X	X
Impairment loss	X	X	X	X
Impairment reversal	X	X	X	X
<b>Closing balance at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>
Opening carrying value at 1 January 2012	X	X	X	X
Opening carrying value at 1 January 2013	X	X	X	X
<b>Closing carrying value at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>

Plant and machinery includes the following amounts where the group is a lessee under a finance lease:

IAS 17 p31(a)

	2013	2012
Cost - capitalised finance leases	X	X
Accumulated depreciation	X	X
Net book value	X	X

## Commentary on notes

### Investment property

Investment property can also be carried at cost in terms of the cost model alternative available in IAS 40. However if the group elects the fair model or the cost model then the chosen model must be applied to all investment properties. IAS40 p30

If the cost model is chosen IAS 40 still requires disclosure of the fair value of the investment properties held. IAS40 p79

### Goodwill

The group should disclose information about the recoverable amount and impairment of goodwill. IFRS3 B67  
If any portion of goodwill acquired in business combination during the period has not been allocated to a cash generating unit, disclose the following:

- amount of unallocated goodwill
- reason why that amount could not be allocated to a CGU

If CGUs are measured at their value in use,

- disclose key assumptions and why they may differ from past experience or external information sources
- when value is determined with cash flow projections exceeding 5 years, disclose justification of that longer period.

disclose justification for any growth rate higher than growth rate for relevant markets

### Impairment

The group should disclose the following for each material impairment loss recognised or reversed during the period for an individual asset, including goodwill, or a cash-generating unit: IAS36 p130

- the events and circumstances that led to the recognition or reversal of the impairment loss.
- the amount of the impairment loss recognised or reversed.
- for an individual asset:
  - the nature of the asset; and
  - the reportable segment to which the asset belongs.
- for a cash-generating unit:
  - a description of the cash-generating unit;
  - the amount of the impairment loss recognised or reversed by class of assets and by reportable segment; and
  - if the aggregation of assets for identifying the cash-generating unit has changed since the previous estimate of the cash-generating unit's recoverable amount (if any), a description of the current and former way of aggregating assets and the reasons for changing the way the cash generating unit is identified.
- whether the recoverable amount of the asset (cash-generating unit) is its fair value less costs to sell or its value in use.
- if recoverable amount is fair value less costs to sell, the basis used to determine fair value less costs to sell (such as whether fair value was determined by reference to an active market).
- if recoverable amount is value in use, the discount rate(s) used in the current estimate and previous estimate (if any) of value in use.

# Notes to financial statements

## 16. Investment property

### Fair value model

The fair value of the group's investment properties are determined annually at the reporting date by an independent professionally qualified valuer. In determining the valuations the valuator refers to current market conditions and recent sales transactions of similar properties. In estimating the fair value of the properties, the highest and best use of the property is their current use. There has been no change in the valuation technique used during the year.

IAS40 p75,  
IFRS13 p91,  
p93

<b>Amounts recognised in profit or loss:</b>	<b>2013</b>	<b>2012</b>	<b>IAS40 p75</b>
Rental income	X	X	
Direct operating expenses			
On property that generated rental income	X	X	
On property that did not generate rental income	X	X	

Investment properties with a carrying amount of £ X (2012: £ X) has been pledged as security for liabilities. The holder of the security does not have the right to sell or re-pledge the investment properties in the absence of default.

IFRS7 p14

<b>Reconciliation of carrying amounts:</b>	<b>2013</b>	<b>2012</b>	<b>IAS40 p76</b>
Carrying value at the beginning of the year	X	X	
Fair value changes	X	X	
Exchange differences	X	X	
Additions	X	X	
Carrying value at the end of the year	<u>X</u>	<u>X</u>	

<b>Fair value hierarchy</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Fair value</b>	<b>IFRS13 p93</b>
Rental property units located in X area	-	X	-	X	

There were no transfers between Levels 1 and 2 during the year

IFRS13  
p93(c)

## 17. Goodwill

IFRS3 B67

<b>Cost</b>	<b>£</b>
Opening cost at 1 January 2012	X
Recognised on acquisition of a subsidiary	X
Derecognised on disposal of a subsidiary	X
Opening cost at 1 January 2013	<u>X</u>
Recognised on acquisition of a subsidiary	X
Derecognised on disposal of a subsidiary	X
<b>Closing cost at 31 December 2013</b>	<u><b>X</b></u>



## Commentary on notes

### Impairment (continued)

The group should disclose the following information for each cash-generating unit (group of units) for which the carrying amount of goodwill or intangible assets with indefinite useful lives allocated to that unit (group of units) is significant in comparison with the group's total carrying amount of goodwill or intangible assets with indefinite useful lives:

IAS6 p134

- the carrying amount of goodwill allocated to the unit (group of units).
  - the carrying amount of intangible assets with indefinite useful lives allocated to the unit (group of units).
  - the basis on which the unit's (group of units') recoverable amount has been determined (i.e. value in use or fair value less costs to sell).
  - the basis on which the unit's (group of units') recoverable amount has been determined (i.e. value in use or fair value less costs to sell).
  - if the unit's (group of units') recoverable amount is based on value in use:
    - a description of each key assumption on which management has based its cash flow projections for the period covered by the most recent budgets/forecasts. Key assumptions are those to which the unit's (group of units') recoverable amount is most sensitive;
    - a description of management's approach to determining the value(s) assigned to each key assumption, whether those value(s) reflect past experience or, if appropriate, are consistent with external sources of information, and, if not, how and why they differ from past experience or external sources of information;
    - the period over which management has projected cash flows based on financial budgets/forecasts approved by management and, when a period greater than five years is used for a cash-generating unit (group of units), an explanation of why that longer period is justified;
    - the growth rate used to extrapolate cash flow projections beyond the period covered by the most recent budgets/forecasts, and the justification for using any growth rate that exceeds the long-term average growth rate for the products, industries, or country or countries in which the group operates, or for the market to which the unit (group of units) is dedicated; and
    - the discount rate(s) applied to the cash flow projections
- if the unit's (group of units') recoverable amount is based on fair value less costs to sell, the methodology used to determine fair value less costs to sell. If fair value less costs to sell is not determined using an observable market price for the unit (group of units), the following information shall also be disclosed:
- - a description of each key assumption on which management has based its determination of fair value less costs to sell. Key assumptions are those to which the unit's (group of units') recoverable amount is most sensitive; and
    - a description of management's approach to determining the value(s) assigned to each key assumption, whether those values reflect past experience or, if appropriate, are consistent with external sources of information, and, if not, how and why they differ from past experience or external sources of information.
- if a reasonably possible change in a key assumption on which management has based its determination of the unit's (group of units') recoverable amount would cause the unit's (group of units') carrying amount to exceed its recoverable amount:
- - the amount by which the unit's (group of units') recoverable amount exceeds its carrying amount;
    - the value assigned to the key assumption;
    - the amount by which the value assigned to the key assumption must change, after incorporating any consequential effects of that change on the other variables used to measure recoverable amount, in order for the unit's (group of units') recoverable amount to be equal to its carrying amount.

# Notes to financial statements

## 17. Goodwill (continued)

### Accumulated impairment

	£
Opening balance at 1 January 2012	-
Impairment loss	X
Opening balance at 1 January 2013	X
Impairment loss	X
<b>Closing balance at 31 December 2013</b>	<b>X</b>
Opening carrying value at 1 January 2012	X
Opening carrying value at 1 January 2013	X
<b>Closing carrying value at 31 December 2013</b>	<b>X</b>

The events and circumstances that led to the recognition of the impairment loss was the disposal of a chain of retail stores in the United Kingdom. No other class of assets was impaired other than goodwill. IAS36 p130(a), (d)

[Describe the cash generating units/individual intangible assets of the group and which operating segment they belong to (if any), and whether any impairment losses were recognised or reversed during the period.] IAS36 p130(a), (d)

The aggregation of assets for identifying the cash-generating unit has not changed since the prior year. IAS36 p130(d)

The recoverable amount of a cash-generating unit is its value in use. In calculating the value in use of the impaired reportable segment the group used a discount rate of X% (2012: X%). IAS36 p130(e) (g)

The carrying amount of goodwill allocated to each reportable segment is as follows: IAS36 p134(a)

	2013			
	Manufacture	Retail	Distribution	Total
Home country	X	X	X	X
Other Countries	X	X	X	X

	2012			
	Manufacture	Retail	Distribution	Total
Home country	X	X	X	X
Other Countries	X	X	X	X

Management has based its cash flow projections on cash flow forecasts covering a 5 year period. Cash flows after the 5 year period have been extrapolated based on the estimated growth rates disclosed below. These growth rates do not exceed the long-term average growth rate for the industry or market in which the group operates. Other key assumptions used in the cash flow projections are as follows: IAS36 p134(d)

	Manufacture	Retail	Distribution
Growth rates	X	X	X
Discount rates	X	X	X
Gross profit margins	X	X	X

Management has based their assumptions on past experience and external sources of information, such as industry sector reports and market expectations. IAS36 p134(d)

## Commentary on notes

### Intangible assets

The following additional narrative disclosure is required for intangible assets:

- For an intangible asset assessed as having an indefinite useful life, the carrying amount of that asset and the reasons supporting the assessment of an indefinite useful life should be disclosed. In giving these reasons, the group shall describe the factor(s) that played a significant role in determining that the asset has an indefinite useful life; IAS38 p122
- A description, the carrying amount and remaining amortisation period of any individual intangible asset that is material to the group's financial statements is also required to be disclosed;
- The existence and carrying amounts of intangible assets whose title is restricted and the carrying amounts of intangible assets pledged as security for liabilities; and
- The amount of contractual commitments for the acquisition of intangible assets.

# Notes to financial statements

## 18. Other intangible assets

	Development costs	Patent and trademarks	Total	IAS38 p118
<b>Group</b>				
<b>Cost</b>				
Opening cost at 1 January 2012	X	X	X	
Additions	X	X	X	
Exchange differences	X	X	X	
Disposals	X	X	X	
Acquired through business combination	X	X	X	
Opening cost at 1 January 2013	X	X	X	
Additions	X	X	X	
Exchange differences	X	X	X	
Disposals	X	X	X	
Acquired through business combination	X	X	X	
<b>Closing cost at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	
<b>Accumulated depreciation/impairment</b>				
Opening balance at 1 January 2012				
Amortisation	X	X	X	
Disposals	X	X	X	
Exchange differences	X	X	X	
Impairment loss	X	X	X	
Opening balance at 1 January 2013	X	X	X	
Amortisation	X	X	X	
Disposals	X	X	X	
Exchange differences	X	X	X	
Impairment loss	X	X	X	
Impairment reversal	X	X	X	
<b>Closing balance at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	
Opening carrying value at 1 January 2012	X	X	X	
Opening carrying value at 1 January 2013	X	X	X	
<b>Closing carrying value at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	

The group has a material patent with a carrying amount of £X and a remaining amortisation period of X years.

IAS38 p122(b)

	2013	2012	
Intangible assets pledged as security for liabilities (as disclosed in note X)	X	X	IAS38 p122(d)

# Notes to financial statements

## 19. Investment in subsidiaries

### Composition of the group

Name	Country of incorporation	Proportion of ownership interest		Proportion owned by subsidiary companies		Principal Activities	Wholly or non-wholly owned subsidiary	IFRS12 p10, p4, B4, B5, B6
		2013	2012	2013	2012			
Subsidiary A	UK	48%	48%	-	-	Distribution of widgets	Non-wholly	
Subsidiary B	UK	90%	100%			Manufacturing of widgets	Non-wholly	
Subsidiary C	France	-	-	90%	90%	Retail of widgets	Non-wholly	
Company A	UK	100%	100%	-	-	Manufacturing of widgets	Wholly	
Company B	France	100%	100%	-	-	Distribution of widgets	Wholly	

### Details of non-wholly owned subsidiaries that have material non-controlling interests

Name of subsidiary	Proportion of ownership interest held by non-controlling interest		Profit or loss allocated to non-controlling interest		Accumulated non-controlling interests		IFRS12 p10, p12, B11
	2013	2012	2013	2012	2013	2012	
Subsidiary A (a)	52%	52%	X	X	X	X	
Subsidiary B	10%	0%	X	-	X	-	
Subsidiary C	10%	10%	X	X	X	X	
Total					X	X	

- a) The group owns 48% equity shares of Subsidiary A. The remaining 52% is widely held by thousands of unrelated shareholders. An assessment of control was performed by the group based on whether the group has the practical ability to direct the relevant activities unilaterally and it was concluded that the group had a dominant voting interest to direct the relevant activities of Subsidiary A and it would take a number of vote holders to outvote the group therefore the group has control over Subsidiary A and Subsidiary A is consolidated in these financial statements. IFRS 12 p9

# Notes to financial statements

## 19. Investment in subsidiaries (continued)

### Summarised financial information

Summarised financial information in respect of each of the Group's subsidiaries that has material non-controlling interests is set out below. The summarised financial information below represents amounts before intragroup eliminations.

IFRS12 p12,  
B10, B11

	Subsidiary A		Subsidiary B		Subsidiary C	
	2013	2012	2013	2012	2013	2012
Current assets	X	X	X	-	X	X
Non-current assets	X	X	X	-	X	X
Current liabilities	(X)	(X)	(X)	-	(X)	(X)
Non-current liabilities	(X)	(X)	(X)	-	(X)	(X)
Equity attributable to owners of the company	X	X	X	-	X	X
Non-controlling interests	X	X	X	-	X	X
Revenue	X	X	X	-	X	X
Expenses	(X)	(X)	(X)	-	(X)	(X)
<b>Profit or loss for the year</b>	X	X	X	-	X	X
Profit or loss attributable to owners of the company	X	X	X	-	X	X
Profit or loss attributable to the non-controlling interests	X	X	X	-	X	X
<b>Profit or loss for the year</b>	X	X	X	-	X	X
Other comprehensive income attributable to owners of the company	X	X	X	-	X	X
Other comprehensive income to the non-controlling interests	X	X	X	-	X	X
<b>Other comprehensive income for the year</b>	X	X	X	-	X	X
Total comprehensive income attributable to owners of the company	X	X	X	-	X	X
Total comprehensive income to the non-controlling interests	X	X	X	-	X	X
<b>Total comprehensive income for the year</b>	X	X	X	-	X	X
<b>Dividends paid to non-controlling interests</b>	-	-	-	-	-	-
Net cash in/(out) flow from operating activities	X	X	X	-	X	X
Net cash in/(out) flow from investing activities	(X)	X	X	-	(X)	X
Net cash in/(out) flow from financing activities	(X)	X	(X)	-	(X)	(X)
<b>Net cash in/(out) flow</b>	X	X	X	-	X	X

# Notes to financial statements

## 19. Investment in subsidiaries (continued)

### Change in the groups ownership interest in a subsidiary

IFRS12 p18

10% of the group's interest in Subsidiary was disposed of during the year, reducing its continuing interest to 90%. The difference between the consideration received of X and the increase in the non-controlling interest of X has been credited to retained earnings.

### Significant restrictions

IFRS12 p13

There are no significant restrictions on the company's or subsidiary's ability to access or use the assets and settle the liabilities of the group.

### Financial support

IFRS12 p14,  
p15, p16, p17

The group has not given any financial support to a consolidated structured entity.

## 20.

### Investments accounted for using the equity method

	Country of incorporation	Proportion of ownership interest		Proportion owned by associates and joint venture		Principal Activities	IFRS12 p20, p21
		2013	2012	2013	2012		
Associate A (a)	UK	16%	16%	-	-	Marketing of widgets	
Associate B (b)	UK	-	-	32%	32%	Property holding	
Joint Venture C	UK	33.3%	33.3%	-	-	Distribution	

- a) Associate A is an associate of the group even though the group only owns 16% interest in Associate A. Significant influence arises by virtue of the groups' contractual right to appoint three out of the seven board of directors of Associate A.

IFRS12 p9

- b) Associate B has a year end of 30 November. This reporting date was established when the company was incorporated. The reporting date cannot change as it is not permitted by the government in the UK.

IFRS12 p21, p22

Associate A's financial statements for the year ended 30 November 2013 have been used and appropriate adjustments have been made for the effects of any significant transactions that occurred between Associate A's year end the group's year end. This was necessary so as to apply the equity method of accounting.

Based on the quoted market price available on the UK stock exchange as at 31 December 2013, the fair value of the group's interest in Associate A was £X.

IFRS13 p97

# Notes to financial statements

## 20. Investments accounted for using the equity method (continued)

### Summarised financial information of Associates

Summarised financial information in respect of each of the Group's material associates is set out below. The summarised financial information below represents amounts shown in the associate's financial statements.

IFRS12 p21,  
B12, B14

	Associate A		Associate B	
	2013	2012	2013	2012
Current assets	X	X	X	X
Non-current assets	X	X	X	X
Current liabilities	(X)	(X)	(X)	(X)
Non-current liabilities	(X)	(X)	(X)	(X)
Revenue	X	X	X	X
Profit or loss net of tax from continuing operations	X	X	X	X
Profit or loss net of tax from discontinued operations	-	-	-	-
Profit or loss for the year	X	X	X	X
Other comprehensive income for the year	-	-	-	-
<b>Total comprehensive income for the year</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>
Dividends received from associates during the year	X	X	X	X

Reconciliation of the summarised financial information to the carrying amount of the interest in associates recognised in the group's financial statements.

IFRS12 B14

	Associate A		Associate B	
	2013	2012	2013	2012
Net assets of the associate	X	X	X	X
Proportion of the group's ownership interest in the Associate	%	%	%	%
<b>Carrying amount of the group's interest in the Associate</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>



# Notes to financial statements

## 20. Investments accounted for using the equity method (continued)

### Summarised financial information of Joint venture

Summarised financial information in respect of each of the Group's material joint venture is set out below. The summarised financial information below represents amounts shown in the joint ventures financial statements.

IFRS12 p21,  
B12, B13, B14

	<b>Joint Venture C</b>	
	<b>2013</b>	<b>2012</b>
Current assets	X	X
Non-current assets	X	X
Current liabilities	(X)	(X)
Non-current liabilities	(X)	(X)
<i>The following amounts have been included in the amounts above</i>		
Cash and cash equivalents	X	X
Current financial liabilities	(X)	(X)
Non-current financial liabilities	(X)	(X)
Revenue	X	X
Profit or loss from continuing operations	X	X
Profit or loss net of tax from discontinued operations	-	-
Profit or loss for the year	X	X
Other comprehensive income for the year	-	-
Total comprehensive income for the year	X	X
<i>The following amounts have been included in the amounts above</i>		
Depreciation and amortisation	(X)	(X)
Interest income	X	X
Interest expense	(X)	(X)
Income tax expense	(X)	(X)
Dividends received from the joint venture during the year	X	X

Reconciliation of the summarised financial information to the carrying amount of the interest in the joint venture recognised in the group's financial statements.

IFRS12 B14

	<b>Joint Venture C</b>	
	<b>2013</b>	<b>2012</b>
Net assets of the joint venture	X	X
Proportion of the groups ownership interest in the joint venture		
<b>Carrying amount of the groups interest in the joint venture</b>	<b>X</b>	<b>X</b>

There are no contingent liabilities or capital commitments related to the group's investment in associates or the joint venture.

IFRS12 p23

## Commentary on notes

### Deferred tax

A deferred tax liability shall be recognised for all taxable temporary differences, provided certain exceptions do not apply. Temporary differences are differences between the carrying amount of an asset or liability in the statement of financial position and its tax base.

IAS12 p5, p15

The difference between the carrying amount of a revalued asset and its tax base is a temporary difference and gives rise to a deferred tax liability or asset. This is true even if the group does not intend to dispose of the asset.

IAS12  
p20

The group shall offset deferred tax assets and deferred tax liabilities if, and only if:

IAS12 p74

- the group has a legally enforceable right to set off current tax assets against current tax liabilities; and
- the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either
- the same taxable entity; or
- different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

The group should disclose the amount of a deferred tax asset and the nature of the evidence supporting its recognition, when:

IAS12 p82

- the utilisation of the deferred tax asset is dependent on future taxable profits in excess of the profits arising from the reversal of existing taxable temporary differences; and
- the group has suffered a loss in either the current or preceding period in the tax jurisdiction to which the deferred tax asset relates.

# Notes to financial statements

## 21. Deferred tax

	2013	2012	IAS12 p81
Deferred tax assets	X	X	
Deferred tax liabilities	X	X	
Net deferred tax liability	X	X	
Deferred tax assets comprise:			IAS12 p81
Unused tax losses	X	X	
Retirement benefit obligations	X	X	
Deferred tax liabilities comprise:			IAS12 p81
Accelerated capital allowances	X	X	
Fair value gains	X	X	

At the statement of financial position date the aggregate amount of temporary differences associated with investments in subsidiaries for which deferred tax liabilities have not been recognised was £ X (2012: £ X). Deferred tax has not been raised in the statement of financial position as the group is in a position to control the timing of the reversal of these temporary differences and it is probable that such differences will not reverse in the foreseeable future.

Deferred tax assets	Unused tax losses	Retirement benefit obligations	Total
Balance at 1 January 2012	X	X	X
Recognised in the statement of comprehensive income	X	X	X
Recognised directly in equity	X	X	X
Balance at 1 January 2013	X	X	X
Recognised in the statement of comprehensive income	X	X	X
Recognised directly in equity	X	X	X
<b>Balance at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>

Deferred income tax assets are recognised to the extent that the realisation of the related tax benefit through future taxable profits are probable. Deferred tax assets of £X (2012: £X) have not been recognised in respect of losses amounting to £X (2012: £X) that can be carried forward against future taxable income. The unrecognised tax credits amounting £X (2012: £X) to will expire in 2015 and 2016 respectively.

# Notes to financial statements

## 21. Deferred tax (continued)

	Accelerated capital allowances	Fair value gains	Total
Deferred tax liabilities:			
Balance at 1 January 2012	X	X	X
Recognised in the statement of comprehensive income	X	-	X
Recognised directly in equity		X	
Balance at 1 January 2013	X	X	X
Recognised in the statement of comprehensive income	X	-	X
Recognised directly in equity	-	X	-
<b>Balance at 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>

IAS12 p81

## 22. Inventories

	2013	2012
Raw materials	X	X
Work in progress	X	X
Finished goods	X	X
	<b>X</b>	<b>X</b>

IAS2 p36,  
p37

Inventories to the value of £ X are carried at net realisable value. Inventory written-down during the year amounted to £ X (2012: £ X).

Inventory with a carrying amount of £ X (2012: £ X) has been pledged as security for liabilities. The holder of the security does not have the right to sell or re-pledge the inventory in the absence of default.

IFRS7 p14

A prior year write down of inventories, amounting to £X was reversed in the year under review. This was as a result of a change in market conditions which resulted in an increased demand for the product.

IAS2 p36(g)

## 23. Trade receivables

	2013	2012
Trade receivables	X	X
Provision for doubtful debts	X	X
	<b>X</b>	<b>X</b>
Analysed as follows:		
Prepayments	X	X
Related party receivables	X	X
Trade debtors	X	X
	<b>X</b>	<b>X</b>

IAS1 p75

# Notes to financial statements

## 23. Trade receivables (continued)

	2013	2012	
Provision for doubtful debts	X	X	IFRS7 p16
Opening balance	X	X	
Reversal and reduction doubtful debts previously provided for	X	X	
Bad debts previously provided for now written off	X	X	
New and increased doubtful debts provided for	X	X	
Closing balance	X	X	

## 24. Notes to the statement of cash flows

### 24.1 Significant non-cash transactions

During the period the group acquired property, plant and equipment with a total cost of £ X of which £ Y was acquired by means of finance leases. IAS7 p43

As disclosed in note 24.1, part of the purchase price for the acquisition of Subsidiary B Ltd comprised shares. The fair value of shares issued was £ X. IAS7 p43

### 24.2 Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances with banks and investments in money market instruments. Cash and cash equivalents included in the statement of cash flows comprise the following statement of financial position amounts. IAS7 p45

	2013	2012
Cash on hand and balances with banks	X	X
Short-term investments	X	X
Cash and cash equivalents	X	X

### 24.3 Cash from operations (Only if statement of cash flows prepared on direct method)

	2013	2012
Net profit	X	X
Depreciation and amortisation	X	X
Investment income	X	X
Interest expense	X	X
Share based payment expense	X	X
Foreign exchange loss	X	X
Movement in working capital :	X	X
Increase/Decrease in trade receivables	X	X
Increase/Decrease in trade and other payables	X	X
Increase/decrease in inventories	X	X
Cash from operating activities	X	X

## Commentary on notes

### IFRS 3 (revised) - Business combinations

The group should disclose the following information for each business combination that was effected during the period, or after year end before the financial statements are authorised for issue:

IFRS3 B64-67

- the name and description of the acquiree;
- the acquisition date;
- the percentage of voting equity interests acquired;  
this primary reasons for the business combination and a description of the acquirer obtained control of the acquiree;
- a qualitative description of the factors that make up goodwill recognised, for example synergies or intangible assets not separately recognised;
- the acquisition date fair value of the total consideration transferred and of each major class of consideration (e.g. cash, assets, equity, etc.);
- for contingent consideration arrangements and indemnification assets - the amount recognised at acquisition date, a description of the arrangement and an estimate of the range of outcomes (undiscounted);
- for acquired receivables - their fair value, the gross contractual amounts receivable and the best estimate at the acquisition date of the contractual cash flows not expected to be collected;
- the amounts recognised as of the acquisition date for each major class of assets acquired and liabilities assumed;
- for each contingent liability the information required in para. 84 and 85 of IAS 37 but if a contingent liability is not recognised because its fair value cannot be measured reliably then disclose the information required in para. 87 of IAS 37 and the reasons why the liability could not be reliably measured;
- the total amount of goodwill that is expected to be deductible for tax purposes;
- any transaction resulting in assets acquired or liabilities assumed from pre-existing relationships or arrangements should be disclosed, with a description of how the acquirer accounted for each transaction and the method used to determine the settlement amount;
- costs associated with any pre-existing transactions;
- the amount of any gain recognised in a bargain purchase and a description of the reasons why the transaction resulted in a gain;
- the amount of non-controlling interest (currently 'Non-controlling interest') in the acquiree recognised at the acquisition date, the measurement basis for that amount and for each non- controlling interest measured at fair value, the valuation techniques and key model inputs used for determining that value.
- in a business combination achieved in stages, the acquisition date fair value of the equity interest held by the acquirer immediately before the acquisition date and the gain or loss recognised as a result of re-measuring to fair value the equity interest held then;
- the amount of the acquiree's profit or loss since the acquisition date included in the acquirer's profit or loss for the period. If such disclosure would be impracticable, that fact shall be disclosed, together with an explanation of why this is the case;
- if the initial accounting is incomplete and thus provisional year end figures have been used, disclose the reasons for this, the provisional items and the nature and amount of any measurement period adjustments in that period;
- each reporting period after the acquisition until a contingent liability is settled an entity should disclose any changes to the amount recognised with reasons, the range of outcomes and the valuation technique used and key model inputs to measure contingent consideration.
- a reconciliation of the carrying amount of goodwill;
- the amount and an explanation of any gain or loss recognised in the period.

### Non-controlling interest in business combinations:

For each business combination, the acquirer shall measure any non-controlling interest in the acquiree either at the fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

IFRS3 p19

# Notes to financial statements

## 25.1 Subsidiaries acquired

2013	Principal activity	Date of acquisition	Proportion of shares acquired	Consideration transferred	IFRS3 B64(a) to (d)
Company A	Manufacturing	01 February 2013	100%	X	
Company B (France)	Distribution	01 April 2013	100%	X	
				<u>X</u>	

Company A was acquired to expand the production capabilities of the group to enable it to supply to rapidly expanding markets.

The acquisition of company B has significantly improved the distribution network of the group in France and its neighbouring countries.

Goodwill represents the value of the synergies arising from the economies of scale achievable in the enlarged group. These synergistic benefits were the primary reason for entering into the business combination. The total amount of goodwill that is expected to be deductible for tax purposes is £X. The amount of the new subsidiaries' profits or losses since the acquisition relate included in the group profit or loss for the period is £X.

## 25.2 Consideration transferred

	Company A	Company B	
	£	£	
Cash	X	X	IAS7 p40
Deferred consideration (payable in cash)	X	X	
Contingent consideration arrangement (a)	X	X	
Equity issued	X	X	
	<u>X</u>	<u>X</u>	

(a) The agreement requires the Group to pay the vendors an additional amount of £xx, if the profit of Company A exceeds £X in the year following acquisition. The average profit for the last three years amounted to £X. The directors are of the opinion that the profit will exceed the target set.

Other costs relating to the acquisition of the subsidiaries have not been included in the consideration and have been recognised as an expense. This expense is included in administration expenses.

## 25.3 Assets acquired and liabilities assumed at the date of acquisition

IFRS3 B64(i)  
IAS7 p40(d)

	Company A	Company B
	£	£
Current assets	X	X
Cash and & cash equivalents	X	X
Trade and other receivables	X	X
Inventories	X	X
Plant and equipment	X	X
Trade and other payables	X	X
Contingent liabilities	X	X
	<u>X</u>	<u>X</u>

## Notes to financial statements

The initial accounting for the acquisition of Company B has only been provisionally determined at the end of the reporting period. At the date of finalisation of these financial statements, the necessary market valuations and other calculations had not been finalised and they have therefore only been provisionally determined based on the directors' best estimates. IFRS3 B67(a)

### 25.4 Non-controlling interest

The non-controlling interests of Company A and Company B at the date of acquisition was measured at the fair value of these interests. This fair value was estimated by applying a discounted income approach, and amounted to £X. Key assumptions and made and inputs used were: IFRS3 B64(0)

- discount rate 14%;
- sustainable growth rates 4%

### 25.5 Impact of acquisitions on the results of the Group

The contribution to net profit of the group was £X by Company A, and £X by Company 8 respectively. Group revenue includes £X from the operations of Company A and £X from company B. IFRS3 B64

If these businesses were acquired at the beginning of the reporting period" Group revenue would have been £X, and profit for the year from continuing operations would have been £X. IFRS3 p61  
The directors of the Group consider these results to be representative of the performance of the combined group, annualised and provide a reference point for comparison against periods in the future.

The abovementioned 'annualised' contributions were calculated from actual results of the companies and adjusted for the following:

- depreciation of plant and equipment acquired based on the fair values determined rather than the carrying amounts recognised in the pre-acquisition financial statements;
- borrowing costs were adjusted to align with group credit ratings and debt/equity position of the group after the business combination.



# Notes to financial statements

## 26. Share capital and reserves

### 26.1 Ordinary shares

	2013	2012
Authorised	X	X
X million ordinary shares of £ X each	X	X
Issued and fully paid for	X	X
X million ordinary shares of £ X each	X	X
Reconciliation of the number of shares outstanding		
Opening balance	X	X
Shares issued	X	X
Shares repurchased	X	X
Closing balance	X	X

All fully paid up shares have a par value of £x and entitle the holder to one vote and equal rights to dividends declared.

### 26.2 Disclosure of components of other comprehensive income

The available for sale movement in other comprehensive income comprises arising gains recognised during the year of £X (2012: £X) less amounts recycled through profit or loss of £X (2012: £X). IAS1 p97

### 26.3 Disclosure of tax effects relating to each component of other comprehensive income

	2013			2012			IAS1 p90
	Before tax amount	Tax (expense) / benefit	Net-of-tax amount	Before tax amount	Tax (expense) / benefit	Net-of-tax amount	
Exchange differences in translating foreign operations	X	X	X	X	X	X	
Available-for-sale financial assets	X	X	X	X	X	X	
Actuarial gains or losses on defined benefit pension plan	X	X	X	X	X	X	
Share of other comprehensive income of associates	X	X	X	X	X	X	
Other comprehensive income	X	X	X	X	X	X	

## Commentary on notes

### Provision

Comparative information on provisions is not required.

IAS37 p84

The group should disclose the following for each class of provision:

IAS37 p85

- a brief description of the nature of the obligation and the expected timing of any resulting outflows of economic benefits;
- an indication of the uncertainties about the amount or timing of those outflows. Where necessary to provide adequate information, the group should disclose the major assumptions made concerning future events; and
- the amount of any expected reimbursement, stating the amount of any asset that has been recognised for that expected reimbursement.

# Notes to financial statements

## 27. Finance lease liabilities

	2013	2012	
Gross finance lease liabilities - minimum lease payments:			IAS17 p31(b)
Within 1 year	X	X	
Later than 1 year and no later than 5 years	X	X	
Later than 5 years	X	X	
	<hr/>	<hr/>	
Future finance chargers on finance leases	X	X	
Present value of finance lease liabilities	X	X	
The present value of finance lease liabilities is analysed as follows:			
Within 1 year	X	X	IAS17 p31(b)
Later than 1 year and no later than 5 years	X	X	
Later than 5 years	X	X	
	<hr/>	<hr/>	
Lease liabilities are secured over property, plant and equipment as disclosed in note 15. These assets will revert back to the lessor in the event of a default.			IAS17 p31(e)
The company leases certain items of property, plant and equipment under lease agreements with a 5 year term. These bear interest at between 2% and 4,5% and are repayable in equal monthly instalments			

## 28. Provisions

	Refurbishment	Legal claims	Warranty	Total	IAS37 p84
Balance at 1 January 2013	X	X	X	X	
Additional provision	X	X	X	X	
Amounts used	X	X	X	X	
Unused amounts reversed	X	X	X	X	
Unwinding of the discount	X	X	X	X	
<b>Balance at 31 December 2013</b>	<hr/> <b>X</b>	<hr/> <b>X</b>	<hr/> <b>X</b>	<hr/> <b>X</b>	
Non-current provisions	X	X	X	X	IAS1 p60
Current provisions	X	X	X	X	

[The entity would need to disclose in respect of each provision:

- brief description of nature and expected timing of outflows
- indicate the uncertainties related to the amount/timing and major assumptions made and the amount of any expected reimbursement.]

# Notes to financial statements

## 29. Borrowings

	2013	2012	IFRS7 p31
<b>Bonjour Bank Ltd</b>			
Non-current borrowings - Bonjour Bank Ltd	X	X	IAS1 p60
<hr/>			
The loan is secured by a first mortgage over the land and buildings of the group.			IAS16 p74
The loan is repayable in full on the 31 December 2018. There have been no defaults or breaches of interest payment terms during the current or prior period.			IFRS7 p31 IFRS7 p18
The loan bears interest at X% p.a. (2012: X% p.a.). This is a floating interest rate loan and therefore exposes the group to cash flow risk. The loan is also denominated in Euros and is used as a hedge of the net investment in Subsidiary C (note 0).			IFRS7 p31
<b>First Bank Ltd</b>			
Non-current borrowings - First Bank Ltd	X	X	IAS1 p60
Current portion of non-current borrowings - First Bank Ltd	X	X	
<hr/>			
The loan is secured by a first mortgage over the land and buildings of the group.			IAS16 p74
The loan is repayable in equal annual instalments of £ X (2012: £ X) until completion of the loan repayments at 31 December 2013. There have been no defaults or breaches of interest payment terms during the current or prior period.			IFRS7 p31 IFRS7 p18
The loan bears interest at X% p.a. (2012: X% p.a.). This is a floating interest rate loan and therefore exposes the group to cash flow risk (note X).			IFRS7 p31
<b>Second Bank Ltd</b>			
Non-current borrowings - Second Bank Ltd	-	X	IAS1 p60
Current portion of non-current borrowings - Second Bank Ltd	X	-	
<hr/>			
The loan is secured by a pledge over inventories.			IAS2 p36
The loan is repayable in full on the 30 August 2013. There have been no defaults or breaches of interest payment terms during the current or prior period.			IFRS7 p31 IFRS7 p18
The loan bears interest at X% p.a. (2012: X% p.a.). This is a floating interest rate loan and therefore exposes the group to cash flow risk (note X).			IFRS7 p31

## **Commentary on notes**

### **Recognition of actuarial gains and losses**

The revised standard introduces a number of new disclosure requirements as well as some overriding disclosure objectives and considerations that provide a framework to identify the extent of disclosures that should be included in the financial statement notes. IAS19 p135, p136

An entity need not present comparative information for the disclosures required by IAS19 p145 about the sensitivity of the defined obligations in financial statement for periods beginning before 1 January 2014. IAS19 p173

The revised standard requires disclosures of: IAS19 p145

- Sensitivity analyses showing how the defined benefit obligation would be affected by reasonably possible changes in actuarial assumptions.
- Methods and assumptions used in preparing the sensitivity analyses and the limitations of those methods.
- Changes from the previous period in the methods and assumptions used in preparing the sensitivity analyses, and the reasons for such changes.

# Notes to financial statements

## 30. Retirement benefit obligations

The group pension arrangements are operated through a defined contribution scheme and a group defined benefit scheme.

Defined contribution schemes

	2013	2012	
Amount recognised as an expense	X	X	IAS19 p53

### Defined benefit schemes

The Exemplum Reporting Pension is a final salary pension plan operating for qualifying employees of the group. The plan is governed by the employment laws of (Country). The level of benefits provided depends on members' length of service and salary at retirement age. The fund is governed by a Board of Trustees which comprise of an equal number of employee and employer representatives. The Board is responsible for the investment strategy with regard to the assets of the fund. The pension plan is exposed to (X Country's) inflation, interest rate risk, investment risk, salary risk and changes in the life expectancy for pensioners.

IAS19 p138, p139

The amounts recognised in the statement of financial position are as follows:

IAS19 p10

	Defined benefit pension plans	
	2013	2012 (Restated)
Present value of funded obligations	X	X
Fair value of plan assets	X	X
Funded status	X	X
Present value of unfunded obligations	X	X
Impact of minimum funding requirement or asset ceiling	X	X
<b>Liability arising from defined benefit obligation</b>	<b>X</b>	<b>X</b>
Amounts in the statement of financial position	X	X
Liabilities	X	X
Assets	X	X
<b>Net liability</b>	<b>X</b>	<b>X</b>

# Notes to financial statements

## 30. Retirement benefit obligations (continued)

The amounts recognised in profit or loss are as follows:

IAS19 p120,  
p135

	<b>Defined benefit pension plans</b>	
	<b>2013</b>	<b>2012</b> (Restated)
Current service cost	X	X
Past service cost	X	X
Net interest expense	X	X
Subtotal included in profit or loss	<u>X</u>	<u>X</u>
<i>Re-measurement gains or losses</i>		
Return on plan assets (excluding amounts included in net interest expense)	X	X
Actuarial changes arising from:		
Changes in demographic assumptions	X	X
Changes in financial assumptions	X	X
Experience adjustments	X	X
Adjustments for restrictions of the defined benefit asset	X	X
Subtotal included in other comprehensive income	<u>X</u>	<u>X</u>
Total	<u><b>X</b></u>	<u><b>X</b></u>

Of the expense for the year, £ X (2012: £ X), has been included is cost of sales and administrative expense. The re-measurement of the net defined benefit liability is included in other comprehensive income.

Changes in the present value of the defined benefit obligation are as follows:

	<b>Defined benefit pension plans</b>		IAS19 p141
	<b>2013</b>	<b>2012</b> (Restated)	
Opening defined benefit obligation	X	X	
Service cost	X	X	
Interest cost	X	X	
Actuarial losses (gains) arising from:			
Changes in demographic assumptions	X	X	
Changes in financial assumptions	X	X	
Experience adjustments	X	X	
Losses (gains) on curtailments	X	X	
Liabilities extinguished on settlements	X	X	
Liabilities assumed in a business combination			
Exchange differences on foreign plans	X	X	
Benefits paid	X	X	
Closing defined benefit obligation	<u>X</u>	<u>X</u>	

# Notes to financial statements

## 30. Retirement benefit obligations (continued)

Changes in the fair value of plan assets are as follows:

IAS19 p141

	Defined benefit pension plans	
	2013	2012 (Restated)
Opening fair value of plan assets	X	X
Interest income	X	X
Re-measurement gains/(losses): Return on plan assets (excluding amounts included in net interest expense)	X	X
Assets distributed on settlements	X	X
Contributions by employer	X	X
Assets acquired in a business combination	X	X
Exchange differences on foreign plans	X	X
Benefits paid	X	X
<b>Closing fair value of plan assets</b>	<b>X</b>	<b>X</b>

The fair value of the plan assets at the end of the reporting period for each category are as follows:

	2013	2012	IAS19 p142
Cash and cash equivalents	X	X	
Equity investments by industry type			
Manufacturing industry	X	X	
Financial institutions	X	X	
Debt investments by issuers credit rating			
AAA	X	X	
BB and lower	X	X	
Property investments by geographic location			
Country A	X	X	
Country B	X	X	
Derivatives	X	X	
Other	X	X	
<b>Total</b>	<b>X</b>	<b>X</b>	

The fair value of the above are based on quoted market prices in active markets.

The pension plan assets include ordinary shares issued by Exemplum Reporting plc with a fair value of £ X (2012: £ X). Plan assets also include property occupied by Exemplum Reporting plc with a fair value of £ X (2012: £ X).

IAS19 p143



# Notes to financial statements

## 30. Retirement benefit obligations (continued)

Principal assumptions used for the purposes of the actuarial valuations at the statement of financial position date (expressed as weighted averages): IAS19 p144

	2013	2012
Discount rate at 31 December	X%	X%
Expected return On plan assets at 31 December	X%	X%
Future salary increases	X%	X%
Future pension increases	X%	X%
Proportion of employees opting for early retirement	X%	X%

Investigations have been carried out within the past three years into the mortality experience of the group's schemes. These investigations concluded that the current mortality assumptions include sufficient allowance for future improvements in mortality rates. The assumed life expectations on retirement at age 65 are: IAS19 p144

	2013	2012
Retiring today:		
Males	X	X
Females	X	X
Retiring in 20 years:		
Males	X	X
Females	X	X

A sensitivity of the defined benefit obligation to changes in the weighted principal assumptions are shown below: IAS19 p145

	Increase in assumption		Decrease in assumption	
	Percentage or Years	Impact on defined benefit obligation	Percentage or Years	Impact on defined benefit obligation
Discount rate	X%	X	X%	X
Salary growth rate	X%	X	X%	X
Pension growth rate	X%	X	X%	X
Life expectancy of male pensioners	X years	X	X years	X
Life expectancy of female pensioners	X years	X	X years	X

The above sensitivity analyses are based on reasonably possible changes in the principal assumptions occurring at the end of the reporting period, while holding all other assumptions constant. In practice it is unlikely that the change in assumptions would occur in isolation, as some of the assumptions may be correlated.

When calculating the sensitivity of the defined benefit obligation, the present value of the defined benefit obligation has been calculated using the project unit credit method at the end of the reporting period, which is consistent with the calculation of the defined benefit obligation liability recognised in the statement of financial position.

There was no change in the methods and assumptions used in preparing the sensitivity analysis compared to prior years.

Each year a review of the asset-liability matching strategy and investment risk management policy is performed. Contribution policies are based on the results of this review. The aim is to have a portfolio mix of x% equity, x% property and x% debt instruments. IAS19 p146

There has been no change in the process used to manage its risks from prior years.

Funding levels are monitored on an annual basis and the current agreed contribution rate is fixed at x% of pensionable salary. The funding requirement are based on an actuarial valuation. IAS19 p147

The group expects to contribute £ X to its defined benefit pension plans in 2013.

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is X years (2012: X years).

## **Commentary on notes**

### **Multi-employer plans**

Refer to IAS19 paragraph 148 for disclosure requirements for multi-employer plans.

### **Leasing**

Additional lessee disclosure requires a general description of the lessee's significant leasing arrangements including, but not limited to, the following: IAS17 p31

- the basis on which contingent rent payable is determined;
- the existence and terms of renewal or purchase options and escalation clauses; and
- restrictions imposed by lease arrangements, such as those concerning dividends, additional debt and further leasing.

A general description of the significant leasing arrangements is also required for lessors. IAS17 p56

### **IFRS 3 (revised) - Additional disclosures required for Contingent liabilities**

When IFRS 3 (revised) is applicable the following disclosure is required for any contingent liability recognised in a business combination: a description of its nature, financial effect, uncertainties and any expected reimbursement of such contingent liability. If a contingent liability is not recognised because its fair value cannot be measured reliably, the acquirer should also disclose: the reasons why the liability cannot be measured reliably. (IAS 37 p85-86). IFRS3 (revised) pB64-B67

# Notes to financial statements

## 31. Trade and other payables

IAS1 p78

	2013	2012
Accrued expenses	X	X
Related party payables	X	X
Trade creditors	X	X
	<u>X</u>	<u>X</u>

## 32. Contingent liabilities

During the current financial year a customer initiated legal proceedings against the group as a result of alleged in-transit damage to widgets delivered to the customer. The estimated damage is £ X. The group's lawyers have advised that the customer's claim could possibly succeed in court and provided the estimate of the amount that could be awarded to the customer for the damages. No counterclaim has been initiated against the transport company involved.

IAS37 p86

## 33. Operating lease commitments

### As a lessee:

It is group policy to rent certain items of office equipment and premises under operating lease agreements. The lease terms of these agreements vary between 3 and 10 years. No contingent rent is payable.

	2013	2012	IAS17 p35
<b>As a lessee:</b>			
Future minimum lease payments under non-cancellable operating leases:			
Within one year	X	X	
From one to five years	X	X	
After five years	X	X	
	<u>X</u>	<u>X</u>	

The group does not sub-lease any of its leased premises.

Lease payments recognised in profit for the period amounted to £ X (2012: £ X).

### As a lessor:

The company leases its Investment Property to various third parties under operating lease agreements. The average lease term was ten years, with annual escalation set at 2%.

IAS17 p56

Future minimum lease receipts under non-cancellable operating leases:

Within one year	X	X
From one to five years	X	X
After five years	X	X
	<u>X</u>	<u>X</u>

No contingent rentals were recognised in income.

# Notes to financial statements

## 34. Commitments and contingencies

### 34.1. Intangible assets

At the balance sheet date the Group was committed to acquire intangible assets amounting to £X.

IAS38 p122(e)

### 34.2 Investment Properties

At the balance sheet date, additions and alterations to the Investment Properties of the Group has already commenced. The group has already committed to incur £X towards these additions.

IAS40 p75(h)

### 34.3 Property, Plant and Equipment

The Company has committed to the construction of an item of Machinery to be used in the manufacturing plant. The commitment amounts to £X.

IAS16 p74(d)

### 34.4 Contingent liabilities

	2013	2012	IAS37 p86(a) IAS31 p54 (a)
Legal costs	X	X	
Contingent liabilities arising from interests in joint ventures	X	X	

One of the subsidiaries in the group is party to a legal dispute relating to alleged breach of contract. The directors are of the opinion that the matter can be successfully defended.

Contingent liabilities have arisen from the group's involvement in certain joint ventures. The amounts disclosed represent the estimated obligation of the group. The extent and timing of future outflows is dependent on future events, which are not controlled by the group.

# Notes to financial statements

## 35. Events after the statement of financial position date

### 35.1 Flood damage

A widget manufacturing factory was severely damaged in a flash flood on the 17 January 2013. The value of the factory and its contents were insured in full and claims put forward to the insurers are being processed. The group was however not insured for the loss of business due to factory down time. The loss of business is estimated to result in financial losses of £ X.

IAS10 p21

### 35.2 Acquisition of a subsidiary

After the reporting period but before the financial statements were authorised for issue the group acquired 100% of the share capital of Subsidiary D Ltd. The fair value of assets acquired and liabilities assumed on the acquisition date of 1 February 2013 were as follows:

IFRS3 Pb64

	£
Cash	X
Inventories	X
Trade receivables	X
Property, plant and equipment	X
Trade payables	X
Long-term debt	X
Total net assets	<u>X</u>
Goodwill	X
Total fair value of consideration paid	<u>X</u>
Less: Fair value of shares issued	<u>X</u>
Cash	X
Less: Cash of Subsidiary D Ltd	<u>X</u>
Cash flow on acquisition net of cash acquired	<u><u>X</u></u>

Goodwill represents the value of the synergies arising from the vertical integration of the group's operations. These synergistic benefits were the primary reason for entering into the business combination. The total amount of goodwill that is expected to be deductible for tax purposes is £X.

## Commentary on notes

### Related parties

Disclosures that related party transactions were made on terms equivalent to those that prevail in arm's length transactions are made only if such terms can be substantiated. IAS24 p21

The definition of key management personnel includes directors (executive and non-executive), but it is not limited to the directors of the parent company. The definition is in fact broader and may include senior managers and directors of subsidiaries. IAS24 p9

Dividends received by the directors should be disclosed as a related party transaction IAS24 p17

# Notes to financial statements

## 36. Related parties

The group's investments in subsidiaries, associates and joint ventures have been disclosed in notes 19 and 20. The group is controlled by XYZ plc. XYZ plc is also the group's ultimate controlling company

Transactions:

Relationship	Sales of goods		Purchase of goods		Amounts Owed to related party		Amount owed by related party		IAS24 p17, p18
	2013	2012	2013	2012	2013	2012	2013	2012	
Parent	X	X	X	X	X	X	X	X	
Associates	X	X	X	X	X	X	X	X	
Joint venture	X	X	X	X	X	X	X	X	
Key management personnel	-	-	-	-	X	X	X	X	

Amounts owed to and by related parties are unsecured, interest-free, and have 110 fixed terms of repayment. The balances will be settled in cash. No guarantees have been given or received. No provisions for doubtful debts have been raised against amounts outstanding, and no expense has been recognised during the period in respect of bad or doubtful debts due from related parties.

IAS24 p17, p18

	2013	2012	IAS24, p16
Key management personnel compensation:			
Short-term employee benefits	X	X	
Post-employment benefits	X	X	
Other long-term benefits	X	X	
Termination benefits	X	X	
Share based payments	X	X	
Dividends	X	X	
	<u>X</u>	<u>X</u>	

## Commentary on notes

### Share based payments

If the group has measured the fair value of goods or services received as consideration for equity instruments of the group indirectly, by reference to the fair Value! of the equity instruments granted, the group should disclose at least the following: IFRS2 p47

- for share options granted during the period, the weighted average fair value of those options at the measurement date and information on how that fair value was measured, including:
  - the option pricing model used and the inputs to that model, including the weighted average share price, exercise price, expected volatility, option life, expected dividends, the risk-free interest rate and any other inputs to the model, including the method used and the assumptions made to incorporate the effects of expected early exercise:
  - how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and
  - whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition
- for other equity instruments granted during the period (i.e. other than share options), the number and weighted average fair value of those equity instruments at the measurement date, and information on how that fair value was measured, including:
  - if fair value was not measured on the basis of an observable market price, how it was determined;
  - whether and how expected dividends were incorporated into the measurement of fair value; and
  - whether and how any other features of the equity instruments granted were incorporated into the measurement of fair value.

If the group has measured directly the fair value of goods or services received during the period, the group should disclose how that fair value was determined, e.g. whether fair value was measured at a market price for those goods or services. IFRS2 p48

If the group has rebutted the presumption that the fair value of the goods or services received can be estimated reliably, it shall disclose that fact, and give an explanation of why the presumption was rebutted. IFRS2 p49

Disclosure is required for share-based payment arrangements that were modified during the period, including: IFRS2 p47(c)

- an explanation of those modifications;
- the incremental fair value granted (as a result of those modifications); and
- information on how the incremental fair value granted was measured.



# Notes to financial statements

## 37. Share based payments

[A description of each type of share-based payment arrangement that existed at any time during the period, including the general terms and conditions of each arrangement, such as vesting requirements, the maximum term of options granted, and the method of settlement (e.g. whether in cash or equity)]. IFRS2 p44, p45

	2013		2012		
	Options	Weighted average exercise price	Options	Weighted average exercise price	
Outstanding at the beginning of the period	X	X	X	X	
Granted during the period	X	X	X	X	
Forfeited during the period	X	X	X	X	
Exercised during the period	X	X	X	X	
Expired during the period	X	X	X	X	
Outstanding at the end of the period	X	X	X	X	
Exercisable at the end of the period	X	X	X	X	

The weighted average share price of share options exercised during the period at the date of exercise was £ X. IFRS2 p44, p45

Share options outstanding at 31 December 2013 had a weighted average exercise price of £ X, and a weighted average remaining contractual life of X years. IFRS2 p44, p45

[Disclose information that enables users of the financial statements to understand how the fair value of the goods or services received, or the fair value of the equity instruments granted, during the period was determined). IFRS2 p46

The fair value of share based payment instruments were determined by the Black-Scholes Merton model. The effect of non transferability has been taken into accounting adjusting the expected life of the instruments. Volatility was calculated based on the share price volatility over a similar period preceding the grant date. IFRS2 p51

Inputs into the model	X
Grant date share price	X
Exercise price	X
Expected volatility	X %
Option life	X years
Dividend yield	X %
Risk-free interest rate	X %

	2013	2012	
Total expense recognised from share based payment transactions	X	X	IFRS2 p51
Equity settled share based payment expense	X	X	
Share based payment liability	X	X	
Intrinsic value of liabilities arising from vested rights	X	X	

# Notes to financial statements

## 38. Financial instruments and financial risk management

### 38.1. Categories of financial instruments

IFRS7 p6, p8

2013				
Assets as per balance sheet	Loans and receivables	Assets at fair value through profit or loss	Derivatives used for hedging	Available-for-sale
Available-for-sale investments				X
Trade receivable	X			
Other current assets at fair value through profit or loss		X	X	
Cash and cash equivalents	X			
<b>Total</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>

	Loans and receivables	Financial liabilities measured at amortised cost	Derivatives used for hedging
<b>Liabilities as per balance sheet</b>			
Non-current borrowings		X	
Current borrowings		X	
Current portion of non-current borrowings		X	
Finance lease liability		X	
<b>Total</b>	<b>-</b>	<b>X</b>	<b>-</b>

2012				
Assets as per balance sheet	Loans and receivables	Assets at fair value through profit or loss	Derivatives used for hedging	Available-for-sale
Available-for-sale investments				X
Trade receivable	X			
Other current assets at fair value through profit or loss		X	X	
Cash and cash equivalents	X			
<b>Total</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>

	Loans and receivables	Financial liabilities measured at amortised cost	Derivatives used for hedging
<b>Liabilities as per balance sheet</b>			
Non-current borrowings		X	
Current borrowings		X	
Current portion of non-current borrowings		X	
Finance lease liability		X	
<b>Total</b>	<b>-</b>	<b>X</b>	<b>-</b>

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.2. Classes and fair value of financial instruments

Below is a comparison of the carrying value and the fair value of the group's financial instruments, other than those with a carrying value that approximates its fair value.

IFRS7 p25,  
p26, p29

	2013		2012	
	Carrying Value	Fair Value	Carrying Value	Fair Value
<b>Financial assets</b>				
Available-for-sale investments	X	X	X	X
Other current assets	X	X	X	X
Other current assets at fair value through profit or loss	X	X	X	X
Cash and cash equivalents	X	X	X	X
<b>Total</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>
<b>Financial liabilities</b>				
Non-current borrowings	X	X	X	X
Current borrowings/ Trade payables	X	X	X	X
Current portion of non-current borrowings	X	X	X	X
Finance lease liability	X	X	X	X
<b>Total</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>

It is the directors' opinion that the carrying value of trade receivables and trade payables approximates their fair value due to the short-term maturities of these instruments.

IFRS7 p29

### 38.3. Fair value hierarchy and measurements

#### 38.3.1. Financial assets and liabilities that are measured at fair value on a recurring basis

IFRS13 p93  
(a)-(b)

	Fair value measurement as at 31 December 2013			
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
<b>Financial assets at fair value through profit or loss</b>				
Trading derivatives	X	X	X	X
Trading securities	X	X	X	X
<b>Derivatives used for hedging</b>				
Interest rate contracts	X	X	X	X
<b>Available-for-sale financial assets</b>				
Available-for-sale investments	X	X	X	X

	Fair value measurement as at 31 December 2012			
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
<b>Financial assets at fair value through profit or loss</b>				
Trading derivatives	X	X	X	X
Trading securities	X	X	X	X
<b>Derivatives used for hedging</b>				
Interest rate contracts	X	X	X	X
<b>Available-for-sale financial assets</b>				
Available-for-sale investments	X	X	X	X

#### Level 1

The fair value of financial instruments traded in an active market is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the group is the quoted bid price.

IFRS13, p91

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.3.1. Financial assets and liabilities that are measured at fair value on a recurring basis (continued)

#### Level 2

The fair value of financial instruments not traded in an active market is determined by using valuation techniques. Specific valuation techniques used to value the above financial instruments include:

- Discounted cash flow analysis using rates currently available for debt on similar terms, credit risk and remaining maturity.
- Quoted market prices for similar instruments.
- Price earnings multiple model.

IFRS13 p93  
(d), (g)

If all significant inputs in the valuation technique used are observable, the instrument is included in level 2, if not the instrument is included in level 3.

#### Level 3

Included in level 3 are holdings in unlisted shares which are measured at fair value, using the price earnings multiple model. The key assumption used by management is a price-earnings multiple of X (2012: X) which is not observable from market or related data. Management consider a reasonable possible alternative assumption would result in a decrease/increase of X (2012: decrease/increase of Y) in the value of unlisted investments. This sensitivity represents a change in the price earnings multiple of 10%.

IFRS13 p93  
(d), (g) (h)

The following table presents the changes in level 3 instruments.

IFRS13 p 93  
(e), (f)

	Financial assets at fair value through profit or loss	Derivatives used for hedging	Available –for- sale financial assets	Total
Opening balance 1 January 2013	X	X	X	X
Total gains or losses				
In profit or loss	X	X	X	X
In other comprehensive income	X	X	X	X
Purchases	X	X	X	X
Issues	X	X	X	X
Settlements	X	X	X	X
Transfers out of level 3	X	X	X	X
<b>Closing balance 31 December 2013</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>
<hr/>				
Total gains or losses for the period included in profit or loss for assets held at the end of the reporting period	X	X	X	X
<hr/>				
Change in unrealised gains or losses for the period included in profit or loss for assets held at the end of the reporting period	X	X	X	X
<hr/>				

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.3.1. Financial assets and liabilities that are measured at fair value on a recurring basis (continued)

	Financial assets at fair value through profit or loss	Derivatives used for hedging	Available -for- sale financial assets	Total
Opening balance 1 January 2012	X	X	X	X
Total gains or losses				
In profit or loss	X	X	X	X
In other comprehensive income	X	X	X	X
Purchases	X	X	X	X
Issues	X	X	X	X
Settlements	X	X	X	X
Transfers out of level 3	X	X	X	X
<b>Closing balance 31 December 2012</b>	<b>X</b>	<b>X</b>	<b>X</b>	<b>X</b>
Total gains or losses for the period included in profit or loss for assets held at the end of the reporting period	X	X	X	X
Change in unrealised gains or losses for the period included in profit or loss for assets held at the end of the reporting period	X	X	X	X

### 38.3.2. Financial assets and liabilities that are not measured at fair value on a recurring basis

IFRS13 p93  
(b), p97

Fair value measurement as at 31 December 2013				
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
<b>Loans and receivables</b>				
Trade and other receivables	-	X	-	X
Cash and cash equivalents	X	-	-	X
<b>Financial liabilities</b>				
<b>Financial liabilities held at amortised costs</b>				
Bank loans	-	-	X	X
Loans from other entities	-	-	X	X
Trade and other payables	-	X	-	X
Finance lease payables	-	X	-	X
Fair value measurement as at 31 December 2012				
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
<b>Loans and receivables</b>				
Trade and other receivables	-	X	-	X
Cash and cash equivalents	X	-	-	X
<b>Financial liabilities</b>				
<b>Financial liabilities held at amortised costs</b>				
Bank loans	-	-	X	X
Loans from other entities	-	-	X	X
Trade and other payables	-	X	-	X
Finance lease payables	-	X	-	X

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.3.2. Financial assets and liabilities that are not measured at fair value on a recurring basis (continued)

The fair values of the financial assets and liabilities disclosed under level 2 and 3 above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate.

IFRS13, p93  
(d), p97

## **Commentary on notes**

### **Maximum credit risk exposure**

The disclosure of maximum credit risk exposure is not required for financial instruments whose carrying amount best represents the maximum exposure to credit risk.

### **Renegotiated financial assets**

There is no longer a requirement to specifically disclose financial assets, where the terms have been renegotiated.

### **Collateral obtained**

Disclosure of collateral and other credit enhancements obtained is only required where those assets are still held at the reporting date.

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.4. Financial risk management

The group's operations expose it to a number of financial risks. A risk management programme has been established to protect the group against the potential adverse effects of these financial risks. There has been no significant change in these financial risks since the prior year.

IFRS7 p31,  
p33

#### 38.4.1. Credit risk

The group invests some of its surplus funds in high quality liquid market instruments. Such investments have a maturity no greater than three months. To reduce the risk of counterparty default the group deposits the rest of its surplus funds in approved high quality banks. Concentrations of credit risk with respect to customers are limited due to the group's customer base being Large and unrelated. Customers are assessed for credit worthiness and where appropriate the group obtains security for its exposure to the risk of default. Credit limits are also imposed on customers and reviewed regularly.

IFRS7 p33,  
p36

The groups maximum exposure to credit risk, without taking into account any collateral held or other credit enhancements:

IFRS7 p36(a)

	2013	2012
<b>Financial assets</b>		
Trade receivables	X	X
Other current assets	X	X
Other financial assets at fair value through profit and loss	X	X
Cash and cash equivalents	X	X
<b>Other credit risk exposures</b>		
Joint venture bank loan guarantee	X	X

IFRS7  
p27B(e)

The group holds the following collateral and other credit enhancements, disclosed below at its estimated fair value, as security for trade receivables

IFRS7 p36(b)

	2013	2012
Credit guarantee insurance	X	X
inventory	X	X
Debt guarantees	X	X

IFRS7  
p27B(e)



# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.4.1. Credit risk (continued)

During the year the group obtained control of the following collateral and other credit enhancements which the group has recognised on the statement of financial position: IFRS7 p38

	2013	2012
Inventory - carrying value	X	X

The inventory obtained is similar in nature to the group's own inventory, and the group therefore expects to sell the inventory, along with normal group inventory, within the next 12 months.

The debtors' age analysis is also evaluated on a regular basis for potential doubtful debts, and the group purchases credit guarantee insurance, where this is considered necessary. It is management's opinion that no further provision for doubtful debts is required. IFRS7 p33, p36

#### An analysis of trade receivables

	Carrying amount	Neither impaired nor past due	Past due but not impaired		
			61-90 days	91-120 days	More than 121 days
<b>2013</b>					
Trade receivables	X	X	X	X	X
<b>2012</b>					
Trade receivables	X	X	X	X	X

The group allows an average debtor's payment period of 60 days after invoice date. Interest is charged at X% p.a. (2012: X% p.a.) on overdue debts. It is the group's policy to assess debtors for recoverability on an individual basis and to make provision where it is considered necessary. In assessing recoverability the group takes into account any indicators of impairment up until the reporting date. The application of this policy generally results in debts between 61 and 90 days not being provided for unless individual circumstances indicate that a debt is impaired. X% of debtors balances between 91 and 120 days, and X% of debtors. over 120 days are provided for. IFRS7 p36, p37

Trade receivables that are neither impaired nor past due are made up of 143 debtors' balances (2012: 137). None of the individual balances is considered to represent a significant portion of the total balance, the largest individual debtor corresponds to 3% of the total balance (2012: 4%). Historically these debtors have always paid balances when due, unless the balance or the quality of goods or services delivered is disputed. The average age of these debtors is 49 days (2012: 53 days). No debtors' balances have been renegotiated during the year or in the prior year. IFRS7 p36(c)

		Impaired	More than 121 days
		61-90 days	91-120 days
<b>2013</b>			
Trade receivables	X	X	X
<b>2012</b>			
Trade receivables	X	X	X

IFRS7 p37(b)

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.4.1. Credit risk (continued)

The group individually impaired balances, which were over 120 days, of £ X (2012: £ X). This is made up of amounts owing by debtors that are in the process of being liquidated. No amounts are expected to be received from any liquidation dividends. The group does not hold any collateral over the impaired balances.

IFRS7 p37(b) and (c)

### 38.4.2. Market risk

Market risk is the risk that the fair value or future cash flows of our financial instruments will fluctuate because of changes in market prices. The group is exposed to the following market risks: interest rate risk; foreign currency risk; and equity price risk.

IFRS7 p33

#### Interest rate risk

Interest rate risk is the risk that the value of a financial instrument or cash flows associated with the instrument will fluctuate due to changes in market interest rates. Interest rate risk arises from interest bearing financial assets and liabilities that we use. Interest bearing assets comprise trade receivables, other financial assets at fair value through profit or loss, and cash and cash equivalents which are considered to be short-term liquid assets. Our interest rate liability risk arises primarily from borrowings issued at floating interest rates which exposes the group to cash flow interest rate risk. It is the group's policy to settle trade payables within in the credit terms allowed and the group does therefore not incur interest on overdue balances. Borrowings are sourced from both local and foreign financial markets, covering short and long-term funding.

IFRS7 p22, p24, p33

The group manages interest rate risk on borrowings by ensuring access to diverse sources of funding, reducing risks of refinancing by establishing and managing in accordance with target maturity profiles, and undertaking hedging activities through the use of interest rate swaps. Under the interest rate swap the group agrees with other parties to exchange, at quarterly intervals, the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts. The interest rate swap is designated and effective as a fair value hedge. The fair value of the interest rate swap was £ X (2012: £ X). Gains on the interest rate swap were £ X (2012: £ X).

Interest rate exposure and sensitivity analysis:

IFRS7 p34, p40

2013	Carrying amount	Average interest rate %	If interest rates were X% higher		If interest rates were X% lower	
			Net profit	Equity	Net profit	Equity
Financial assets						
Trade receivables	X	X	X	X	X	X
Other financial assets at fair value through profit and loss	X	X	X	X	X	X
Cash and cash equivalents	X	X	X	X	X	X
Financial liability						
Non-current borrowings	X	X	X	X	X	X
Current borrowings	X	X	X	X	X	X
Current portion of non-current borrowings	X	X	X	X	X	X
Finance lease liability	X	X	X	X	X	X

## Commentary on notes

\*Additional disclosures required in respect of transferred financial assets not derecognised in full  
If the entity has transferred financial assets such that part or all of the transferred assets do not qualify for de-recognition, and the entity either continues to recognise all of the assets or continues to recognise the assets to the extent of the entity's continuing involvement, it should disclose information that enables users of the financial statements:

- a) to understand the relationship between transferred financial assets that are not derecognised in their entirety and the associated liabilities; and
- b) to evaluate the nature of, and risks associated with, the entity's continuing involvement in derecognised financial assets (IFRS7p42B)

To meet the requirement of a), the entity should disclose for each class of transferred of financial assets that is not derecognised in full:

- the nature of the transferred assets.
- the nature of the risks and rewards of ownership to which the entity is exposed.
- a description of the nature of the relationship between the transferred assets and the associated liabilities, including restrictions arising from the transfer on the reporting entity's use of the transferred assets.
- when the counterparty (counterparties) to the associated liabilities has (have) recourse only to the transferred assets, a schedule that sets out the fair value of the transferred assets, the fair value of the associated liabilities and the net position (the difference between the fair value of the transferred assets and the associated liabilities).
- when the entity continues to recognise all of the transferred assets, the carrying amounts of the transferred assets and the associated liabilities.
- when the entity continues to recognise the assets to the extent of its continuing involvement (see paragraphs 20(c)(ii) and 30 of IAS 39), the total carrying amount of the original assets before the transfer, the carrying amount of the assets that the entity continues to recognise, and the carrying amount of the associated liabilities. (IFRS7p420)

To meet the requirement of b), the entity should disclose for each class of transferred financial assets derecognised but where the entity has continuing involvement:

- the carrying amount of the assets and liabilities that are recognised in the entity's statement of financial position and represent the entity's continuing involvement in the derecognised financial assets, and the line items in which the carrying amount of those assets and liabilities are recognised.
- the fair value of the assets and liabilities that represent the entity's continuing involvement in the derecognised financial assets.
- the amount that best represents the entity's maximum exposure to loss from its continuing involvement in the derecognised financial assets, and information showing how the maximum exposure to loss is determined.
- the undiscounted cash outflows that would or may be required to repurchase derecognised financial assets (e.g. the strike price in an option agreement) or other amounts payable to the transferee in respect of the transferred assets. If the cash outflow is variable then the amount disclosed should be based on the conditions that exist at each reporting date.
- a maturity analysis of the undiscounted cash outflows that would or may be required to repurchase the derecognised financial assets or other amounts payable to the transferee in respect of the transferred assets, showing the remaining contractual maturities of the entity's continuing involvement.
- qualitative information that explains and supports the quantitative disclosure (IFRS7p42E)

In addition, an entity shall disclose for each type of continuing involvement:

- the gain or loss recognised at the date of transfer of the assets.
- income and expenses recognised, both in the reporting period and cumulatively, from the entity's continuing involvement in the derecognised financial assets (e.g. fair value changes in derivative instruments).
- if the total amount of proceeds from transfer activity (that qualifies for de-recognition) in a reporting period is not evenly distributed throughout the reporting period (e.g. if a substantial proportion of the total amount of transfer activity takes place in the closing days of a reporting period):
  - when the greatest transfer activity took place within that reporting period (e.g. the last five days before the end of the reporting period),
  - the amount (e.g. related gains or losses) recognised from transfer activity in that part of the reporting period, and
  - the total amount of proceeds from transfer activity in that part of the reporting period (IFRS7p42G)

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.4.2. Market risk (continued)

#### Interest rate risk (continued)

2012	Carrying amount	Average interest rate %	If interest rates were X% higher		If interest rates were X% lower	
			Net profit	Equity	Net profit	Equity
<b>Financial assets</b>						
Trade receivables	X	X	X	X	X	X
Other financial assets at fair value through profit and loss	X	X	X	X	X	X
Cash and cash equivalents	X	X	X	X	X	X
<b>Financial liability</b>						
Non-current borrowings	X	X	X	X	X	X
Current borrowings	X	X	X	X	X	X
Current portion of non-current borrowings	X	X	X	X	X	X
Finance lease liability	X	X	X	X	X	X

The average rate is calculated as the weighted average effective interest rate. Rate on cash at bank balances represents average rate earned on cash balances after taking into account bank set-off arrangements. The tables above show the effect on profit and equity after tax if interest rates at that date had been X% higher or lower with all other variables held constant, taking into account all underlying exposures and related hedges. Concurrent movements in interest rates and parallel shifts in the yield curves are assumed. A sensitivity of X% has been selected as this is considered reasonable given the current level of both short-term and long-term interest rates. When applied to short-term interest rates this would represent two to three rate increases which is reasonably possible in the current environment with the bias coming from the reserve bank and confirmed by market expectations that interest rates in the UK are more than likely to move up than down in the coming period. The group's sensitivity to interest rates has not changed significantly from the prior year.

#### Foreign currency risk

Foreign currency risk refers to the risk that the value of a financial commitment or recognised asset or liability will fluctuate due to Changes in foreign currency rates. The group is exposed to foreign currency risk as a result of future transactions, foreign borrowings, and investments in foreign companies, denominated in Euros.

IFRS7 p22,  
p24, p33

The group makes use of forward exchange contracts to manage the risk relating to future transactions, in accordance with its risk management policy. The fair value of the forward exchange contracts was £ X (2012: £ X). Gains on the forward exchange contracts were £ X (2012: £ X). The future transactions related to the forward exchange contracts are expected to occur within the next three months. No amounts were recognised directly in equity during the period or the prior period as the relationship between the forward exchange contracts and the item being hedged does not meet certain conditions in order to qualify as a hedging relationship. Changes in the fair values of forward exchange contracts are recognised directly in profit or loss.

The group foreign currency risk exposure from recognised assets and liabilities arises primarily from non-current foreign borrowings (note 29) and investments in foreign companies (note 19) denominated in Euros. The group manages the exchange risk on translation of investments in foreign companies with borrowings denominated in the same currency. There is no significant impact on profit or loss from foreign currency movements associated with these assets and liabilities as the effective portion of foreign currency gains or losses arising are recorded through the translation reserve. The net gain of £ X (2012: £ X) in the translation reserve takes into account the related hedges. The ineffective portion of the gain or loss is recognised in profit or loss and amounted to £ X (2012: £ X).

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.4.2. Market risk (continued)

#### Foreign currency risk (continued)

Foreign currency risk sensitivity analysis:

	Profit / loss		Equity	
	2013	2012	2013	2012
If there was an X% weakening in the Sterling/Euro exchange rate with all other variables held constant - increase/(decrease)	x	x	x	x
If there was an X% strengthening in the Sterling/Euro exchange rate with all other variables held constant - increase/(decrease)	x	x	x	x

The impact of a chance of X% has been selected as this is considered reasonable given the current level of exchange rates and the volatility observed both on a historical basis and market expectations for future movement. When applied to the Sterling/Euro exchange rate this would result in a weakened exchange rate of X and a strengthened exchange rate of X. This range is considered reasonable given the historic changes that have been observed. For example over the last five years, the Sterling exchange rate against the Euro has traded in the range X to X. The group's sensitivity to exchange rates has not changed significantly from the prior year. IFRS7 p40

#### Equity price risk

Investments by the group in available-for-sale financial assets expose the group to equity price risk. This risk is managed by diversifying the group's investment portfolio. There is no impact on profit or loss until the investments are disposed of as fluctuations in fair value for the year of £ X (2012: £ X) are recorded directly in the fair value reserve. Fluctuations in the fair value of investments are not hedged IFRS7 p33

Equity price risk sensitivity analysis:

	Profit / loss		Equity	
	2013	2012	2013	2012
If there was an X% decrease in equity prices with all other variables held constant - increase/(decrease)	x	x	x	x
If there was an X% increase in equity prices with all other variables held constant - increase/(decrease)	x	x	x	x

The impact of a change of X% has been selected as this is considered reasonable given the current level of volatility observed both on a historical basis and market expectations for future movement. The range in equity prices is considered reasonable given the historic changes that have been observed. The group's sensitivity to equity prices has not changed significantly from the prior year. IFRS7 p40

## Commentary on notes

### Maturity analysis

The contractual amounts disclosed in the maturity analyses are the contractual undiscounted cash flows, for example:

IFRS 7  
B11D

- (a) gross finance lease obligations (before deducting finance charges);
- (b) prices specified in forward agreements to purchase financial assets for cash;
- (c) net amounts for pay-floating/receive-fixed interest rate swaps for which net cash flows are exchanged;
- (d) contractual amounts to be exchanged in a derivative financial instrument (e.g. a currency swap) for which gross cash flows are exchanged; and
- (e) gross loan commitments.

Such undiscounted cash flows differ from the amount included in the statement of financial position because the amount in that statement is based on discounted cash flows. When the amount payable is not fixed, the amount disclosed is determined by reference to the conditions existing at the end of the reporting period. For example, when the amount payable varies with changes in an index, the amount disclosed may be based on the level of the index at the end of the period.

# Notes to financial statements

## 38. Financial instruments and financial risk management (continued)

### 38.4.3. Liquidity risk

The group maintains sufficient cash and marketable securities. Management review cashflow forecasts on a regular basis to determine whether the group has sufficient cash reserves to meet future working capital requirements and to take advantage of business opportunities. The group has further undrawn banking facilities of £ X (2011: £ X) which can be used as an additional means of easing liquidity risk if considered necessary. The average creditor payment period is X days (2011: X days).

IFRS7 p33,  
p39

### Contractual maturity analysis for financial liabilities

2013	Due or due in less than 1 month	Due between 1 to 3 months	Due between 3 months to 1 year	Due between 1 to 5 years	Due after 5 years	Total
Financial liabilities	-	-	-	X	X	X
Non-current borrowings	X	X	-	-	-	X
Trade and other payables	-	-	X	-	-	X
Current borrowings	X	X	X	-	-	X
Current portion of non-current borrowings	X	X	X	-	-	X
Finance lease liability	X	X	X	X	X	X
	X	X	X	X	X	X

2012	Due or due in less than 1 month	Due between 1 to 3 months	Due between 3 months to 1 year	Due between 1 to 5 years	Due after 5 years	Total
Financial liabilities	-	-	-	X	X	X
Non-current borrowings	X	X	-	-	-	X
Trade and other payables	X	X	X	-	-	X
Current portion of non-current borrowings	X	X	X	-	-	X
Finance lease liability	X	X	X	X	X	X
	X	X	X	X	X	X

# Notes to financial statements

## 39. Capital management

IAS1 p134  
p136

The group's objectives when managing capital are:

- to safeguard the group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The group sets the amount of capital in proportion to risk. The group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Consistently with others in the industry, the group monitors capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt-adjusted capital. Net debt is calculated as total debt (as shown in the statement of financial position) less cash and cash equivalents. Adjusted capital comprises all components of equity (i.e. ordinary shares, share premium, Non-controlling interest, retained earnings, and other reserves) other than amounts recognised in equity relating to cash flow hedges, and includes some forms of subordinated debt.

During 2013, the group's strategy, which was unchanged from 2012, was to maintain the debt-to-adjusted capital ratio at the lower end of the range 6: 1 to 7: 1, in order to secure access to finance at a reasonable cost by maintaining a BB credit rating. The debt-to-adjusted capital ratios at 31 December 2013 and at 31 December 2012 were as follows:

	2013	2012
Total debt	X	X
Less: cash and cash equivalents	x	X
Net debt	X	X
Total equity	X	X
Add: subordinated debt instruments	X	X
Less: amounts recognised in equity - cash flow hedges	X	X
Adjusted capital	X	X
Debt-to-adjusted capital ratio	X	X

The increase in the debt-to-adjusted capital ratio during 2013 resulted primarily from the increase in net debt that occurred on the acquisition of Subsidiary B. As a result of this increase in net debt, reduced profitability and higher levels of managed receivables, the dividend payment was decreased to £ X for 2013 (from £ X for 2012).



## Appendix 1 - Statement of comprehensive income by nature

### Consolidated Statement of comprehensive income for the year ended 31 December 2013 (Extract)

	Group	
	2013	2012
<b>Continuing operations</b>		
Revenue	X	X
Other income	X	X
Changes in inventories of finished goods and work in progress	X	X
Work performed by the group and capitalised	X	X
Raw material and consumables used	X	X
Employee benefits expense	X	X
Depreciation and amortisation expense	X	X
Impairment of property, plant and equipment	X	X
Other expenses	X	X
<b>Operating profit</b>	<b>X</b>	<b>X</b>

## Appendix 2 - Change in accounting policy

New requirement - Change in accounting policy

IAS 1  
p10(f)

A statement of financial position as at the beginning of the earliest comparative period is required when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements.

Inventories are valued at the lower of cost and net realisable value on a weighted average basis. Cost comprises purchase cost of goods, direct labour and those overheads related to manufacture and distribution based on normal activity levels. During the year the accounting policy was changed from the first-in-first-out to the weighted average basis.

IAS2 p36

### Example extract of note - 22. Inventories

IAS2 p36,  
p37

	2013	Restated 2012	Restated 2011
Raw materials	X	X	X
Work in progress	X	X	X
Finished goods	X	X	X
	<u>X</u>	<u>X</u>	<u>X</u>

Inventories to the value of £ X are carried at net realisable value. Inventory written-down during the year amounted to £ X (2012: £ X).

Inventory with a carrying amount of £ X (2011: £ X) has been pledged as security for liabilities. The holder of the security does not have the right to sell or re-pledge the inventory in the absence of default.

IFRS7  
p14

During the year the accounting policy for inventory was changed from the first-in first-out basis to the weighted average basis. Due to significant fluctuations in the cost price of inventories purchased the change to the weighted average basis will result in the financial statements providing more reliable and relevant information. The change in accounting policy has been accounted for retrospectively and the comparative statements for 2012 have been restated. The effect on EPS is considered to be immaterial. Inventory and cost of sales have been restated for all periods presented, as follows:

IAS8 p28

	£
Effect on 2012	(X)
(Increase) in cost of sales	X
Decrease in taxation expense	(X)
(Decrease) in profit	(X)
(Decrease) in inventories	(X)
Effect on periods prior to 2012	
(Decrease) in retained earnings and inventories	(X)
(£X cost of sales less tax of £X)	
Total (decrease) in retained earnings and inventors at 31 December 2012	<u>(X)</u>

	Note	2013	Restated 2012	Restated 2011
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment	15	X	X	X
Investment property	16	X	X	X
Goodwill	17	X	X	X
Other intangible assets	18	X	X	X
Investments accounted for using the equity method	20	X	X	X
Available-for-sale investments		X	X	X
		<u>X</u>	<u>X</u>	<u>X</u>
<b>Current assets</b>				
Inventories	22	X	X	X
Trade receivables	23	X	X	X
Other current assets		X	X	X
Other financial assets at fair value through profit and loss		X	X	X
Cash and cash equivalents	24	X	X	X
		<u>X</u>	<u>X</u>	<u>X</u>
Non-current assets held for sale	12	X	X	X
		<u>X</u>	<u>X</u>	<u>X</u>
<b>Total assets</b>		<u>X</u>	<u>X</u>	<u>X</u>
<b>Equity and liabilities</b>				
<b>Equity attributable to equity holders of the parent</b>				
Ordinary shares		X	X	X
Share premium		X	X	X
Translation reserve		X	X	X
Fair value reserve		X	X	X
Retained earnings		X	X	X
		<u>X</u>	<u>X</u>	<u>X</u>
<b>Non-controlling interest</b>		X	X	X
<b>Total equity</b>		<u>X</u>	<u>X</u>	<u>X</u>

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