Combined results of MacIntyre Hudson LLP and MacIntyre Hudson Holdings Limited

Audited financial statements of MacIntyre Hudson Holdings Limited

Audited financial statements of MacIntyre Hudson LLP

for the year ended 31 March 2025

COMBINED RESULTS OF

MACINTYRE HUDSON LLP AND

MACINTYRE HUDSON HOLDINGS LIMITED

FOR THE YEAR ENDED 31 MARCH 2025

Chief Executive Officer’s Statement

Landmark IPO setting the stage for long-term growth

I am delighted and honoured to present to you the maiden results for our underlying business following our Admission to the AIM market on April 15, where we raised gross proceeds of approximately £98m, the largest AIM IPO of 2025 and the largest in the Professional Services sector for five years. This is an impressive journey for MHA as a leading professional services provider of audit and assurance, tax, accountancy and advisory services that can trace its roots to the 1860s, but which has its focus very much on the 2030s.

Our IPO was at least two years in the making, following early discussions with the London Stock Exchange about the potential benefits of long-term investors who might buy into our vision of growth, take a supportive position as we continue to deliver on our business model, and wouldn't seek to direct or manage our affairs. This was seen as being in stark contrast to a private equity approach where investment horizons are typically short-term and prospective returns likely to be unevenly spread. Having evaluated all options, we are confident that we have chosen the right path for MHA, with the IPO also allowing everyone in the firm the opportunity to participate in our expected future growth. The establishment of an Employee Benefit Trust is an example of the inclusive approach we promote across the Group.

When the Board and our advisers were in the final stages of completing the IPO fundraising in April, the US president unveiled his placard of reciprocal tariffs that sent shock waves through global markets. We could easily have done what many other companies in our position did and defer the IPO due to the uncertainty. However, we and our core investors see the IPO as the first step on a journey of expansion and exactly where you start from is much less important than where you plan to go. As a result, the equity partners of MHA approved the changes needed to proceed with the offering, which was exactly the right thing to do for the business, our people and our clients.

Due to the timing of the IPO, the results we are presenting cover the year ended 31 March 2025 and reflect the combined audited results of the trading entities for the year prepared on the same basis as the historical financial information presented in the Company's AIM Admission Document. The Company's first consolidated unaudited results will cover the six months ended 30 September 2025 and the first post-IPO audited results will be for the year ending 31 March 2026.

Market dynamics creating clear opportunities

The market trends highlighted at IPO remain firmly in our favour. The UK audit and accounting market is estimated to generate revenue of £8.8bn in FY25 and has increased at a CAGR of approximately 5.0% since FY20, with the Big Four’s share forecast to slowly reduce, creating opportunities for ambitious challenger firms. Heightened regulatory focus, rising client expectations and a shortage of skills are prompting businesses to look beyond the Big Four for high-quality, multi-service advisers.

We believe these dynamics are structural, not cyclical, and will continue to drive demand for firms with scale, breadth and sector expertise. MHA is well positioned to benefit, and we see a clear runway for growth as we strengthen our market position through investment, talent and carefully targeted acquisitions.

Strong financial performance

Our combined results for the year ended 31 March 2025 reflect revenue of £224.2m (FY24: £154m), an increase of 45.5%, of which approximately 38% of the total growth was organic. Reported partnership profit before tax was £85.9m (FY24: £58.2m), an increase of 47.6%.

Our operating margins remained resilient during the year despite this growth and cash conversion, adjusting for the gain on a bargain purchase, was 91% (FY24: 89%). The adjusted EBITDA of the business, with partner remuneration calculated on the basis that it applies in our post-IPO structure, would have been £41.1m (FY24: £31m), an increase of 32.6%.

Overall, this was a tremendous result for a business that was continuing to grow organically and by way of acquisition during the year while managing to plan and ultimately deliver a successful IPO, which we expect to underpin our future growth strategy.

Broad-based growth across sectors and services

We saw growth in every business sector during the year, with Retail, Consumer & Hospitality, Real Estate & Construction, Financial Services and Automotive &Transport, being particularly strong, and in each service line across the firm.

Our growth has been based upon, and will continue to be driven by, favourable market drivers linked to increasing and more complex regulation and extended compliance and oversight requirements in many industries. We believe fewer accounting firms have the resources, and partners the appetite, to service larger clients in a more challenging regulatory world, and others are not equipped to service the demands of emerging international clients.

Our recurring revenue rate of approximately 87% (FY24: 87%), reflects the success of our highly focused and market facing business sector approach, effective cross selling strategies, the adoption and development of enhanced technology and AI in driving efficiencies and quality, and most of all the efforts and quality of an exceptional team of staff and partners, without whom our success would not have been possible.

Executing a disciplined M&A strategy

We completed the acquisition of BTSEE on 10 August 2025, with consideration of approximately €24m (including cash and share consideration). The acquisition of BTSEE, part of the Baker Tilly International network, extends MHA's geographic footprint into Cyprus, Greece and South East Europe, and complement our existing service lines. As I said at completion, I am delighted to welcome our new colleagues into the MHA family and look forward to working together with them as one firm.

M&A remains a key part of our growth strategy. The IPO has given us a stronger platform to pursue selective, high-quality acquisitions that extend our geographic reach, deepen our sector expertise and add complementary services. The UK accountancy and advisory market remains highly fragmented, and we continue to assess opportunities, both domestically and internationally, that fit our culture and enhance long-term value for shareholders.

Advancing our technology, AI, data and analytics capabilities

Our technology strategy is focused on data, analytics and the delivery of meaningful insight. While we remain grounded in business fundamentals, we are preparing proactively for an evolving future, with targeted investment to support long-term growth. This includes secure, scalable platforms that improve decision-making, client service and operational efficiency, with a focus on mature SaaS solutions backed by strong governance and regulatory compliance.

Artificial intelligence is playing an increasingly important role in the evolution of our service model. We are taking a measured and responsible approach, adopting technologies that meet our standards for cost, maturity and suitability. Current initiatives include using automation in Personal and Corporation Tax to streamline document processing and report generation, and piloting tools such as ChatGPT Enterprise and Microsoft Co-Pilot to support research, planning and drafting. Around 50% of our people now use AI or automation tools, with 30% having received formal role-specific training.

In FY26, our biggest area of focus is data. We are investing in a modern architecture that will unify reporting across finance, HR and client systems, which in turn improves visibility, accuracy and agility in decision-making. Enhancements to forecasting, performance management and profitability tracking are already underway, and we are exploring the development of bespoke AI tools, particularly within Tax, where structured data and repeatable processes present clear opportunities.

A culture built around excellence and accountability

Following our acquisitions and expansion in FY25, our headcount in the UK, Ireland, South East Europe and Cayman is now more than 2,300 people across 30 offices with 153 partners.

Within the Group we have built a culture focused on providing exceptional client service, empowering partners and employees to set the highest standards and to take responsibility and ownership for the quality of services delivered. In this way we encourage the development of our entire team and recognise that for our clients MHA is a firm with strength, scope and depth, not a group of individuals. This applies particularly for our international clients and overseas transactions.

Commitment to ESG

The Group takes its ESG responsibilities seriously and continues to implement and enhance measures appropriate for a business of its size and nature. The Board also recognises the importance of strong corporate governance and is committed to following the requirements of the QCA Code. We are confident in the integrity of our internal controls and financial reporting procedures and remain focussed on transparent engagement with all stakeholders through regular communication and investor reviews.

We have a fundamental and strong ESG commitment across the Group. Adopted at an early stage, we fully support the UK Government's ambitious plans to reduce greenhouse gas emissions to net zero carbon ("net zero") by 2050. As a Group, we are working to become a net zero organisation by 2030 – and by 2040 at the latest. Importantly, net zero, is only one component of our broader ESG reporting frameworks.

We align under four distinct pillars representing our sustainability approach as a firm, including our internal societal licence approach to operate, taking the 'Social' element of ESG beyond standard in the profession:

- We voluntarily report under UK regulatory frameworks though a separate annual sustainability report.
- We adopt highly robust audit, assurance and advisory services with multi-jurisdictional ability to regulatorily report for our clients.
- We are leading our global network in assurance and best practice, including bespoke SME development capabilities.
- We are working closely with regulators, policy makers and sectors to guide and where appropriate, influence approach to sustainability.

Furthermore, we have invested in sustainability leadership and lead by example, servicing our global clients under the message: *Delivering a Sustainable Tomorrow. Today*.

Positive start to FY26 with confidence in outlook

The Group finished FY25 marginally ahead of market expectations, having raised guidance following the trading update released on June 6th 2025. This performance was driven by a particularly strong Q4, robust cash generation and increasing demand for our services. Despite broader market volatility, that momentum has continued into the new financial year, with trading to date consistent with market expectations for the full year

Our successful IPO has already delivered tangible benefits: a stronger balance sheet; incentivised partners; greater profile with clients, acquisition targets and the market generally; and the ability to invest in technology and talent at greater pace.

The structural trends that shaped our IPO rationale – increasing regulatory complexity, a shortage of skills, and rising demand for multi-service advisers – remain firmly in our favour. With a high level of recurring and defensive revenues and a proven growth model, MHA is well positioned to build further scale and resilience. Our acquisition of BTSEE marks the next exciting stage of our expansion into mainland Europe and is expected to be earnings accretive from its first full year.

We also expect to benefit from the recently announced expansion of Baker Tilly in the US and the increase in profile of the Baker Tilly network globally. As the UK member firm, MHA is well placed to capitalise on the increased visibility this brings, particularly in international markets and cross-border referral activity.

Looking ahead, we are focused on sustaining strong organic growth, integrating recent acquisitions and exploring further earnings accretive M&A. These factors, together with our strong leadership team and supportive market backdrop, give the Board confidence in delivering a successful FY26 and creating long-term value, in line with our medium-term ambition of building a £500m revenue business.

Chief Financial Officer's Review

Financial information

We are in the unusual position of having successfully completed our IPO almost immediately after the year end so that the financial information presented here reflects the combined results of the MHA group entities for the year ended 31 March 2025, a period prior to the Company taking ownership of the group entities as part of the pre-IPO restructuring. This treatment is entirely consistent with the presentation of the historical financial information presented in the Company's AIM Admission Document. Going forward, this transaction will be treated as a group reconstruction for accounting purposes, and we will effectively merger account the results of the corporate entities from the date of the reorganisation. This treatment will be reflected in the annual audited results for the year ending 31 March 2026, and the unaudited interim results for the six months ending 30 September 2025. The Company will separately publish and send to shareholders annual audited accounts for the MHA group entities.

Revenue

The combined MHA revenue grew by 45% in the year to 31 March 2025 to £224.2m through a mixture of organic and acquisitive growth, as set out in the revenue bridge below:

Revenue bridge

FY24	**£154.0m**
Lost clients	-£3.1m
Fee growth from existing clients	£9.6m
New clients / wins:	
Won in 23/24, billed FY24/25	£10.8m
Won in 24/25, billed FY24/25	£10.4m
Acquisitions:	
MHA NW Audit, ABAS & Tax	£25.2m
MHA NW Corporate Finance	£2.8m
MHA NW Wealth	£3.5m
Baker Tilly Ireland	£4.7m
Scotland	£6.3m
FY25	**£224.2m**

The Group has a long and proven record of successfully absorbing and integrating acquisition targets and ensuring that financial controls and disciplines are quickly aligned, and synergies and economies of scale achieved. This approach continued successfully in FY25 with the integration of acquisitions in the North West, Wales and Ireland.

Fees by service line

MHA does not account separately by service line within its management accounts, other than by fees, and the table below illustrates the revenue by principal service in FY24 and FY25. In the UK, the Group is managed on a regional and national basis, with marketing and business development following the industrial sector approach described below.

Service Line	**FY25 (£m)**	**% of Total**	**FY24 (£m)**	**% of Total**
Audit & Assurance	113.5	51%	80.6	53%
Tax	39.8	18%	29.6	20%
Advisory*	62.0	28%	37.4	25%
Wealth	8.1	3%	3.2	2%

**Accounting and Business Advisory Services*

The year-on-year increase in advisory services reflects the growing demand from our clients for specialist services, including corporate finance, and restructuring and recovery.

Fees by sector

Our sector-led go-to-market strategy has been a major driver of revenue growth over the past decade. This success reflects the deep sector knowledge and experience of our staff and partners, which we consistently leverage in conversations with clients and business introducers. We have 15 targeted sectors:

Sector	FY25 Billed (£m)	% of Total	Total Growth	Organic Growth
Real Estate & Construction	£26.4	13%	45%	13%
Retail, Consumer & Hospitality	£26.2	12%	77%	21%
Financial Services	£23.4	11%	26%	13%
Manufacturing & Engineering	£20.7	10%	55%	29%
Professional Services	£19.1	9%	41%	15%
Technology	£16.7	8%	42%	21%
Not For Profit	£12.3	6%	44%	14%
Health Care	£11.1	5%	52%	11%
Automotive & Transport	£10.1	5%	54%	31%
Private Individuals	£10.0	5%	47%	5%
Energy, Natural Resources & Industrials	£8.7	5%	31%	17%
Agriculture & Rural Business	£5.3	3%	76%	31%
Media & Entertainment	£3.4	2%	29%	21%
Logistics & Distribution	£2.9	1%	64%	26%
Pharma & Life Sciences	£2.7	1%	54%	53%

Profitability

Our reported results for FY25 necessarily reflect the cost structure and business model of our former partnership model. During the year, the Group's combined operating profit increased by 36.7% to £79.4m (FY24: £58.1m), profit before tax increased by 47.6% to £85.9m (FY24: £58.1m), and pre partner remuneration EBITDA was £84.9m (FY24: £61.6m). Despite this strong growth, operating margins were resilient at 35.7%, reflecting a small reduction in the year (FY24: 37.7%) Client retention remains at high levels with recurring income representing approximately 87% of revenue (FY24: 87%).

To provide a clear bridge between the pre and post IPO capital structure of the Group, we have restated the partnership based historical results for FY25 and FY24 to reflect the adjustment to charge partners' remuneration against income, that now applies in the 'plc' model, thereby presenting an adjusted EBITDA for FY25 of £41.1m (FY24: £31m), an increase of 33.7%, and an adjusted profit before tax of £42.2m (FY24 £27.7m), an increase of 52%.

Working capital control

The Group's business model is highly cash generative and working capital is closely controlled in terms of billing when converting work in progress into debtors, and collection when converting debtors into cash. Lock-up at 31 March 2025 was 71 days (FY2024: 77 days). Over the year ended 31 March 2025, the cash conversion rate, adjusting pre-tax profit for the gain on bargain purchase, to operational cash flow was 91%.

The cash raised at IPO has and will be applied to:

- Finance acquisition and investment opportunities
- Release some partners' capital on an old money basis

- Allow technology investment to drive operational gearing
- Facilitate lateral hire/staff retention

The cash generated from MHA's strong terms of trade will be similarly utilised.

Dividends

No dividends are applicable in respect of this pre-IPO trading period. The first interim dividend is expected to be declared with the announcement of the interim results for the six months to 30 September 2025.

Combined consolidated statements of profit or loss and other comprehensive income

	Note	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Revenue	4	224,151	154,037
Client expenses and disbursements		(8,466)	(4,625)
Net revenue		215,685	149,412
Other operating income	5	1,891	536
Administrative expenses		(138,150)	(91,841)
Profit from operations	9	79,426	58,107
Finance income	10	812	1,042
Finance expense	11	(1,294)	(963)
Other gains/(losses)	12	6,928	(6)
Profit before tax		85,872	58,180
Taxation	13	(2,800)	(1,855)
Profit for the period		83,072	56,325
Other comprehensive income:			
Other comprehensive income			
Exchange difference on retranslation of foreign operations		(58)	(21)
Total comprehensive income		83,014	56,304

Combined consolidated statements of financial position

	Note	As at 31 March 2025 £'000	As at 31 March 2024 £'000
Assets			
Current assets			
Trade and other receivables	16	66,479	50,683
Lease receivable	20	355	341
Cash and cash equivalents	17	18,768	25,956
Total current assets		85,602	76,980
Non-current assets			
Property, plant and equipment	14	4,846	2,593
Right-of-use assets	20	17,314	15,093
Intangible assets	15	23,733	16,306
Investments		9	9
Lease receivable	20	1,766	2,120
Deferred tax assets	21	38	5
Total non-current assets		47,706	36,126
Total assets		133,308	113,106
Liabilities			
Current liabilities			
Trade and other payables	18	29,434	24,217
Lease liabilities	20	3,238	2,886
Borrowings	19	66	20
Current tax liabilities	13	2,382	1,394
Total current liabilities		35,120	28,517
Non-current liabilities			
Borrowings	19	1,084	90
Lease liabilities	20	16,439	14,785
Other provisions	26	5,257	4,252
Deferred consideration	18	1,832	2,045
Total non-current liabilities		24,612	21,172
Total liabilities		59,732	49,689
Net assets		**73,576**	**63,417**
Members' interests			
Members capital classified as a liability		14,077	13,359
Other amounts classified as debt		40,975	34,706
Invested capital		18,524	15,352
Total members' interests		**73,576**	**63,417**

Combined consolidated statements of changes in members' interests

	Members capital classified as a liability £'000	Other amounts classified as debt £'000	Invested capital £'000	Members' interests £'000
Balance at 1 April 2023	**8,711**	**29,110**	**13,035**	**50,856**
Profit for the year	-	50,865	5,460	56,325
Other comprehensive loss	-	(21)	-	(21)
Amounts introduced by members	6,042	-	-	6,042
Repayment of capital	(1,394)			(1,394)
Profits distributed to members	-	(44,718)	-	(44,718)
Movement in capital points between Combined Group entities	-	(530)	-	(530)
Issue of dividends[1]	-	-	(3,143)	(3,143)
Balance at 31 March 2024	**13,359**	**34,706**	**15,352**	**63,417**
Balance at 1 April 2024	**13,359**	**34,706**	**15,352**	**63,417**
Profit for the year	-	75,920	7,152	83,072
Other comprehensive loss	-	(58)	-	(58)
Amounts introduced by members	718	-	-	718
Acquisitions	-	6,003	-	6,003
Acquisition of non-controlling interest (note 24)	-	(2,457)	-	(2,457)
Profits distributed to members	-	(74,709)	-	(74,709)
Movement in capital points between Combined Group entities	-	1,570	-	1,570
Issue of dividends[1]	-	-	(3,980)	(3,980)
Balance at 31 March 2025	**14,077**	**40,975**	**18,524**	**73,576**

[1]Dividends were issued by MacIntyre Hudson Holdings Limited which is part of the Combined Group.

Combined consolidated statements of cash flows

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Cash flows from operating activities		
Profit before taxation	85,872	58,180
Adjustments for:		
Depreciation of property, plant and equipment	888	641
Amortisation of intangible assets	1,130	195
Amortisation of right of use assets	3,411	2,692
Loss on disposal of property, plant and equipment	44	1
(Profit)/loss on disposal of right of use assets	(86)	6
Gain on sale of investments	(1,225)	-
Gain on bargain purchase	(6,843)	-
Movement in provisions	150	1,560
Finance income	(812)	(1,042)
Finance costs	1,294	963
Net cash generated from operating activities before changes in working capital	83,823	63,196
Increase in contract assets	(690)	(213)
Increase in trade and other receivables	(26,677)	(10,101)
Increase in trade and other payables	14,489	235
Cash generated from operations	70,945	53,117
Tax paid	(1,848)	(1,276)
Net cash inflow from operating activities	69,097	51,841
Cash flows from investing activities		
Acquisition of subsidiaries, net of cash acquired	9	(3,875)
Purchase of intangible assets	-	(1)
Purchase of property, plant and equipment	(2,028)	(368)
Sale of capital points held	4,484	-
Investments in associates	(1,370)	(630)
Disposal of investments	93	-
Principal received from rental income	340	327
Interest received from rental income	94	107
Interest received	718	935
Net cash outflow from investing activities	2,340	(3,505)
Cash flows from financing activities		
Payments to members	(70,138)	(45,515)
Capital invested by members	3,265	6,042
Capital withdrawn by members	-	(1,394)
Purchase of non-controlling interests	(4,277)	-
Equity dividends paid	(3,980)	(3,143)
Share buyback	(93)	-
Proceeds from borrowings	1,505	-
Repayments of borrowings	(465)	(3,165)
Interest paid	(96)	(121)
Principal paid on lease liability	(3,155)	(2,626)
Interest paid on lease liability	(972)	(771)
Other interest paid	(110)	-
Net cash outflow from financing activities	(78,516)	(50,693)
Net decrease in cash and cash equivalents	(7,079)	(2,357)
Cash and cash equivalents at beginning of the year	25,956	28,332
Effects of exchange rates on cash and cash equivalents	(109)	(19)
Cash and cash equivalents at end of year	18,768	25,956

The principal non-cash transactions comprise additions of right-of-use assets, as detailed in note 20.

Notes to the combined financial statements

1. General information

MacIntyre Hudson LLP ("MHA") is a Limited Liability Partnership ("Partnership") registered in England and Wales, its registered number is OC312313. MacIntyre Hudson Holdings Limited ("MHHL") is a private company incorporated in England and Wales, its registered numbers is 03717255. The registered address of both companies is The Pinnacle, 150 Midsummer Boulevard, Milton Keynes, Buckinghamshire, MK9 1LZ, United Kingdom.

The combined financial statements for MHA do not constitute Statutory Accounts and comprises the results of MacIntyre Hudson LLP, its subsidiary undertakings and MacIntyre Hudson Holdings Limited and its subsidiary undertakings (together, the "Combined Group") for the financial year ended 31 March 2025, and the comparative financial year ended 31 March 2024.

The principal activity of the Combined Group is the provision of professional services to clients.

2. Material accounting policy information

a. Basis of preparation

The financial statements provided for the Combined Group is for the following entities in respect of the years ended 31 March 2025 and 31 March 2024 (or where acquired during the period from a third party, from the date of acquisition):

MacIntyre Hudson LLP	MacIntyre Hudson Holdings Limited
MacIntyre Hudson Service Limited	MHA Financial Solutions Limited
Blackfriars Tax Solutions LLP	MacIntyre Hudson Limited
Cell MHA	MHA Trustees Corporation
Meston Reid Limited	MHA Tax Safe Limited
MHA Wealth Management Holdings Limited	MacIntyre Hudson Corporate Finance Limited
MHA Caves Investment Management Limited	MHA MacIntyre Consulting Limited
MHA Caves Wealth Limited	MHA Limited
MHC Limited	MHA MacIntyre Hudson Cayman Limited
Moore and Smalley LLP	MacIntyre Hudson Ireland Limited
Baker Tilly Ireland GP Limited	Baker Tilly Ireland Audit Limited
Baker Tilly Ireland Limited Partnership	

The financial statements have been prepared in accordance with UK-adopted international accounting standards ("IFRS"), except as detailed below, on a going concern basis and under the historical cost convention. The financial statements is presented in Pounds Sterling (£), and all values are rounded to the nearest thousand (£'000), except when otherwise indicated.

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the periods presented.

Departures from IFRS

IFRS does not provide for the preparation of combined financial statements, and accordingly in preparing the financial statements there have been some departures from IFRS, as detailed below:

i) The financial statements are prepared on a combined basis and therefore does not constitute a set of general-purpose financial statements under paragraph 2 of IAS 1 and consequently the Combined Group does not make an explicit and unreserved statement of compliance with IFRS as contemplated by paragraph 16 of IAS 1; and
ii) The financial statements have not been prepared in accordance with IAS 1 'Presentation of Financial Statements'. As the financial information is prepared on a combined basis all capital and

reserve balances, including equity and debt, are merged into "members interests". This is further detailed in the policies below.

In all other respects, IFRS has been applied.

b. Financial information layout and aggregation

The entities comprising the Combined Group do not include a single overall holding company for the period under review and therefore do not form a legal group for accounting purposes. However, all entities have been controlled by common members throughout the period covered by the financial statements and have therefore been aggregate throughout the period they had senior decision-making management in common and the key decisions for each Combined Group impacted the other. Entities which have been acquired by those entities during the year from third parties have been treated as acquired and have been consolidated in the financial information of the acquirer from the date of acquisition.

c. New and amended standards and interpretations

The financial statements have been prepared in accordance with IFRSs. The following IFRSs (including amendments thereto) and IFRIC interpretations have been adopted:

- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current;
- Amendments to IAS 1 Non-Current Liabilities with Covenants;
- Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback; and
- Amendments to IAS 7 and IFRS 7: Supplier Finance Arrangements.

There are certain new standards, amendments to standards, and interpretations which have been issued by the IASB that are effective in future accounting periods that the Combined Group has decided not to adopt early. These standards, amendments or interpretations are not expected to have a material impact on the Combined Group.

d. Basis of consolidation

Entities under common control

The entities comprising the Combined Group do not form a legal group for accounting purposes throughout the financial statements. However, all entities have been controlled by common members throughout the years covered by the financial statements and have therefore been treated as a combination of entities under common control, with transactions between the entities treated as if they were subsidiaries part of a legal group as detailed below.

Subsidiaries

Subsidiaries are all entities over which MHA has control. Control is achieved when MHA is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when MHA has less than a majority of the voting or similar rights of an investee, MHA considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Combined Group's voting rights and potential voting rights.

MHA re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Subsidiaries are fully consolidated from the date on which control is transferred to MHA. They are deconsolidated from the date that control ceases. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the financial statements from the date MHA gains control until the date MHA ceases to control the subsidiary.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used in line with those used by other members of the Combined Group.

All intragroup assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Combined Group are eliminated in full on consolidation.

Business combinations

The financial statements incorporate the results of business combinations using the acquisition method of accounting in accordance with IFRS 3 Business Combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred, and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The excess of the consideration transferred over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. All transaction related costs are expensed in the period they are incurred as operating expenses. If the consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in the income statement. The results of acquired operations are included in the combined statement of comprehensive income from the date on which control is obtained.

e. Revenue recognition

IFRS 15 "Revenue from Contracts with Customers" is a principle-based model of recognising revenue from contracts with customers. It has a five-step model that requires revenue to be recognised when control over goods and services are transferred to the customer.

Revenue is measured as the fair value of consideration received or receivable for satisfying performance obligations in the contract. There is one single performance obligation being the provision of professional services in relation to a particular matter and the transaction price is therefore allocated to this single performance obligation. Variable consideration is included in revenue only to the extent that it is highly probable that a significant reversal will not be required when the uncertainty associated with the variable consideration is subsequently resolved.

This occurs as follows for the Combined Group's contract types:

- Time and materials contracts are recognised over time in the accounting period when services are rendered as the Combined Group has an enforceable right to payment for work performed to date under its client terms of engagement.
- Fixed-fee contracts are recognised over time, based on the actual service provided to the end of the reporting period relative to total services to be provided, generally assessed by reference to actual inputs of time and expenses as a proportion of the total expected inputs, where the Combined Group has an enforceable right to payment for performance completed to date under its client terms of engagement. and there is an inability to redirect the related contract asset for another purpose.
- Contingent fee contracts, over and above an agreed minimum fee, are recognised at the point in time that the contingent event occurs, and the Combined Group has become entitled to the revenue.
- Commissions and fees are earned for facilitating client transactions. Commissions and fees are recognised at a point in time the associated service has been completed which is generally the trade date of the transaction.

Revenue from contracts for the provision of professional services is recognised by reference to stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the Statement of Comprehensive Income in the period in which the circumstances that give rise to the revision become known by management.

Revenue includes appropriate amounts in respect of unbilled revenue to the extent that the outcome of these contracts can be assessed with reasonable certainty, which is included in contract assets. Contract assets are reclassified as trade receivables when billed and the consideration has become unconditional because only the passage of time is required before payment is due. A contract liability is defined by an obligation to transfer goods or services to a customer for which receipt of consideration has already occurred, as the amount billed by the Combined Group never exceeds the revenue recognised, therefore no contract liabilities are recognised.

The Combined Group does not adjust the transaction price for the time value of money as it does not expect to have any contracts where the period between the transfer of the promised services to the client and the payment by the client exceeds one year.

f. Foreign currencies

The functional currency for each entity in the Combined Group is the currency of the primary economic environment in which the entity operates. The financial statements are presented in Pounds Sterling, which is the Combined Group's presentational currency.

Transactions in currencies other than the functional currency of each entity are recorded at the exchange rate on the date the transaction occurred. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates, are recognised in profit or loss.

For the purposes of preparing the financial statements, the assets and liabilities of the Combined Group are expressed in Pounds Sterling using exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising, if any, are classified as other comprehensive income and are transferred to the Combined Group’s translation reserve.

g. Other operating income

Other operating income represents all other income received by the Combined Group. This primarily relates to commissions and compensation payments received for historic business relationships which are not considered ongoing.

h. Employee benefits: pension obligations

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

The contributions are recognised as an expense in profit or loss when they fall due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

i. Net finance expense

Finance income

Finance income comprises of interest received on bank balances and rental income and is recognised in profit or loss when it is earned.

Finance costs

Finance costs comprise of interest payable on leases and other financial liabilities which are expensed in the period in which they are incurred.

j. Taxation

The taxation payable on profits of MHA is the personal liability of the Members during the year and accordingly, no provision is made in the financial statements. Tax on profit or loss for the year comprises current tax for subsidiary company undertakings of MHA and other companies within the Combined Group.

Current tax

Current tax payable is based on the taxable profit for the year calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases and is accounted for using the balance sheet liability method.

Deferred tax is calculated at the tax rates that have been enacted or substantively enacted and are expected to apply in the period when the liability is settled, or the asset realised. Deferred tax is charged or credited to the statement of comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

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

Judgement is applied in making assumptions about future taxable income, recognition of deferred tax assets, as well as the anticipated timing of the utilisation of the losses of the Combined Group.

k. Property, plant and equipment

Property, plant and equipment is 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 calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in profit or loss. Land is not depreciated. Assets under construction are not depreciated until they become available for use.

Depreciation is provided on the following basis:

- Leasehold improvements	Underlying lease up to maximum of 10 years
- Fixtures, fittings and equipment	3 to 5 years

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.

At each reporting period end date, management reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any.

l. Intangible assets

Goodwill

Goodwill represents the excess of consideration transferred and non-controlling interest acquired over the fair value of identifiable net assets acquired in a business combination. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised, but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or Groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments (note 6).

Other intangible assets

Intangible assets are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.
Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they satisfy the definition of an intangible asset under IAS 38 Intangible Assets. Such assets are only recognised if either:

- They are capable of being separated or divided from the company and sold, transferred, licensed, rented or exchanged, either individually or together with a related contract, identifiable asset or liability, regardless of whether the company intends to do so; or
- They arise from contractual or other legal rights, regardless of whether those rights are transferable or separable from the entity or from other rights and obligations.

The cost of such intangible assets is the fair value at the acquisition date. All intangible assets acquired through business combinations are amortised over their estimated useful lives. The significant intangibles recognised by the Group acquired in business combinations are customer relationships which have been valued using the multiple period excess earnings method.

Intangible assets comprise customer relationships and software. Amortisation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following basis:

- Customer relationships	10 years
- Software	3 years

The estimated useful lives are based upon management's best estimate of the expected life of the asset. Useful lives are reconsidered if circumstances relating to the asset change or if there is an indication that the initial estimate requires revision.

m. Impairment of non-financial assets

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset or cash-generating unit ("CGU") to which the asset has been allocated is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

n. Leases

The Combined Group as a lessee

At inception of a contract, the Combined Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the Combined Group assesses whether: an identified physically distinct asset can be identified; and the Combined Group has the right to obtain substantially all of the economic benefits from the asset throughout the period of use and has the ability to direct the use of the asset over the lease term being able to restrict the usage of third parties as applicable.

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:

- leases of low value assets; and
- leases with a duration of 12 months or less.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the incremental borrowing rate on commencement of the lease is used. The incremental borrowing rate is an appropriate measurement because it provides a practical, reliable, and company specific estimate of the lease liability's present value. It ensures compliance with IFRS 16 while allowing lessees to apply a consistent approach across various lease agreements.

On initial recognition, the carrying value of the lease liability also includes:

- amounts expected to be payable under any residual value guarantee; and
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of the termination option being exercised.

Right of use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:

- lease payments made at or before commencement of the lease;
- initial direct costs incurred; and
- the amount of any provision recognised where the Combined Group is contractually required to dismantle, remove or restore the leased asset.

Subsequent to initial measurement, lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term. When the Combined Group revises its estimate of the term of any lease (because, for example, it re-assesses the probability of a lessee extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted at the same discount rate that applied on lease commencement, in line with IFRS 16. An equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term.

The Combined Group as a lessor

As a lessor the Combined Group classifies its leases as either operating or finance leases.

The Combined Group assesses whether it transfers substantially all the risks and rewards of ownership. Those assets that transfer substantially all the risks and rewards are classified as finance leases. All of the Combined Group’s leases are classified as finance leases.

Amounts due from lessees under finance leases are recorded as receivables at the amount of the Combined Group’s net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Combined Group’s net investment in the lease.

o. Cash and cash equivalents

Cash and cash equivalents are financial assets and include cash at bank and in hand and short term highly liquid deposits which are subject to an insignificant risk of changes in value.

p. Financial assets

Financial assets comprise trade and other receivables and cash and cash equivalents and are all held at amortised cost.

These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables) but also incorporate other types of financial assets where the objective is to hold their assets in order to collect contractual cash flows and the contractual cash flows are solely payments of the principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions for trade and other receivables are recognised based on the simplified approach within IFRS 9 using the lifetime expected credit losses ("ECL") method. During this process the probability of the non-payment of the receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime ECL for the receivables. For trade and other receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within administrative expenses in the statement of comprehensive income. On confirmation that the trade or other receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

q. Financial liabilities

All financial liabilities are recognised in the statement of financial position when the Combined Group becomes a party to the contractual provision of the instrument.

Financial liabilities measured at amortised cost

The Combined Group's financial liabilities measured at amortised cost comprise trade payables and other payables, lease liabilities and bank and other borrowings.

These financial liabilities are initially measured at fair value net of any transaction costs directly attributable to the issue of the instrument and are subsequently measured at amortised cost using the effective interest rate 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 (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability to the amortised cost of a financial liability.

r. Members' interests

Members' interests contains both elements of equity, being invested capital, and liabilities, being members' interests detailed as members capital classified as a liability and other amounts classified as debt, due to the combination of the two separate Groups, as detailed in Note 2a, being a departure from IFRS.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of a company after deducting all of its liabilities. Equity instruments issued are recorded at the proceeds received net of direct issue costs.

Members' capital and other liabilities

Non-designated members receive an agreed percentage profit share with the remaining profits for each period being allocated between members in accordance with the rights set out in the partnership agreement. It is therefore considered that a contractual liability exists under IAS 32 'Financial Instruments: Presentation' in respect of the Group's profits, and these amounts are recognised as a liability in the statement of financial position. These amounts are included within the total profit or loss in each year presented and are not shown as an expense due to the profit or loss being for a combination of entities.

A monthly amount is paid to members during the year based upon an estimate of profit for the year with additional distributions dependent on the availability of funds. Amounts are typically retained in respect of members' estimated tax liabilities and released to members when the liability falls due.

Fixed capital is maintained which designated members contribute to in proportion to their investment. Capital can only be withdrawn with a reduction in investment or upon ceasing to be a member except where there is a return of capital to all members in proportion to their investment in the LLP. There is no opportunity for appreciation of the capital contributed.

s. Provisions

A provision is recognised in the statement of financial position when the Combined Group has a present legal or constructive obligation as a result of a past event, that can be reliably measured, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the amount required to settle the obligation at the reporting date.

3. Critical accounting estimates and judgements

In the application of the accounting policies, which are described in note 2, the designated members of MHA are required to make judgements, estimates and assumptions which affect reported income, expenses, assets, liabilities and disclosure of contingent assets and liabilities. The estimates and associated assumptions are based on historical experience, expectations of future events and other factors that are believed to be reasonable under the circumstances. Actual results in the future could differ from such estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the revision is made.

Fair value of capital points and gain on bargain purchase

The fair value of the financial liabilities for capital points and the beneficial interest is consistent with, and only trivially different from the nominal amounts payable. That is because the liabilities have no contractual interest rate applicable and are also contractually repayable within a period of about 6 months or less.

The element of the allocated capital points relating to post-retirement payments of capital value and profit-related payments per capital point, which may crystallize for good leavers, is conditional on future service by the former owners/partners and hence is not part of the business combination transactions as per IFRS 3:52. This has resulted in a gain on bargain purchase on the acquisition of Moore and Smalley LLP on 1 April 2025 as detailed in note 22.

4. Revenue

The Combined Group generates revenue primarily from professional services provided to clients. There are no customers that make up more than 10% of revenue in the years ended 31 March 2025, and 31 March 2024.

Geographical reporting	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
United Kingdom	212,455	149,448
Ireland	6,202	-
Cayman Islands	5,493	4,589

	224,151	154,037

5. Other operating income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Other income	1,891	536
	1,891	536

Other income includes commissions and compensation payments received.

6. Segmental reporting

The Chief Operating Decision Maker ("CODM") has been identified as the Board of MHA and that of MHHL, which comprise the same individuals. The CODM reviews the Combined Group's internal reporting in order to assess performance and allocate resources. The CODM has determined that there is one operating segment being the provision of professional services. Information about geographical revenue is disclosed in note 4.

7. Employee benefit expenses

Employee benefit expenses (excluding members) comprise:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Wages and salaries	75,951	47,846
Social security costs	7,246	3,994
Other pension costs	6,680	3,931
Other staff costs	25	-
	89,902	55,771

8. Members' share of profits

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

	Year ended 31 March 2025 No.	Year ended 31 March 2024 No.
Average number of members	147	97

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Remuneration of highest paid member	2,374	2,004
Average profit per member	565	581

9. Operating profit

Operating profit is stated after charging:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Depreciation of property, plant and equipment	888	641
Amortisation of intangibles	1,131	195
Amortisation of right-of-use assets	3,411	2,692
Loss on disposal of property, plant and equipment	74	1
Loss on disposal of right-of-use assets	44	6
Expected credit losses	756	623
Exchange losses	132	68

10. Finance income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Lease receivable interest	94	107
Bank interest receivable	718	935
	812	1,042

11. Finance expense

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Interest on bank loans	96	121
Interest on lease liabilities	972	771
Interest on lease dilapidations	116	71
Other interest paid	110	-
	1,294	963

12. Other gains/ (losses)

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Gain on bargain purchase	6,843	-
Gain/(loss) on disposal of lease	85	(6)
	6,928	(6)

13. Taxation

Income tax payable on the profits of MHA and other partnerships consolidated within the Combined Group is solely the personal liability of the individual members of those partnerships and consequently is not dealt with in the financial statements. Corporation tax is charged on the profits of the companies within the Combined Group.

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Analysis of credit in the year		
UK tax for the current year	2,828	1,883

Adjustments in respect of previous periods	-	13
Total current tax	2,828	1,896
Deferred tax		
Origination and reversal of temporary differences	(28)	(41)
Total deferred tax	(28)	(41)
Total taxation expense	2,800	1,855

Factors affecting tax charge for the year

The standard rate of corporation tax in the UK as at 31 March 2025 was 25% (31 March 2024: 25%). The UK rate of corporation tax increased to 25% from the first of April 2023 on profits over £250,000. The differences are explained below:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Profit before tax	85,872	58,180
Tax at the Combined Group's weighted average tax rate of 25% (2024: 25%)	21,468	14,545
Adjustment for profits taxed outside of Combined Group	(18,387)	(12,779)
Expenses not deductible for tax purposes	(287)	94
Adjustments in respect of prior periods	-	13
Short term timing differences	(28)	(41)
Utilisation of tax losses	34	21
Fixed asset temporary differences	-	2
Total taxation	2,800	1,855

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Corporation tax liability	2,382	1,394
	2,382	1,394

14. Property, plant and equipment

	Leasehold improvements £'000	Fixtures and fittings £'000	IT equipment £'000	Motor vehicles £'000	Assets under construction £'000	Total £'000
Cost						
1 April 2023	4,014	2,179	5	-	-	6,198
Additions	158	85	-	-	8	251
Additions - acquisitions	-	117	-	-	-	117
Disposals	(192)	(542)	-	-	-	(734)
At 31 March 2024	3,980	1,839	5	-	8	5,832
Depreciation						
1 April 2023	1,730	1,596	5	-	-	3,331
Charge for the year	402	239	-	-	-	641
Disposals	(192)	(541)	-	-	-	(733)
At 31 March 2024	1,940	1,294	5	-	-	3,239
Net book value						
At 31 March 2024	2,040	545	-	-	8	2,593
Cost						
1 April 2024	3,980	1,839	5	-	8	5,832
Additions	866	1,105	-	44	13	2,028
Additions - acquisitions	1,105	23	-	29	-	1,157
Transfers	-	8	-	-	(8)	-
Disposals	(313)	(317)	-	(46)	-	(676)
At 31 March 2023	5,638	2,658	5	27	13	8,341
Depreciation						
1 April 2024	1,940	1,294	5	-	-	3,239
Charge for the year	570	313	-	5	-	888
Disposals	(313)	(299)	-	(20)	-	(632)
At 31 March 2025	2,197	1,308	5	(15)	-	3,495
Net book value						
At 31 March 2025	3,441	1,350	-	42	13	4,846

Depreciation charge is recognised in administrative expenses in profit or loss.

15. Intangible assets

	Goodwill £'000	Customer relationships £'000	Software £'000	Total £'000
Cost				
1 April 2023	8,307	708	256	9,271
Additions	-	-	1	1
Additions - acquisitions	3,985	3,524	-	7,509
At 31 March 2024	12,292	4,232	257	16,781
Amortisation				
1 April 2023	-	36	244	280
Charge for the year	-	187	8	195
At 31 March 2024	-	223	252	475
Net book value				
At 31 March 2024	12,292	4,009	5	16,306
Cost				
1 April 2024	12,292	4,232	257	16,781
Additions - acquisitions	1,263	7,295	-	8,558
At 31 March 2025	13,555	11,527	257	25,339
Amortisation				
1 April 2024	-	223	252	475
Charge for the year	-	1,126	5	1,131
At 31 March 2025	-	1,349	257	1,606
Net book value				
At 31 March 2025	13,555	10,178	-	23,733

Amortisation charge on software is recognised in administrative expenses in the profit or loss account

Goodwill

Goodwill arising on the acquisition of a business in the period relates to the acquisition of Roberts Nathan LP and was calculated as the fair value of initial consideration paid less the fair value of identifiable assets at the date of acquisition (see Note 22).

Goodwill impairment review

Goodwill is allocated to one single cash-generating unit ("CGU") throughout the financial being Professional Services.

Following initial recognition, goodwill is subject to impairment reviews, at least annually, and measurement at cost less accumulated impairment losses. Any impairment is recognised immediately in the consolidated statement of comprehensive income and is not subsequently reversed.

Key assumptions used in value in use calculation

The key assumptions for the value in use calculation are those regarding:

- number of years of cash flows used and forecast growth rate;
- discount rate; and
- terminal growth rate.

No impairment is indicated for the CGU using the value in use calculation.

Number of years of cash flows used and forecast growth rate

The recoverable amount of the CGU is based on a value in use calculation using specific cash flow projections over a five-year period and a terminal growth rate thereafter. The budget for the following financial year forms the basis for the cash flow projections for the CGU. The cashflow projections for the four years subsequent to the forecast year reflect a modest growth rate of [2%].

Discount rate

The Combined Group's pre-tax weighted average cost of capital has been used to calculate a discount rate of 14.51% for Professional Services. This reflects current market assessments of the time value of money for the period under review and the risks specific to the Combined Group and company acquired.

Terminal growth rate

An appropriate terminal growth rate is selected, based on the designated members expectations of growth beyond the five-year period. The terminal growth rate used is[2%.

Sensitivity to changes in assumptions

With regard to the value in use assumptions, the designated members believe that reasonable possible changes in any of the above key assumptions would not cause the carrying value of the unit to exceed its recoverable amount.

16. Trade and other receivables

	31 March 2025 £'000	31 March 2024 £'000
Trade receivables	46,899	36,744
Contract assets	8,124	7,435
Other receivables	5,927	2,173
Prepayments	5,523	4,325
Current tax assets	6	6
	66,479	50,683

Other receivables include amounts receivable from insurers in relation to professional indemnity claims. Information about the Combined Group's exposure to credit and market risks, and impairment losses for trade receivables is included in Note 23.

17. Cash and cash equivalents

	31 March 2025 £'000	31 March 2024 £'000
Cash at bank	18,768	25,956
	18,768	25,956

18. Trade and other payables

	31 March 2025 £'000	31 March 2024 £'000
Amounts falling due within one year		
Trade payables	2,423	3,645
Other payables	8,923	7,519
Social security and other taxation	6,791	4,879
Accruals	9,676	5,046
Deferred consideration	1,621	3,128
	29,434	24,217
Amounts falling due after one year		
Deferred consideration	1,832	2,045
	1,832	2,045

19. Borrowings

	31 March 2025 £'000	31 March 2024 £'000
Current		
Bank loans	66	20
	66	20
Non-current		
Bank loans	1,084	90
	1,084	90
Total borrowings	1,150	110

A maturity analysis of the Combined Group's borrowings is shown below:

	31 March 2025 £'000	31 March 2024 £'000
Less than 1 year	66	20
Later than 1 year and less than 5 years	1,084	90
Later than 5 years	-	-
	1,150	110

Bank loans include a loan with an interest rate of 1% above the UK base rate and is repayable on the date of retirement of certain partners of MHA. In the absence of any contrary information the anticipated retirement date for partners of MHA is 65.

Bank loans also include a loan entered into during the year with an interest rate of 1.75% above the UK base rate repayable 5 years after the first drawdown of the loan.

Bank loans are measured at amortised cost using the effective interest rate method.

20. Leases

<u>The Combined Group as a lessee</u>

Nature of leasing activities

	31 March 2025 No.	31 March 2024 No.

Number of active leases	26	25

Extension, termination, and break options
The Combined Group negotiates extension, termination, or break clauses in its leases. In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option or not exercise a termination option. A lease includes all non-cancellable periods and periods covered by options to extend or terminate the lease if it is reasonably certain that these options will be exercised. On a case-by-case basis, the Combined Group will consider whether the absence of a break clause would expose the Combined Group to excessive risk. Typically, factors considered in deciding to negotiate a break clause include:

- the length of the lease term;
- the economic stability of the environment in which the property is located; and
- whether the location represents a new area of operations for the Combined Group.

As at 31 March 2025, materially all leases were reasonably certain to end on the exit date of the lease, with no extension or termination clauses being executed. As such there are no additional future cash outflows to which the Combined Group is potentially exposed that are not reflected in the measurement of lease liabilities, as detailed in this Note.

Incremental borrowing rate

The Combined Group has adopted a rate with a range of 3.40% - 8.55% as its incremental borrowing rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. This rate is used to reflect the risk premium over the borrowing cost of the Combined Group measured by reference to the Combined Group’s facilities.

Short term or low value lease expense

	31 March 2025 £’000	31 March 2024 £’000
Short-term and low value lease expense	412	385

Right-of-use assets

	Leasehold property £'000	Equipment £'000	Total £'000
Cost			
1 April 2023	18,353	771	19,124
Additions	3,049	23	3,072
Disposals	(550)	-	(550)
At 31 March 2024	20,852	794	21,646
Amortisation			
1 April 2023	4,110	233	4,343
Charge for the year	2,500	192	2,692
Disposals	(482)	-	(482)
At 31 March 2024	6,128	425	6,553
Net book value			
At 31 March 2024	14,724	369	15,093
Cost			
1 April 2024	20,852	794	21,646
Additions - acquisitions	1,971	53	2,024
Additions	3,485	123	3,608
Disposals	(422)	(83)	(505)
At 31 March 2025	25,886	887	26,773
Depreciation			
1 April 2024	6,128	425	6,553
Charge for the year	3,181	230	3,411
Disposals	(422)	(83)	(505)
At 31 March 2025	8,887	572	9,459
Net book value			
At 31 March 2025	16,999	315	17,314

Lease liabilities

	Leasehold property £'000	Equipment £'000	Total £'000
1 April 2023	17,208	527	17,735
Additions	2,600	23	2,623
Interest expense	750	21	771
Lease payments	(3,190)	(206)	(3,396)
Disposals	(62)	-	(62)
At 31 March 2024	17,306	365	17,671
1 April 2024	17,306	365	17,671
Additions arising on acquisition	1,736	50	1,786
Additions	3,225	150	3,375
Interest expense	948	24	972
Lease payments	(3,879)	(248)	(4,127)
At 31 March 2025	19,336	341	19,677

	31 March 2025 £'000	31 March 2024 £'000
Current	3,238	2,886
Non-current	16,439	14,785

Total lease liabilities	19,677	17,671

Reconciliation of minimum lease payments and present value

	31 March 2025 £'000	31 March 2024 £'000
Within 1 year	3,978	3,599
Later than 1 year and less than 5 years	14,660	12,176
After 5 years	4,635	4,478
Total including interest cash flows	23,273	20,253
Less: interest cash flows	(3,596)	(2,582)
Total principal cash flows	19,677	17,671

The Combined Group as a lessor

The Combined Group sublets leased properties which are accounted for as finance leases.

Lease receivable

	Leasehold property £'000
1 April 2023	2,788
Interest income	107
Lease payments received	(434)
At 31 March 2024	2,461
1 April 2024	2,461
Interest income	94
Lease payments received	(434)
At 31 March 2025	2,121

Reconciliation of minimum lease payments and present value

	31 March 2025 £'000	31 March 2024 £'000
Within 1 year	434	434
Later than 1 year and less than 5 years	1,735	1,735
After 5 years	204	637
Total including interest cash flows	2,373	2,806
Less: interest cash flows	(252)	(345)
Total principal cash flows	2,121	2,461

21. Deferred tax

	31 March 2025 £'000	31 March 2024 £'000
Deferred tax		
Opening balance	5	(37)
Credited to income statement	33	42
Net deferred tax asset	38	5

Deferred tax liabilities comprise accelerated capital allowances on property plant and equipment and deferred tax on customer relationships acquired on acquisition.

Deferred tax assets relate to short-term timing differences.

Deferred tax assets and liabilities are presented separately when there is no legally enforceable right to offset balances.

22. Investment in subsidiaries and associates

MHA directly owns the entire issued and fully paid ordinary share capital of its subsidiary undertakings.

The subsidiary undertakings are presented below:

Subsidiaries and partnerships linked to the Combined Group	**Country of incorporation**	**Principal activity**	**Holding**	**Proportion of ordinary shares held at each year end**	
				Direct	**Indirect**
MacIntyre Hudson Service Limited	England & Wales	Dormant	Ordinary shares	100%	
Blackfriars Tax Solutions LLP	England & Wales	Provision of tax services	Capital	99%	
Cell MHA	Guernsey	Provision of insurance services	Insurance shares		100%*
Meston Reid Limited	Scotland	Dormant	Ordinary shares	100%	
Moore and Smalley LLP	England & Wales	Provision of professional services	Ordinary shares	100%**	
MacIntyre Hudson Ireland Limited	Ireland	Provision of professional services	Ordinary shares	100%**	
Baker Tilly Ireland GP Limited	Ireland	Provision of professional services	Ordinary shares		100%**

*MacIntyre Hudson LLP owns 100 insurance shares in White Rock Insurance Company PCC Limited which entitles it to 100% ownership and control of "Cell MHA" that is managed by trustees on behalf of MacIntyre Hudson LLP.

**These entities were acquired during the year ended 31 March 2025.

Associates and partnerships linked to the Combined Group	Country of incorporation	Principal activity	Holding	Proportion of ordinary shares held at each year end	
				Direct	Indirect
MacIntyre Hudson Holdings Limited[1]	England & Wales	Holding company	A Ordinary shares	Nil	
Baker Tilly Global Tax Solutions Limited	Ireland	Development of multinational client opportunities	Ordinary shares	12.5%	
MacIntyre Hudson Advisory Services LLP	England & Wales	Provision of training services	Capital	25%	

[1]MacIntyre Hudson Holdings Limited ("MHHL") is an associate of MHA throughout the financial period as MHA's shareholding does not give it control over MHHL, however, MHHL is under common control by MHA's capital members and therefore the financial statements consolidate the results of MHA and subsidiaries and MHHL and subsidiaries on a combined basis.

The additional entities listed below are subsidiaries of MHHL whereby MHA does not directly own any of the share capital throughout the periods presented:

MHHL subsidiaries under common control of the Combined Group	Country of Incorporation	Principal activity
MacIntyre Hudson Corporate Finance Limited		Corporate finance
MHA Financial Solutions Limited	England & Wales	Asset financing
MacIntyre Hudson Limited	England & Wales	Provision of debt factoring services
MHA MacIntyre Hudson Consulting Limited	England & Wales	Consultancy
MHA Tax Safe Limited	England & Wales	Provision of tax services
MHA Wealth Management Holdings Limited	England & Wales	Holding company
MHA Caves Investment Management Limited	England & Wales	Holding company
MHA Caves Wealth Limited	England & Wales	Provision of financial services
MHA Trustees Corporation Limited	England & Wales	Non trading

The registered office of the above entities is The Pinnacle, 150 Midsummer Boulevard, Milton Keynes, Buckinghamshire, MK9 1LZ, United Kingdom.

23. Business combinations

The Combined Group made a number of acquisitions throughout the year ended 31 March 2025, as detailed below.

<u>Moore and Smalley LLP</u>

On 1 April 2024, MacIntyre Hudson LLP completed the acquisition of the trade and assets of Moore and Smalley LLP for total consideration of £6,003k.

The principal reason for the acquisition was to enhance the services offered to existing clients of both firms, while expanding MHA's offering in the UK in line with the Group's growth strategy.

Given that following the acquisition, certain Moore and Smalley LLP operations were merged with MacIntyre Hudson LLP operations, disclosure of the contribution of the acquired business to the Group's revenues and profit in the period from 1 April 2024 to 31 March 2025 has been deemed impractical by management, as those revenue streams and customers cannot be disaggregated specifically to Moore and Smalley LLP and or identified since the date they merged with MacIntyre Hudson LLP, and were billed as MacIntyre Hudson LLP from this date.

The following table summarises the fair value of assets acquired, and liabilities assumed at the acquisition date:

	Fair value £'000
Assets	
Intangible asset – customer relationships	6,921
Property, plant and equipment	719
Right of use assets	2,024
Work in progress	331
Cash	1,175
Trade and other receivables	8,944
Liabilities	
Trade and other payables	(5,129)
Lease liabilities and provisions	(2,151)
Total fair value	12,834
Consideration	6,003
Gain on bargain purchase	(6,831)

The fair values include recognition of intangible assets related to Moore and Smalley LLP customer relationships of £6,921k, which will be amortised over 10 years on a straight-line basis. The gain on bargain purchase of £6,831k is primarily as a result of the consideration being equal to that of the financial net assets acquired. The gain on bargain purchase of £6,831k is disclosed within the statement of comprehensive income.

Purchase consideration	£'000
Equity	6,003
Total consideration	6,003

The net cash sum expended on acquisition in the year ended 31 March 2025 is as follows:

Analysis of cash flows on acquisition	£'000
Cash acquired at acquisition	1,175
Net cash outflow on acquisition	1,175

On 3 April 2024 MHA LLP advanced loans to the former designated members of the Moore and Smalley Group of £1,504,000. The transactions are recognised separately from the business combination as they were agreed in separate negotiations and included in separate legal arrangements. The loans are repayable in quarterly instalments over a term of 10 years and are measured at amortised cost. Note 11 provides additional information on one of the constituent loans to a related party of the Combined Group.

Roberts Nathan LP

On 1 July 2024, MacIntyre Hudson LLP completed the acquisition of the trade and assets of Roberts Nathan LP for total consideration of £1,968k.

The principal reason for the acquisition was to combine Roberts Nathan LP's extensive local expertise with a strong international presence, significantly enhancing the firm's capability to offer a more comprehensive range of services and sector expertise and serve a broader client base in Ireland and globally.

Given the assets of Roberts Nathan LP were transferred to MHA on acquisition and the information on Roberts Nathan LP as a standalone business is not available, disclosure of the contribution of the acquired business to the Group's revenues and profit in the period from 1 April 2024 to 31 March 2025 has been deemed impractical by management.

The following table summarises the fair value of assets acquired, and liabilities assumed at the acquisition date, the presentation is detailed in both €'s and £'s reflecting both the transactions' original currency and the Combined Group's reporting currency:

	Fair value £'000	Fair value €'000
Assets		
Intangible asset – Customer relationships	374	450
Property, plant and equipment	408	490
Trade and other receivables	10	12
Liabilities		
Work in progress	(2)	(3)
Trade and other payables	(89)	(104)
Total fair value	701	845
Consideration	1,968	2,363
Goodwill	1,267	1,518

The fair values include recognition of intangible assets related to Roberts Nathan LP customer relationships of £374k, which will be amortised over 10 years and 9 months on a straight-line basis. The goodwill of £1,267k comprises the potential value of new customers as well as the value of the workforce in place, which are not separately recognised. Acquisition costs totalled £77k and are accounted for within the statement of comprehensive income.

Purchase consideration	£'000	€'000
Cash	1,179	1,418
Deferred consideration – cash	460	550
Net asset payment	331	398
Work in progress payment	(2)	(3)
Total consideration	1,968	2,363

The net cash sum expended on acquisition in the year ended 31 March 2025 is as follows:

Analysis of cash flows on acquisition	£'000	€'000
Cash paid as consideration on acquisition	(1,179)	(1,418)
Net cash outflow on acquisition	(1,179)	(1,418)

Roberts Nathan Financial Services Limited

On 1 September 2024, MacIntyre Hudson LLP completed the acquisition of 80% of the trade and assets of Roberts Nathan Financial Services Limited for total consideration of £(12)k.

The principal reason for the acquisition was to enhance the services offered to existing clients, while expanding MHA's offering in Ireland in line with the Group's growth strategy.

Given the assets of Roberts Nathan Financial Services Limited were transferred to MHA on acquisition and the information on Roberts Nathan Financial Services Limited as a standalone business is not available, disclosure of the contribution of the acquired business to the Group's revenues and profit in the period from 1 September 2024 to 31 March 2025 has been deemed impractical by management. Similarly, disclosure of the revenue and profit of Roberts Nathan Financial Services Limited would have contributed if the acquisition had occurred on 1 April 2024 is also deemed impractical.

The following table summarises the fair value of assets acquired, and liabilities assumed at the acquisition date, the presentation is detailed in both €'s and £'s reflecting both the transactions' original currency and the Combined Group's reporting currency:

	Fair value £'000	Fair value €'000
Assets		
Property, plant and equipment	31	36
Trade and other receivables	37	44
Cash	1	1
Liabilities		
Trade and other payables	(13)	(16)

Borrowings	(56)	(65)
Total fair value	-	-
NCI – 20%	(3)	(4)
Consideration	(12)	(15)
Gain on bargain purchase	(15)	(19)

The fair values include recognition of intangible assets related to Roberts Nathan Financial Services Limited customer relationships of £Nil. The negative goodwill of £15k is primarily as a result of the negative consideration calculated. MHA has elected to measure the non-controlling interest of 20% using the partial goodwill method. The negative goodwill of £15k is disclosed within the statement of comprehensive income.

Purchase consideration	£'000	€'000
Cash	21	25
Net asset payment	(33)	(40)
Total consideration	(12)	(15)

The net cash sum expended on acquisition in the year ended 31 March 2025 is as follows:

Analysis of cash flows on acquisition	£'000	€'000
Cash consideration received due to net negative consideration	12	15
Cash acquired at acquisition	1	1
Net cash inflow on acquisition	13	16

24. Transactions with owners

On 17 October 2024, MHA exercised a call option to acquire the remaining 35,484 shares in MHA Caves Investment Management Limited ("Caves") for cash consideration of £4,277k, reducing the non-controlling interest in Caves from 49% to 0%. The difference between MHA's existing share of the net assets of Caves at the date of the acquisition date and the consideration paid has been adjusted through equity as a transaction with owners, given MHA already controlled Caves following the acquisition of 51% of Caves on 31 March 2022. Details of the transaction with owners adjusted through equity are included below:

	£'000
MHA's share of net assets in Caves	1,820
Consideration	4,277
Transaction with owners – adjusted through equity	2,457

25. Financial instruments

Financial assets

Financial assets measured at amortised cost comprise trade receivables, other receivables and cash. It does not include contract assets or prepayments.

	31 March 2025 £'000	31 March 2024 £'000
Trade receivables	46,899	36,744
Other receivables	5,927	2,173
Cash and cash equivalents	18,768	25,956
	71,594	64,873

Financial liabilities

Financial liabilities measured at amortised cost comprise trade and other payables, and borrowings. It does not include taxation and social security.

	31 March 2025 £'000	31 March 2024 £'000
Trade payables	2,423	3,645
Other payables	8,923	7,519
Accruals	9,676	5,046
Deferred consideration	3,453	5,173
Bank loans	1,150	110
	25,625	21,493

Fair value of financial assets and liabilities approximates to their carrying value.

The above excludes member's capital and other member's interest classified as liabilities. The below table reconciles members interests, whereby the members capital is due after more than one year, and all other members interest are due within one year:

Members liabilities	31 March 2025 £'000	31 March 2024 £'000
Current		
Other amounts classified as debt	40,975	34,706
	40,975	34,706
Non-current		
Members capital classified as a liability	14,077	13,359
	14,077	13,359
	55,052	48,065

Financial risk management

The Combined Group is exposed through its operation to the following financial risks: credit risk, liquidity risk and market risk. MHA's designated members have overall responsibility for the establishment and oversight of the Combined Group's risk management framework. The Combined Group's risk management policies are established to identify and analyse the risks faced by the Combined Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Combined Group's activities. The Combined Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Combined Group finances its operations through a mixture of debt finance, cash and liquid resources and various items such as trade debtors and trade payables which arise directly from the Combined Group's operations.

Credit risk

Credit risk is the risk of financial loss to the Combined Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, of which the risk is assessed and managed in accordance with IFRS 9. Credit risk arises principally from the Combined Group's receivables from customers and from cash balances held at banks. To minimise the Combined Group's credit risk on receivables from customers, the Combined Group endeavours only to deal with clients which are demonstrably creditworthy and this, together with the aggregate financial exposure, is continuously monitored. The process for monitoring creditworthiness includes a thorough assessment of credit risk, incorporating historical and forward-looking information. The Combined Group mitigates credit risk arising on cash balances held at banks by using only reputable financial institutions with a high credit rating, in line with IFRS 9 requirements. The maximum exposure to credit risk is the carrying value of its financial receivables, trade and other receivables and cash and cash equivalents as disclosed in the notes to the financial statements.

The receivables' age analysis is evaluated on a regular basis for potential doubtful debts, considering historic, current and forward-looking information, to estimate ECLs accurately. Impairments to trade receivables have been made in each of the years detailed in the financial statements.

The exposure to credit risk for trade receivables by geographic region was as follows:

	31 March 2025 £'000	31 March 2024 £'000
United Kingdom	46,615	36,144
Cayman Islands	284	600
	46,899	36,744

The following table provides information about the exposure to credit risk and ECLs for trade receivables and contract assets from individual customers.

As at 31 March 2024	< 30 days £'000	30–60 days £'000	61-90 days £'000	91-180 days £'000	>180 days £'000	Total £'000
Expected credit loss rate	0.1%	0.3%	2.5%	16.4%	91.7%	4.2%
Total gross carrying amount	24,852	7,993	2,303	1,894	1,332	38,374
Expected credit loss	(19)	(22)	(58)	(310)	(1,221)	(1,630)
Total	24,833	7,971	2,245	1,584	111	36,744

As at 31 March 2025	< 30 days £'000	30–60 days £'000	61-90 days £'000	91-180 days £'000	>180 days £'000	Total £'000
Expected credit loss rate	0.1%	0.3%	0.8%	7.4%	93.3%	101.8%
Total gross carrying amount	30,974	9,513	4,047	2,479	2,272	49,285
Expected credit loss	(24)	(29)	(31)	(182)	(2,120)	(2,386)
Total	30,950	9,484	4,016	2,297	152	46,899

The Combined Group applies the IFRS 9 simplified approach to measuring expected credit losses ("ECL") which uses a lifetime expected loss allowance for all trade receivables. The Combined Group do not provide credit terms on sales, all invoices issued by the Combined Group are payable upon presentation. However, per management's assessment it is assumed that invoices will be settled within 30 to 60 days. Given the preference for immediate payment, a credit risk exposure at each period end, as a result of a significant change in economic conditions, is unlikely. Therefore, management have determined forward-looking economic scenarios are less significant in determining an estimate of expected future losses. However, the Combined Group still incorporates reasonable and supportable forward-looking information alongside historical data and management knowledge in calculating the ECL balance.

Liquidity risk

The Combined Group seeks to maintain sufficient cash balances. Management reviews cash flow forecasts on a regular basis to determine whether the Combined Group has sufficient cash reserves to meet future working capital requirements and to take advantage of business opportunities.

A maturity analysis of the Combined Group's undiscounted cash flows arising from financial liabilities is shown below:

	31 March 2025 £'000	31 March 2024 £'000
Less than one year:		
Trade and other payables	21,021	16,210
Bank loans	67	23
Deferred consideration	1,621	3,128
	22,709	19,361
Later than 1 year and less than 5 years:		
Bank loans	1,084	90
Deferred consideration	1,832	2,045
	2,916	2,135
Later than 5 years:		
Bank loans	-	-
Total including interest cash flows	25,625	21,496
Less: interest cash flows	(1)	(3)
Total principal cash flows	25,624	21,493

A maturity analysis of lease liabilities is included in note 19.

Market risk

Market risk is the risk that changes in market prices – e.g. foreign exchange rates, interest rates and equity prices – will affect the Combined Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Foreign exchange risk

The Combined Group is exposed to transactional foreign currency risk to the extent that there is a mismatch between the currencies in which sales, purchases, receivables and borrowings are denominated and the respective functional currencies of Combined Group companies. The functional currencies of the Combined Group companies are primarily Pounds Sterling (GBP) and US Dollars (USD). The currencies in which these transactions are primarily denominated are GBP, EUR and USD.

The Combined Group focuses on implementing natural hedging instruments by matching the currencies of its sales and related purchases. So far, the Combined Group does not make use of any financial hedging instruments.

The carrying amounts of the Combined Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	31 March 2025 £'000	31 March 2024 £'000
Net foreign currency financial assets/(liabilities):		
EUR	2,115	431
USD	2,225	2,377
Other	24	(27)
	4,364	2,781

A reasonably possible strengthening/(weakening) GBP against the Combined Group's primary currencies at 31 March 2025 and 31 March 2024 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss. Management assesses the impact of the movement in foreign exchange to be immaterial to the Combined Group given the net foreign currency assets and liabilities are immaterial.

Interest rate risk

The Combined Group aims to mitigate interest rate risk by entering into fixed-rate instruments. The Combined Group does not use any financial hedging instruments.

As at 31 March 2025, the Combined Group's current borrowings include a bank loan with an interest rate of 1% over the Bank of England Base Rate, the balance of borrowings being £66,000 as at 31 March 2025, this amount represents the principal and accrued interest. No sensitivity analysis has been performed as management assess the impact to be immaterial.

Bank loans also include a loan entered into during the year with an interest rate of 1.75% above the UK base rate repayable 5 years after the first drawdown of the loan, the balance being £1,060,000 as at 31 March 2025.

Capital Disclosures

The capital structure of the business consists of cash and cash equivalents, debt and equity. Equity comprises members' interests and accumulated profits and is equal to the amount shown as 'Invested capital' in the statement of financial position. At 31 March 2025, debt comprised £1,150,000 which is set out in further detail in note 18.

The Combined Group's current objectives when maintaining capital are to:

- safeguard the Combined Group's ability as a going concern so that it can continue to pursue its growth plans;
- provide a reasonable expectation of future returns to shareholders; and
- maintain adequate financial flexibility to preserve its ability to meet financial obligations, both current and long term.

The Combined Group sets the amount of capital it requires in proportion to risk. The Combined Group manages its capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of underlying assets. To maintain or adjust the capital structure, the Combined Group may issue new shares or sell assets to reduce debt.

During the years ended covered within the financial statements, the Combined Group's business strategy remained unchanged.

26. Other provisions

	31 March 2025 £'000	31 March 2024 £'000
Non-current		
Lease liability dilapidations	2,432	1,777
Professional liability claims	2,825	2,475
	5,257	4,252

The professional liability claims represent the estimated cost of defending and concluding claims. The vast majority of cases are estimated to be settled within three years and therefore discounting is not deemed to be material.

	Lease dilapidation provisions *£'000*	Professional liability claims *£'000*	Total *£'000*
At 1 April 2023	1,373	2,950	4,323

Additions	448	525	973
Interest expense	71	-	71
Payments	(115)	-	(115)
Disposals	-	(1,000)	(1,000)
At 31 March 2024	1,777	2,475	4,252
At 1 April 2024	1,777	2,475	4,252
Additions	260	925	1,185
Additions – acquisitions	365	-	365
Interest expense	116	-	116
Disposals	(86)	(575)	(661)
At 31 March 2025	2,432	2,825	5,257

As part of the Combined Group's property leasing arrangements there is an obligation to repair damages which occur during the life of the lease, such as wear and tear. These costs have been charged in line with IFRS 16 Leases and are included in the right-of-use assets. The provision is shown separately to the lease obligation liability. The provision is expected to be utilised between 2025 and 2039 when the leases terminate. Due to the significant number of leased properties and the difficulties in predicting expenditure that will be required on return of a property to the landlord many years into the future, the dilapidations provision is considered an estimate. The provision has been calculated using historical experience of actual expenditure incurred on dilapidations and estimated lease termination dates.

27. Capital and contingencies

Capital and financial commitments

The Combined Group held no capital, financial and or other commitments at 31 March 2025: (2024: none).

28. Related party transactions

There were no material changes in key management personnel terms or related party transactions, except for a loan of £195,000 was advanced to Mr Graham Gordon, a member of MHA's Board on 3 April 2024. The loan is unsecured, bears interest at a rate of 1.75% plus Bank of England base rate and is repayable quarterly over a term of 10 years. The amount outstanding at 31 March 2025 was £176,000.

Key management personnel

The Management Board of MHA are considered to be key management personnel in the financial statements. Total compensation paid to key management personnel in the year ended 31 March 2025 was £9,745,000 (2024: £7,703,000).

29. Ultimate controlling party

No one entity or individual has control over MHA.

30. Changes in liabilities from financing activities

	1 April 2024 £'000	Financing cash flows £'000	Interest expense £'000	Other adjustments £'000	31 March 2025 £'000
Bank loans	110	944	96	-	1,150
Lease liabilities	17,671	(4,127)	972	5,161	19,677

Total liabilities from financing activities	17,781	(3,183)	1,068	5,161	20,827

	1 April 2023 £'000	Financing cash flows £'000	Interest expense £'000	Other adjustments £'000	31 March 2024 £'000
Bank loans	3,275	(3,286)	121	-	110
Lease liabilities	17,735	(3,397)	771	2,562	17,671
Total liabilities from financing activities	21,010	(6,683)	892	2,562	17,781

31. Events after the reporting period

The Combined Group initiated a reorganisation process in connection with the Admission of the Company to the AIM Market on 15th April 2025 , the Reorganisation was undertaken by the Company to allow and facilitate the Company to become the ultimate holding company of the Group and to meet the regulatory requirements in the jurisdictions in which the Group operates.

The Company announced on11 August 2025 that it had acquired Baker Tilly South East Europe, a leading professional services firm offering a comprehensive range of services to clients in Cyprus, Greece and South-East Europe, predominantly in audit, tax, advisory, legal and corporate services. The Group identified BTSEE as an ideal fit for MHA, noting its strong financial track record, growth potential, alignment of culture and complementary services to MHA.

MHA will pay to the vendors of BTSEE, 90% of the initial €20m equity value through an initial cash consideration of €5.4 million, plus €12.6 million to be satisfied through the issue of 10,862,069 new ordinary shares in the Company (the "Completion Consideration Shares"). The issue price of the Consideration Shares is equal to the IPO issue price of £1.00 per share Based off the Company's share price of 135.5p as at 8 August 2025, the value of the Consideration Shares is approximately €17.1 million. The remaining 10% equity value is payable through additional new ordinary shares to be issued in due course, which the vendors will contribute to the Company's Employee Benefit Trust ("EBT") with such number of shares to be determined following completion account adjustments, as detailed below.

A final balancing payment will be made to the vendors depending on net debt and working capital adjustments based off completion accounts. The payment will comprise a mix of cash and new ordinary shares in the Company. The vendors will contribute 10% of the total consideration receivable by them to the EBT in new ordinary shares. All consideration shares will be subject to lock-in and clawback arrangements as apply to the shares acquired by the existing MHA Partners on the IPO of the Company.

For the 12 months ended 31 December 2024, BTSEE generated sales of €19.4 million, adjusted EBITDA of €3.9 million and profit before tax of €2.5 million, after adjusting for partner remuneration. BTSEE's revenue has grown over the past four years at a compound average growth rate of 9% per annum. At 31 December 2024, BTSEE had net assets of approximately €1 million.

.

Company Number: 03717255

MACINTYRE HUDSON HOLDINGS LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2025

Contents

Company Information

Directors	R Shaunak S Moore M Herron K Simon A J Moyser
Registered office	The Pinnacle 150 Midsummer Boulevard Milton Keynes Buckinghamshire United Kingdom MK9 1LZ
Auditor	Crowe U.K. LLP 55 Ludgate Hill London EC4M 7JW

Group Strategic Report

Business review

MacIntyre Hudson Holdings Limited (''MHHL'', the ''Company'') operates as a financial and professional services provider through its group subsidiaries (together the ''Group''). The Group focuses on supporting corporate finance advisory, asset financing, and debt factoring services, primarily in the UK. Our goal is to maintain a strong market position while expanding into new sectors, leveraging our expertise to offer tailored solutions that meet clients' evolving needs.

Performance review and key financial results

The year ended 31 March 2025 was successful for MHHL, with strong growth in both revenue and profit, despite external economic pressures. Our consolidated profit after tax increased to £9.3 million, compared to £5.5 million in the previous year, driven by effective cost management and strategic revenue enhancements across our service lines. We also declared dividends of £4.0 million (2024: £3.1 million), aligning with our commitment to shareholder value.

Key Performance Indicators (“KPIs”) as determined by management

- Profit After Tax: £9.3 million.
- Dividends Declared: £4.0 million.

Business model and strategic objectives

Our business model focuses on creating value by offering structured financial solutions that support client growth and capital needs. Key elements of our strategy include:

- Expansion of service offerings: Enhancing our advisory and asset financing capacities to meet diverse client needs.
- Operational efficiency: Investing in technology to streamline processes and improve client experiences.
- Market diversification: Exploring opportunities to enter new sectors, reducing dependency on any single client segment.

Principal risks and uncertainties

The board carefully monitors risks that could potentially impact MHHL’s operational and financial performance. Key risks and mitigations include:

- Economic volatility: The uncertain economic landscape poses risks to client demand and collection of receivables. Our diversification strategy, paired with robust client risk assessments, helps mitigate exposure.
- Credit risk: As a financial services provider, we encounter risks related to client creditworthiness. To address this, MHHL employs a thorough client evaluation process, ongoing credit monitoring, and strategic credit limits.
- Regulatory compliance: Compliance with evolving financial regulations and accounting standards (e.g., IFRS) is critical. MHHL invests in continuous staff training and audits to ensure adherence to relevant UK laws and industry standards.

Group Strategic Report (continued)

Environmental, Social, and Governance (ESG) Commitment

MHHL recognises the importance of ESG considerations in long-term success. Our ESG strategy includes:

- Environmental impact: Promoting energy efficiency across our operations.
- Social responsibility: Fostering a diverse and inclusive workplace while supporting local community initiatives.
- Governance: Ensuring transparent and ethical business practices across all operations.

Outlook

In April 2025 MHHL and its subsidiaries became part of the MHA plc group as a result of a group reorganisation that led to the completion of a successful Initial Public Offering (IPO) of MHA plc which became listed on the AIM market on 15 April 2025.

The MHA Plc group employs more than 1,800 people and has more than 150 Partners across its network of 23 offices, mostly in the UK as well as in Ireland and the Cayman Islands. MHHL remains committed to growth and resilience and it is poised to benefit from the synergies generated by the expansion of the MHA Plc group. Our focus in the upcoming year will be on strengthening our service capabilities, expanding client relationships, and pursuing innovation in financial solutions. With a disciplined approach to risk management and investment in core capabilities, we are confident in our ability to deliver sustainable returns to shareholders.

The strategic report has been approved by the Board of directors and signed on its behalf by:

RShaunak
RShaunak (Sep 9, 2025 18:44:42 GMT+1)

R Shaunak
Director

9 September 2025

Directors' Report

The directors present their report and the financial statements of MacIntyre Hudson Holdings Limited ("the Company") and its subsidiaries (together "the Group") for the year ended 31 March 2025.

General information

The Company is a private company limited by shares, registered in England and Wales. The address of the registered office is The Pinnacle, 150 Midsummer Boulevard, Milton Keynes, Buckinghamshire, MK9 1LZ, United Kingdom.

Principal activity

The principal activity of the Company during the year was that of a holding company. The MacIntyre Hudson Holdings Limited Group provide corporate finance advice, debt factoring and asset financing.

Results and dividends

The profit for the year, after taxation and minority interests, amounted to £9.3 million (2024: £5.5 million). During the year dividends were paid amounting to £4.0 million (2024: £3.1 million)

Political donations

There were no political donations during the year ended 31 March 2025 (2024: £Nil).

Charitable donations

There were no material charitable donations during the year ended 31 March 2025 (2024: £Nil).

Directors

The directors who served the Company during the year were as follows:

R Shaunak
S Moore
M Herron
K Simon
A J Moyser

Directors' indemnities

The Group maintains directors' and officers' liability insurance providing appropriate cover for any legal action brought against its directors.

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 the Companies Act 2006 and UK-adopted International Accounting Standards ("IFRS").

Directors' Report (continued)

Directors' responsibilities statement (continued)

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 assets, liabilities, and financial position of the Group and Company as at the year-end date and of the profit or loss of the Group for the financial year and otherwise comply with the Companies Act 2006.

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

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK-adopted international accounting standards ("IFRS") have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and Company will continue in business.

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

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

Disclosure of information to auditor

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

- so far as each director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- each 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 auditor is aware of that information.

Auditor

The auditor, Crowe U.K. LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006. Crowe U.K. LLP have expressed their willingness to continue in office.

Events after the reporting period

Post year end the Group's ultimate control and ownership was acquired by MHA Plc and the Group, and its connected associates were reorganised in connection with MHA Plc's Admission to AIM, becoming the 'Enlarged Group.' The Reorganisation was undertaken by MHA Plc to allow and facilitate it to become the ultimate holding company of the Enlarged Group and to meet the regulatory requirements in the jurisdictions in which the Group operates. The Reorganisation comprised certain steps outlined in paragraph 3 of Part V of the published Admission document of MHA Plc. All steps were complete by the 14 April 2025 the date the MHA Plc was omitted to AIM.

There were no other material events which occurred after the balance sheet date.

Directors' Report (continued)

By order of the Board

RShaunak

RShaunak (Sep 9, 2025 18:44:42 GMT+1)

R Shaunak
Director

9 September 2025

Independent Auditor's Report to the Members of Macintyre Hudson Holdings Limited

Opinion

We have audited the financial statements of Macintyre Hudson Holdings Limited (the "parent Company") and its subsidiaries (the "Group") for the year ended 31 March 2025, which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statements of Financial Position, the Consolidated and Company Statements of Changes in Equity, the Consolidated Statement of Cash Flows, and notes to the financial statements, including summary of material accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and UK-adopted international accounting standards ("IFRS"), including Financial Reporting Standard 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 March 2025 and of the Group profit for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards ("IFRS"); 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, 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 Director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the Directors' assessment of the Group and company's ability to continue to adopt the going concern basis of accounting included:

- reviewing the appropriateness of the forecasts and sensitivities to the underlying assumptions;
- performing tests on the mathematical accuracy of the forecasts;
- challenging and corroborating the key assumptions used in the forecasts;
- obtaining evidence of the review and approval of the budgets by the Board;
- reviewing disclosures made in the financial statements relating to going concern.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's or the parent 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 Auditor’s Report to the Members of Macintyre Hudson Holdings Limited (continued)

Other information

The Directors are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor’s report thereon. 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 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 our audit:

- the information given in the Group Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and Directors' Report have 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 Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or 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 by the Group and the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company 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.

Responsibilities of directors for the financial statements

As explained more fully in the Directors’ responsibilities statement set out on page 5, 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 Group and parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

Independent Auditor’s Report to the Members of Macintyre Hudson Holdings Limited (continued)

Auditor’s responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s 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.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management.

Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities and sample testing on the posting of journals.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected a material misstatement in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing, and cannot be expected to detect, non-compliance with all laws and regulations.

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentations.

A further description of our responsibilities for the audit of the financial statements is available on the Financial Reporting Council’s website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor’s report.

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 auditor's 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.

M Stallabrass

Matthew Stallabrass (Senior Statutory Auditor)
For and on behalf of
Crowe U.K. LLP
55 Ludgate Hill
London
EC4M 7JW
9 September 2025

Consolidated Statement of Comprehensive Income

	Note	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000 *(Restated)*
Revenue	4	20,116	12,510
Cost of sales		(431)	(2,213)
Gross profit		19,685	10,297
Other operating income	5	1,225	1,308
Administrative expenses	6	(9,494)	(4,865)
Operating profit		11,416	6,740
Finance income	9	715	683
Finance expense	10	(96)	(89)
Profit before taxation		12,035	7,334
Taxation	11	(2,728)	(1,860)
Profit for the year		9,307	5,474
Other comprehensive income			
Other comprehensive income for the year		-	-
Total comprehensive income		9,307	5,474
Profit for year attributable to:			
Non-controlling interests		-	259
Owners of the Parent		9,307	5,215
		9,307	5,474

All the activities of the Group are from continuing operations.

The Accounting Policies and Notes on pages 17 to 48 form part of these financial statements.

Consolidated Statement of Financial Position

	Note	As at 31 March 2025 £'000	As at 31 March 2024 £'000 *(Restated)*	As at 1 April 2023 £'000
Assets				
Non-current assets				
Property, plant and equipment	13	5	27	37
Intangible assets	14	2,222	2,228	2,234
Investments	12	3,996	5,885	5,255
Deferred tax assets	11	73	45	8
Total non-current assets		6,296	8,185	7,534
Current assets				
Trade and other receivables	15	5,811	2,753	2,108
Cash and cash equivalents	16	13,558	12,442	11,613
Total current assets		19,369	15,195	13,721
Total assets		25,665	23,380	21,255
Liabilities				
Current liabilities				
Trade and other payables	17	7,170	6,729	4,391
Borrowings	18	-	20	2,305
Current tax liabilities	11	2,301	1,394	773
Total current liabilities		9,471	8,143	7,469
Non-current liabilities				
Borrowings	18	90	90	970
Total non-current liabilities		90	90	970
Total liabilities		9,561	8,233	8,439
Net Assets		16,104	15,147	12,816
Equity				
Share capital	19	9	10	10
Capital redemption reserve	20	27	26	26
Merger reserve	20	325	325	325
Retained earnings	20	15,743	13,091	10,885
Non-controlling interests	22	-	1,695	1,570
Total equity		16,104	15,147	12,816

The Accounting Policies and Notes on pages 17 to 48 form part of these financial statements.

These financial statements were approved by the Board of directors and authorised for issue on 9 September 2025, and are signed on behalf of the Board by:

RShaunak
RShaunak (Sep 9, 2025 18:44:42 GMT+1)
R Shaunak
Director
Company registration number: 03717255

S Moore
S Moore (Sep 9, 2025 17:01:55 GMT+1)
S Moore
Director

Company Statement of Financial Position

	Note	As at 31 March 2025 £'000	As at 31 March 2024 £'000	As at 1 April 2023 £'000
Assets				
Non-current assets				
Investments	12	4,284	6,173	5,393
Total non-current assets		4,284	6,173	5,393
Current assets				
Trade and other receivables	15	2,229	1,314	4,281
Cash and cash equivalents	16	3,036	613	464
Total current assets		5,265	1,927	4,745
Total assets		9,549	8,100	10,138
Liabilities				
Current liabilities				
Trade and other payables	17	576	526	375
Borrowings	18	-	20	2,305
Current tax liabilities	11	80	258	106
Total current liabilities		656	804	2,786
Non-current liabilities				
Borrowings	18	90	90	970
Deferred tax liabilities	11	10	10	10
Total non-current liabilities		100	100	980
Total liabilities		756	904	3,766
Net Assets		8,793	7,196	6,372
Equity				
Share capital	19	9	10	10
Capital redemption reserve	20	27	26	26
Retained earnings	20	8,757	7,160	6,336
Total equity		8,793	7,196	6,372

The Accounting Policies and Notes on pages 17 to 48 form part of these financial statements.

The profit for the financial year of the Parent company was £5,670k (2024: £3,833k). The Company has elected to take the exemption under section 408 of the Companies Act 2006 not to present the Parent Company Statement of Comprehensive Income.

These financial statements were approved by the Board of directors and authorised for issue on 9 September 2025, and are signed on behalf of the Board by:

R Shaunak
Director
Company registration number: 03717255

RShaunak
RShaunak (Sep 9, 2025 18:44:42 GMT+1)

S Moore
Director

S Moore
S Moore (Sep 9, 2025 17:01:55 GMT+1)

Consolidated Statement of Changes in Equity

	Share capital	Capital redemption reserve	Merger reserve	Retained earnings	Equity attributable to owners of the Parent	Non-controlling interests	Total equity
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
Balance at 01 April 2023	10	26	325	10,885	11,246	1,570	12,816
Comprehensive income							
Profit for the year	-	-	-	5,215	5,215	259	5,474
Transactions with owners							
Issue of dividends	-	-	-	(3,009)	(3,009)	(134)	(3,143)
Balance at 31 March 2024 ***(Restated)***	10	26	325	13,091	13,452	1,695	15,147
Balance at 01 April 2024	10	26	325	13,091	13,452	1,695	15,147
Comprehensive income							
Profit for the year	-	-	-	9,307	9,307	-	9,307
Transactions with owners							
Share buyback (Note 19)	(1)	1	-	(93)	(93)	-	(93)
Acquisition of non-controlling interest (Note 12)	-	-	-	(2,582)	(2,582)	(1,695)	(4,277)
Issue of dividends	-	-	-	(3,980)	(3,980)	-	(3,980)
Balance at 31 March 2025	9	27	325	15,743	16,104	-	16,104

The Accounting Policies and Notes on pages 17 to 48 form part of these financial statements.

Company Statement of Changes in Equity

	Share capital £'000	Capital redemption reserve £'000	Retained earnings £'000	Total equity £'000
Balance At 01 April 2023	10	26	6,336	6,372
Comprehensive income				
Profit for the year	-	-	3,833	3,833
Transactions with owners				
Issue of dividends	-	-	(3,009)	(3,009)
Balance at 31 March 2024	10	26	7,160	7,196
Balance at 01 April 2024	10	26	7,160	7,196
Comprehensive income				
Profit for the year	-	-	5,670	5,670
Transactions with owners				
Share buyback (Note 19)	(1)	1	(93)	(93)
Shares to be issued	-	-	(3,980)	(3,980)
Balance at 31 March 2025	9	27	8,757	8,793

The Accounting Policies and Notes on pages 17 to 48 form part of these financial statements.

Consolidated Statement of Cash Flows

	Note	As at 31 March 2025 £'000	As at 31 March 2024 £'000 *(Restated)*
Cash flows from operating activities			
Profit before taxation from continuing activities		12,035	7,334
Adjustments for non-cash/non-operating items:			
Depreciation of property, plant and equipment	13	9	24
Amortisation of intangible assets	14	6	7
Loss on disposal of property, plant and equipment		13	-
Profit on sale of investment		(1,225)	-
Finance income	9	(715)	(683)
Finance expense	10	96	89
		10,219	6,771
Increase in amounts recoverable on contracts		(70)	-
(Increase)/ decrease in trade and other receivables		(3,058)	114
Increase/ (decrease) in trade and other payables		510	(54)
Cash used in operations		7,601	6,831
Tax paid		(1,848)	(1,276)
Net cash used in operating activities		5,753	5,555
Cash flows from investing activities			
Purchase of property, plant and equipment	13	-	(14)
Purchase of intangible assets	14	-	(1)
Sale of capital points held		4,484	-
Investment in associates		(1,370)	(630)
Interest received	9	715	683
Net cash used in investing activities		3,829	38
Cash flows from financing activities			
Movement in amounts due from associates		-	1,633
Purchase of non-controlling interest		(4,277)	-
Share buyback	19	(93)	-
Dividends paid		(3,980)	(3,143)
Repayment of borrowings	18	(20)	(3,165)
Other interest paid	10	(96)	(89)
Net cash from financing activities		(8,466)	(4,764)
Net increase in cash and cash equivalents		1,116	829
Cash and cash equivalents at beginning of year	16	12,442	11,613
Cash and cash equivalents at end of year	16	13,558	12,442

The Accounting Policies and Notes on pages 17 to 48 form part of these financial statements.

Notes to the Financial Statements

1. General information

MacIntyre Hudson Holdings Limited ("the Company") is a private company incorporated in England and Wales, its registered number is 03717255. The address of the registered office is The Pinnacle, 150 Midsummer Boulevard, Milton Keynes, Buckinghamshire, MK9 1LZ, United Kingdom.

2. Accounting policies

2.1 Basis of preparation

The Group consolidated financial statements for the year ended 31 March 2025 have been prepared in accordance with UK-adopted international accounting standards ("IFRS") in accordance with the requirements of the Companies Act 2006 and the Company financial statements have been prepared in accordance with the Financial Reporting Standard 101, ''Reduced Disclosure Framework'' (''FRS 101''). For all periods up to and including the year ended 31 March 2024, the Company and Group prepared its financial statements in accordance with UK generally accepted accounting principles (''UK GAAP''). These financial statements for the year ended 31 March 2025 are the first the Company and Group has prepared in accordance with IFRS and FRS 101. Refer to Note 2.5 for information on how the Company and Group adopted IFRS and FRS 101.

The following exemptions from the requirements of IFRS have been applied in the preparation of these Company financial statements, in accordance with FRS 101:

- Paragraphs 91 to 99 of IFRS 13, "Fair value measurement" (disclosure of valuation techniques and inputs used for the fair value measurement of assets and liabilities);
- The following paragraphs of IAS 1, "Presentation of financial statements":
  - 10(d) (statement of cash flows);
  - 16 (statement of compliance with all IFRS);
  - Cash flow statement information; and
  - 134-136 (capital management disclosures).
- IAS 7, "Statement of cash flows";
- Paragraphs 30 and 31 of IAS 8, "Accounting policies, changes in accounting estimates and errors"; and
- The requirements in IAS 24, "Related party disclosures" to disclose related party transactions entered into between two or more members of the Group.

The financial statements have been prepared under the historical cost convention. The financial statements are presented in thousands of pounds sterling ("£'000") except where otherwise indicated.

The financial statements have been prepared on a going concern basis, which the directors consider to be appropriate having assessed the Group's and the Company's ability to continue in operational existence for the foreseeable future, for further information see note 2.2.

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to both the Company and the Group where applicable. The policies have been consistently applied to all the periods presented, unless otherwise stated.

For the year ended 31 March 2025, the following subsidiaries of the Company are entitled to take exemptions from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies.

2. Accounting policies (continued)

2.1 Basis of preparation (continued)

Subsidiary	*Company registered number*
MHA MacIntyre Hudson Consulting Limited	12118510
MHA Trustees Corporation Limited	14631377
MHA Tax Safe Limited	12816598
MacIntyre Hudson Limited	01954133
MHA Financial Solutions Limited	09284506

Notes to the Financial Statements (continued)

The Company has provided a guarantee for all outstanding debts and liabilities to which the subsidiary companies listed above are subject at the end of the financial period, in accordance with Section 479C of the Companies Act 2006.

2.2 Going concern

The Group meets its day-to-day working capital requirements from the positive cash flows generated by its trading activities and its available cash resources. The information in these Financial Statements has been prepared on a going concern basis, which assumes that the Group will continue to be able to meet its liabilities as they fall due within the next 12 months from the date of approval.

The Directors confirm that they have re-assessed the principal risks and reviewed current performance and forecasts, combined with expenditure commitments and including capital expenditure. The

2.3 New standards, amendments, and interpretations

Group's forecasts demonstrate it should generate profits and cash in the year ending 31 March 2027 and beyond and the Directors are satisfied that the Group has sufficient cash reserves to enable it to meet its obligations as they fall due for a period of at least 12 months from the date of signing these financial statements.

At 31 March 2025, the Group has net assets of £16,104k (31 March 2024: £15,147k) and a cash balance of £13,558k (2024: £12,442k).

IFRSs applicable to the Financial Statements of the Group have been applied for the year ended 31 March 2025 and for the comparative year which have no material impact on the financial results or presentation.

Standards, amendments and interpretations issued but not yet effective:

The following standards are issued but not yet effective. The Group intends to adopt these standards, if applicable, when they become effective. It is not currently expected that these standards will have a material impact on the Group.

Standard	**Effective date**
Amendments to IAS 21 Lack of Exchangeability;	1 January 2025
Amendments to IFRS 9 and IFRS 7 regarding the classification and measurement of financial instruments*;	1 January 2026
Annual improvements to IFRS Accounting Standards, amendments to IFRS 7, IFRS 9, IFRS 10, and IAS 7*;	1 January 2026
IFRS 18 – Presentation and Disclosure in Financial Statements*; and	1 January 2027
IFRS 19 – Subsidiaries without Public Accountability: Disclosures. *	1 January 2027

* Subject to UK endorsement

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.3 New standards, amendments, and interpretations (continued**)**

The Directors do not expect that the adoption of these standards will have a material impact on the financial statements of the Group or Company in future periods.

2.4 Basis of consolidation

The consolidated financial statements incorporate the results of the Company and all of its subsidiary undertakings. The Group applies the acquisition method in accounting for business combinations. The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred, and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred. Assets acquired and liabilities assumed are generally measured at their acquisition-date fair value.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used in line with those used by other members of the Group.

Subsidiaries
Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group until the date that control ceases.

Transactions eliminated on consolidation
Intra-group balances, and any gains and losses or income and expenses arising from intra-group transactions, are eliminated in preparing the financial information. Losses are eliminated in the same way as gains, but only to the extent that there is no evidence of impairment.

Non-controlling interests
Non-controlling interests represent the equity in a subsidiary not attributable, directly or indirectly, to the Group. Non-controlling interests are presented separately in the consolidated statement of financial position within equity, separately from the equity attributable to the owners of the parent.

For each business combination, the Group has measured any non-controlling interest at fair value on the acquisition date. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions with owners and do not affect the carrying amount of goodwill.

Associates
An associate is an entity over which the Group has significant influence but not control or joint control.

Investments in associates are accounted for using the equity method of accounting. Under this method, the investment is initially recognised at cost and subsequently adjusted to reflect the Group's share of the associate's profit or loss and other comprehensive income.

Where the Group's share of losses in an associate exceeds its interest in the associate, the carrying amount is reduced to £Nil, and recognition of further losses is discontinued, unless the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

The Group's share of the results of associates is recognised in the consolidated income statement.

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.4 Basis of consolidation (continued)

The carrying amount of the investment is shown in the consolidated balance sheet as the Group's share of the associate's net assets, including any goodwill arising on acquisition.

2.5 First time adoption of IFRS and prior year restatement

These financial statements, for the year ended 31 March 2025, are the first the Company and Group has prepared in accordance with IFRS and FRS 101. For periods up to and including the year ended 31 March 2024, the Group and Company prepared its financial statements in accordance with UK generally accepted accounting principles (''UK GAAP'').

Accordingly, the Group has prepared financial statements that comply with IFRS applicable as at 31 March 2025, together with the comparative period data for the year ended 31 March 2024. In preparing the financial statements, the Group's opening statement of financial position was prepared as at 1 April 2023, the Group's date of transition to IFRS. The Company has correspondingly prepared the same in accordance with FRS 101.

This note explains the principal adjustments made by the Group and Company in restating its UK GAAP financial statements, including the statement of financial position as at 1 April 2023 and the financial statements as of, and for, the year ended 31 March 2024.

No prior year non-IFRS restatements were identified as part of the application and review of IFRS in either the Company or the Group.

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Group reconciliation of equity as at 1 April 2023 (date of transition to IFRS)

	UK GAAP £'000	Reclassification and remeasurements £'000	IFRS as at 1 April 2023 £'000
Assets			
Non-current assets			
Property, plant and equipment	37	-	37
Intangible assets	2,234	-	2,234
Investments	5,255	-	5,255
Deferred tax assets	-	8	8
Total non-current assets	7,526	8	7,534
Current assets			
Trade and other receivables	2,116	(8)	2,108
Cash and cash equivalents	11,613	-	11,613
Total current assets	13,729	(8)	13,721
Total assets	21,255	-	21,255
Liabilities			
Current liabilities			
Trade and other payables	4,391	-	4,391
Lease liabilities	2,305	-	2,305
Borrowings	773	-	773
Total current liabilities	7,469	-	7,469
Non-current liabilities			
Borrowings	970	-	970
Total non-current liabilities	970	-	970
Total liabilities	8,439	-	8,439
Net Assets	12,816	-	12,816
Equity			
Share capital	10	-	10
Capital redemption reserve	26	-	26
Merger reserve	325	-	325
Retained earnings	10,885	-	10,885
Non-controlling interests	1,570	-	1,570
Total equity	12,816	-	12,816

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Group reconciliation of equity as at 31 March 2024

	UK GAAP £'000	Reclassification and remeasurements £'000	IFRS as at 31 March 2024 £'000
Assets			
Non-current assets			
Property, plant and equipment	27	-	27
Intangible assets	1,973	255	2,228
Investments	5,885	-	5,885
Deferred tax assets	-	45	45
Total non-current assets	7,885	215	8,185
Current assets			
Trade and other receivables	2,798	(45)	2,753
Cash and cash equivalents	12,442	-	12,442
Total current assets	15,240	(45)	15,195
Total assets	23,125	255	23,380
Liabilities			
Current liabilities			
Trade and other payables	6,729	-	6,729
Borrowings	20	-	20
Current tax liabilities	1,394	-	1,394
Total current liabilities	8,143	-	8,143
Non-current liabilities			
Borrowings	90	-	90
Total non-current liabilities	90	-	90
Total liabilities	8,233	-	8,233
Net assets	14,892	255	15,147
Equity			
Share capital	10	-	10
Capital redemption reserve	26	-	26
Merger reserve	325	-	325
Retained earnings	12,836	255	13,091
Non-controlling interests	1,695	-	1,695
Total equity	15,147	255	15,147

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Group reconciliation of total comprehensive income for the year ended 31 March 2024

	UK GAAP £'000	Remeasurements £'000	IFRS for the Year ended 31 March 2024 £'000
Revenue	12,510	-	12,510
Cost of sales	(2,213)	-	(2,213)
Gross profit	10,297	-	10,297
Other operating income	1,308	-	1,308
Administrative expenses	(5,120)	255	(4,865)
Operating profit	6,485	255	6,740
Finance income	683	-	683
Finance expense	(89)	-	(89)
Profit before taxation	7,079	255	7,334
Taxation	(1,860)	-	(1,860)
Profit for the year	5,219	255	5,474
Other comprehensive income			
Other comprehensive income for the year	-	-	-
Total comprehensive expense	5,219	255	5,474

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of FRS 101 and prior year restatement (continued)

Company reconciliation of equity as at 1 April 2023 (date of transition to FRS 101)

	UK GAAP £'000	Reclassification and remeasurements £'000	FRS101 as at 1 April 2023 £'000
Assets			
Non-current assets			
Investments	5,393	-	5,393
Total non-current assets	5,393	-	5,393
Current assets			
Trade and other receivables	4,281	-	4,281
Cash and cash equivalents	464	-	464
Total current assets	4,745	-	4,745
Total assets	10,138	-	10,138
Liabilities			
Current liabilities			
Trade and other payables	375	-	375
Borrowings	2,305	-	2,305
Current tax liabilities	106	-	106
Total current liabilities	2,786	-	2,786
Non-current liabilities			
Borrowings	970	-	970
Deferred tax liabilities	10	-	10
Total non-current liabilities	980	-	980
Total liabilities	3,766	-	3,766
Net assets	6,372	-	6,372
Equity			
Share capital	10	-	10
Capital redemption reserve	26	-	26
Retained earnings	6,336	-	6,336
Total equity	6,372	-	6,372

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of FRS 101 and prior year restatement (continued)

Company reconciliation of equity as at 31 March 2024

	UK GAAP £'000	Reclassification and remeasurements £'000	FRS101 as at 31 March 2024 £'000
Assets			
Non-current assets			
Investments	6,173	-	6,173
Total non-current assets	6,173	-	6,173
Current assets			
Trade and other receivables	1,314	-	1,314
Cash and cash equivalents	613	-	613
Total current assets	1,927	-	1,927
Total assets	8,100	-	8,100
Liabilities			
Current liabilities			
Trade and other payables	526	-	526
Borrowings	20	-	20
Current tax liabilities	258	-	258
Total current liabilities	804	-	804
Non-current liabilities			
Borrowings	90	-	90
Deferred tax liabilities	10	-	10
Total non-current liabilities	100	-	100
Total liabilities	904	-	904
Net assets	7,196	-	7,196
Equity			
Share capital	10	-	10
Capital redemption reserve	26	-	26
Retained earnings	7,160	-	7,160
Total equity	7,196	-	7,196

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Notes to the reconciliation of equity as at 1 April 2023 and 31 March 2024 and total comprehensive income for the year ended 31 March 2024

a. Amortisation of goodwill

Under FRS 102, goodwill is amortised over its useful economic life. In contrast, under IAS 36, IFRS does not allow amortisation of goodwill; instead, it requires annual impairment testing, meaning goodwill is carried at cost and only reduced if impaired. At the date of transition to IFRS, the Group applied IFRS and the carrying value of goodwill at this date was no longer amortised over its previous expected life. As a result, the Group recognised an increase of £255k in goodwill on 31 March 2024, there was also a corresponding adjustment resulting in a decrease to administration costs of £255k in the year ended 31 March 2024. There were no other adjustments in respect of IFRS.

2.6 Revenue recognition

IFRS 15 "Revenue from Contracts with Customers" is a principle-based model of recognising revenue from contracts with customers. It has a five-step model that requires revenue to be recognised when control over goods and services are transferred to the customer.

Revenue is measured as the fair value of consideration received or receivable for satisfying performance obligations in the contract. There is one single performance obligation being the provision of professional services in relation to a particular matter and the transaction price is therefore allocated to this single performance obligation. Variable consideration is included in revenue only to the extent that it is highly probable that a significant reversal will not be required when the uncertainty associated with the variable consideration is subsequently resolved.

This occurs as follows for the Group's contract types:

- Time and materials contracts are recognised over time in the accounting period when services are rendered as the Group has an enforceable right to payment for work performed to date under its client terms of engagement.
- Fixed-fee contracts are recognised over time, based on the actual service provided to the end of the reporting period relative to total services to be provided, generally assessed by reference to actual inputs of time and expenses as a proportion of the total expected inputs, where the Group has an enforceable right to payment for performance completed to date under its client terms of engagement and there is an inability to redirect the related contract asset for another purpose.
- Contingent fee contracts, over and above an agreed minimum fee, are recognised at the point in time that the contingent event occurs, and the Group has become entitled to the revenue.
- Commissions and fees are earned for facilitating client transactions. Commissions and fees are recognised at a point in time the associated service has been completed which is generally the trade date of the transaction.

Revenue from contracts for the provision of professional services is recognised by reference to stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.6 Revenue recognition (continued)

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the Statement of Comprehensive Income in the period in which the circumstances that give rise to the revision become known by management.

The Group does not adjust the transaction price for the time value of money as it does not expect to have any contracts where the period between the transfer of the promised services to the client and the payment by the client exceeds one year.

2.7 Other operating income

Other operating income represents all other income received by the Group. This primarily relates to commissions and compensation payments received for historic business relationships which are not considered ongoing.

2.8 Employee benefits: pension obligations

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

The contributions are recognised as an expense in profit or loss when they fall due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

2.9 Net finance expense

Finance income

Finance income comprises of interest received on bank balances and is recognised in profit or loss when it is earned.

Finance costs

Finance costs comprise of interest payable on other financial liabilities which are expensed in the period in which they are incurred.

2.10 Taxation

The tax expense for the period comprises current and deferred tax.

Current tax

Current tax payable is based on the taxable profit for the year calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.10 Taxation (continued)

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases and is accounted for using the balance sheet liability method.

Deferred tax is calculated at the tax rates that have been enacted or substantively enacted and are expected to apply in the period when the liability is settled, or the asset realised. Deferred tax is charged or credited to the statement of comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

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

Judgement is applied in making assumptions about future taxable income, recognition of deferred tax assets, as well as the anticipated timing of the utilisation of the losses of the Group.

2.11 Property, plant and equipment

Property, plant and equipment is 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 calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in profit or loss.

Depreciation is provided on the following basis:

- Fixtures, fittings and equipment 3 to 5 years

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.

At each reporting period end date, management reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any.

2.12 Intangible assets

Goodwill

Goodwill represents the excess of consideration transferred and non-controlling interest acquired over the fair value of identifiable net assets acquired in a business combination. Goodwill on acquisitions of subsidiaries is included in intangible assets.

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.12 Intangible assets (continued)

Goodwill is not amortised, but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or Groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments.

Other intangible assets

Intangible assets are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they satisfy the definition of an intangible asset under IAS 38 Intangible Assets. Such assets are only recognised if either:

- They are capable of being separated or divided from the company and sold, transferred, licensed, rented or exchanged, either individually or together with a related contract, identifiable asset or liability, regardless of whether the company intends to do so; or
- They arise from contractual or other legal rights, regardless of whether those rights are transferable or separable from the entity or from other rights and obligations.

Intangible assets comprise of software. Amortisation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following basis:

- Software 3 years

The estimated useful lives are based upon management's best estimate of the expected life of the asset. Useful lives are reconsidered if circumstances relating to the asset change or if there is an indication that the initial estimate requires revision.

2.13 Investments

Investments in subsidiaries and associates are measured at cost less accumulated impairment.

2.14 Impairment of non-financial assets

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset or cash generating unit ("CGU") to which the asset has been allocated is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use.

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.14 Impairment of non-financial assets (continued)

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.15 Cash and cash equivalents

Cash and cash equivalents are financial assets and include cash at bank and in hand and short term highly liquid deposits which are subject to an insignificant risk of changes in value.

2.16 Financial assets

Financial assets comprise trade and other receivables and cash and cash equivalents and are all held at amortised cost.

These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables) but also incorporate other types of financial assets where the objective is to hold their assets in order to collect contractual cash flows and the contractual cash flows are solely payments of the principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions for trade and other receivables are recognised based on the simplified approach within IFRS 9 using the lifetime expected credit losses ("ECL") method. During this process the probability of the non-payment of the receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime ECL for the receivables. For trade and other receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within administrative expenses in the statement of comprehensive income. On confirmation that the trade or other receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

2.17 Financial liabilities

All financial liabilities are recognised in the statement of financial position when the Group becomes a party to the contractual provision of the instrument.

Financial liabilities measured at amortised cost

The Group's financial liabilities measured at amortised cost comprise trade payables and other payables, lease liabilities and bank and other borrowings.

These financial liabilities are initially measured at fair value net of any transaction costs directly attributable to the issue of the instrument and are subsequently measured at amortised cost using the effective interest rate method.

Notes to the Financial Statements (continued)

2. Accounting policies (continued)

2.17 Financial liabilities (continued)

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 (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability to the amortised cost of a financial liability.

2.18 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.19 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker ('CODM'). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of the Group. The Group had one (2024: one) reporting segment, being the provision of professional services. All revenues are from the provision of professional services.

2.20 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of a company after deducting all of its liabilities. Equity instruments issued are recorded at the proceeds received net of direct issue costs.

3. Critical accounting estimates and judgements

In the application of the accounting policies, which are described in Note 2, the Board are required to make judgements, estimates and assumptions which affect reported income, expenses, assets, liabilities and disclosure of contingent assets and liabilities. The estimates and associated assumptions are based on historical experience, expectations of future events and other factors that are believed to be reasonable under the circumstances. Actual results in the future could differ from such estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the revision is made.

For the year ended 31 March 2025, the Board has concluded that there are no critical judgements made in the application of accounting policies, or key sources of estimation uncertainty, that have had a significant effect on the amounts recognised in the financial statements.

Notes to the Financial Statements (continued)

4. Revenue from customers

The Group generates revenue primarily from professional services provided to clients. There are no customers that make up more than 10% of revenue in the years ended 31 March 2025, and 2024:

Geographical reporting

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
United Kingdom	20,116	12,510

5. Other operating income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Other income	1,225	1,308

Other income includes commissions and compensation payments received.

6. Expenses by nature

Operating profit is stated after charging/ (crediting):

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Depreciation of property, plant and equipment	9	24
Amortisation of intangible assets	6	7
Loss on disposal of property, plant and equipment	13	-
Profit on sale of investment	(1,225)	-

7. Auditor remuneration

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Fee payable for the audit of the Group and Company's financial statements	40	5
Fees payable to Group's auditors and its associates for other services:		
Audit of the financial statements of the Company's subsidiaries	31	34
	71	39

Notes to the Financial Statements (continued)

8. Employee benefit expenses

Employee benefit expenses (including directors) comprise:

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Wages and salaries	5,406	3,371	-	-
Social security	587	352	-	-
Pension	458	299	-	-
Other	24	-	-	-
	6,475	4,022	-	-

Average number of people (including directors) employed:

	Group Year ended 31 March 2025 No.	Group Year ended 31 March 2024 No.
Total	109	75

The Company has no employees (2024: None) other than the Directors, who did not receive any remuneration (2024: £Nil).

Key management personnel include all Directors of the Group, who together have authority and responsibility for planning, directing, and controlling the activities of the Group's business. There are no other key management personnel other than the Directors of the Group.

9. Finance income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Other interest receivable	715	683
Total finance expense	715	683

10. Finance expense

	Year ended 30 June 2023 £'000	Year ended 30 June 2022 £'000
Interest on bank loans	96	76
Other interest payable	-	13
Total finance expense	96	89

Notes to the Financial Statements (continued)

11. Taxation

Analysis of charge in the year	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
UK tax for the current year	2,756	1,883
Adjustments in respect of previous periods	-	(13)
Total current tax	2,756	1,896
Deferred tax		
Origination and reversal of timing differences	(28)	(36)
Total deferred tax	(28)	(36)
Tax expense per statement of comprehensive income	2,728	1,860

Factors affecting tax charge for the year

The standard rate of corporation tax in the UK as at 31 March 2025 was 25% (2024: 25%). The UK rate of corporation tax increased to 25% from 1 April 2023 on profits over £250,000. The charge for the year can be reconciled to the profit before tax per the income statement below:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Profit on ordinary activities before tax	12,035	7,334
Tax using the UK effective tax rate of 25% (2024: 25%)	3,009	1,834
Effects of:		
(Income)/ expenses not deductible for tax purposes	(287)	25
Short term timing differences	(28)	(36)
Adjustments in respect of prior periods	-	13
Other temportary timing differences	34	24
Total tax expense	2,728	1,860

	Group Year ended 31 March 2025 £'000	**Group** Year ended 31 March 2024 £'000	**Company** Year ended 31 March 2025 £'000	**Company** Year ended 31 March 2024 £'000
Corporation tax liability	2,301	1,394	80	258

Notes to the Financial Statements (continued)

11. Taxation (continued)

Deferred Tax

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Opening balance	45	8	(10)	(10)
Credit to income statement	28	37	-	-
Deferred tax asset/ (liability)	73	45	(10)	(10)

Deferred tax liabilities comprise accelerated capital allowances on property plant and equipment.

Deferred tax assets and liabilities are presented separately when there is no legally enforceable right to offset balances.

12. Investments

Group

	Investment in associates £'000	Total £'000
Cost		
At 1 April 2023	5,225	5,225
Additions	630	630
At 31 March 2024	5,885	5,885
Impairment		
At 1 April 2023	-	-
Charge for the year	-	-
At 31 March 2024	-	-
Net book amount		
At 31 March 2024	5,885	5,885
Cost		
At 1 April 2024	5,885	5,885
Additions	1,370	1,370
Disposal	(3,259)	(3,259)
At 31 March 2025	3,996	3,996
Impairment		
At 1 April 2024	-	-
Charge for the year	-	-
At 31 March 2025	-	-
Net book amount		
At 31 March 2025	3,996	3,996

In year ended 31 March 2025 additions of £1,370k (2024: £630k) and disposals of £3,259k (2024: £Nil) relate to the purchase and sale of capital points in the Company's associate MacIntyre Hudson LLP.

Notes to the Financial Statements (continued)

12. Investments (continued)

Company

	Investment in associates £'000	Investment in subsidiaries £'000	Total £'000
Cost			
At 1 April 2023	5,225	138	5,393
Additions	630	150	780
At 31 March 2024	5,885	288	6,173
Impairment			
At 1 April 2023	-	-	-
Charge for the year	-	-	-
At 31 March 2024	-	-	-
Net book amount			
At 31 March 2024	5,885	288	6,173
Cost			
At 1 April 2024	5,885	288	6,173
Additions	1,370	-	1,370
Disposal	(3,259)	-	(3,259)
At 31 March 2025	3,996	288	4,284
Impairment			
At 1 April 2024	-	-	-
Charge for the year	-	-	-
At 31 March 2025	-	-	-
Net book amount			
At 31 March 2025	3,996	288	4,284

In year ended 31 March 2025 additions of £1,370k (2024: £630k) and disposals of £3,259k (2024: £Nil) relate to the purchase and sale of capital points in the Company's associate MacIntyre Hudson LLP.

Notes to the Financial Statements (continued)

12. Investments (continued)

Subsidiary undertakings

MHHL subsidiaries under common control of the Combined Group	Country of incorporation	Principal activity	Class of share	Holding
MacIntyre Hudson Corporate Finance Limited	England & Wales	Corporate finance	Ordinary	100% (2024: 100%)
MHA Financial Solutions Limited	England & Wales	Asset financing	Ordinary	100% (2024: 100%)
MacIntyre Hudson Limited	England & Wales	Provision of debt factoring services	Ordinary	100% (2024: 100%)
MHA MacIntyre Hudson Consulting Limited	England & Wales	Consultancy	Ordinary	100% (2024: 100%)
MHA Tax Safe Limited	England & Wales	Provision of tax services	Ordinary	100% (2024: 100%)
MHA Wealth Management Holdings Limited	England & Wales	Holding company	Ordinary	100% (2024: 100%)
MHA Caves Investment Management Limited	England & Wales	Holding company	Ordinary	100% (2024: 51%)
MHA Caves Wealth Limited	England & Wales	Provision of financial services	Ordinary	100% (2024: 51%)
MHA Trustees Corporation Limited	England & Wales	Non trading	Ordinary	100% (2024: 100%)

On 17 October 2024, MHHL exercised a call option to acquire the remaining 35,484 shares in MHA Caves Investment Management Limited (“Caves”) for cash consideration of £4,277k, reducing the non-controlling interest in Caves from 49% to 0%. The difference between MHA’s existing share of the net assets of Caves at the date of the acquisition date and the consideration paid has been adjusted through equity as a transaction with owners, given MHA already controlled Caves following the acquisition of 51% of Caves on 31 March 2022. MHA Caves Wealth Limited is a wholly owned subsidiary of Caves; therefore, all subsidiaries are 100% owned at 31 March 2025. Details of the transaction with owners adjusted through equity are included below:

	£’000
MHHL’s share of net assets in Caves	1,695
Consideration	4,277
Transaction with owners – adjusted through equity	2,582

Notes to the Financial Statements (continued)

13. Property plant and equipment

Depreciation charge is recognised in administrative expenses in the Statement of Profit or Loss.

Group

	Fixtures and fittings £'000	Total £'000
Cost		
At 1 April 2023	685	685
Additions	14	14
Disposals	(385)	(385)
At 31 March 2024	314	314
Depreciation		
At 1 April 2023	649	649
Charge for the year	24	24
Disposals	(385)	(385)
At 31 March 2024	288	288
Net book amount		
At 31 March 2024	26	26
Cost		
At 1 April 2024	314	314
Disposals	(178)	(178)
At 31 March 2025	136	136
Depreciation		
At 1 April 2024	288	288
Charge for the year	9	9
Disposals	(165)	(165)
At 31 March 2025	132	132
Net book amount		
At 31 March 2025	4	4

Notes to the Financial Statements (continued)

14. Intangible assets

Group

	Goodwill £'000	Software £'000	Total £'000
Cost			
At 1 April 2023	2,222	22	2,244
Additions	-	1	1
At 31 March 2024	2,222	23	2,245
Amortisation			
At 1 April 2023	-	10	10
Charge for the year	-	7	7
At 31 March 2024	-	17	17
Net book amount			
At 31 March 2024	2,222	6	2,228
Cost			
At 1 April 2024	2,222	23	2,245
At 31 March 2025	2,222	23	2,245
Amortisation			
At 1 April 2024	-	17	17
Charge for the year	-	6	6
At 31 March 2025	-	23	23
Net book amount			
At 31 March 2025	2,222	-	2,222

Amortisation charge on software is recognised in administrative expenses in the Statement of Profit or Loss.

Goodwill

Goodwill relates to the acquisition of MHA Caves Investment Management Limited and was calculated as the fair value of initial consideration paid less the fair value of identifiable assets at the date of acquisition.

Goodwill impairment review

Goodwill is allocated to one single cash-generating unit ("CGU") throughout the years presented, being Professional Services.

Following initial recognition, goodwill is subject to impairment reviews, at least annually, and measurement at cost less accumulated impairment losses. Any impairment is recognised immediately in the consolidated statement of comprehensive income and is not subsequently reversed.

Notes to the Financial Statements (continued)

14. Intangible assets (continued)

Key assumptions used in value in use calculation

The key assumptions for the value in use calculation are those regarding:

- number of years of cash flows used and forecast growth rate;
- discount rate; and
- terminal growth rate.

No impairment is indicated for the CGU using the value in use calculation.

Number of years of cash flows used and forecast growth rate

The recoverable amount of the CGU is based on a value in use calculation using specific cash flow projections approved by the Board over a five-year period and a terminal growth rate thereafter. The budget for the following financial year forms the basis for the cash flow projections for the CGU. The cashflow projections for the four years subsequent to the forecast year reflect a modest growth rate of 2%.

Discount rate

The Group's pre-tax weighted average cost of capital has been used to calculate a discount rate of 14.5% for Professional Services. This reflects current market assessments of the time value of money for the period under review and the risks specific entities.

Terminal growth rate

An appropriate terminal growth rate is selected, based on the directors' expectations of growth beyond the five-year period. The terminal growth rate used is 2%.

Sensitivity to changes in assumptions

With regard to the value in use assumptions, the directors believe that reasonably possible changes in any of the above key assumptions would not cause the carrying value of the unit to exceed its recoverable amount.

15. Trade and other receivables

	Group Year ended 31 March 2025 £'000	**Group** Year ended 31 March 2024 £'000	**Company** Year ended 31 March 2025 £'000	**Company** Year ended 31 March 2024 £'000
Amounts falling due within one year:				
Trade receivables	1,382	611	-	-
Amounts owed by group undertakings	-	-	1,753	-
Amounts owed by associates	3,405	1,847	476	1,314
Other receivables	910	194	-	-
Prepayments	114	101	-	-
	5,811	2,753	2,229	1,314

Notes to the Financial Statements (continued)

15. Trade and other receivables (continued)

Trade receivables are amounts due from customers for services performed in the ordinary course of business. Information about the Group's exposure to credit and market risks, and impairment losses for trade receivables is included in Note 21.

Amounts due from subsidiaries and associates are non-interest bearing, and payable on demand.

16. Cash and cash equivalents

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Cash at bank	13,558	12,442	3,036	613

17. Trade and other payables

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Amounts falling due within one year:				
Trade payables	92	107	-	-
Other payables	31	104	-	-
Amounts owed to group undertakings	-	-	250	250
Amounts owed to associates	5,750	5,943	285	265
Social security and other taxes	358	211	-	4
Accruals	939	364	41	7
	7,170	6,729	576	526

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

The Company participates in an omnibus guarantee and set off agreement dated 16 February 2012 with the bank and other companies together with such other security as the Bank may from time to time hold in respect of the debts and liabilities of any guarantor to the Bank. The bank overdraft is secured by an unlimited debenture dated 6 February 2012.

Notes to the Financial Statements (continued)

18. Borrowings

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Current:				
Bank loans	-	20	-	20
	-	20	-	20
Non-current:				
Bank loans	90	90	90	90
	90	90	90	90
Total borrowings	90	110	90	110

Borrowings are comprised of three loans:

The first loan attracts an interest rate of 1% above the UK base rate and is repayable on the date of retirement of certain partners of MacIntyre Hudson LLP. In the absence of any contrary information the anticipated retirement date for partners of MacIntyre Hudson LLP is 65.

The capital of the second loan was repaid in 2024 and attracted an interest rate at 2.5% over UK base rate. Further the capital of the third loan was repaid in 2024 and attracted an interest rate at 2.25% over the UK base rate.

Movements in borrowings are detailed in Note 24.

A maturity analysis of the borrowings is shown below:

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Less than 1 year	-	20	-	20
Later than 1 year and less than 5 years	90	90	90	90
	90	110	90	110

Notes to the Financial Statements (continued)

19. Share capital

Allotted, called up and fully paid	As at 31 March 2025 Number	As at 31 March 2024 Number
A Ordinary shares of £0.10 each	88,563	98,190
B Ordinary shares of £0.01 each	36,100	36,100
Total share capital	124,663	134,290

On a return of assets on liquidation or capital reduction the assets available for distribution amongst the shareholders shall be first applied in paying the holders of the A Ordinary shares.

The balance of the assets available for distribution amongst shareholders shall be applied in paying the holders of the B Ordinary shares.

Allotted, called up and fully paid	As at 31 March 2025 £	As at 31 March 2024 £
Opening share capital	10,180	10,180
Repurchase of A Ordinary shares	(963)	-
Closing share capital	9,217	10,180

During the year ended 31 March 2025 the Company repurchased 9,627 A Ordinary shares (2024: None) for a value of £93k.

20. Reserves

Share capital
Share capital represents the nominal value of shares that have been issued.

Capital redemption reserve
The capital redemption reserve arises on the redemption or purchase of the Group’s own shares out of distributable profits.

Merger reserve
The difference between the nominal value of shares issued in the share exchange and the book value of the shares obtained, in line with merger accounting principles.

Non-controlling interests
Non-controlling interests represent the proportion of equity in subsidiaries not attributable to the Parent company and are presented separately in equity within the consolidated statement of financial position.

Retained earnings
Accumulated profits relating to cumulative net gains and losses less distributions made.

Notes to the Financial Statements (continued)

21. Financial instruments

Financial assets

Financial assets measured at amortised cost comprise trade and other receivables and cash. It does not include prepayments.

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Trade receivables	1,382	611	-	-
Amounts owed from group undertakings	-	-	1,753	-
Amounts owed from associates	3,405	1,847	476	1,314
Other receivables	910	194	-	-
Cash at bank	13,558	12,442	3,306	613
	19,255	15,094	5,235	1,927

Financial liabilities

Financial liabilities measured at amortised cost comprise trade payables, other payables, and borrowings. It does not include contract liabilities and other taxation and social security.

	Group Year ended 31 March 2025 £'000	Group Year ended 31 March 2024 £'000	Company Year ended 31 March 2025 £'000	Company Year ended 31 March 2024 £'000
Trade payables	92	107	-	-
Other payables	31	104	-	-
Amounts owed to group undertakings	-	-	250	250
Amounts owed to associates	5,750	5,943	285	265
Accruals	939	364	41	7
Borrowings	90	110	90	110
	6,902	6,628	666	632

Financial risk management

The Group is exposed through its operation to the following financial risks: credit risk, liquidity risk and market risk. The directors have overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The Group finances its operations through a mixture of debt finance, cash and liquid resources and various items such as trade debtors and trade payables which arise directly from the Group's operations.

Notes to the Financial Statements (continued)

21. Financial instruments (continued)

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, of which the risk is assessed and managed in accordance with IFRS 9. Credit risk arises principally from the Group's receivables from customers and from cash balances held at banks. To minimise the Group's credit risk on receivables from customers, the Group endeavours only to deal with clients which are demonstrably creditworthy and this, together with the aggregate financial exposure, is continuously monitored. The process for monitoring creditworthiness includes a thorough assessment of credit risk, incorporating historical and forward-looking information. The Group mitigates credit risk arising on cash balances held at banks by using only reputable financial institutions with a high credit rating, in line with IFRS 9 requirements. The maximum exposure to credit risk is the carrying value of its financial receivables, trade and other receivables and cash and cash equivalents as disclosed in the notes to these financial statements.

The receivables' age analysis is evaluated on a regular basis for potential doubtful debts, considering historic, current and forward-looking information, to estimate expected credit losses (''ECLs'') accurately. No impairments to trade receivables have been made in each of the periods detailed due to the immaterial nature of losses incurred historically within the Group. The Group applies the IFRS 9 simplified approach to measuring ECLs which uses a lifetime expected loss allowance for all trade receivables. The Group does not provide credit terms on sales, all invoices issued by the Group are payable upon presentation. However, per management's assessment it is assumed that invoices will be settled within 30 to 60 days. Given the preference for immediate payment, a credit risk exposure at each period end, as a result of a significant change in economic conditions, is unlikely. Therefore, management have determined forward-looking economic scenarios are less significant in determining an estimate of expected future losses. The Group still incorporates reasonable and supportable forward-looking information alongside historical data and management knowledge in calculating the ECL balance, which is deemed to be £Nil at each reporting end date.

All trade receivables are due from sales within the United Kingdom.

Liquidity risk

The Group seeks to maintain sufficient cash balances in order to meet daily working capital requirements. Management reviews cash flow forecasts on a regular basis to determine whether the Combined Group has sufficient cash reserves to meet future working capital requirements and to take advantage of business opportunities.

A maturity analysis of the Group's undiscounted cash flows arising from financial liabilities is shown below:

Notes to the Financial Statements (continued)

21. Financial instruments (continued)

	As at 31 March 2025 £'000	As at 31 March 2024 £'000
Less than one year:		
Trade and other payables	1,062	575
Bank loans	-	20
	1,062	595
Later than 1 year and less than 5 years:		
Bank loans	91	93
	91	93
Total including interest cash flows	1,153	688
Less: interest cash flows	(1)	(3)
Total principal cash flows	1,152	685

Market risk

Market risk is the risk that changes in market prices – e.g. foreign exchange rates, interest rates and equity prices – will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Capital disclosures

The capital structure of the business consists of cash and cash equivalents, debt, and equity. Equity comprises share capital, capital redemption reserve, merger reserve, and accumulated profits in the statement of financial position. As at 31 March 2025, debt comprised £90k (2024: £110k).

The Group's current objectives when maintaining capital are to:

- safeguard the Group's ability as a going concern so that it can continue to pursue its growth plans;
- provide a reasonable expectation of future returns to shareholders; and
- maintain adequate financial flexibility to preserve its ability to meet financial obligations, both current and long term.

The Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of underlying assets. To maintain or adjust the capital structure, the Group may issue new shares or sell assets to reduce debt.

During the periods covered within these financial statements, the Group's business strategy remained unchanged.

22. Non–controlling interests

At 31 March 2025, the Group had no material non-controlling interests ("NCIs") arising from its subsidiaries. In the year ended 31 March 2024 the only NCI was in respect of the Group's 51% holding in MHA Caves Wealth Limited.

Notes to the Financial Statements (continued)

22. Non-controlling interests (continued)

The remaining 49% of MHA Caves Wealth Limited share capital was acquired by MHA Wealth Management Holdings Limited, a subsidiary of the Group, on 1 October 2024. There were no further non-controlling interests held from this date. At this date the NCI was derecognised in full.

The NCI's can be summarised as follows:

	As at 31 March 2025 £'000	As at 31 March 2024 £'000
Opening balance	1,695	1,570
Total comprehensive profit allocated to NCI	-	259
Issue of dividends allocated to NCI	-	(134)
Effect of acquisition of MHA Caves Wealth Limited remaining share capital	(1,695)	-
Total NCI	-	1,695

23. Related party transactions

The Group of MacIntyre Hudson Holdings Limited had the following transactions with its associated companies:

During the year the Group charged debt factoring charges of £4,275k (2024: £3,015k) to associated companies.

During the year the Group charged £1,413k (2024: £850k) for expenses that were incurred on the associates' behalf.

The Group was charged £1,807k (2024: £1,862k) for expenses incurred on the associates' behalf.

Included within debtors is £3,405k (2024: £1,847k) and included within payables due within one year is £5,750k (2024: £5,934k) relating to balances with associates. These balances are repayable on demand and interest free.

Included within fixed asset investments is an amount of £3,996k (2024: £5,885k). During the year the Group received a profit share of £476k (2024: £1,308k).

Key management personnel:

During the year the Directors received dividends of £1,693k (2024: £491k).

Key management personnel remuneration, including directors, is disclosed in Note 8.

Guarantees:

The Company has provided a guarantee for all outstanding debts and liabilities to which its subsidiary companies; MHA MacIntyre Hudson Consulting Limited, MHA Trustees Corporation Limited, MHA Tax Safe Limited, MacIntyre Hudson Limited, and MHA Financial Solutions Limited, are subject to at the end of the financial year ended 31 March 2025, in accordance with Section 479C of the Companies Act 2006. Further details of this guarantee are provided in Note 2.1.

Notes to the Financial Statements (continued)

24. Changes in liabilities from financing activities

Group	As at 1 April 2023 £'000	Financing cash flows £'000	Non-cash charge £'000	As at 31 March 2024 £'000
Bank loans	3,275	(3,165)	-	110
Total liabilities from financing activities	3,275	(3,165)	-	110

Group	As at 1 April 2024 £'000	Financing cash flows £'000	Non-cash charge £'000	As at 31 March 2025 £'000
Bank loans	110	(20)	-	90
Total liabilities from financing activities	110	(20)	-	90

25. Ultimate controlling party

As at the 31 March 2025 the ultimate controlling party of the Group was MacIntyre Hudson LLP. As detailed in Note 26, post year end, the Group's ultimate controlling party became MHA Plc as part of the reorganisation with the admission to AIM.

26. Post balance sheet events

Post year end the Group's ultimate control and ownership was acquired by MHA Plc and the Group, and its connected associates were reorganised in connection with MHA Plc's Admission to AIM, becoming the 'Enlarged Group.' The Reorganisation was undertaken by MHA Plc to allow and facilitate it to become the ultimate holding company of the Enlarged Group and to meet the regulatory requirements in the jurisdictions in which the Group operates. The Reorganisation comprised certain steps outlined in paragraph 3 of Part V of the published Admission document. All steps were complete by the 14 April 2025 the date the MHA Plc was admitted to AIM.

On 11 August 2025, MHA Plc acquired Baker Tilly South-East Europe Holdings Limited, a leading professional services firm offering a comprehensive range of services to clients in Cyprus, Greece and South-East Europe, predominantly in audit, tax, advisory, legal and corporate services.

Company Number: OC312313

MACINTYRE HUDSON LLP

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2025

Contents

Designated members and advisors

Designated members	R Shaunak MHA Advisory Limited
Registered number	OC312313
Registered office	The Pinnacle 150 Midsummer Boulevard Milton Keynes Buckinghamshire United Kingdom MK9 1LZ
Auditor	Crowe U.K. LLP 55 Ludgate Hill London EC4M 7JW

Members' Report

The members present their report and the financial statements of MacIntyre Hudson LLP ("the LLP") and its subsidiaries (together "the Group") for the year ended 31 March 2025.

General information

The address of the registered office is The Pinnacle, 150 Midsummer Boulevard, Milton Keynes, MK9 1LZ.

Principal activities, significant changes and future developments

The principal activity of the LLP and the Group during the year was the provision of professional services to clients.

On 1 April 2024, the LLP merged with MHA Moore and Smalley LLP by acquiring its business and assets, significantly enhancing its footprint in the North West of England and completing the LLP's incorporation of all the former MHA member firms.

This was followed by the merger with Irish firm Roberts Nathan on 1 July 2024 that deepened the firm's cross-border capability.

These mergers expanded the LLP's geographic presence and technical capability, enabling it to better serve an increasingly complex client base—particularly those with international or public interest responsibilities.

As well as the mergers, there have been several strategic hires with additional partners in a number of sectors that have contributed to expanding the LLP professional services offering.

The LLP is also an independent member of Baker Tilly International, a worldwide network of independent accountancy and business advisory firms. The Baker Tilly International network ranks in the top ten worldwide. With access to 39,000 professionals in more than 140 countries worldwide, the LLP has the global reach and local expertise to translate its clients' ambitions into new markets. Each of the network's member firms are independent and autonomous; we choose to work together, resulting in strong professional relationships and global collaboration.

In early April 2025 the LLP transferred its business and assets to the MHA Plc group, which is controlled by the LLP members. MHA Plc completed a successful Initial Public Offering (IPO) and became listed on the AIM market on 15 April 2025.

The MHA Plc group also incorporated the group controlled by MacIntyre Hudson Holdings Limited (MHHL), which operates as a financial and professional services provider through its group subsidiaries in the UK. See note 28 for further detail on the reorganisation.

The MHA Plc group continues the LLP's business under the MHA trading name and, with the incorporation of MHHL's business, employs more than 1,800 people and has more than 150 Partners across its network of 23 offices, mostly in the UK as well as in Ireland and the Cayman Islands.

Results

The Group's Consolidated Statement of Income for the year ended 31 March 2025 is set out on page 18.

Members' Report (continued)

Designated members

The following were designated members (as defined in the Limited Liability Partnership Act 2000) during the year:

R Shaunak	
S Moore	Resigned 14 April 2025
M Herron	Resigned 14 April 2025
K Simon	Resigned 14 April 2025
A Moyser	Resigned 14 April 2025
MHA Advisory Limited	Appointed 1 July 2025

Post balance sheet events

Post year end the Group's ultimate control and ownership was acquired by MHA Plc and MHA Plc, the Group, and its connected associates were reorganised in connection with MHA Plc's Admission to AIM, becoming the 'Enlarged Group.' The Reorganisation was undertaken by MHA Plc to allow and facilitate it to become the ultimate holding company of the Enlarged Group and to meet the regulatory requirements in the jurisdictions in which the Group operates. The Reorganisation comprised certain steps outlined in paragraph 3 of Part V of the published Admission document. All steps were complete by the 14 April 2025 the date the MHA Plc was omitted to AIM.

Governance

The governance structure of the Group primarily comprises of the following:

- The Oversight Committee (OC) which is responsible for overseeing the stewardship, accountability and leadership of the Group and to provide independent review and challenge across the Firm's operational functions, including:
  - The effectiveness of quality management systems
  - The implementation of ethical and independence safeguards
  - The Firm's culture, values, and behaviour
  - Operational resilience and business continuity

  The OC comprises of all three independent non-executives (INEs), the Managing Partner and two other Partners of the Firm who have been selected by the Firm's Management Board from the nominations received from the partnership

- The Management Board which is responsible for managing all aspects of the Group's business including development and implementation of its strategy; financial and operational management; monitoring compliance with relevant professional, regulatory, reporting, legal and ethical obligations; monitoring that the firm operates within the principles set out in the LLP agreement; and for assessing and controlling risk, including protecting the goodwill and reputation of the Firm.

  The Board is composed of senior partners representing both audit and other of the Firm's service lines and a cross section of geographies, with additional functional leaders attending by invitation when required.

Members' Report (continued)

- The Public Interest Committee (PIC) which is responsible for enhancing stakeholder confidence in the public interest aspects of the LLP's activities. As such, the PIC oversees the LLP's policies and procedures for promoting audit quality, ensuring the protection of the LLP's reputation, and reducing the risk of failure. The PIC is also responsible for:

    - Safeguarding the integrity and independence of the audit function
    - Promoting transparency in governance and decision-making
    - Ensuring ethical values are embedded in Firm-wide behaviour and leadership
    - Monitoring the impact of Firm growth, mergers, and structural change on quality and conduct
    - Providing input on risk areas where public confidence may be affected

- The PIC is chaired by an Independent Non-Executive (INE) and includes the full cohort of INEs alongside members of senior management, who have been selected by the Firm's Management Board from the nominations received from the partnership.

- The Audit Quality Board (AQB) is the Firm's senior governance body responsible for overseeing the quality of audit work, the effectiveness of the quality management system, and the implementation of the Firm's audit strategy. Its remit covers both operational quality and strategic development, ensuring alignment with regulatory expectations and public interest responsibilities. The AQB operates with delegated authority from the Management Board, and it is comprised of senior audit leaders, technical specialists, and representatives from the Independent Non-Executive (INE) cohort.

- A key structural development during the year was the continuing evolution of the Audit Council, which operates as the executive body reporting into the AQB. The Audit Council is responsible for the operational delivery of the Firm's audit strategy and for overseeing activity across defined "pillars" such as methodology, quality assurance, technical support, learning and development, and regulatory compliance.

Members' capital

The LLP is financed through a combination of Members' capital, undistributed profits and borrowing facilities. Members' capital contributions are recommended by the Management Board with the approval of the Members, having regard to the working capital needs of the business. They are set by reference to an individual Member's equity status and are repayable following the Member's retirement. All members are required to contribute capital to the LLP.

Members' profit shares

Members receive a distribution out of the profits of the LLP after adjusting for annuity payments to certain former partners and other equity adjustments. The allocation of profit to individual Members is recommended by the Management Board and approved by all Members.

Each Member's profit share is determined at the start of the year by reference to their individual contribution in previous years to the LLP taking into account a wide range of criteria. The LLP member group is comprised of members commonly referred to as equity partners and partners with similar but not identical remuneration frameworks.

Members' Report (continued)

Retention from profits earned up to the statement of financial position date is made to fund payment of taxation on Members' behalf. This is reflected in amounts due to members. The retention for taxation, which is included within Members' interests, in the LLP also takes into account taxation recoverable or payable by the Members but not yet due for payment because of timing differences between the treatment of certain items for taxation and that for accounting purposes. Such provision is made to the extent that it is considered material in the context of the need to maintain an equitable treatment between Members from year to year.

Members' drawings

The overall policy for Members' monthly drawings is to advance a proportion of the profit during the financial year, taking into account the need to maintain sufficient funds to settle Members' income tax liabilities and to finance the working capital and other needs of the business. The Management Board sets the level of Members' monthly drawings. Undistributed amounts due to members are usually paid quarterly in the following year for continuing members.

Amounts due to former members

Former member balances are disclosed in the financial statements within payables.

Going concern

In April 2025 the LLP transferred its business and assets to the MHA Plc group, which is controlled by the LLP members and continues to operate the LLP's business under the MHA trade name.

As the LLP has ceased trading, the financial statements have been prepared on the basis that the LLP is no longer a going concern, as required by IFRS accounting standards. However, no material adjustment is necessary as a result of ceasing to apply the going concern basis. All the assets and liabilities of the LLP have been transferred following the reporting date at their carrying amount as part of the MHA Plc group reorganisation and will be respectively realised and discharged in the normal course of business of the MHA Plc group.

Statement of disclosure of information to auditors

So far as the Designated Members are aware, there is no relevant audit information of which the LLP's auditor is unaware and the Designated Members have taken all the steps that they ought to have taken as designated members in order to make themselves aware of any relevant audit information and to establish that the LLP's auditor is aware of that information.

Auditor

Crowe U.K. LLP were appointed as the Group's auditor with effect from the audit of the year ended 31 March 2025 and their appointment was approved by members at our General Meeting held in June 2025.

Statement of Members' responsibilities in respect of the financial statements

The Members are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and regulations.

The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) (the 2008 Regulations) requires the Members to prepare financial statements for each financial year.

Members' Report (continued)

Under that law the Members have elected to prepare the financial statements in accordance with the Companies Act (as applied to Partnerships) and UK-adopted International Accounting Standards ("IFRS").

Under the 2008 Regulations the Members must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the limited liability partnership and of the Group and of the profit or loss of the limited liability partnership and of the Group for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS102, have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the LLP or Group will continue in business.

The Members are also responsible for safeguarding the assets of the Group and Limited Liability Partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The Members are responsible for keeping adequate accounting records that are sufficient to show and explain the Limited Liability Partnership's and the Group's transactions and disclose with reasonable accuracy at the time the financial position of the Limited Liability Partnership and Group and to enable them to ensure that the financial statements comply with the 2008 Regulations.

Financial statements are published on the LLP's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements, which may vary from legislation in other jurisdictions. The maintenance and integrity of LLP's website is the responsibility of the members. The members' responsibility also extends to the ongoing integrity of the financial statements contained therein.

Signed on behalf of the Members

Signature: RShaunak
RShaunak (Sep 9, 2025 12:01:16 GMT+1)

Email: rakesh.shaunak@mha.co.uk

R Shaunak
Designated Member

Approved by the Members on: 9 September 2025

Consolidated Energy and Carbon Report

The Members present the Consolidated Energy and Carbon Report for the year ended 31 March 2025.

This report outlines the carbon emissions and energy use of LLP and its subsidiary undertakings.

Accordingly, this report does not cover activities undertaken in the Cayman Islands or the activities of other member firms of the MHA network or Baker Tilly International.

Annual emissions

The annual emissions collated by the LLP for the year ended 31 March 2025 excluding energy consumed outside of the United Kingdom in tonnes equivalent of CO_2 were as follows:

	Year ended 31 March 2025 Annual tonnes of CO_2 equivalent	Year ended 31 March 2024 Annual tonnes of CO_2 equivalent
Emissions from the combustion of gas (Scope 1)	62.09	11.13
Emissions from transport – mileage on employee's vehicles (Scope 3)	485.79	330.97
The purchase of electricity for own use (Scope 2)	227.28	176.03
Emissions from T&D UK Electricity (Scope 3)	-	13.01
Total	775.15	531.14

Annual quantity of energy consumed

The annual energy consumed from activities that the LLP was responsible for, excluding energy consumed outside of the United Kingdom, by category of consumption was as follows:

	Year ended 31 March 2025 Annual energy consumed kWh	Year ended 31 March 2024 Annual energy consumed kWh
From the combustion of gas	344,924	61,851
From fuel consumed for the purpose of transport	596,994	1,406,508
From the consumption of electricity for own use (including for the purpose of transport)	1,097,697	871,096
Total	2,039,615	2,339,455

Consolidated Energy and Carbon Report (continued)

Annual emissions and the activities of the LLP

The LLP has used the ratio of total tonnes of CO_2 equivalent to reported consolidated net fee income and number of employees to quantify annual emissions of the LLP to its activities during the year.

	Year ended 31 March 2025 Tonnes of CO_2 equivalent	Year ended 31 March 2024 Tonnes of CO_2 equivalent
Ratio of total tonnes of CO_2 equivalent to consolidated net fee income per £m	3.76	3.54
Ratio of total tonnes of CO_2 equivalent to number of employees	0.48	0.46

During the year, the LLP has operated from 13 offices across the United Kingdom. Consumption and emission figures are lower despite business expansion in the current year, and whilst intensity ratios have increased, overall efficiency has increased with a net reduction overall in CO_2.

Methodologies undertaken in calculating carbon emissions and energy consumption

Amounts in respect of transport only include fuel consumed where the LLP is responsible for the purchase of the fuel consumed and for journeys commencing in the United Kingdom, ending in the United Kingdom or commencing and ending in the United Kingdom.

The transport metrics include fuel consumed by vehicles operated by the LLP for business use including fleet vehicles, personal vehicles or hire cars provided to partners and employees. Fuel purchased includes fuel for which the LLP has reimbursed partners and employees following claims for business mileage.

Fuel consumed excludes fuel consumed in travel services provided by external operators such as travel by air, sea or rail, and other forms of public transport, taxi, and coach travel where the LLP does not operate the service.

In collating the annual emissions in CO_2 equivalent and annual quantity of energy consumed the LLP has used information that it has collated for the purposes of participation in the Energy Savings Opportunity Scheme (ESOS). In terms of collating such data the following methodologies have been applied:

- Calculation of electricity and gas usage in kWh from utility bills;
- Supplier invoices and employees' expenses for calculating transport fuel; and
- Conversions to kWh and CO_2 equivalent (where applicable) in accordance with Government Greenhouse gas reporting: conversion factors 2023.

Measures undertaken to increase efficiency in energy use

The LLP operates in the Energy Savings Opportunity Scheme (ESOS) and in order to drive continuous improvement the following measures were undertaken during the year to increase the LLP's energy efficiency were as follows:

Step 1 – Sustainability awareness campaign

The LLP has formed an ESG committee to raise awareness concerning sustainability. ESG audit and internal office champions have been appointed and are being trained. The LLP also launched an electric vehicle scheme for its employees.

Consolidated Energy and Carbon Report (continued)

Step 2 – Meeting Rationale

As part of the energy awareness campaign, the LLP is encouraging the increased use of video conferencing for external and internal meetings, where face to face meetings are not necessary. The LLP will continue with this policy for the foreseeable future and hopes to save 50% on fuel related emissions.

Step 3 – Carbon Emissions Measurement & Goal Setting

MHA is now into its second year of granular carbon emissions, incorporating all aspects of the business, using an ICAEW approved platform. This provides the opportunity for goal setting and adoption of changed and improved practices across the Firm, all facilitated by the office Net Zero Champions.

Members of the LLP

The Members of the LLP during the year can be found on the Companies House website www.gov.uk/organisations/companies-house.

A list of the Designated Members of the LLP is included in the Members' Report on page 4.

This report was approved by the Members and was approved on their behalf by:

Signature: RShaunak
RShaunak (Sep 9, 2025 12:01:16 GMT+1)
Email: rakesh.shaunak@mha.co.uk

R Shaunak
Designated Member

9 September 2025

Independent Auditor's Report to the Members of MacIntyre Hudson LLP

Opinion

We have audited the financial statements of MacIntyre Hudson LLP (the "LLP") and its subsidiaries (together the "Group") for the year ended 31 March 2025, which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and LLP Statement of Financial Position, the Consolidated and LLP Reconciliation of Members' Interests, the Consolidated Statement of Cash flows, and notes to the financial statements, including material accounting policies. The financial reporting framework that has been applied in the preparation of the Group financial statements is applicable law and UK-adopted international accounting standards ("IFRS"). The financial reporting framework that has been applied in the preparation of the LLP financial statements is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and LLP's affairs at 31 March 2025 and of the Group's profit for the year then ended;
- the Group financial statements have been properly prepared in accordance with UK-adopted international accounting standards ("IFRS");
- the LLP financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006, as applied to limited liability partnerships.

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 Auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Group and the LLP in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, 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

We draw attention to Note 2 to the financial statements, which discloses that the LLP ceased trading in April 2025 following a transfer of the trade and assets as part of a group reconstruction. Accordingly, the financial statements have been prepared on a basis other than that of a going concern. Management has determined that no material adjustments are necessary to the carrying amounts of assets and liabilities, on the grounds that these have either been transferred at book value or are expected to be realised or discharged in the ordinary course within the MHA Plc group. As management has not prepared the financial statements on the going concern basis, we do not form any conclusions around their use of the going concern basis.

Independent Auditor's Report to the Members of MacIntyre Hudson LLP (continued)

Overview of our audit approach

Overview of the scope of the audit

The Group's financial reporting function is centralised in the United Kingdom. Accordingly, we treated the Group as a single audit component and designed our audit procedures on that basis. Where required, we performed additional procedures to support our opinion on the financial statements of the LLP.

Our audit involved the examination of financial information using sampling techniques and other audit methodologies to obtain sufficient and appropriate audit evidence. This provided a reasonable basis for the conclusions reached in forming our opinion.

In preparing the financial statements, the Designated Members exercised judgement in applying accounting policies and made a number of estimates, most notably in relation to revenue recognition and the valuation of contract assets. We evaluated the reasonableness of these judgements and estimates by assessing the completeness and reliability of supporting evidence, considering any contradictory information, and evaluating the potential for management bias.

Materiality

In planning and performing our audit we applied the concept of materiality. An item is considered material if it could reasonably be expected to change the economic decisions of a user of the financial statements. We used the concept of materiality to both focus our testing and to evaluate the impact of misstatements identified.

At the planning stage of our audit and based on our professional judgement, we determined overall materiality for the Group financial statements as a whole to be £3.2m. In determining this, we have used 5% of profit before tax and members' remuneration charged as an expense and the division of profit for the financial year. Materiality for the LLP financial statements as a whole was set at £3.1m based on similar benchmarks.

We use a different level of materiality ('performance materiality') to determine the extent of our testing for the audit of the financial statements. Performance materiality is set based on the audit materiality as adjusted for the judgements made as to the entity risk and our evaluation of the specific risk of each audit area having regard to the internal control environment. This is set at £2.24m for the Group and £2.17m for the LLP.

Where considered appropriate performance materiality may be reduced to a lower level, such as, for related party transactions.

We agreed with the Audit & Risk Committee to report to it all identified errors in excess of £160k. Errors below that threshold would also be reported to it if, in our opinion as auditor, disclosure was required on qualitative grounds.

Following receipt of the Group's full year performance results, we undertook a reassessment of the materiality thresholds established during the planning phase of our audit. Based on the final reported outcomes, we concluded that no adjustment to our original materiality assessment was required. Accordingly, the audit was conducted with reference to the planning materiality levels, as outlined above.

Independent Auditor's Report to the Members of MacIntyre Hudson LLP (continued)

Key Audit Matters

Key audit matters are those matters we identified that, in our professional judgement, were of most significance in our audit of the financial statements of the current financial year and included the most significant assessed risks of material misstatement, whether or not due to fraud. These matters are those that had the greatest effect on the overall audit strategy, the allocation of resources on the audit, and on directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In determining the key audit matters, we noted that there have been no changes in the Group's operations during the financial year that significantly impacted upon our audit. Our assessment of the most significant risks of material misstatement and resulting key audit matters are as detailed below.

These key audit matters relate to both the Group and the LLP. This is not a complete list of all risks identified by our audit.

Key audit matter	How the scope of our audit addressed the key audit matter
Revenue recognition and the valuation of amounts recoverable on contracts Revenue recognition includes the risk of fraud. We identified revenue recognition as one of the most significant assessed risks of material misstatement. The group's revenue amounted to £211.4m (2024: £147.1m). The timing of revenue recognition is contingent upon the fulfilment of complex contractual terms, which often involve subjective judgement. Additionally, subjective judgements are necessary in determining the fair value of contract assets and liabilities, particularly in relation to insolvency-related matters. We identified a population of significant contracts with specific risks or characteristics as set out above, which, in our view, had a greater susceptibility to material misstatement arising from the risk of fraud and error. Revenue recognition is included at Note 2 as a significant accounting policy.	In responding to the key audit matter, we performed the following audit procedures: • Gained an understanding of the processes and relevant controls implemented by management to identify, measure, and recognise revenue, including unbilled revenue. • Assessed the design effectiveness of those processes and controls and tested the operating effectiveness of relevant year-end controls. • Evaluated the accounting policies and practices related to revenue recognition employed by management to ensure compliance with IFRS 15. • Tested a sample of contracts to verify that the right to consideration had been obtained through the performance of the agreed services and that the associated revenues were appropriately recognised under the requirements of IFRS 15. • For a sample of significant contracts where we identified specific risks or characteristics, we discussed, challenged, and corroborated the estimates applied by client engagement and management teams in determining the level of revenue recognised in the consolidated income statement and the related contract assets and liabilities within the Group and LLP statements of financial position.

Key audit matter	How the scope of our audit addressed the key audit matter
	• Made enquiries of client engagement and management teams where revenues recognised or trends observed fell outside our expectation parameters. We sought corroborating evidence to support the explanations provided by those teams. Our audit testing did not identify any significant deficiencies in the revenue recognition accounting policies, nor did we identify any material misstatements in revenue recognition. Overall, our assessment is that the estimates applied in determining the level of revenue resulted in an appropriate level of revenue being recognised in the consolidated income statement and unbilled revenue within the Group and LLP financial statements. We consider the related disclosure in Note 4 to the financial statements to appropriately disclose and describe the significant degree of inherent uncertainty in the assumptions and estimates used in determining the stage of completion of revenue contracts.
Provisions for claims and regulatory proceedings Disputes and regulatory proceedings are inherent to the Group's operating environment and may arise in the ordinary course of business. We identified this area as a key focus due to the potential material financial impact that a significant legal claim or regulatory action could have on the Group's financial position, as well as the inherent uncertainty and judgement involved in assessing such matters. The determination of provisions in respect of claims and regulatory proceedings requires management to make complex judgements regarding the likelihood of outflows and the estimation of potential liabilities. These judgements are subject to change based on evolving circumstances, legal advice, and regulatory developments. Provisions relating to such matters are recognised as part of the Group's critical accounting estimates, as disclosed in Note 3 to the financial statements. Further details of provisions recognised in respect of disputes and regulatory proceedings are presented in Note 23.	As part of our audit procedures, we held discussions with the Group's General Counsel and engaged with the Group's external legal advisers to understand the nature, status, and potential implications of ongoing claims and regulatory actions. We evaluated the processes in place for identifying and reporting legal matters, including controls designed to ensure the completeness of recorded claims and the assessment of potential unrecorded exposures. Where relevant, we reviewed external legal opinions and considered the outcomes of recent judgements to assess the appropriateness of management's assumptions. We also examined the Group's insurance arrangements and evaluated the extent to which coverage terms and limits may mitigate the financial impact of identified exposures. Based on the evidence obtained up to the date of this report, we consider the estimates made by management in determining provisions for claims and regulatory proceedings to be reasonable. We further consider the disclosures in Note 23 to the financial statements to be appropriate, particularly given the nature and significance of the matters addressed.

Independent Auditor's Report to the Members of MacIntyre Hudson LLP (continued)

Our audit procedures in relation to these matters were designed in the context of our audit opinion as a whole. They were not designed to enable us to express an opinion on these matters individually and we express no such opinion.

Other information

The Members are responsible for the other information contained within the Annual report. The other information comprises the information included in the Annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and 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 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.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept by the LLP, 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
- we have not received all the information and explanations we require for our audit.

Responsibilities of Members

As explained more fully in the Statement of Members' responsibilities in respect of the financial statements, as set out on page 18, the Members are responsible for the preparation of the Group's and LLP's financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Members 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 Members are responsible for assessing the Group and LLP'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 Members either intend to liquidate the Group or the LLP or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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.

Independent Auditor's Report to the Members of MacIntyre Hudson LLP (continued)

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.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management, the improper application of the revenue recognition accounting policy and the risk of inappropriate judgements surrounding the recognition of liabilities arising from claims relating to litigation or regulatory sanction.

We obtained an understanding of the legal and regulatory frameworks that are applicable to the Group and LLP and the procedures in place for ensuring compliance in the jurisdictions where the Group and LLP operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 as applied to limited liability partnerships and those regulations related to the firm's activities as a firm of chartered accountants and statutory auditors.

Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, use of data analytics in the analysis of journals, reviewing accounting estimates for biases, a review and assessment of the revenue recognised on a selection of client engagements to ensure appropriate application of revenue recognition policies and discussions with in-house legal counsel around the provisions held for claims, litigation and sanctions.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected a material misstatement in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing, and cannot be expected to detect, non-compliance with all laws and regulations.

Our audit procedures to respond to those risks included:

- enquiries of management about their own assessment of the risk of irregularities and whether they were aware of any actual, suspected or alleged fraud;
- sample testing of journals;
- testing revenue recognition through examining a sample of client engagements;
- holding meetings with the in-house counsel on matters relating to the provision for claims and regulatory matters; and
- evaluating significant judgements and estimates for indications of inappropriate management bias.

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentations.

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

Independent Auditor's Report to the Members of MacIntyre Hudson LLP (continued)

Use of our report

This report is made solely to the LLP's Members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as applied by Part 12 of The Limited Liability Partnerships (Accounts and Audit) (Applications of Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the LLP's Members those matters we are required to state to them in an Auditor's 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 LLP and the LLP's Members, as a body, for our audit work, for this report, or for the opinions we have formed.

Signature: M Stallabrass

Email: matthew.stallabrass@crowe.co.uk

Matthew Stallabrass (Senior Statutory Auditor)
For and on behalf of
Crowe U.K. LLP
London
Date: 9 September 2025

Consolidated Statement of Comprehensive Income

	Note	Year ended 31 March 2025 £'000	Year ended 31 March 2024 (restated) £'000
Revenue	4	211,390	147,054
Client expenses and disbursements		(8,187)	(5,133)
Net revenue		203,203	141,921
Other operating income	5	1,053	936
Administrative expenses		(130,671)	(86,494)
Net impairment losses on trade receivables	6	(756)	(623)
Operating profit		72,829	55,740
Finance income	10	97	359
Finance expense	11	(5,473)	(3,872)
Other gains/(losses)	12	6,928	(6)
Profit before taxation		74,381	52,221
Taxation	13	(77)	-
Profit for the year before Members' remuneration and profit shares		74,304	52,221
Members' remuneration charged as an expense		(74,302)	(50,855)
Profit for the year available for discretionary division among members		2	1,366
Profit for year attributable to:			
Owner of the LLP		-	-
Non-controlling interests		2	1,366
		2	1,366
Other comprehensive income			
Exchange difference on retranslation of foreign operations		(58)	(21)
Total comprehensive (loss)/income		(56)	1,345
Total comprehensive (loss)/income for year attributable to:			
Owner of the LLP		(58)	(21)
Non-controlling interests		2	1,366
		(56)	1,345

The Group's revenue and expenses all relate to continuing operations.

The Accounting Policies and Notes on pages 23 to 58 form part of these financial statements.

Consolidated Statement of Financial Position

	Note	As at 31 March 2025 £'000	As at 31 March 2024 (restated) £'000	As at 1 April 2023 (restated) £'000
Assets				
Non-current assets				
Property, plant & equipment	16	4,841	2,566	2,830
Right-of-use assets	22	17,314	15,093	4,429
Intangible assets	17	19,326	11,820	14,781
Investments	14	550	643	643
Lease receivable	22	1,766	2,120	2,460
Total non-current assets		43,797	32,242	25,143
Current assets				
Trade and other receivables	18	70,397	54,316	47,013
Lease receivable	22	355	341	328
Cash and cash equivalents	19	5,210	13,514	16,718
Total current assets		75,962	68,171	64,059
Total assets		119,759	100,413	89,202
Liabilities				
Current liabilities				
Trade and other payables	20	31,742	23,111	24,300
Lease liabilities	22	3,238	2,886	2,442
Borrowings	21	66	-	-
Current tax liabilities		81	-	-
Total current liabilities		35,127	25,997	26,742
Non-current liabilities				
Borrowings	21	994	-	-
Lease liabilities	22	16,439	14,785	15,293
Other provisions	23	5,257	4,252	4,323
Deferred consideration	20	1,832	2,045	845
Total non-current liabilities		24,522	21,082	20,461
Total liabilities		59,649	47,079	47,203
Net assets attributable to members		60,110	53,334	41,999
Loans and other debts due to members				
Members' capital		16,624	13,359	8,712
Other amounts due to members		42,201	38,689	31,435
Non-controlling interests		1,285	1,286	1,852
		60,110	53,334	41,999
Total members' interests				
Amounts due to members		58,825	52,048	40,147

The Accounting Policies and Notes on pages 23 to 58 form part of these financial statements.

Consolidated Statement of Financial Position (Continued)

These financial statements were approved by the Members and authorised for issue on 9 September 2025, and are signed on behalf of the Members of MacIntyre Hudson LLP by:

Signature: RShaunak
RShaunak (Sep 9, 2025 12:01:16 GMT+1)
Email: rakesh.shaunak@mha.co.uk

....

R Shaunak
Designated Member

Consolidated Reconciliation of Members' Interests

	Members' capital (classified as debt) £'000	Other amounts £'000	Non-controlling interests £'000	Total £'000
Balance at 01 April 2023	8,712	31,435	1,852	41,999
Members' remuneration charged as an expense	-	50,855	-	50,855
Profit for the period available for discretionary division among members	-	-	1,366	1,366
Other comprehensive loss	-	(21)	-	(21)
Amounts introduced by members	6,041	-	-	6,041
Repayment of capital	(1,394)	-	-	(1,394)
Members' drawings	-	(45,512)	-	(45,512)
Dividends	-	519	(519)	-
Other adjustments	-	1,413	(1,413)	-
Balance at 31 March 2024	13,359	38,689	1,286	53,334
Balance at 01 April 2024	13,359	38,689	1,286	53,334
Members' remuneration charged as an expense	-	74,302	-	74,302
Profit for the period available for discretionary division among members	-	-	2	2
Other comprehensive loss	-	(58)	-	(58)
Acquisitions	-	6,003	(3)	6,000
Amounts introduced by members	3,265	-	-	3,265
Members' drawings	-	(76,735)	-	(76,735)
Balance at 31 March 2025	16,624	42,201	1,285	60,110

Other adjustments include dividends issued for the years ended 31 March 2023 and 2022.

The Accounting Policies and Notes on pages 23 to 58 form part of these financial statements.

Consolidated Statement of Cash Flows

	Note	As at 31 March 2025 £'000	As at 31 March 2024 £'000
Cash flows from operating activities			
Profit before taxation from continuing activities		74,381	52,221
Adjustments for non-cash/non-operating items:			
Depreciation of property, plant and equipment	16	876	617
Amortisation of intangible assets	17	1,056	118
Amortisation of right of use assets	22	3,411	2,692
Loss on disposal of property, plant and equipment	16	34	1
(Profit)/Loss on disposal of right-of-use asset	22	(86)	6
Gain on bargain purchase	12	(6,843)	-
Movement in provisions		150	1,560
Finance income	10	(97)	(359)
Finance expense	11	5,473	3,872
		78,355	60,728
Increase in amounts recoverable on contracts		(620)	(213)
Increase in trade and other receivables		(14,669)	(9,456)
Increase/ (decrease) in trade and other payables		4,487	(3,410)
Cash generated from operations		67,553	47,649
Tax received		4	-
Net cash generated from operations		67,557	47,649
Cash flows from investing activities			
Acquisition of subsidiaries, net of cash acquired	15	9	(3,875)
Purchase of property, plant and equipment	16	(2,028)	(353)
Disposal of investments	14	93	-
Principal received from rental income	22	340	327
Interest received from rental income	22	94	107
Interest received		3	252
Net cash used in investing activities		(1,498)	(3,542)
Cash flows from financing activities			
Payments to members		(70,138)	(45,515)
Capital invested by members		3,265	6,041
Capital withdrawn by members		-	(1,394)
Amounts paid to non-controlling interests		(4)	-
Proceeds from borrowings		1,505	-
Repayments of borrowings		(445)	-
Other interest paid		(110)	(15)
Debt factoring charges		(4,275)	(3,015)
Principal paid on lease liability	22	(3,155)	(2,626)
Interest paid on lease liability	22	(972)	(771)
Net cash used in financing activities		(74,329)	(47,295)
Net decrease in cash and cash equivalents		(8,261)	(3,188)
Cash and cash equivalents at beginning of year		13,514	16,718
Effect of foreign exchange rate changes		(43)	(16)
Cash and cash equivalents at end of year		5,210	13,514

The Accounting Policies and Notes on pages 23 to 58 form part of these financial statements.

Notes to the Consolidated Financial Statements

1. General information

MacIntyre Hudson LLP is a Limited Liability Partnership (LLP) incorporated and registered in England and Wales and domiciled in the United Kingdom. The address of the registered office and principal place of business is Moorgate House, 201 Silbury Boulevard, Milton Keynes, MK9 1LZ.

The LLP's functional and presentational currency is sterling.

2. Accounting policies

2.1 Basis of preparation

The Group consolidated financial statements for the year ended 31 March 2025 have been prepared in accordance with UK-adopted international accounting standards ("IFRS") in accordance with the requirements of the Companies Act 2006 as applied to LLPs. For all periods up to and including the year ended 31 March 2024, the Group prepared its financial statements in accordance with UK generally accepted accounting principles (''UK GAAP''). These consolidated financial statements for the year ended 31 March 2025 are the first the Group has prepared in accordance with IFRS. Refer to Note 2.5 for information on how the Group adopted IFRS.

The financial statements have been prepared under the historical cost convention, as modified by the use of fair value for financial instruments measured at fair value. The financial statements are presented in thousands of pounds sterling ("£'000") except where otherwise indicated.

These financial statements have been prepared on a basis other than that of a going concern, as the LLP has ceased to trade and is in the process of being wound down. This approach is in accordance with the requirements of applicable accounting standards, which require the basis of preparation to reflect the fact that the going concern assumption is no longer appropriate. Further details regarding the circumstances leading to the adoption of this basis and its impact on the financial statements are set out in Note 2.2.

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to both the LLP and the Group where applicable. The policies have been consistently applied to all the periods presented, unless otherwise stated.

For the year ended 31 March 2025, the following subsidiaries of MacIntyre Hudson LLP are entitled to take exemptions from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies.

Subsidiary	*Company registered number*
Moore and Smalley LLP	OC313896
Moore and Smalley C.A Limited	05373155
Moore and Smalley Business Services Limited	08004976
Moore and Smalley IT Services Limited	10247482
Moore and Smalley SE Plus Limited	10247429
Cloud Solutions Holdings Limited	10760154

MacIntyre Hudson LLP has provided a guarantee for all outstanding debts and liabilities to which the subsidiary companies listed above are subject at the end of the financial period, in accordance with Section 479C of the Companies Act 2006.

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.2 Going concern

In April 2025 the LLP transferred its business and assets to the MHA Plc group in April 2025, which is controlled by the LLP members and continues to operate the LLP's business under the MHA trade name.

As the LLP has ceased trading, the financial statements have been prepared on the basis that the LLP is no longer a going concern, as required by IFRS. However, no material adjustment is necessary as a result of ceasing to apply the going concern basis. All the assets and liabilities of the LLP have been transferred at their carrying amount as part of the MHA Plc group reorganisation and will be respectively realised and discharged in the normal course of business of the MHA Plc group.

The MHA plc group's forecasts demonstrate it should generate profits and cash in the year ending 31 March 2026 and beyond and the Members are satisfied that the MHA plc group has sufficient cash reserves to enable it to meet its obligations as they fall due for a period of at least 12 months from the date of signing these financial statements.

At 31 March 2025, the Group has net assets of £60,110k (31 March 2024: £53,334k) and a cash balance of £5,210k (2024: £13,514k).

2.3 New standards, amendments, and interpretations

IFRSs applicable to the Financial Statements of the Group have been applied for the year ended 31 March 2025 and for the comparative year.

Standards, amendments and interpretations issued but not yet effective:

The following standards are issued but not yet effective. The Group intends to adopt these standards, if applicable, when they become effective. It is not currently expected that these standards will have a material impact on the Group.

Standard	Effective date
Amendments to IAS 21 – Lack of Exchangeability	1 January 2025
Amendments IFRS 9 and IFRS 7 regarding the classification and measurement of financial instruments*;	1 January 2026
Annual improvements to IFRS Accounting Standards, amendments to IFRS 7, IFRS 9, IFRS 10, and IAS 7*;	1 January 2026
IFRS 18 – Presentation and Disclosure in Financial Statements*; and	1 January 2027
IFRS 19 – Subsidiaries without Public Accountability: Disclosures.*	1 January 2027

* Subject to UK endorsement

The Members do not expect that the adoption of these standards will have a material impact on the financial statements of the Group or LLP in future periods.

2.4 Basis of consolidation

The Consolidated Financial Statements present the results of the LLP and its subsidiaries ("the Group") as they formed a single entity. Intercompany transactions and balances between group entities are therefore eliminated in full.

The Consolidated Financial Statements incorporate the results of business combinations using the purchase method. In the Balance Sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.4 Basis of consolidation (continued**)**

Business combinations

The financial information incorporates the results of business combinations using the acquisition method of accounting in accordance with IFRS 3 Business Combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred, and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The excess of the consideration transferred over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. All transaction related costs are expensed in the period they are incurred as operating expenses. If the consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in the income statement. The results of acquired operations are included in the consolidated statement of comprehensive income from the date on which control is obtained.

2.5 First time adoption of IFRS and prior year restatement

These financial statements, for the year ended 31 March 2025, are the first the Group has prepared in accordance with IFRS. For periods up to and including the year ended 31 March 2024, the Group prepared its financial statements in accordance with UK generally accepted accounting principles (''UK GAAP'').

Accordingly, the Group has prepared financial statements that comply with IFRS applicable as at 31 March 2025, together with the comparative period data for the year ended 31 March 2024. In preparing the financial statements, the Group's opening statement of financial position was prepared as at 1 April 2023, the Group's date of transition to IFRS. This note explains the principal adjustments made by the Group in restating its UK GAAP financial statements, including the statement of financial position as at 1 April 2023 and the financial statements as of, and for, the year ended 31 March 2024.

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Group reconciliation of equity as at 1 April 2023 (date of transition to IFRS)

	UK GAAP £'000	Prior year restatement £'000	Recognition differences £'000	IFRS as at 1 April 2023 £'000
Assets				
Non-current assets				
Property, plant and equipment	2,830	-	-	2,830
Intangible assets	4,429	-	-	4,429
Right-of-use assets	-	-	14,781	14,781
Lease receivable	-	-	2,460	2,460
Investments	643	-	-	643
Total non-current assets	7,902	-	17,241	25,143
Current assets				
Lease receivable	-	-	328	328
Trade and other receivables	42,230	4,783	-	47,013
Cash and cash equivalents	16,718	-	-	16,718
Total current assets	58,948	4,783	328	64,059
Total assets	66,850	4,783	17,569	89,202
Liabilities				
Current liabilities				
Trade and other payables	26,676	(1,375)	(1,001)	24,300
Lease liabilities	-	-	2,442	2,442
Total current liabilities	26,676	(1,375)	1,441	26,742
Non-current liabilities				
Deferred consideration	845	-	-	845
Lease liabilities	-	-	15,293	15,293
Other provisions	2,805	145	1,373	4,323
Total non-current liabilities	3,650	145	16,666	20,461
		-	-	
Total liabilities	30,326	(1,230)	18,107	47,203
		-	-	
Net assets attributable to members	36,524	6,013	(538)	41,999
Loans and other debts due to members				
Members' capital	8,712	-	-	8,712
Other amounts due to members	25,960	6,013	(538)	31,435
Non-controlling interests	1,852	-	-	1,852
Total	36,524	6,013	(538)	41,999

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Group reconciliation of equity as at 31 March 2024

	UK GAAP £'000	Prior year restatement £'000	Recognition differences £'000	IFRS as at 31 March 2024 £'000
Assets				
Non-current assets				
Property, plant and equipment	2,566	-	-	2,566
Intangible assets	11,166	-	654	11,820
Right-of-use assets	-	-	15,093	15,093
Lease receivable		-	2,120	2,120
Investments	643	-	-	643
Total non-current assets	14,375	-	17,867	32,242
Current assets				
Lease receivable	-	-	341	341
Trade and other receivables	53,311	(870)	1,875	54,316
Cash and cash equivalents	13,514	-	-	13,514
Total current assets	66,825	(870)	2,216	68,171
Total assets	81,200	(870)	20,083	100,413
Liabilities				
Current liabilities				
Trade and other payables	24,684	767	(2,340)	23,111
Lease liabilities	-	-	2,886	2,886
Total current liabilities	24,684	767	546	25,997
Non-current liabilities				
Deferred consideration	2,045	-	-	2,045
Lease liabilities	-	-	14,785	14,785
Other provisions	800	3,551	(99)	4,252
Total non-current liabilities	2,845	3,551	14,686	21,082
Total liabilities	27,529	4,318	15,232	47,079
Net assets attributable to members	53,671	(5,188)	4,851	53,334
Loans and other debts due to members				
Members' capital	13,359	-	-	13,359
Other amounts due to members	39,026	(5,188)	4,851	38,689
Non-controlling interests	1,286	-	-	1,286
Total	53,671	(5,188)	4,851	53,334

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Group reconciliation of total comprehensive income for the year ended 31 March 2024

	UK GAAP £'000	Prior year restatement £'000	Recognition differences £'000	IFRS for the Year ended 31 March 2024 £'000
Revenue	147,054		-	147,054
Client expenses and disbursements	(5,133)		-	(5,133)
Net revenue	141,921		-	141,921
Other operating income	936		-	936
Administrative expenses	(82,046)	(6,013)	942	(87,117)
Operating profit	60,811	(6,013)	942	55,740
Finance income	252		107	359
Finance expense	(3,030)		(842)	(3,872)
Other gains/losses	-		(6)	(6)
Profit before taxation	58,033	(6,013)	201	52,221
Taxation	-		-	-
Profit for the year	58,033	(6,013)	201	52,221
Other comprehensive income				
Exchange difference on retranslation of foreign operations	(21)		-	(21)
Total comprehensive income	58,012	(6,013)	201	52,200

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.5 First time adoption of IFRS and prior year restatement (continued)

Notes to the reconciliation of Members' Interests as at 1 April 2023 and 31 March 2024 and total comprehensive income for the year ended 31 March 2025

a. Leases

Under FRS 102, a lease is classified as a finance lease or an operating lease. Operating lease payments are recognised as an operating expense in the statement of profit or loss on a straight-line basis over the lease term. Under IFRS, as explained in Note 2.15, a lessee applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets and recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. At the date of transition to IFRS, the Group applied the full retrospective approach. Right-of-use assets were measured at the amount equal to the lease liabilities adjusted for dilapidation provisions. As a result, the Group and LLP recognised an increase of £17,735,000 (31 March 2024: £17,761,000) of lease liabilities and £14,781,000 (31 March 2024: £15,093,000) of right-of-use assets. The difference between lease liabilities and right-of-use assets has been recognised in retained earnings. Additionally, depreciation increased by £2,692,000 included in administrative expenses and finance costs increased by £842,000 for the year ended 31 March 2024.

b. Amortisation of goodwill

Under FRS 102, goodwill is amortised over its useful economic life. In contrast, under IAS 38, IFRS does not allow amortisation of goodwill; instead, it requires annual impairment testing, meaning goodwill is carried at cost and only reduced if impaired. At the date of transition to IFRS, the Group applied IFRS and the carry value of goodwill at this date was no longer amortised over its previous expected life. As a result, the Group recognised an increase of £983,000 in goodwill on 31 March 2024, there was also a corresponding adjustment resulting in a decrease to administration costs of £983,000 in the year ended 31 March 2024.

c. Prior year restatement

This note includes a prior year restatement required to correct the recognition of provisions that were overstated at the transition date to IFRS, and subsequently adjusted for in the year ended 31 March 2024. This included a professional liability claim provision that resulted in a decrease in provisions of £2,005,000 (31 March 2024: £Nil), and an adjustment to the bonus accrual, resulting in a decrease of accruals of £983,000 (31 March 2024: £Nil), and a work in progress provision, resulting in a decrease to provisions of £3,025,000 (31 March 2024: £Nil). As a result, administrative expenses increased by £6,013,000 in the year ended 31 March 2024.

This note also includes a reclassification within the statement of financial position for the professional indemnity claim provision and associated amount recoverable through insurance. This resulted in an increase to other receivables of £1,525,000 (31 March 2024: £775,000), an increase to provisions of £2,150,000 (31 March 2024: £1,675,000) and an decrease to other payables of £625,000 (31 March 2024: £900,000).

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.6 Revenue recognition

IFRS 15 "Revenue from Contracts with Customers" is a principle-based model of recognising revenue from contracts with customers. It has a five-step model that requires revenue to be recognised when control over goods and services are transferred to the customer.

Revenue is measured as the fair value of consideration received or receivable for satisfying performance obligations in the contract. There is one single performance obligation being the provision of professional services in relation to a particular matter and the transaction price is therefore allocated to this single performance obligation. Variable consideration is included in revenue only to the extent that it is highly probable that a significant reversal will not be required when the uncertainty associated with the variable consideration is subsequently resolved.

This occurs as follows for the Group's contract types:

- Time and materials contracts are recognised over time in the accounting period when services are rendered as the Group has an enforceable right to payment for work performed to date under its client terms of engagement.
- Fixed-fee contracts are recognised over time, based on the actual service provided to the end of the reporting period relative to total services to be provided, generally assessed by reference to actual inputs of time and expenses as a proportion of the total expected inputs, where the Group has an enforceable right to payment for performance completed to date under its client terms of engagement. and there is an inability to redirect the related contract asset for another purpose.
- Contingent fee contracts, over and above an agreed minimum fee, are recognised at the point in time that the contingent event occurs, and the Group has become entitled to the revenue.
- Commissions and fees are earned for facilitating client transactions. Commissions and fees are recognised at a point in time the associated service has been completed which is generally the trade date of the transaction.

Revenue from contracts for the provision of professional services is recognised by reference to stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the Statement of Comprehensive Income in the period in which the circumstances that give rise to the revision become known by management.

The Group does not adjust the transaction price for the time value of money as it does not expect to have any contracts where the period between the transfer of the promised services to the client and the payment by the client exceeds one year.

2.7 Other operating income

Other operating income represents all other income received by the Group. This primarily relates to commissions and compensation payments received for historic business relationships which are not considered ongoing.

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.8 Employee benefits: pension obligations

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

The contributions are recognised as an expense in profit or loss when they fall due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

2.9 Net finance expense

Finance income

Finance income comprises of interest received on bank balances and is recognised in profit or loss when it is earned.

Finance costs

Finance costs include interest payable on debt factoring arrangements and other financial liabilities which are expensed in the period in which they are incurred.

2.10 Taxation

The taxation payable on profits of MHA is the personal liability of the Members during the year and accordingly, no provision is made in the financial statements. Tax on profit or loss for the year comprises current tax for subsidiary company undertakings of LLP.

Current tax

Current tax payable is based on the taxable profit for the year calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases and is accounted for using the balance sheet liability method.

Deferred tax is calculated at the tax rates that have been enacted or substantively enacted and are expected to apply in the period when the liability is settled, or the asset realised. Deferred tax is charged or credited to the statement of comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

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

Judgement is applied in making assumptions about future taxable income, recognition of deferred tax assets, as well as the anticipated timing of the utilisation of the losses of the Group.

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.11 Property, plant and equipment

Property, plant and equipment is 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 calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the following methods over their estimated useful lives and is generally recognised in profit or loss.

Depreciation is provided on the following basis:

- Leasehold improvements	Underlying lease up to maximum of 10 years
- Fixtures, fittings and equipment	3 to 5 years straight-line
- Motor vehicles	20% reducing balance

Assets under construction are not depreciated until they are ready and available for use.

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.

At each reporting period end date, management reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any.

2.12 Intangible assets

Goodwill

Goodwill represents the excess of consideration transferred and non-controlling interest acquired over the fair value of identifiable net assets acquired in a business combination. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised, but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or Groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments (note 4).

Other intangible assets

Intangible assets are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they satisfy the definition of an intangible asset under IAS 38 Intangible Assets. Such assets are only recognised if either:

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.12 Intangible assets (continued)

- They are capable of being separated or divided from the group and sold, transferred, licensed, rented or exchanged, either individually or together with a related contract, identifiable asset or liability, regardless of whether the group intends to do so; or
- They arise from contractual or other legal rights, regardless of whether those rights are transferable or separable from the entity or from other rights and obligations.

The cost of such intangible assets is the fair value at the acquisition date. All intangible assets acquired through business combinations are amortised over their estimated useful lives. The significant intangibles recognised by the Group acquired in business combinations are customer relationships which have been valued using the multiple period excess earnings method.

Intangible assets comprise customer relationships and software. Amortisation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following basis:

- Customer relationships 10 years

The estimated useful lives are based upon management's best estimate of the expected life of the asset. Useful lives are reconsidered if circumstances relating to the asset change or if there is an indication that the initial estimate requires revision.

2.13 Investments

Investments in associates are recognised at cost less any impairment.

2.14 Impairment of non-financial assets

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset or cash generating unit ("CGU") to which the asset has been allocated is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2. Accounting policies (continued)

2.15 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: an identified physically distinct asset can be identified; and the Group has the right to obtain substantially all of the economic benefits from the asset throughout the period of use and has the ability to direct the use of the asset over the lease term being able to restrict the usage of third parties as applicable.

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:
- leases of low value assets; and
- leases with a duration of 12 months or less.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the incremental borrowing rate on commencement of the lease is used. The incremental borrowing rate is an appropriate measurement because it provides a practical, reliable, and company specific estimate of the lease liability's present value. It ensures compliance with IFRS 16 while allowing lessees to apply a consistent approach across various lease agreements.

On initial recognition, the carrying value of the lease liability also includes:
- amounts expected to be payable under any residual value guarantee; and
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of the termination option being exercised.

Right of use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:
- lease payments made at or before commencement of the lease;
- initial direct costs incurred; and
- the amount of any provision recognised where the Group is contractually required to dismantle, remove or restore the leased asset.

Subsequent to initial measurement, lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term. When the Group revises its estimate of the term of any lease (because, for example, it re-assesses the probability of a lessee extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted at the same discount rate that applied on lease commencement, in line with IFRS 16. An equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term.

Notes to the Consolidated Financial Statements (continued)

2. Accounting policies (continued)

2.15 Leases (continued)

The Group as a lessor

As a lessor the Group classifies its leases as either operating or finance leases.

The Group assesses whether it transfers substantially all the risks and rewards of ownership. Those assets that transfer substantially all the risks and rewards are classified as finance leases. All of the Group's leases are classified as finance leases.

Amounts due from lessees under finance leases are recorded as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment in the lease.

2.16 Cash and cash equivalents

Cash and cash equivalents are financial assets and include cash at bank and in hand and short term highly liquid deposits which are subject to an insignificant risk of changes in value.

2.17 Financial assets

Financial assets comprise trade and other receivables and cash and cash equivalents and are all held at amortised cost.

These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables) but also incorporate other types of financial assets where the objective is to hold their assets in order to collect contractual cash flows and the contractual cash flows are solely payments of the principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions for trade and other receivables are recognised based on the simplified approach within IFRS 9 using the lifetime expected credit losses ("ECL") method. During this process the probability of the non-payment of the receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime ECL for the receivables. For trade and other receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within administrative expenses in the statement of comprehensive income. On confirmation that the trade or other receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

2. Accounting policies (continued)

2.18 Financial liabilities

All financial liabilities are recognised in the statement of financial position when the Group becomes a party to the contractual provision of the instrument.

Financial liabilities measured at amortised cost

The Group's financial liabilities measured at amortised cost comprise trade payables and other payables, lease liabilities and bank and other borrowings.

These financial liabilities are initially measured at fair value net of any transaction costs directly attributable to the issue of the instrument and are subsequently measured at amortised cost using the effective interest rate 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 (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability to the amortised cost of a financial liability.

2.19 Members' interests

Members' capital and other liabilities

Non-designated members receive an agreed percentage profit share with the remaining profits for each period being allocated between members in accordance with the rights set out in the partnership agreement. It is therefore considered that a contractual liability exists under IAS 32 'Financial Instruments: Presentation' in respect of the Group's profits, and these amounts are recognised as a liability in the statement of financial position.

These amounts are charged as members' remuneration in the statement or profit or loss.

A monthly amount is paid to members during the year based upon an estimate of profit for the year with additional distributions dependent on the availability of funds. Amounts are typically retained in respect of members' estimated tax liabilities and released to members when the liability falls due.

Fixed capital is maintained which designated members contribute to in proportion to their investment. Capital can only be withdrawn with a reduction in investment or upon ceasing to be a member except where there is a return of capital to all members in proportion to their investment in the LLP. There is no opportunity for appreciation of the capital contributed.

2.20 Provisions

A provision is recognised in the statement of financial position when the Group has a present legal or constructive obligation as a result of a past event, that can be reliably measured, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the amount required to settle the obligation at the reporting date.

Notes to the Consolidated Financial Statements (continued)

3. Critical accounting estimates and judgements

In the application of the accounting policies, which are described in Note 2, the Board are required to make judgements, estimates and assumptions which affect reported income, expenses, assets, liabilities and disclosure of contingent assets and liabilities. The estimates and associated assumptions are based on historical experience, expectations of future events and other factors that are believed to be reasonable under the circumstances. Actual results in the future could differ from such estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the revision is made.

For the year ended 31 March 2025, the Board has concluded that there are no critical judgements made in the application of accounting policies, or key sources of estimation uncertainty, that have had a significant effect on the amounts recognised in the financial statements.

Note 2.2 outlines the key judgements relating to the disapplication of the going concern assumption and whether any adjustment to the measurement and presentation of assets and liabilities was required.

4. Revenue from customers

The Group generates revenue primarily from professional services provided to clients. There are no customers that make up more than 10% of revenue in the year ended 31 March 2025 (2024: Nil).

Geographical reporting

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
United Kingdom	199,695	142,465
Ireland	6,202	-
Cayman Islands	5,493	4,589
	211,390	147,054

5. Other operating income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Other income	1,053	936

Other income includes commissions and compensation payments received.

Notes to the Consolidated Financial Statements (continued)

6. Expenses by nature

Operating profit is stated after charging/ (crediting):

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Depreciation of property, plant and equipment	876	617
Amortisation of intangible assets	1,056	118
Amortisation of right of use assets	3,411	2,692
Loss on disposal of property, plant and equipment	34	1
(Gain)/loss on disposal of right-of-use assets	86	6
Expected credit losses	756	623
Exchange losses	132	68

7. Auditor remuneration

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Fee payable for the audit of the Group and LLP's financial statements	216	32
Fees payable to Group's auditors and its associates for other services:		
Audit of the financial statements of the LLP's subsidiaries	9	6
	225	38

Non audit services with a total fee of £400k were provided by Crowe to MHA during the year, relating to advisory work undertaken in connection with the initial public offering of the MHA Plc Group.

8. Employee benefit expenses

Employee benefit expenses comprise:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Wages and salaries	71,072	44,476
Social security costs	6,712	3,994
Other pension costs	6,274	3,931
	84,058	52,401

Average number of people (including members) employed:

	Year ended 31 March 2025	Year ended 31 March 2024
Total	1,665	1,029

Notes to the Consolidated Financial Statements (continued)

9. Members' share of profits

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

	Year ended 31 March 2025 No.	Year ended 31 March 2024 No.
Average number of members	147	97

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Remuneration of highest paid member	2,374	2,004
Average profit per member	505	766

10. Finance income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Interest on lease receivable	94	107
Other interest receivable	3	252
Total finance expense	97	359

11. Finance expense

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Interest on debt factoring arrangements	4,275	3,015
Interest on lease liabilities	972	771
Interest on lease dilapidations	116	71
Other interest paid	110	15
Total finance expense	5,473	3,872

Notes to the Consolidated Financial Statements (continued)

12. Other gains/(losses)

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Gain on bargain purchase	6,843	-
Gain/(loss) on disposal of lease	85	(6)
	6,928	(6)

13. Taxation

Analysis of charge in the year	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
UK tax for the current year	77	-
Adjustments in respect of previous periods	-	-
Total current tax	77	-
Deferred tax		
Origination and reversal of timing differences	-	-
Total deferred tax	-	-
Tax expense per statement of comprehensive income	77	-

Factors affecting tax charge for the year

The standard rate of corporation tax in the UK as at 31 March 2025 was 25% (2024: 25%). The differences are explained below:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Profit on ordinary activities before tax	74,381	52,221
Tax using the UK effective tax rate of 25% (2024: 25%)	18,595	13,055
Effects of:		
Adjustments for profits taxed outside Group	(18,518)	(13,055)
Total tax expense	77	-

14. Investments

	Investment in associates £'000	Total £'000
Cost		
At 1 April 2023 and 31 March 2024	643	643
Disposal	(93)	(93)
At 31 March 2025	550	550

Notes to the Consolidated Financial Statements (continued)

15. Business combinations

The Group has a number of business combinations, as detailed below.

Moore and Smalley LLP

On 1 April 2024, MacIntyre Hudson LLP completed the acquisition of the trade and assets of Moore and Smalley LLP for total consideration of £6,003k.

The principal reason for the acquisition was to enhance the services offered to existing clients of both firms, while expanding MHA's offering in the UK in line with the Group's growth strategy.

Given that following the acquisition, certain Moore and Smalley LLP operations were merged with MacIntyre Hudson LLP operations, disclosure of the contribution of the acquired business to the Group's revenues and profit in the period from 1 April 2024 to 31 March 2025 has been deemed impractical by management, as those revenue streams and customers cannot be disaggregated specifically to Moore and Smalley LLP and or identified since the date they merged with MacIntyre Hudson LLP, and were billed as MacIntyre Hudson LLP from this date.

The following table summarises the fair value of assets acquired, and liabilities assumed at the acquisition date:

	Fair value £'000
Assets	
Intangible asset – customer relationships	6,921
Property, plant and equipment	719
Right of use assets	2,024
Work in progress	331
Cash	1,175
Trade and other receivables	8,944
Liabilities	
Trade and other payables	(5,129)
Lease liabilities and provisions	(2,151)
Total fair value	12,834
Consideration	6,003
Gain on bargain purchase	(6,831)

The fair values include recognition of intangible assets related to Moore and Smalley LLP customer relationships of £6,921k, which will be amortised over 10 years on a straight-line basis. The gain on bargain purchase arose in connection with the decision of the partners of Moore and Smalley LLP to join MacIntyre Hudson LLP. This transaction was undertaken as part of the partners' strategic objective to integrate their practice into a larger national firm, thereby enhancing client service capabilities and leveraging the wider resources of the MHA network. For this reason, and in accordance with the agreed terms, the consideration transferred was less than the fair value of the identifiable net assets acquired, resulting in the recognition of a gain on bargain purchase in accordance with IFRS 3 Business Combinations. The gain on bargain purchase of £6,813k is disclosed within the statement of comprehensive income.

Purchase consideration	£'000
Equity	6,003
Total consideration	6,003

15. Business combinations (continued)

The net cash sum expended on acquisition is as follows:

Analysis of cash flows on acquisition	£'000
Cash acquired at acquisition	1,175
Net cash inflow on acquisition	1,175

On 3 April 2024 MHA LLP advanced loans to the former designated members of the Moore and Smalley LLP of £1,504,000. The transactions are recognised separately from the business combination as they were agreed in separate negotiations and included in separate legal arrangements. The loans are repayable in quarterly instalments over a term of 10 years and are measured at amortised cost. Note 25 provides additional information on one of the constituent loans to a related party of the Group.

Roberts Nathan LP

On 1 July 2024, MacIntyre Hudson LLP completed the acquisition of the trade and assets of Roberts Nathan LP for total consideration of £1,968k.

The principal reason for the acquisition was to combine Roberts Nathan LP's extensive local expertise with a strong international presence, significantly enhancing the firm's capability to offer a more comprehensive range of services and sector expertise and serve a broader client base in Ireland and globally.

Given the assets of Roberts Nathan LP were transferred to MHA on acquisition and the information on Roberts Nathan LP as a standalone business is not available, disclosure of the contribution of the acquired business to the Group's revenues and profit in the period from 1 April 2024 to 31 March 2025 has been deemed impractical by management.

The following table summarises the fair value of assets acquired, and liabilities assumed at the acquisition date, the presentation is detailed in both €'s and £'s reflecting both the transactions' original currency and the Group's reporting currency:

	Fair value £'000	Fair value €'000
Assets		
Intangible asset – Customer relationships	374	450
Property, plant and equipment	408	490
Trade and other receivables	10	12
Liabilities		
Work in progress	(2)	(3)
Trade and other payables	(89)	(104)
Total fair value	701	845
Consideration	1,968	2,363
Goodwill	1,267	1,518

The fair values include recognition of intangible assets related to Roberts Nathan LP customer relationships of £374k, which will be amortised over 10 years and 9 months on a straight-line basis. The goodwill of £1,267k comprises the potential value of new customers as well as the value of the workforce in place, which are not separately recognised. Acquisition costs totalled £77k and are accounted for within the statement of comprehensive income.

Notes to the Consolidated Financial Statements (continued)

15. Business combinations (continued)

Purchase consideration	£'000	€'000
Cash	1,179	1,418
Deferred consideration - cash	460	550
Net asset payment	331	398
Work in progress payment	(2)	(3)
Total consideration	1,968	2,363

The net cash sum expended on acquisition is as follows:

Analysis of cash flows on acquisition	£'000	€'000
Cash paid as consideration on acquisition	(1,179)	(1,418)
Net cash outflow on acquisition	(1,179)	(1,418)

Roberts Nathan Financial Services Limited

On 1 September 2024, MacIntyre Hudson LLP completed the acquisition of 80% of the trade and assets of Roberts Nathan Financial Services Limited for total consideration of £(12)k.

The principal reason for the acquisition was to enhance the services offered to existing clients, while expanding MHA's offering in Ireland in line with the Group's growth strategy.

Given the assets of Roberts Nathan Financial Services Limited were transferred to MHA on acquisition and the information on Roberts Nathan Financial Services Limited as a standalone business is not available, disclosure of the contribution of the acquired business to the Group's revenues and profit in the period from 1 September 2024 to 31 March 2025 has been deemed impractical by management. Similarly, disclosure of the revenue and profit of Roberts Nathan Financial Services Limited would have contributed if the acquisition had occurred on 1 April 2024 is also deemed impractical.

The following table summarises the fair value of assets acquired, and liabilities assumed at the acquisition date, the presentation is detailed in both €'s and £'s reflecting both the transactions' original currency and the Group's reporting currency:

	Fair value £'000	Fair value €'000
Assets		
Property, plant and equipment	31	36
Trade and other receivables	37	44
Cash	1	1
Liabilities		
Trade and other payables	(13)	(16)
Borrowings	(56)	(65)
Total fair value	-	-
NCI – 20%	(3)	(4)
Consideration	(12)	(15)
Gain on bargain purchase	(15)	(19)

The fair values include recognition of intangible assets related to Roberts Nathan Financial Services Limited customer relationships of £Nil. The negative goodwill of £15k is primarily as a result of the negative consideration calculated. MHA has elected to measure the non-controlling interest of 20% using the partial goodwill method. The negative goodwill of £15k is disclosed within the statement of comprehensive income.

Notes to the Consolidated Financial Statements (continued)

15. Business combinations (continued)

Purchase consideration	£'000	€'000
Cash	21	25
Net asset payment	(33)	(40)
Total consideration	(12)	(15)

The net cash sum expended on acquisition is as follows:

Analysis of cash flows on acquisition	£'000	€'000
Cash consideration received due to net negative consideration	12	15
Cash acquired at acquisition	1	1
Net cash inflow on acquisition	13	16

16. Property plant and equipment

Depreciation charge is recognised in administrative expenses in the Statement of Profit or Loss.

	Leasehold improvements £'000	Fixtures and fittings £'000	IT equipment £'000	Motor vehicles £'000	Assets under construction £'000	Total £'000
Cost						
At 1 April 2023	4,014	1,493	5	-	-	5,512
Additions	158	188	-	-	8	354
Disposals	(192)	(158)	-	-	-	(350)
At 31 March 2024	3,980	1,523	5	-	8	5,516
Depreciation						
At 1 April 2023	1,730	947	5	-	-	2,682
Charge for the year	402	215	-	-	-	617
Disposals	(192)	(157)	-	-	-	(349)
At 31 March 2024	1,940	1,005	5	-	-	2,950
Net book amount						
At 31 March 2024	2,040	518	-	-	8	2,566
Cost						
At 1 April 2024	3,980	1,523	5	-	8	5,516
Additions	866	1,105	-	44	13	2,028
Additions - acquisitions	1,105	23	-	29	-	1,157
Transfers	-	8	-	-	(8)	-
Disposals	(313)	(140)	-	(46)	-	(499)
At 31 March 2025	5,638	2,519	5	27	13	8,202
Depreciation						
At 1 April 2024	1,940	1,005	5	-	-	2,950
Charge for the year	567	304	-	5	-	876
Disposals	(311)	(134)	-	(20)	-	(465)
At 31 March 2025	2,196	1,175	5	(15)	-	3,361
Net book amount						
At 31 March 2025	3,442	1,344	-	42	13	4,841

Notes to the Consolidated Financial Statements (continued)

17. Intangible assets

Group

	Goodwill £'000	Customer Contracts £'000	Total £'000
Cost			
At 1 April 2023	4,429	-	4,429
Additions - acquisitions	3,985	3,524	7,509
At 31 March 2024	8,414	3,524	11,938
Amortisation			
At 1 April 2023	-	-	-
Charge for the year	-	118	118
At 31 March 2024	-	118	118
Net book amount			
At 31 March 2024	8,414	3,406	11,820
Cost			
At 1 April 2024	8,414	3,524	11,938
Additions	1,267	7,295	8,562
At 31 March 2025	9,681	10,819	20,500
Amortisation			
At 1 April 2024	-	118	118
Charge for the year	-	1,056	1,056
At 31 March 2025	-	1,174	1,174
Net book amount			
At 31 March 2025	9,681	9,645	19,326

Amortisation charge on customer contracts is recognised in administrative expenses in the Statement of Profit or Loss.

Goodwill

Goodwill was calculated as the fair value of initial consideration paid less the fair value of identifiable assets at the date of acquisition.

Goodwill impairment review

Goodwill is allocated to one single cash-generating unit ("CGU") throughout the years presented, being Professional Services.

Following initial recognition, goodwill is subject to impairment reviews, at least annually, and measurement at cost less accumulated impairment losses. Any impairment is recognised immediately in the consolidated statement of comprehensive income and is not subsequently reversed.

17. Intangible assets (continued)

Key assumptions used in value in use calculation

The key assumptions for the value in use calculation are those regarding:

- number of years of cash flows used and forecast growth rate;
- discount rate; and
- terminal growth rate.

No impairment is indicated for the CGU using the value in use calculation.

Number of years of cash flows used and forecast growth rate

The recoverable amount of the CGU is based on a board and management approved value in use calculation using specific cash flow projections over a five-year period and a terminal growth rate thereafter. The budget for the following financial year forms the basis for the cash flow projections for the CGU. The cashflow projections for the four years subsequent to the forecast year reflect a modest growth rate of 2%.

Discount rate

The Group's pre-tax weighted average cost of capital has been used to calculate a discount rate of 14.51% for Professional Services. This reflects current market assessments of the time value of money for the period under review and the risks specific entities.

Terminal growth rate

An appropriate terminal growth rate is selected, based on the designated members' expectations of growth beyond the five-year period. The terminal growth rate used is 2%.

Sensitivity to changes in assumptions

With regard to the value in use assumptions, the directors believe that reasonably possible changes in any of the above key assumptions would not cause the carrying value of the unit to exceed its recoverable amount.

18. Trade and other receivables

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Amounts falling due within one year:		
Trade receivables	45,518	36,239
Amounts recoverable on contracts	8,157	7,537
Amounts owed from associated companies	6,317	4,349
Other receivables	4,990	1,951
Prepayments	5,409	4,234
Current tax assets	6	6
	70,397	54,316

18. Trade and other receivables (continued)

Trade receivables are amounts due from customers for services performed in the ordinary course of business. Information about the Group's exposure to credit and market risks, and impairment losses for trade receivables is included in Note 24.

The Group enters into debt factoring arrangements with associated companies. At 31 March 2025, £2,734,000 trade receivables were factored with recourse, the receivables continue to be recognised with a corresponding financial liability recognised for the cash received (see note 20).

Amounts due from associates are non-interest bearing, and payable on demand.

19. Cash and cash equivalents

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Cash at bank	5,210	13,514

20. Trade and other payables

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Amounts falling due within one year:		
Trade payables	4,140	3,538
Other payables	7,272	6,589
Social security and other taxes	6,433	4,671
Amounts owed to associates	4,710	71
Accruals	7,566	5,114
Deferred consideration	1,621	3,128
	31,742	23,111
Amounts falling due after one year:		
Deferred consideration	1,832	2,045
	1,832	2,045

Amounts owed to associates are unsecured, interest free and repayable on demand. Amounts due to associates includes £2,734,000 owed to MacIntyre Hudson Holdings Limited for debt factoring arrangements. Interest is charged at 1.5% on the gross receivables factored.

Notes to the Consolidated Financial Statements (continued)

21. Borrowings

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Current:		
Bank loans	66	-
	66	-
Non-current:		
Bank loans	994	-
	994	-
Total borrowings	1,060	-

In April 2024, the Group entered into a term loan agreement for an amount of £1,504,000 in order to advance amounts of the same to former designated members of Moore and Smalley LLP. The loan is unsecured, bears interest at a rate of 1.75% plus Bank of England base rate and is repayable monthly over a term of 5 years, based on a 10-year repayment profile, with a final lump sum payment to repay the loan in full on the final repayment date.

A maturity analysis of the borrowings is shown below:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Less than 1 year	66	-
Later than 1 year and less than 5 years	994	-
Later than 5 years	-	-
	1,060	-

Notes to the Consolidated Financial Statements (continued)

22. Leases

The Group as a lessee

Nature of leasing activities

	31 March 2025 No.	31 March 2024 No.
Number of active leases	26	25

Extension, termination, and break options

The Group negotiates extension, termination, or break clauses in its leases. In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option or not exercise a termination option. A lease includes all non-cancellable periods and periods covered by options to extend or terminate the lease if it is reasonably certain that these options will be exercised. On a case-by-case basis, the Group will consider whether the absence of a break clause would expose the Group to excessive risk. Typically, factors considered in deciding to negotiate a break clause include:

- the length of the lease term;
- the economic stability of the environment in which the property is located; and
- whether the location represents a new area of operations for the Group.

As at 31 March 2025, materially all leases were reasonably certain to end on the exit date of the lease, with no extension or termination clauses being executed. As such there are no additional future cash outflows to which the Group is potentially exposed that are not reflected in the measurement of lease liabilities, as detailed in this Note.

Incremental borrowing rate

The Group has adopted a rate with a range of 3.40% - 8.55% as its incremental borrowing rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. This rate is used to reflect the risk premium over the borrowing cost of the Group measured by reference to the Group's facilities.

Short term or low value lease expense

	31 March 2025 £'000	31 March 2024 £'000
Short-term and low value lease expense	412	385

22. Leases (continued)

Right-of-use assets

	Leasehold property £'000	Equipment £'000	Total £'000
Cost			
1 April 2023	18,353	771	19,124
Additions	3,049	23	3,072
Disposals	(550)	-	(550)
At 31 March 2024	20,852	794	21,646
Amortisation			
1 April 2023	4,110	233	4,343
Charge for the year	2,500	192	2,692
Disposals	(482)	-	(482)
At 31 March 2024	6,128	425	6,553
Net book value			
At 31 March 2024	14,724	369	15,093
Cost			
1 April 2024	20,852	794	21,646
Additions - acquisition	1,971	53	2,024
Additions	3,485	123	3,608
Disposals	(422)	(83)	(505)
At 31 March 2025	25,886	887	26,773
Amortisation			
1 April 2024	6,128	425	6,553
Charge for the year	3,181	230	3,411
Disposals	(422)	(83)	(505)
At 31 March 2025	8,887	572	9,459
Net book value			
At 31 March 2025	16,999	315	17,314

Lease liabilities

	Leasehold property £'000	Equipment £'000	Total £'000
1 April 2023	17,208	527	17,735
Additions	2,600	24	2,624
Interest expense	750	21	771
Lease payments	(3,190)	(207)	(3,397)
Disposals	(62)	-	(62)
At 31 March 2024	17,306	365	17,671
1 April 2024	17,306	365	17,671
Additions - acquisitions	1,736	50	1,786
Additions	3,225	150	3,375
Interest expense	948	24	972
Lease payments	(3,879)	(248)	(4,127)
At 31 March 2025	19,336	341	19,677

Notes to the Consolidated Financial Statements (continued)

22. Leases (continued)

	31 March 2025 £'000	31 March 2024 £'000
Current	3,238	2,886
Non-current	16,439	14,785
Total lease liabilities	19,677	17,671

Reconciliation of minimum lease payments and present value

	31 March 2025 £'000	31 March 2024 £'000
Within 1 year	3,978	3,599
Later than 1 year and less than 5 years	14,660	12,176
After 5 years	4,635	4,478
Total including interest cash flows	23,273	20,253
Less: interest cash flows	(3,596)	(2,582)
Total principal cash flows	19,677	17,671

The Group as a lessor

The Group sublets leased properties which are accounted for as finance leases.

Lease receivable

	Leasehold property £'000
1 April 2023	2,788
Interest income	107
Lease payments received	(434)
At 31 March 2024	2,461
1 April 2024	2,461
Interest income	94
Lease payments received	(434)
At 31 March 2025	2,121

Reconciliation of minimum lease payments and present value

	31 March 2025 £'000	31 March 2024 £'000
Within 1 year	434	434
Later than 1 year and less than 5 years	1,735	1,735
After 5 years	204	637
Total including interest cash flows	2,373	2,806
Less: interest cash flows	(252)	(345)
Total principal cash flows	2,121	2,461

23. Other provisions

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Non-current		
Lease liability dilapidations	2,432	1,777
Professional liability claims	2,825	2,475
	5,257	4,252

The professional liability claims represent the estimated cost of defending and concluding claims. The vast majority of cases are estimated to be settled within three years and therefore discounting is not deemed to be material.

	Lease dilapidation provisions £'000	Professional liability claims £'000	Total £'000
At 1 April 2023	1,373	2,950	4,323
Additions	448	525	973
Interest expense	71	-	71
Payments	(115)	-	(115)
Disposals		(1,000)	(1,000)
At 31 March 2024	1,777	2,475	4,252
At 1 April 2024	1,777	2,475	4,252
Additions	260	925	1,185
Additions - acquisition	365	-	365
Interest expense	116	-	116
Payments	-	-	-
Disposals	(86)	(575)	(661)
At 31 March 2023	2,432	2,825	5,257

As part of the Group's property leasing arrangements there is an obligation to repair damages which incur during the life of the lease, such as wear and tear. These costs have been charged in line with IFRS 16 Leases and are included in the right-of-use assets. The provision is shown separately to the lease obligation liability. The provision is expected to be utilised between 2026 and 2039 when the leases terminate. Due to the significant number of leased properties and the difficulties in predicting expenditure that will be required on return of a property to the landlord many years into the future, the dilapidations provision is considered a source of estimation. The provision has been calculated using historical experience of actual expenditure incurred on dilapidations and estimated lease termination dates.

24. Financial instruments

Financial assets
Financial assets measured at amortised cost comprise other receivables and cash. It does not include prepayments or contract assets.

	As at 31 March 2025 £'000	As at 31 March 2024 £'000
Trade receivables	45,518	36,239
Other receivables	4,990	1,951
Amounts owed from associated companies	6,317	4,349
Cash and cash equivalents	5,210	13,514
	62,035	56,053

Financial liabilities
Financial liabilities measured at amortised cost comprise trade payables, other payables, lease liabilities and borrowings. It does not include contract liabilities and other taxation and social security.

	As at 31 March 2025 £'000	As at 31 March 2024 £'000
Trade payables	4,140	3,538
Other payables	7,273	6,589
Accruals	7,566	5,114
Deferred consideration	3,454	5,173
Bank loans	1,060	-
Lease liabilities	19,677	17,671
	43,169	38,085

Financial risk management
The Group is exposed through its operation to the following financial risks: credit risk, interest rate risk, foreign exchange risk and liquidity risk. Risk management is carried out by the Designated Members of the Group. The Group uses financial instruments to provide flexibility regarding its working capital requirements and to enable it to manage specific financial risks to which it is exposed.

The Group finances its operations through a mixture of debt finance, cash and liquid resources and various items such as trade receivables and trade payables which arise directly from the Group's operations.

24. Financial Instruments (continued)

Credit risk
Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. In order to minimise the risk, the Group endeavours only to deal with companies which are demonstrably creditworthy and this, together with the aggregate financial exposure, is continuously monitored. The maximum exposure to credit risk is the carrying value of its financial receivables, trade and other receivables and cash and cash equivalents as disclosed in the notes to the financial statements. The Group remains exposed to the credit risk of the underlying customers in factored arrangements with recourse as the trade receivables remain recognised in the statement of financial position.

The receivables' age analysis is evaluated on a regular basis for potential doubtful debts, considering historic, current and forward-looking information.

Credit risk also arises on cash and cash equivalents and deposits with banks and financial institutions. For banks and financial institutions, only independently rated parties with minimum rating "B+" are accepted. Currently all financial institutions whereby the Group holds significant levels of cash are rated from AA- to A+.

The receivables' age analysis is evaluated on a regular basis for potential doubtful debts, considering historic, current and forward-looking information, to estimate ECLs accurately. Impairments to trade receivables have been made in each of the years detailed in the financial statements.

The exposure to credit risk for trade receivables by geographic region was as follows:

	31 March 2025 £'000	31 March 2024 £'000
United Kingdom	44,914	35,639
Cayman Islands	284	600
	45,199	36,239

The following table provides information about the exposure to credit risk and ECLs for trade receivables and contract assets from individual customers.

As at 31 March 2024	< 30 days £'000	30–60 days £'000	61-90 days £'000	91-180 days £'000	>180 days £'000	Total £'000
Expected credit loss rate	0.08%	0.28%	2.59%	16.70%	83.01%	4.00%
Total gross carrying amount	24,458	7,871	2,238	1,856	1,324	37,747
Expected credit loss	(19)	(22)	(58)	(310)	(1,099)	(1,508)
Total	24,439	7,849	2,180	1,546	225	36,239

Notes to the Consolidated Financial Statements (continued)

24. Financial Instruments (continued)

As at 31 March 2025	< 30 days £'000	30–60 days £'000	61-90 days £'000	91-180 days £'000	>180 days £'000	Total £'000
Expected credit loss rate	0.08%	0.31%	0.78%	8.22%	87.50%	4.72%
Total gross carrying amount	30,070	9,255	3,960	2,215	2,272	47,772
Expected credit loss	(24)	(29)	(31)	(182)	(1,988)	(2,254)
Total	30,046	9,226	3,929	2,033	284	45,518

The Group applies the IFRS 9 simplified approach to measuring expected credit losses ("ECL") which uses a lifetime expected loss allowance for all trade receivables. The Group do not provide credit terms on sales, all invoices issued by the Group are payable upon presentation. However, per management's assessment it is assumed that invoices will be settled within 30 to 60 days. Given the preference for immediate payment, a credit risk exposure at each period end, as a result of a significant change in economic conditions, is unlikely. Therefore, management have determined forward-looking economic scenarios are less significant in determining an estimate of expected future losses. However, the Group still incorporates reasonable and supportable forward-looking information alongside historical data and management knowledge in calculating the ECL balance.

Interest rate risk
The Group's current borrowings are at the rate of 4% above the bank of England Base rate per annum and 8% per annum: therefore, interest rate risk exposure for the Group is minimal. See borrowing note for more detail.

Foreign exchange risk
The Group operates internationally and is exposed to currency risk arising on cash and cash equivalents, receivables and payables denominated in a currency other than the respective functional currencies of the Group entities, which are primarily Sterling and US Dollars (USD). The currencies in which these transactions are primarily denominated are GBP, EUR and USD

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	As at 31 March 2025 £'000	As at 31 March 2024 £'000
Net foreign currency financial liabilities		
EUR	2,115	431
USD	2,225	2,377
Other	24	(27)
	4,364	2,781

A reasonably possible strengthening/(weakening) GBP against the Group's primary currencies at 31 March 2025 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss. Management assesses the impact of the movement in foreign exchange to be immaterial to the Group given the net foreign currency assets and liabilities are immaterial.

Notes to the Consolidated Financial Statements (continued)

24. Financial instruments (continued)

Liquidity risk
The Group seeks to maintain sufficient cash balances. Management reviews cash flow 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.

A maturity analysis of the Group's trade and other payables is shown below:

	31 March 2025 £'000	31 March 2024 £'000
Less than one year:		
Trade and other payables	18,660	15,241
Bank loans	66	-
Deferred consideration	1,621	3,128
	20,347	18,369
Later than 1 year and less than 5 years:		
Bank loans	994	-
Deferred consideration	1,832	2,045
	2,826	2,045
Later than 5 years:		
Bank loans	-	-
Total including interest cash flows	23,173	20,414
Less: interest cash flows	-	-
Total principal cash flows	23,173	20,414

A maturity analysis of the Group's lease liabilities is included in note 22.

Capital disclosures
The capital structure of the business consists of cash and cash equivalents, debt and equity. Equity comprises members' interests and accumulated profits and is equal to the amount shown as 'Invested capital' in the statement of financial position. As at 31 March 2025, debt comprised £1,060,000 which is set out in further detail in note 21.

The Group's current objectives when maintaining capital are to:

- safeguard the Group's ability as a going concern so that it can continue to pursue its growth plans;
- provide a reasonable expectation of future returns to shareholders; and
- maintain adequate financial flexibility to preserve its ability to meet financial obligations, both current and long term.

The Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of underlying assets. To maintain or adjust the capital structure, the Group may issue new shares or sell assets to reduce debt.

During the periods ended covered within the historical financial information, the Group's business strategy remained unchanged.

25. Related party transactions

Key management personnel

The Management Board of the LLP are considered to be key management personnel. Total compensation paid to key management personnel in the year ended 31 March 2025 was £9,745,000 (2024: £7,703,000).

Other related party transactions

A loan of £195,000 was advanced to a member of the Management Board in April 2024. The loan is unsecured, bears interest at a rate of 1.75% plus Bank of England base rate and is repayable quarterly over a term of 10 years. The amount outstanding as at 31 March 2025 was £176,000.

Guarantees

MacIntyre Hudson LLP has provided a guarantee for all outstanding debts and liabilities to which its subsidiary companies; Moore and Smalley LLP, Moore and Smalley C.A Limited, Moore and Smalley Business Services Limited, Moore and Smalley IT Services Limited, Moore and Smalley SE Plus Limited, and Cloud Solutions Holdings Limited, are subject to at the end of the financial year ended 31 March 2025, in accordance with Section 479C of the Companies Act 2006. Further details of this guarantee are provided in Note 2.1.

26. Changes in liabilities from financing activities

	1 April 2023 £'000	Financing cash flows £'000	Interest expense £'000	Other adjustments £'000	31 March 2024 £'000
Bank loans	3,275	(3,286)	121	-	110
Lease liabilities	17,735	(3,397)	771	2,562	17,671
Total liabilities from financing activities	21,010	(6,683)	892	2,562	17,781

	1 April 2024 £'000	Financing cash flows £'000	Interest expense £'000	Other adjustments £'000	31 March 2025 £'000
Bank loans	-	1,060	-	-	1,060
Lease liabilities	17,671	(4,127)	972	5,161	19,677
Total liabilities from financing activities	17,671	(3,067)	972	5,161	20,737

27. Ultimate controlling party

No one entity or individual has control over the LLP.

Notes to the Consolidated Financial Statements (continued)

28. Post balance sheet events

Post year end the Group's ultimate control and ownership was acquired by MHA Plc and the Group, and its connected associates were reorganised in connection with MHA Plc's Admission to AIM, becoming the 'Enlarged Group.' The Reorganisation was undertaken by MHA Plc to allow and facilitate it to become the ultimate holding company of the Enlarged Group and to meet the regulatory requirements in the jurisdictions in which the Group operates. The Reorganisation comprised certain steps outlined in paragraph 3 of Part V of the published Admission document. All steps were complete by the 14 April 2025 the date the MHA Plc was omitted to AIM.

On 11 August 2025, MHA Plc acquired Baker Tilly South-East Europe Holdings Limited, a leading professional services firm offering a comprehensive range of services to clients in Cyprus, Greece and South-East Europe, predominantly in audit, tax, advisory, legal and corporate services.

LLP Statement of Financial Position

	Note	As at 31 March 2025 £'000	As at 31 March 2024 (restated) £'000
Assets			
Non-current assets			
Property, plant & equipment	6	4,561	2,566
Right-of-use assets	13	15,103	15,093
Intangible assets	7	18,059	11,820
Investments	8	807	5,393
Lease receivable	13	1,766	2,120
Total non-current assets		40,296	36,992
Current assets			
Trade and other receivables	9	70,674	54,317
Lease receivable	13	355	341
Cash and cash equivalents	10	1,993	6,800
Total current assets		73,022	61,458
Total assets		113,318	98,450
Liabilities			
Current liabilities			
Trade and other payables	11	30,485	23,251
Lease liabilities	13	2,812	2,886
Borrowings	12	66	-
Total current liabilities		33,363	26,137
Non-current liabilities			
Borrowings		994	-
Lease liabilities		14,821	14,785
Other provisions	14	4,787	4,252
Deferred consideration		1,610	2,045
Total non-current liabilities		22,212	21,082
Total liabilities		55,575	47,219
Net assets attributable to members		57,743	51,231
Loans and other debts due to members			
Members' capital		16,624	13,359
Other amounts due to members		41,119	37,872
Total members' interests		57,743	51,231

The Accounting Policies and Notes on pages 62 to 74 form part of these financial statements.

The exemption under section 408 of the Companies Act 2016, as applied to limited liability partnerships, from presenting the LLP's Income Statement has been taken. The LLP's profit for the year ended 31 March 2025 was £Nil (2024: £Nil).

These financial statements were approved by the Members and authorised for issue on 9 September 2025, and are signed on behalf of the Members of MacIntyre Hudson LLP by:

Signature: RShaunak
RShaunak (Sep 9, 2025 12:01:16 GMT+1)

Email: rakesh.shaunak@mha.co.uk

....

R Shaunak
Designated Member

LLP Reconciliation of Members' Interests

	Members' capital (classified as debt)	Other amounts	Total
	£'000	£'000	£'000
Balance at 01 April 2023	**8,712**	**32,310**	**41,022**
Members remuneration charged as an expense	-	50,221	50,221
Profit for the year available for discretionary division amongst members	-	-	-
Profit share from group undertakings	-	788	788
Amounts introduced by members	6,041	-	6,041
Repayment of capital	(1,394)	-	(1,394)
Members' drawings	-	(45,447)	(45,447)
Balance at 31 March 2024	**13,359**	**37,872**	**51,231**
Balance at 01 April 2024	**13,359**	**37,872**	**51,231**
Profit for the year	-	71,357	71,357
Amounts introduced by members	3,265	-	3,265
Members' drawings	-	(68,110)	(68,110)
Balance at 31 March 2025	**16,624**	**41,119**	**57,743**

The Accounting Policies and Notes on pages 62 to 74 form part of these financial statements.

Notes to the LLP Financial Statements

1. Significant accounting policies

1.1 Basis of preparation

The separate financial statements of the LLP have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101"), on a historical cost basis and in accordance with the Companies Act 2006 as applied to LLPs and the requirements of the Statement of Recommended Practice "Accounting by Limited Liability Partnerships" (issued in 2021).

The results of the LLP are included in the consolidated financial statements of the Group, which are presented alongside these financial statements.

These are the LLP's first annual financial statements prepared in accordance with FRS 101; the LLP previously prepared its annual financial statements under UK GAAP.

These financial statements are presented in Sterling, which is the LLP's functional and presentational currency.

The principal accounting policies adopted are the same as those set out in note 2 to the consolidated financial statements of the Group except as described in this note.

Disclosure exemptions adopted:

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- The requirement of IFRS 1 to present a statement of financial position at the date of transition.
- IFRS 7, 'Financial instruments: Disclosures'.
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement'.
- The following paragraphs of IAS 1, 'Presentation of financial statements'
    a) 10(d) (statement of cash flows);
    b) 16 (statement of compliance with IFRS);
    c) 38A (requirement for minimum of two primary statements, including cash flow statements);
    d) 38B-D (additional comparative information);
    e) 111 (statement of cash flows information); and
    f) 134-136 (capital management disclosures).
- IAS 7, 'Statement of cash flows'.
- Paragraphs 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors'.
- The requirements in IAS 24, 'Related party disclosures'.

For the year ended 31 March 2025, the following subsidiaries of the LLP are entitled to take exemptions from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies.

Subsidiary	*Company registered number*
Moore and Smalley LLP	OC313896
Moore and Smalley C.A Limited	05373155
Moore and Smalley Business Services Limited	08004976
Moore and Smalley IT Services Limited	10247482
Moore and Smalley SE Plus Limited	10247429
Cloud Solutions Holdings Limited	10760154

The LLP has provided a guarantee for all outstanding debts and liabilities to which the subsidiary companies listed above are subject at the end of the financial period, in accordance with Section 479C of the Companies Act 2006.

Notes to the LLP Financial Statements (continued)

1.2 Going concern

In April 2025 the LLP transferred its business and assets to the MHA Plc group in April 2025, which is controlled by the LLP members and continues to operate the LLP's business under the MHA trade name.

As the LLP has ceased trading, the financial statements have been prepared on the basis that the LLP is no longer a going concern, as required by IFRS. However, no material adjustment is necessary as a result of ceasing to apply the going concern basis. All the assets and liabilities of the LLP have been transferred at their carrying amount as part of the MHA Plc group reorganisation and will be respectively realised and discharged in the normal course of business of the MHA Plc group.

1.3 Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Notes to the LLP Financial Statements (continued)

1.4 First time adoption of FRS 101 and prior year restatement

LLP reconciliation of equity as at 1 April 2023 (date of transition to FRS 101)

	UK GAAP £'000	Prior year restatement £'000	Recognition differences £'000	IFRS as at 1 April 2023 £'000
Assets				
Non-current assets				
Property, plant and equipment	2,830	-	-	2,830
Intangible assets	4,429	-	-	4,429
Right-of-use assets	-	-	14,781	14,781
Lease receivable	-	-	2,460	2,460
Investments	5,393	-	-	5,393
Total non-current assets	12,652	-	17,241	29,893
Current assets				
Lease receivable	-	-	328	328
Trade and other receivables	35,861	2,908	1,875	40,644
Cash and cash equivalents	10,704	-	-	10,704
Total current assets	46,565	2,908	2,203	51,676
Total assets	59,217	2,908	19,444	81,569
Liabilities				
Current liabilities				
Trade and other payables	20,020	62	(2,438)	17,644
Lease liabilities	-	-	2,442	2,442
Total current liabilities	20,020	62	4	20,086
Non-current liabilities				
Deferred consideration	845	-	-	845
Lease liabilities	-	-	15,293	15,293
Other provisions	2,805	2,021	(503)	4,323
Total non-current liabilities	3,650	2,021	14,790	20,461
		-		
Total liabilities	23,670	2,083	14,794	40,547
		-		
Net assets attributable to members	35,547	825	4,650	41,022
Loans and other debts due to members				
Members' capital	8,712	-	-	8,712
Other amounts due to members	26,835	825	4,650	32,310
Total	35,547	825	4,650	41,022

Notes to the LLP Financial Statements (continued)

1.4 First time adoption of FRS 101 and prior year restatement (continued)

LLP reconciliation of equity as at 31 March 2024

	UK GAAP £'000	Prior year restatement £'000	Recognition differences £'000	IFRS as at 1 April 2024 £'000
Assets				
Non-current assets				
Property, plant and equipment	2,566	-	-	2,566
Intangible assets	11,166	-	654	11,820
Right-of-use assets	-	-	15,093	15,093
Lease receivable	-	-	2,120	2,120
Investments	5,393	-	-	5,393
Total non-current assets	19,125	-	17,867	36,992
Current assets				
Lease receivable	-	-	341	341
Trade and other receivables	53,312	(3,778)	4,783	54,317
Cash and cash equivalents	6,800	-	-	6,800
Total current assets	60,112	(3,778)	5,124	61,458
Total assets	79,237	(3,778)	22,991	98,450
Liabilities				
Current liabilities				
Trade and other payables	24,824	705	(2,278)	23,251
Lease liabilities	-	-	2,886	2,886
Total current liabilities	24,824	705	608	26,137
Non-current liabilities				
Deferred consideration	2,045	-	-	2,045
Lease liabilities	-	-	14,785	14,785
Other provisions	800	1,530	1,922	4,252
Total non-current liabilities	2,845	1,530	16,707	21,082
		-	-	
Total liabilities	27,669	2,235	17,315	47,219
		-	-	
Net assets attributable to members	51,568	(6,013)	5,676	51,231
Loans and other debts due to members				
Members' capital	13,359	-	-	13,359
Other amounts due to members	38,209	(6,013)	5,676	37,872
Total	51,568	(6,013)	5,676	51,231

Notes to the LLP Financial Statements (continued)

1.4 First time adoption of FRS 101 and prior year restatement (continued)

Notes to the reconciliation of Members' Interests as at 1 April 2023 and 31 March 2024 and total comprehensive income for the year ended 31 March 2024 are included in note 2.5 of the Group financial statements.

2. Profit for the year

Disclosures of auditor remuneration in relation to the audit of the LLP financial statements are included within note 7 of the Group financial statements.

3. Other operating income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Other income	1,334	936

4. Employee benefit expenses

Employee benefit expenses comprise:

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Wages and salaries	64,979	42,101
Social security costs	6,225	3,882
Other pension costs	6,056	3,790
	77,260	49,773

Notes to the LLP Financial Statements (continued)

5. Members' share of profits

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

	Year ended 31 March 2025 No.	Year ended 31 March 2024 No.
Average number of members	147	97

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Remuneration of highest paid member	2,374	2,004
Average profit per member	485	733

6. Finance income

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Interest on lease receivable	94	107
Total finance expense	94	107

7. Finance expense

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Interest on bank loans	88	-
Interest on debt factoring arrangements	4,275	3,021
Interest on lease liabilities	862	771
Interest on lease dilapidations	85	71
Total finance expense	5,309	3,863

Notes to the LLP Financial Statements (continued)

8. Property plant and equipment

	Leasehold improvements £'000	Fixtures and fittings £'000	IT equipment £'000	Assets under construction £'000	Total £'000
Cost					
At 1 April 2024	3,980	1,523	5	8	5,516
Additions	1,742	1,108	-	13	2,863
Transfers	-	8	-	(8)	-
Disposals	(343)	(140)	-	-	(483)
At 31 March 2025	5,379	2,499	5	13	7,896
Depreciation					
At 1 April 2024	1,940	1,005	5	-	2,950
Charge for the year	534	300	-	-	834
Disposals	(315)	(134)	-	-	(449)
At 31 March 2025	2,159	1,171	5	-	3,335
Net book amount					
At 31 March 2025	3,220	1,328	-	13	4,561
At 31 March 2024	2,040	518	-	8	2,566

9. Intangible assets

	Goodwill £'000	Customer Contracts £'000	Total £'000
Cost			
At 1 April 2024	8,414	3,524	11,938
Additions	-	7,295	7,295
At 31 March 2025	8,414	10,819	19,233
Amortisation			
At 1 April 2024	-	118	118
Charge for the year	-	1,056	1,056
At 31 March 2025	-	1,174	1,174
Net book amount			
At 31 March 2025	8,414	9,645	18,059
At 31 March 2024	8,414	3,406	11,820

Notes to the LLP Financial Statements (continued)

10. Investments

	Investment in associates £'000	Investments in subsidiaries £'000	Total £'000
At 1 April 2023 and 31 March 2024	643	4,750	5,393
Additions	-	257	257
Disposals	(93)	(4,750)	(4,843)
At 31 March 2025	550	257	807

Subsidiary undertakings

Subsidiary	Country of incorporation	Principal activity	Class of share	Holding
MacIntyre Hudson Service Limited	England & Wales	Dormant	Ordinary shares	100%
Blackfriars Tax Solutions LLP	England & Wales	Provision of tax services	Capital	99%
Cell MHA	Guernsey	Provision of insurance services	Insurance shares	100%*
Meston Reid Limited	Scotland	Dormant	Ordinary shares	100%
Moore and Smalley LLP	England & Wales	Provision of professional services	Ordinary shares	100%**
MacIntyre Hudson Ireland Limited	Ireland	Provision of professional services	Ordinary shares	100%**
Baker Tilly Ireland GP Limited	Ireland	Provision of professional services	Ordinary shares	100%**
Baker Tilly Ireland Limited Partnership	Ireland	Provision of professional services	Ordinary shares	100%**
Baker Tilly Ireland Audit Limited	Ireland	Provision of professional services	Ordinary shares	100%**

*MacIntyre Hudson LLP owns 100 insurance shares in White Rock Insurance Company PCC Limited which entitles it to 100% ownership and control of "Cell MHA" that is managed by trustees on behalf of MacIntyre Hudson LLP.

**These entities were acquired during the year ended 31 March 2025.

Notes to the LLP Financial Statements (continued)

10. Investments (continued)

Associate	Country of incorporation	Principal activity	Class of share	Holding
MacIntyre Hudson Holdings Limited[1]	England & Wales	Holding company	A Ordinary shares	Nil
Baker Tilly Global Tax Solutions Limited	Ireland	Development of multinational client opportunities	Ordinary shares	12.5%**
MacIntyre Hudson Advisory Services LLP	England & Wales	Provision of training services	Capital	25%

11. Trade and other receivables

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Amounts falling due within one year:		
Trade receivables	43,241	35,716
Amounts recoverable on contracts	8,249	8,113
Amounts owed from associated companies	5,552	4,349
Amounts owed from group companies	3,339	258
Other receivables	4,958	1,685
Prepayments	5,335	4,196
	70,674	54,317

12. Cash and cash equivalents

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Cash at bank	1,993	6,800

Notes to the LLP Financial Statements (continued)

13. Trade and other payables

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Amounts falling due within one year:		
Trade payables	4,048	3,466
Other payables	6,235	6,290
Social security and other taxes	6,204	4,658
Amounts owed to group companies	931	847
Amounts owed to associates	4,515	71
Accruals	6,932	4,791
Deferred consideration	1,621	3,128
	30,485	23,251
Amounts falling after within one year:		
Deferred consideration	1,610	2,045
	1,610	2,045

14. Borrowings

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Current:		
Bank loans	66	-
	66	-
Non-current:		
Bank loans	994	-
	994	-
Total borrowings	1,060	-

Notes to the LLP Financial Statements (continued)

15. Leases

The LLP as a lessee

Short term or low value lease expense

	31 March 2025 £'000	31 March 2024 £'000
Short-term and low value lease expense	412	385

Right-of-use assets

	Leasehold property £'000	Equipment £'000	Total £'000
Cost			
1 April 2023	18,353	771	19,124
Additions	3,049	23	3,072
Disposals	(550)	-	(550)
At 31 March 2024	20,852	794	21,646
Amortisation			
1 April 2023	4,110	233	4,343
Charge for the year	2,500	192	2,692
Disposals	(482)	-	(482)
At 31 March 2024	6,128	425	6,553
Net book value			
At 31 March 2024	14,724	369	15,093
Cost			
1 April 2024	20,852	794	21,646
Additions	2,890	69	2,959
Disposals	(262)	(84)	(346)
At 31 March 2025	23,480	779	24,259
Amortisation			
1 April 2024	6,128	425	6,553
Charge for the year	2,747	202	2,949
Disposals	(262)	(84)	(346)
At 31 March 2025	8,613	543	9,156
Net book value			
At 31 March 2025	14,867	236	15,103

13. Leases (continued)

Lease liabilities

	Leasehold property £'000	Equipment £'000	Total £'000
1 April 2023	17,208	527	17,735
Additions	2,600	23	2,623
Interest expense	750	21	771
Lease payments	(3,190)	(206)	(3,396)
Disposals	(62)	-	(62)
At 31 March 2024	17,306	365	17,671
1 April 2024	17,306	365	17,671
Additions	2,712	69	2,781
Interest expense	844	18	862
Lease payments	(3,465)	(216)	(3,681)
At 31 March 2025	17,397	236	17,633

Reconciliation of minimum lease payments and present value

	31 March 2025 £'000	31 March 2024 £'000
Within 1 year	3,450	3,599
Later than 1 year and less than 5 years	13,208	12,176
After 5 years	4,223	4,478
Total including interest cash flows	20,881	20,253
Less: interest cash flows	(3,248)	(2,582)
Total principal cash flows	17,633	17,671

<u>The LLP as a lessor</u>

The LLP sublets leased properties which are accounted for as finance leases. The disclosure is included in the consolidated financial statements.

Notes to the LLP Financial Statements (continued)

16. Other provisions

	Year ended 31 March 2025 £'000	Year ended 31 March 2024 £'000
Non-current		
Lease liability dilapidations	1,962	1,777
Professional liability claims	2,825	2,475
	4,787	4,252

17. Related party transactions

The LLP has taken advantage of the exemption under FRS 101 to not disclose key management personnel compensation.

Guarantees

The LLP has provided a guarantee for all outstanding debts and liabilities to which its subsidiary companies; Moore and Smalley LLP, Moore and Smalley C.A Limited, Moore and Smalley Business Services Limited, Moore and Smalley IT Services Limited, Moore and Smalley SE Plus Limited, and Cloud Solutions Holdings Limited, are subject to at the end of the financial year ended 31 March 2025, in accordance with Section 479C of the Companies Act 2006. Further details of this guarantee are provided in Note 1.1.

18. Ultimate controlling party

No one entity or individual has control over the LLP.

19. Post balance sheet events

There are no significant events relating to the LLP other than those disclosed in the consolidated financial statements.

Perivan.com
271869