

Registered number: 03385362

Man Solutions Limited
Annual Report and Financial Statements
for the year ended 31 December 2023

Man Solutions Limited

Company Information

Directors	D A Barber T I M Cruickshank A H J M Forterre J L Fountain (appointed 07 September 2023) A K Pannu-Purewal
Company secretary	R E Sharp E A Woods (appointed 02 May 2023)
Registered number	03385362
Registered office	Riverbank House 2 Swan Lane London EC4R 3AD United Kingdom
Independent auditor	Deloitte LLP 2 New Street Square London EC4A 3BZ United Kingdom

Man Solutions Limited

Contents

Strategic Report	1
Directors' Report	3
Directors' Responsibilities Statement	5
Independent Auditor's Report	6
Profit and Loss Account	10
Balance Sheet	11
Statement of Changes in Equity	12
Notes to the Financial Statements	13

Man Solutions Limited

Strategic Report

The directors of Man Solutions Limited (the "Company") present their Strategic Report and the audited financial statements of the Company for the year ended 31 December 2023.

Principal activities

During the year there were no significant changes to the principal activities of the Company which consisted of the provision of fund distribution services and investment management services for Man Group plc and its subsidiaries (the "Group"). The Company's fellow subsidiary undertaking, Financial Risk Management Limited ("FRM"), transferred its trade to the Company on 1 November 2022 in advance of being placed into liquidation. All FRM's assets and liabilities were also transferred to the Company on this date.

The results for the year ended 31 December 2023 are set out in the Profit and Loss Account on page 10.

Key performance indicators

The Company's turnover, profit before taxation and the net assets as at the Balance Sheet date, demonstrate the Company's performance and position:

Turnover

Turnover, which primarily consists of management fees and performance fees, has decreased by 5% to \$88,235,000 in 2023 from \$92,749,000 in 2022. This is mainly driven by a decrease in performance fees, mostly offset by an increase in management fees as a result of the transfer of business from FRM in November 2022.

Profit before tax

Profit before tax has increased by 190% to \$5,943,000 in 2023 from \$2,052,000 in 2022. This is mainly driven by the transfer of business from FRM, which has resulted in a decrease in Cost of sales as amounts previously due to FRM are now retained by the Company.

Net assets

Net assets have increased by 53% to \$27,645,000 as at 31 December 2023 from \$17,982,000 as at 31 December 2022, driven by the profit for the year and the issue of \$5,026,000 of shares during the year.

As the Company is regulated by the Financial Conduct Authority ("FCA"), the directors monitor compliance with all relevant regulatory capital and liquidity requirements on an ongoing basis and the profit before tax earned in the year.

Principal risks and uncertainties

The Company operates within a robust risk management framework and the Company's risk profile has not changed materially in the year.

Business risk continues to represent the biggest risk to the Company. The investment underperformance of the Company's assets under management is the single biggest risk that may have a material impact on the performance of the Company.

The directors have not identified any market, operational, liquidity and/or climate change risks that are likely to materially impact the performance of the Company in the next year.

The directors will continue to monitor any changes in the operating environment of the Company.

Section 172(1) statement

Under the Companies (Miscellaneous Reporting) Regulations 2018, the Company is required to disclose how its directors have had regard to their duties under section 172(1) (a) to (f) of the Companies Act 2006 ("s.172") during the year.

The directors confirm that during the year ended 31 December 2023, they have acted in a way that they consider, in good faith, to be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have had regard (amongst other matters) to the matters set out under s.172 including the Company's applicable stakeholders.

Strategic Report (continued)

Section 172(1) statement (continued)

The directors are mindful of the Company's purpose and function. Its role is the provision of fund distribution and investment management services for the Group. The Company seeks to further the Group's overall long-term strategy, while also adhering to the policies and procedures comprising the Group's governance framework, and the directors consider that its stakeholders are largely consistent with those identified at Group level, which are discussed in detail within the Stakeholder Engagement section of the Man Group plc 2023 Annual Report. The following key stakeholders have been identified for the Company:

- clients;
- regulators;
- shareholders;
- the environment;
- other Group subsidiaries; and
- business partners and suppliers.

The Group's s.172 statement is integrated across the Governance report of the Group's 2023 Annual Report. The s.172 statement is also available on the Man Group website at www.man.com/regulatory-disclosures.

The Company's Board of directors have the necessary skills and experience required to make decisions on behalf of the Company and identify any potential impacts of their decisions on its stakeholders. The directors take account of the consideration and engagement undertaken at Group level in their decision-making and management of the Company. They believe that s.172 obligations have been considered to an appropriate extent and wish to highlight certain principal decisions taken during the year to illustrate discharge of their s.172 duties.

During the year, the directors approved the allotment of 4,000,000 ordinary shares of £1.00 each in the Company to its shareholder at the time, Man Group UK Limited. As an FCA authorised and regulated company, the directors carefully considered the capital requirements of the Company and resolved that the allotment was in the best interests for the Company.

The directors also approved a distribution in specie of the entire issued share capital of the Company to another company within the Group, Man Investments Finance Limited (the "**Transfer**") as part of a Group rationalisation programme. The directors agreed that the Transfer was most likely to promote the success of the Company, for the benefit of its ultimate shareholder.

The Board is satisfied that any principal decisions made were in the best interests of the Company to promote its long-term success in line with its corporate purpose.

The Group implements responsible investment across its asset classes and the directors of the Company are kept apprised of specific developments relating to ESG across the Company's funds through reporting from the investment management, sales and compliance teams.

Modern Slavery Statement

During the year, the directors approved the Modern Slavery and Transparency Statement (the "Statement") on behalf of the Company pursuant to its commitment to preventing modern slavery within the business and its supply chains. The Statement reflects the policies and controls in place at the Group level, which are implemented by the Company. The Statement is reviewed annually by the Board of Man Group plc, following which it is also adopted by the Company.

This report was approved by the Board and signed on its behalf.



Julie Fountain (Apr 23, 2024 10:44 GMT+1)

J L Fountain

Director

Date: 23 April 2024

Directors' Report

The directors present their report, together with the audited financial statements of the Company, for the year ended 31 December 2023.

Dividends

During the year, the Company did not declare or pay any dividends (2022: \$NIL). The directors do not recommend the payment of a final dividend in respect of the year ended 31 December 2023 (2022: \$NIL).

Directors

The individuals listed within the Company Information section served as directors of the Company for the duration of the year and up to the date of approval of this report, unless otherwise stated.

Qualifying third party indemnity provisions

During the year, the existing and former directors of the Company benefited from a qualifying third-party indemnity provision, and this remains in force at the date of this report. The indemnity is provided by another company within the Group and covers, to the extent permitted by law, any third-party liabilities which directors may incur as a result of their service on the Board.

Going Concern

After making reasonable enquiries the directors have concluded that there is a reasonable expectation that the Company will have adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements. Accordingly, the financial statements have been prepared on a going concern basis.

Future developments

The directors do not expect any development in the Company's business in the next year to be significantly different from its present activities.

Employees

The Company has no employees as all staff servicing the Company are employed by another Group subsidiary.

Energy and Carbon Reporting

Under the Streamlined Energy and Carbon Reporting rules as contained in the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (as amended) (the "LMCGR"), the Company is required to report on carbon emissions and energy use.

The Company is exempt from the reporting requirements as it consumed less than 40,000kWh of energy during the reporting period (para 20D(7)(a), Part 7A, Schedule 7 LMCGR). Accordingly, this disclosure has not been presented.

Financial instruments

The Company has exposure to market, foreign exchange, liquidity, credit, and interest rate risk. Given the absence of external borrowings for the Company, liquidity risk and interest rate risk are not considered material.

The Company's principal financial assets are amounts due from Group undertakings, and as such, the credit risk is mainly attributable to these balances. The Company recognises a loss allowance for any expected credit losses ("ECL") on its financial assets measured at amortised cost. The credit risk is monitored on an ongoing basis, and there is currently no exposure to significant credit risk.

Auditor

Deloitte LLP was reappointed as auditor of the Company and the Group for the year ended 31 December 2023. Under section 487(2) of the Companies Act 2006, Deloitte LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

Man Solutions Limited

Directors' Report (continued)

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

This report was approved by the Board and signed on its behalf.



[Julie Fountain \(Apr 23, 2024 10:44 GMT+1\)](#)

J L Fountain

Director

Date: 23 April 2024

Directors' Responsibilities Statement For the year ended 31 December 2023

The directors are responsible for preparing the Strategic Report, Directors' Report, and 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 101 "Reduced Disclosure Framework".

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

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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards 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 Company will continue in business.

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

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

Independent Auditor's Report to the Members of Man Solutions Limited

Report on the audit of financial statements

Opinion

In our opinion the financial statements of Man Solutions Limited (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 31 December 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the Profit and Loss Account;
- the Balance Sheet;
- the Statement of Changes in Equity;
- the related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

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 Company 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 (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent Auditor's Report to the Members of Man Solutions Limited (continued)

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

Extent to which the audit was considered capable of detecting irregularities, including fraud

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 considered the nature of the Company's industry and its control environment, and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the Company's business sector.

We obtained an understanding of the legal and regulatory frameworks that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act 2006 and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty. These included compliance with Financial Conduct Authority ('FCA') requirements and regulatory capital requirements.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following area, and our procedures performed to address it are described below:

- Performance fees are manually calculated due to being complex and bespoke calculations that are performed less frequently than management fee calculations, increasing the relative risk of misstatement. Further, the accrued estimates are calculated by Man's middle office accountants and are made prior to any invoicing controls. The performance fee calculation requires the use of estimated valuations which can change after the period end. Under auditing standards there is a presumed fraud risk relating to revenue, which we have pinpointed to the accuracy of performance fees due to this balance's importance to stakeholders and link to incentives.

Independent Auditor's Report to the Members of Man Solutions Limited (continued)

Our procedures performed:

- Performed detailed walkthroughs of the performance fee processes, assessing the design and operating effectiveness of the key controls;
- Obtain an understanding of the relevant controls at service organisations;
- Independently agree a sample of calculations to investment management agreements and source documentation, verifying the calculation methodology and the accuracy of the inputs used in the calculation (for example, fee rates, crystallisation dates, fund product profit and relevant benchmarks), testing the arithmetic accuracy of the calculation of the performance fees, challenging any judgements made when interpreting governing documents; and
- For all estimates subsequently finalized and invoiced after the year-end, assessed the recalculated amount and the amounts invoiced against the accrued estimate at the year-end in mid-April

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance and reviewing correspondence with the FCA.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

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

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

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

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.

Independent Auditor's Report to the Members of Man Solutions Limited (continued)

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an 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.



Peter van Daesdonk (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
Date: 23 April 2024

Man Solutions Limited

Profit and Loss Account

For the year ended 31 December 2023

	Note	2023 \$000	2022 \$000
Turnover	4	88,235	92,749
Cost of sales		(58,119)	(81,001)
Gross profit		30,116	11,748
Administrative expenses		(25,632)	(10,052)
Other operating income/(expense)	5	117	(105)
Operating profit		4,601	1,591
Interest receivable and similar income	6	1,453	473
Interest payable and similar expenses	7	(111)	(12)
Profit before tax		5,943	2,052
Tax on profit	10	(1,306)	(390)
Profit for the financial year attributable to owners of the Company		4,637	1,662

All amounts relate to continuing operations.

There were no recognised gains and losses for the current and prior year other than those included in the Profit and Loss Account and hence a Statement of Comprehensive Income has not been prepared.

The notes on pages 13 to 20 form part of these financial statements.

Man Solutions Limited

Balance Sheet

As at 31 December 2023

Registered number: 03385362

	Note	2023 \$000	2022 \$000
Non-current assets			
Debtors: amounts falling due after more than one year	11	<u>74</u>	<u>-</u>
		74	-
Current assets			
Cash at bank and in hand		-	7,250
Debtors	11	<u>61,323</u>	<u>85,344</u>
		61,323	92,594
Current liabilities			
Creditors: amounts falling due within one year	12	<u>(33,752)</u>	<u>(74,529)</u>
		(33,752)	(74,529)
Net current assets		27,571	18,065
Total assets less current liabilities		<u>27,645</u>	<u>18,065</u>
Non-current liabilities			
Provisions	13	<u>-</u>	<u>(83)</u>
		27,645	17,982
Net assets		<u>27,645</u>	<u>17,982</u>
Capital and reserves			
Called-up share capital	15	16,398	11,372
Profit and loss account		<u>11,247</u>	<u>6,610</u>
		27,645	17,982

The financial statements were approved and authorised for issue by the Board and were signed on its behalf by:



Julie Fountain (Apr 23, 2024 10:44 GMT+1)

J L Fountain

Director

Date: 23 April 2024

The notes on pages 13 to 20 form part of these financial statements.

Man Solutions Limited

Statement of Changes in Equity

For the year ended 31 December 2023

	Called-up share capital	Profit and loss account	Total equity
	(Note 15)		
	\$000	\$000	\$000
At 1 January 2022	11,372	4,949	16,321
Profit for the financial year	-	1,662	1,662
Total comprehensive income for the year	-	1,662	1,662
Current tax on share-based payments (Note 10)	-	5	5
Deferred tax on share-based payments (Note 14)	-	(6)	(6)
At 31 December 2022	11,372	6,610	17,982
At 1 January 2023	11,372	6,610	17,982
Profit for the financial year	-	4,637	4,637
Total comprehensive income for the year	-	4,637	4,637
Issue of share capital (Note 15)	5,026	-	5,026
At 31 December 2023	16,398	11,247	27,645

The notes on pages 13 to 20 form part of these financial statements.

Man Solutions Limited

Notes to the Financial Statements For the year ended 31 December 2023

1. General information

The Company is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. The Company was first incorporated on 11 June 1997. The Company's registered office address is stated within the Company Information section.

The nature of the Company's operations and its principal activities are set out in the Strategic Report on page 1.

2. Significant accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

2.1 Basis of preparation

The Company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements' issued by the FRC. Accordingly, these financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework'.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to share-based payments, financial instruments, capital management, income taxes, presentation of a cash-flow statement, standards not yet effective, related party transactions and revenue from contracts with customers. Where required, equivalent disclosures are given in the group accounts of Man Group plc.

The Company's ultimate parent undertaking, Man Group plc includes the Company in its consolidated financial statements. The consolidated financial statements of Man Group plc are prepared in accordance with International Financial Reporting Standards as adopted by the United Kingdom and are publicly available and may be obtained from the address given in note 17 and on the Man Group website.

The financial statements have been prepared on the historical cost basis as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

2.2 Impact of new international reporting standards, amendments, and interpretations

There were no new or amendments to existing accounting standards issued by the International Accounting Standards Board ("IASB") that have had a significant impact on these financial statements.

No standards or interpretations issued and not yet effective are expected to have a material impact on the Company's financial statements.

2.3 Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

2.4 Foreign currency

The financial statements are presented in United States Dollars (USD), which is the currency of the primary economic environment in which the Company operates (its functional currency).

Man Solutions Limited

Notes to the Financial Statements

For the year ended 31 December 2023

2. Significant accounting policies (continued)

2.4 Foreign currency (continued)

Transactions in currencies other than the functional currency are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise.

2.5 Turnover

Fee income is the Company's primary source of revenue, which is derived from the investment management agreements in place with the fund entities. Management and other fees (net of rebates), which include all non-performance related fees, are recognised in the year in which contractual investment management services are provided and do not include any other performance obligations. Fees are generally based on an agreed percentage of the valuation of assets under management and are typically charged in arrears and receivable within one month.

Performance fees (net of rebates) relate to the performance of the funds managed during the year and are recognised when the performance obligation has been met, whereby the fee has crystallised and can be reliably estimated. This is generally at the end of the performance period or upon early redemption by a fund investor. Until the performance period ends, market movements could significantly move the net asset value ("NAV") of the fund products. The Company will typically only earn performance fees on any positive investment returns in excess of the high-water mark, meaning it will not be able to earn performance fees with respect to positive investment performance in any year following negative performance until that loss is recouped, at which point a fund investor's investment surpasses the high-water mark. Once crystallised, performance fees typically cannot be clawed back. There are no other performance obligations or services provided which suggest these have been earned either before or after crystallisation date.

Rebates, which relate to repayments of management and performance fees charged, typically to institutional investors, are recognised in the period in which the associated fees for services are provided. Rebates are presented net within turnover.

The Company also receives revenue from intercompany service fee income (amounts recharged to other group undertakings) in respect of the provision of fund distribution services. Intercompany service fee income is recognised in the year in which the services are provided.

2.6 Cost of sales

Cost of sales comprises third party administration fees and amounts recharged by other group undertakings in respect of delegated investment management services, which are recognised as incurred.

2.7 Costs

Costs such as administrative expenses incurred in the operations of the business are recognised as incurred.

2.8 Other operating income/(expense)

Other operating income/(expense) relates to foreign exchange gains/(losses) and are recognised as realised.

Man Solutions Limited

Notes to the Financial Statements For the year ended 31 December 2023

2. Significant accounting policies (continued)

2.9 Interest income/(expense)

Interest income/(expense) is recognised using the effective interest rate method. In calculating interest income/(expense), the effective interest rate is applied to the gross carrying amount of the asset, when the asset is not impaired or to the amortised cost of the liability for interest expense. For financial assets that have been impaired after initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer impaired the interest income calculation reverts to the gross carrying amount.

2.10 Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the Profit and Loss Account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Current tax is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Profit and Loss Account because it excludes items of income or expense that are taxable or deductible in other years, in addition to items that are never taxable or deductible.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised, or the deferred income tax liability is settled.

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

2.11 Provisions

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, considering the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

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

In the application of the Company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions, which are reviewed on an ongoing basis, are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Man Solutions Limited

Notes to the Financial Statements

For the year ended 31 December 2023

3. Judgements in applying accounting policies and key sources of estimation uncertainty (continued)

The directors have determined that there are no significant areas of judgement or key sources of estimation uncertainty that have a material impact on the Company's financial statements.

The directors have also considered the possible impact of climate change on the estimates and assumptions used in the preparation of the Company's financial statements and have concluded there are no key assumptions concerning the future or other key sources of estimation uncertainty at the reporting date that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

4. Turnover

An analysis of the Company's turnover is as follows:

	2023	2022
	\$000	\$000
Management and other fees	47,936	26,528
Performance fees	27,462	57,051
Intercompany service fee income	12,837	9,170
	<u>88,235</u>	<u>92,749</u>

Analysis of the Company's turnover by geographical location is set out below, which is based on the registered domicile of the relevant fund entity or the country of domicile of the group undertaking from which the Company received the fee income:

	2023	2022
	\$000	\$000
United Kingdom	4,800	2,397
Rest of Europe	9,493	7,394
Rest of the world	73,942	82,958
	<u>88,235</u>	<u>92,749</u>

5. Other operating income/(expense)

	2023	2022
	\$000	\$000
Net foreign exchange gains/(losses)	117	(105)
	<u>117</u>	<u>(105)</u>

6. Interest receivable and similar income

	2023	2022
	\$000	\$000
Bank deposits	40	-
Interest receivable from group companies	1,413	473
	<u>1,453</u>	<u>473</u>

Man Solutions Limited

Notes to the Financial Statements For the year ended 31 December 2023

7. Interest payable and similar expenses

	2023	2022
	\$000	\$000
Interest payable to group companies	111	12
	<u>111</u>	<u>12</u>

8. Auditor's remuneration

The Company paid the following amounts to its auditor in respect of the audit of the financial statements and for other services provided to the Company:

	2023	2022
	\$000	\$000
Fees for the audit of the Company	85	77
Non-audit services	7	6
	<u>92</u>	<u>83</u>

9. Employees and Directors

The Company has no employees, which is consistent with the prior year.

The directors of the Company did not receive any remuneration (2022: \$NIL). The directors of the Company were all remunerated by another entity within the Group for their services to the Group as a whole. It is not practicable to allocate their remuneration between their services as directors of the Company and the remuneration received from employment. The directors receive no incremental emoluments for their services to the Company.

10. Taxation

	2023	2022
	\$000	\$000
Corporation tax		
Current tax on profits for the year	1,383	390
Adjustments in respect of prior periods	(3)	-
	<u>1,380</u>	<u>390</u>
Total current tax	<u>1,380</u>	<u>390</u>
Deferred tax		
Origination and reversal of timing differences	15	-
Changes to tax rates	(2)	-
Adjustments in respect of prior periods	(87)	-
	<u>(74)</u>	<u>-</u>
Total deferred tax (Note 14)	<u>(74)</u>	<u>-</u>
Total tax expense	<u>1,306</u>	<u>390</u>

Man Solutions Limited

Notes to the Financial Statements For the year ended 31 December 2023

10. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2022: the same as) the applicable rate of corporation tax in the UK of 23.5% (2022: 19%). The differences are explained below:

	2023	2022
	\$000	\$000
Profit before tax	5,943	2,052
Profit multiplied by applicable rate of corporation tax in the UK of 23.5% (2022: 19%)	1,398	390
Effects of:		
Adjustments in respect of prior periods	(90)	-
Impact of tax rate changes	(2)	-
Total tax expense	<u>1,306</u>	<u>390</u>

Factors that may affect future tax charges

As enacted on 10 June 2021, the headline corporation tax rate in the UK increased from 19% to 25% from 1 April 2023. Deferred tax has been recognised, where relevant, at the rate expected to apply when the related deferred tax asset is realised, or the deferred tax liability is settled.

In addition to the amount charged to the Profit and Loss Account, the following amounts relating to tax have been recognised directly in equity:

	2023	2022
	\$000	\$000
Current tax		
Share based payments	-	(5)
Total income tax recognised directly in equity	<u>-</u>	<u>(5)</u>

Man Solutions Limited

Notes to the Financial Statements For the year ended 31 December 2023

11. Debtors

Amounts falling due within one year

	2023	2022
	\$000	\$000
Trade debtors	1,411	2,256
Amounts owed by group undertakings	31,490	23,039
Prepayments and accrued income	28,422	60,049
	<u>61,323</u>	<u>85,344</u>

No balances are overdue and, under the expected credit loss model of IFRS 9, no impairment loss has been recognised at 31 December 2023 (2022: \$NIL).

Amounts falling due after more than one year

	2023	2022
	\$000	\$000
Deferred taxation	74	6
	<u>74</u>	<u>6</u>

12. Creditors: amounts falling due within one year

	2023	2022
	\$000	\$000
Amounts owed to group undertakings	30,215	68,339
Corporation tax liability	1,383	385
Accruals and deferred income	2,154	5,805
	<u>33,752</u>	<u>74,529</u>

13. Provisions

	2023
	\$000
At 1 January 2023	83
Credited to profit or loss	(24)
Unused amounts reversed during the year	(59)
At 31 December 2023	<u>-</u>

The provisions balance that was previously recognised by the Company related to fund liquidation provisions required to support the imminent closure of funds where the Company is the appointed investment manager. All the funds have now been closed and the remaining provision was credited to the Profit and Loss Account.

Man Solutions Limited

Notes to the Financial Statements For the year ended 31 December 2023

14. Deferred tax

	2023	2022
	\$000	\$000
At 1 January	-	6
Adjustments in respect of prior periods	87	-
Charged to equity	-	(6)
Charged to profit or loss	(13)	-
At 31 December	<u>74</u>	<u>-</u>

15. Share capital

	2023	2022
	\$000	\$000
Allotted, called-up and fully-paid		
11,300,002 (2022: 7,300,002) ordinary shares of £1.00 each	<u>16,398</u>	<u>11,372</u>
	<u>16,398</u>	<u>11,372</u>

On 3 May 2023, the Company issued 4,000,000 ordinary shares at par value, which were translated into USD using the exchange rate on that date, being \$1.2564 to £1. The shares issued by the Company in previous years were converted into USD at the exchange rate at the date of the Company's functional currency change, the fixed rate being \$1.5578 to £1.

16. Related party transactions

The Company has taken advantage of the exemption under the provisions of FRS 101 from disclosing transactions with other wholly owned group entities since the Company is a wholly owned subsidiary of Man Group plc, the consolidated financial statements of which are publicly available.

During the year and the preceding year there have been no transactions with related parties other than wholly owned Group entities.

17. Controlling party

In the opinion of the directors, the Company's ultimate parent company and ultimate controlling party is Man Group plc, a company registered in Jersey. The immediate parent undertaking and controlling party is Man Investments Finance Limited ("MIFL"), a company registered in England and Wales.

On 4 August 2023, the Company's previous immediate parent undertaking and controlling party, Man Group UK Limited, made an in-specie distribution consisting of the entire share capital of the Company to another group entity, MIFL. The immediate parent undertaking and controlling party from 4 August 2023 was MIFL.

The smallest and largest group of undertakings that prepares consolidated accounts of which the Company is a member is Man Group plc. The financial statements of the Company are available from the Company's registered office address.

The group financial statements of Man Group plc are available from 22 Grenville Street, St Helier, Jersey, JE4 8PX and on the Man Group website.