CAPRICORN ADMINISTRATION SERVICES LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

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COMPANY INFORMATION

Directors

L Perlman

H Selby

Registered number

03817122

Registered office

St. Mary's House 42 Vicarage Crescent

Battersea London

United Kingdom SW11 3LD

Independent auditors

Warrener Stewart

Chartered Accountants & Statutory Auditors

Harwood House 43 Harwood Road

London SW6 4QP

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DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2023

The directors present their report and the financial statements for the year ended 30 June 2023.

Principal activity

The company's principal activity is that of providing professional, financial and other administrative services to corporate entities and to private individuals. The directors are pleased to note that the company has continued to be profitable.

Results and dividends

The profit for the year, after taxation, amounted to £27,412 (2022 - £22,184).

The directors do not propose the payment of a final dividend (2022 - £Nil).

Directors

The directors who served during the year were:

L Perlman

H Selby

Directors' responsibilities statement

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any
 relevant audit information and to establish that the Company's auditors are aware of that information.

Going concern

The financial statements have been prepared on a going concern basis, which assumes the company will continue in operation existence, and will be able to meet its liabilities as they fall due, for a period of at least twelve months from the date of approval of the financial statements.

The company meets its working capital requirements and other obligations from income earned on services rendered. At the start of each financial year an expense budget is prepared and amounts to be invoiced under service level agreements after application of an appropriate margin are advised to the clients. The directors have considered the expense base for the company and do not expect this to change materially in the next financial year. In addition, they expect the work to be done for the client base to be similar implying that the fees will be similar to those raised in the year under review.

As a result the directors have determined that there is no material uncertainty that casts doubt on the entity's ability to continue as a going concern.

There have been no events subsequent to the reporting date which have an impact on the going concern assumption, which continues to be validly applied.

Auditors

The auditors, Warrener Stewart, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 8 March 2024 and signed on its behalf.

H Selby Director

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CAPRICORN ADMINISTRATION SERVICES LIMITED

Opinion

We have audited the financial statements of Capricorn Administration Services Limited (the 'Company') for the year ended 30 June 2023, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CAPRICORN ADMINISTRATION SERVICES LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CAPRICORN ADMINISTRATION SERVICES LIMITED (CONTINUED)

Auditors' responsibilities for the audit of the financial statements

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

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

- As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements, including how fraud may occur by enquiring of management of its own consideration of fraud. In particular, we looked at where management made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. We also considered potential financial or other pressures, opportunity and motivations for fraud. As part of this discussion we identified the internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations and how management monitor these processes. Appropriate procedures included the review and testing of manual journals and key estimates and judgements made by management.
- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant frameworks which are directly relevant to specific assertions in the financial statements are those that relate to the reporting framework, the Companies Act 2006 and relevant tax compliance regulations.
- We considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with may be fundamental to the company's ability to operate. These include Money Laundering Regulations 2007 and Proceeds of Crime Act and the Data Protection Act.
- We made enquires of management with regards to compliance with the above laws and regulations and corroborated any necessary evidence to relevant information, for example, minutes of the company meetings, legal reports provided and correspondence where appropriate.
- Our tests include agreeing the financial statements disclosures to underlying supporting documentation and enquiries with management.
- We did not identify any key audit matters relating to irregularities, including fraud. As in all of our audits, we
 also addressed the risk of management override of internal controls including testing journals and
 evaluation whether there was evidence of bias by the directors that represented a risk of material
 misstatement due to fraud.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' Report.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CAPRICORN ADMINISTRATION SERVICES LIMITED (CONTINUED)

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Jon Last (Senior Statutory Auditor)

for and on behalf of Warrener Stewart

Chartered Accountants & Statutory Auditors Harwood House 43 Harwood Road London SW6 4QP

11 March 2024

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2023

	Note	2023 £	2022 £
Turnover		484,667	429,954
Gross profit		484,667	429,954
Administrative expenses		(450,092)	(403,357)
Operating profit		34,575	26,597
Tax on profit	5	(7,163)	(4,413)
Profit for the financial year		27,412	22,184

There was no other comprehensive income for 2023 (2022:£NIL).

The notes on pages 10 to 17 form part of these financial statements.

CAPRICORN ADMINISTRATION SERVICES LIMITED REGISTERED NUMBER:03817122

BALANCE SHEET AS AT 30 JUNE 2023

	Note		2023 £		2022 £
Fixed assets					
Tangible assets	6		940		1,665
		•	940	•	1,665
Current assets					
Debtors: amounts falling due within one year	7	239,649		201,112	
Cash at bank and in hand		134,510		145,548	
		374,159	•	346,660	
Creditors: amounts falling due within one year	8	(102,643)		(103,281)	
Net current assets			271,516		243,379
Total assets less current liabilities		-	272,456	•	245,044
Net assets		<u>-</u>	272,456	-	245,044
Capital and reserves		_			
Called up share capital	9		2		2
Profit and loss account	10		272,454		245,042
		-	272,456	••	245,044

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 8 March 2024.

H Selby Director

The notes on pages 10 to 17 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2023

_		Total equity
2	222,858	222,860
•	22,184	22,184
2	245,042	245,044
-	27,412	27,412
2	272,454	272,456
	share capital £ 2 - 2	share capital loss account £ £ 2 222,858 - 22,184 - 245,042 - 27,412

The notes on pages 10 to 17 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

1. General information

Capricorn Administration Services Limited is a private company limited by shares and incorporated in England and Wales under the Companies Act 2006. The address of the registered office is given on the company information page and the nature of the company's operations and its principal activity are set out in the directors' report.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with Section 1A of FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The financial statements have been prepared on a going concern basis, which assumes the company will continue in operational existence, and will be able to meet its liabilities as they fall due, for a period of at least twelve months from the date of approval of the financial statements.

The company meets its working capital requirements and other obligations from income earned on services rendered. At the start of each financial year an expenses budget is prepared and amounts to be invoiced under service legal agreements after application of an appropriate margin are advised to the clients. The directors have considered the expense base for the company and do not expect this to change materially in the next financial year. In addition, they expect the work to be done for the client base to be similar implying that the fees will be similar to those raised in the year under review. The directors have contracted each client to advise them of the expected billing for the next financial year and have received acknowledgements from the clients with their in principal agreement to continue to contract the company for services rendered at a similar fee level to that of the year under review, as well as confirmation that the clients do not foresee any problems in meeting the costs.

As as result the directors have determined that there is no material uncertainty that casts doubt on the entity's ability to continue as a going concern.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.3 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.4 Turnover

Turnover represents the value of income earned in the year from the provision of services provided in the accounting period.

Turnover from professional services engagements is recognised by time spent on underlying work completed.

2.5 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2.6 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.7 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

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

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.8 Tangible fixed assets

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

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Motor vehicles

- 20% per annum

Office furniture, fixtures and

- 25% per annum

equipment

Computer equipment

- 33.33% per annum

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

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.9 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.11 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.12 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors and loans to related parties.

The Company only holds basic financial instruments. The financial assets and financial liabilities of the Company and their measurement basis are as follows:

Financial assets - trade and other debtors are basic financial instruments and are debt instruments which are measured at amortised cost. Prepayments are not financial instruments. Amounts due to the Company's related undertakings are held at amortised cost.

Cash at bank is classified as a basic financial instrument and is measured at face value.

Financial liabilities - trade creditors, accruals and other creditors are financial instruments, and are measured at amortised cost. Taxation and social security are not included in the financial instruments disclosure definition. Deferred income is not deemed to be a financial liability, as the cash settlement has already taken place and there is an obligation to deliver services rather than cash or another financial instrument. Amounts due to group companies are held at amortised cost.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities and disclosure of contingent assets and liabilities as at the statement of financial position date and the amounts reported for income and expenses during the year. Use of available information and application of judgement are inherent in the formation of estimates, together with past experience and expectations of future events that are believed to be reasonable under the circumstances. Actual results in the future could differ from such estimates.

There are no significant areas of judgement or key assumptions that effect items in the financial statements with respect to the next reporting period for the year ended 30 June 2023.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

4. Employees

The average monthly number of employees, including directors, during the year was 8 (2022 - 7).

5. Taxation

	2023 £	2022 £
Corporation tax		
Current tax on profits for the year	7,163	5,365
Adjustments in respect of previous periods	•	(795)
Total current tax	7,163	4,570
Deferred tax		
Origination and reversal of timing differences	-	(157)
Taxation on profit on ordinary activities	7,163	4,413

Factors affecting tax charge for the year

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 20.5% (2022 - 19%).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

6.	Tangible fixed assets		,		
		Motor vehicles £	Office furniture, fixtures and equipment £	Computer equipment £	Total £
	Cost or valuation				
	At 1 July 2022	15,431	15,365	5,035	35,831
	At 30 June 2023	15,431	15,365	5,035	35,831
	Depreciation				
	At 1 July 2022	14,804	14,909	4,452	34,165
	Charge for the year on owned assets	159	42	525	726
	At 30 June 2023	14,963	14,951	4,977	34,891
	Net book value				
	At 30 June 2023	468	414	58	940
	At 30 June 2022	627	456	583	1,666
7.	Debtors				
				2023 £	2022 £
	Trade debtors			215,919	189,684
	Other debtors			21,695	7,812
	Prepayments and accrued income			2,035	3,616
				239,649	201,112

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

8.	Creditors: Amounts falling due within one year		
		2023 £	2022 £
	Trade creditors	24,766	13,281
	Corporation tax	7,163	5,365
	Other taxation and social security	30,884	45,036
	Other creditors	831	989
	Accruals and deferred income	38,999	38,610
		102,643	103,281
9.	Share capital		
		2023	2022
	Allotted, called up and fully paid	£	£
	Allotted, called up and fully paid	_	_
	2 (2022 - 2) Ordinary shares shares of £1 each	2	2

10. Reserves

The company's capital and reserves are as follows:

Called up share capital

Called up share capital represents the nominal value of the shares issued.

Profit and loss account

The profit and loss account represents cumulative profit or losses, net of dividends paid and other adjustments.

11. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £4,973 (2022 - £4,554). Contributions totalling £768 (2022 - £989) were payable to the fund at the balance sheet date and are included in creditors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

12. Commitments under operating leases

At 30 June 2023 the Company had future minimum lease payments due under non-cancellable operating leases as follows:

	2023	2022
	£	£
Not later than 1 year	4,000	4,000

13. Related party transactions

The company has taken advantage of the exemptions available in Section 33.1A of FRS 102 whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.

14. Controlling party

L Perlman SECS, a company incorporated in Luxembourg, is the ultimate parent and controlling party of the company. The registered address of L Periman SECS is 39 Avenue Monterey, L-2163, Luxembourg. No consolidated accounts of the group are available.