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PricewaterhouseCoopers LLP Members' report and financial statements for the year ended 30 June 2017

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Contents

Members' report for the year ended 30 June 2017

The members present their report and the audited consolidated financial statements of PricewaterhouseCoopers LLP ('the LLP') and its subsidiary undertakings (together 'the Group') for the year ended 30 June 2017.

Principal activities

The principal activity of the LLP and the Group is the provision of professional services.

Governance

During the year ended 30 June 2017, the governance structure of the LLP primarily comprised:

- An Executive Board responsible for developing and implementing the LLP's policies and strategy and for its direction and management.
- A Clients and Markets Executive responsible for overseeing the LLP's client-facing and market activities.
- A Supervisory Board which considers, reviews and gives guidance to the Executive Board on matters which the Supervisory Board considers to be of concern to the members, having regard to the interests and wellbeing of the LLP as a whole. The Audit and Risk Committee, a sub-committee of the Supervisory Board, monitors and reviews the integrity of the Group's financial statements.
- A Public Interest Body responsible for considering the public interest aspects of the LLP.

Subsequent to the year ended 30 June 2017, the Management Board became responsible for the policies, strategy, direction and management of the LLP. The Executive Board and the Clients and Markets Executive became committees of the Management Board, with the Executive Board responsible for execution of the policies, strategy and management of the LLP.

Designated members

The designated members (as defined in the Limited Liability Partnerships Act 2000) of the LLP during the whole of the year up to 30 June 2017 were Kevin Ellis and Warwick Hunt.

Members' capital

The Group is financed through a combination of members' capital, undistributed profits and borrowing facilities. Members' capital contributions totalling £231m (2016: £233m) are determined by the Executive Board with the approval of the Supervisory Board, having regard to the working capital needs of the business. They are set by reference to an individual member's equity unit profit share and are repayable following the member's retirement.

Members' profit shares and drawings

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 final allocation and distribution of profit to individual members is made by the Executive Board, once their individual performance has been assessed and the annual financial statements have been approved. The Supervisory Board approves the process and oversees its application.

Each member's profit share comprises three interrelated profit-dependent components:

- Responsibility income – reflecting the member's sustained contribution and responsibilities.
- Performance income – reflecting how a member and their team(s) have performed.
- Equity unit income – reflecting the overall profitability of the LLP.

Each member's performance income, which in the current year represents on average approximately 38% of their profit share (2016: 37%), is determined by assessing achievements against an individually tailored balanced scorecard of objectives, based on the member's role. These objectives include ensuring the delivery of quality services and the maintenance of independence and integrity. There is transparency among the members over the total income allocated to each individual.

A portion of the income of certain members who joined the LLP under the terms of the Strategy& acquisition is guaranteed and therefore classified in the income statement as members' remuneration charged as an expense.

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 Executive Board, with the approval of the Supervisory Board, sets the level of members' monthly drawings, based on a percentage of their individual responsibility income.

Going concern

The Executive Board has a reasonable expectation that the LLP has adequate financial resources to meet its operational needs for the foreseeable future and therefore the going concern basis has been adopted in preparing the financial statements.

Statement of members' responsibilities in respect of the financial statements

The Companies Act 2006, as applied to limited liability partnerships, requires members to prepare financial statements for each financial year, which give a true and fair view of the state of affairs of both the LLP and the Group, and of the profit or loss of the Group for that period. In preparing those financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently, subject to any changes disclosed and explained in the financial statements;
- 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 assume that the LLP or Group will continue in business.

The members are also responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the LLP and the Group, and enable them to ensure that the financial statements comply with the Companies Act 2006, as applied to limited liability partnerships.

The members are also responsible for safeguarding the assets of the LLP and the Group, and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

These responsibilities are fulfilled by the Executive Board on behalf of the members.

The Executive Board confirms that it has complied with the above requirements in preparing the financial statements.

Signed on 4 August 2017 on behalf of the Executive Board by:

Kevin Ellis
Chairman and Senior Partner

Warwick Hunt
Chief Operating Officer and
Managing Partner – International

Independent auditor's report to the members of PricewaterhouseCoopers LLP

Report on the audit of the financial statements

Opinion

We have audited the financial statements of PricewaterhouseCoopers LLP (the 'parent LLP') and its subsidiaries (together 'the Group') for the year ended 30 June 2017, which comprise:

- the Group income statement and statement of comprehensive income for the year ended 30 June 2017;
- the Group and parent LLP statements of financial position as at 30 June 2017;
- the Group and parent LLP statements of cash flows and statements of changes in members' equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards ('IFRS') as adopted by the European Union.

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the parent LLP's affairs as at 30 June 2017 and of the Group's profit and of the Group's and parent LLP's cash flows for the year then ended;
- the Group financial statements have been properly prepared in accordance with IFRS as adopted by the European Union;
- the parent LLP's financial statements have been properly prepared in accordance with IFRS as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006, as applied to limited liability partnerships; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006, as applied to limited liability partnerships.

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 to limited liability partnerships. Our audit work has been undertaken so that we might state to the parent 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 parent LLP and the parent LLP's members as a body for our audit work, for this report, or for the opinions we have formed.

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 below 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, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We consider that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the members' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the members have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Group's and the parent LLP's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Overview of our audit approach

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 evaluate the impact of misstatements identified.

Based on our professional judgement, we determined overall materiality for the Group's financial statements as a whole to be £30m (2016: £30m). In determining this, we considered a range of benchmarks with specific focus on 0.75% of Group revenue, 5% of Group profit for the financial year, 2% of Group total assets and 3% of Group net assets.

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.

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

We agreed with the Audit and Risk Committee to report to it all identified errors in excess of £0.5m (2016: £0.5m). Errors below that threshold would also be reported if, in our opinion as auditor, disclosure was required on qualitative grounds.

Overview of the scope of our audit
The financial reporting function for the Group and its material subsidiaries are centralised in one operating location with the exception of the Middle East group of subsidiaries. Our audit was conducted from the main operating location and all material subsidiaries, including the Middle East group of subsidiaries, were within the scope of our audit testing.

For the Middle East group of subsidiaries, in order to obtain sufficient audit evidence for the purposes of our audit opinion, a member firm of the Crowe Horwath International network undertook specified audit procedures in the Middle East under our direction and supervision. We visited the Middle East twice, reviewed the work of the component auditors and discussed matters with local management and the component auditors.

Key audit matters
In preparing the financial statements, the Executive Board, on behalf of the members, made a number of subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. We focused our work primarily on these areas by assessing the Executive Board's judgements against available evidence, forming our own judgements and evaluating the disclosures in the financial statements. We also addressed the risk of management override of controls, including evaluating whether there was evidence of bias by the Executive Board, which may represent a risk of material misstatement, especially in areas of critical accounting estimates and judgements as outlined in note 1.

In our audit, we tested and examined information, using sampling and other auditing techniques, to the extent we considered necessary to provide a reasonable basis for us to draw conclusions. We obtained audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both. In determining the key audit matters we noted the following changes from the prior year:

- The assessment of the Strategy& business combination as a significant audit risk was specific for the year ended 30 June 2016, being the year of acquisition.
- The assessment of goodwill impairment as a significant audit risk has been revised as there are no indications of any material impairment.

There have been no other changes in the Group's overall operations during the current year that significantly impacted our audit. Therefore, our assessment of the most significant risks of material misstatement and resulting key audit matters, which are those risks having the greatest effect on the audit strategy and requiring particular focus, are otherwise the same as in the prior year and are detailed below.

This is not a complete list of all risks identified by our audit.

Independent auditor's report to the members of PricewaterhouseCoopers LLP continued

Key audit matter	How the scope of our audit addressed the key audit matter
Revenue recognition and the valuation of unbilled amounts for client work	
The Group enters into a broad range of client contract types. The timing of revenue recognition on these contracts is dependent on the fulfilment of contractual terms, which can be complex and involve subjective judgements on contract completeness and recoverability. Judgements are also required in assessing the fair value of unbilled amounts for client work. The fair value of unbilled revenue on client assignments is included within note 1 as an area of critical accounting estimate and judgement. The accounting policy for revenue is outlined in note 2. The disclosure of unbilled amounts for client work and progress billings for client work is included within notes 13 and 15 respectively.	We selected a sample of client assignments focusing on material contracts and contracts that met certain identified risk criteria. Contract terms were examined and relevant information obtained from the client engagement team. The justification for the stage of contract completeness, revenue recognised, provisions held against unbilled amounts for client work and the assessment of the fair value of unbilled revenue at the year end were appropriately challenged, reviewed and discussed with engagement teams and line of service management and supporting evidence obtained. In each case we checked that revenue had been recognised in line with contractual terms and the Group's stated revenue recognition policy. We also considered the judgements made by engagement teams and by line of service management in light of the evidence provided. We found no material misstatements arising from our testing. We consider the disclosure in note 2 to the financial statements to be appropriate having given specific regard to this being an area of critical accounting estimate and judgement.
Provision for claims and regulatory proceedings	
Disputes arise in the normal course of business. We focused on this area because of the potential financial impact that a major claim or regulatory proceeding could have on the Group and because of the uncertainties involved, including the need to exercise judgement. Provisions in respect of claims and regulatory proceedings are included within note 1 as an area of critical accounting estimate and judgement. The disclosure of amounts for claims and regulatory proceedings is outlined in note 17.	We met with the Group's general counsel to discuss client claims and actions by regulatory bodies. We examined these matters and considered the processes for ensuring the completeness of the reporting of claims and for assessing the risk of unrecorded claims. We examined the Group's insurance arrangements and considered the impact of those terms and the level of cover on the provisions made. We consider the judgements made by management in determining the provision for claims and regulatory proceedings to be reasonable in light of the evidence available to the date of this report. We consider the disclosure in note 17 to the financial statements to be appropriate having given specific regard to this being an area of critical accounting estimate and judgement.

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.

Independent auditor's report to the members of PricewaterhouseCoopers LLP continued

Other information

Other information comprises the members' report, which is published with the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the members' report and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the members' report and, in doing so, consider whether it 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 there is a material misstatement in the financial statements or a material misstatement of the members' report. If, based on the work we have performed, we conclude that there is a material misstatement of the members' report, 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 no exceptions to report in respect of the following matters which the Companies Act 2006, as applied to limited liability partnerships, requires us to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the parent LLP, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent LLP's financial statements are not in agreement with the accounting records and returns.

Responsibilities of the members for the financial statements

As explained more fully in the Statement of members' responsibilities in respect of the financial statements set out on page 2, the members are responsible for the preparation of the Group's and parent 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 parent LLP's ability to continue as a going concern and for using the going concern basis of accounting unless the members either intend to liquidate the Group or the parent 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.

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 set out on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Nigel Bostock.

Nigel Bostock
(Senior Statutory Auditor)

for and on behalf of
Crowe Clark Whitehill LLP
Statutory Auditors
London

4 August 2017

Consolidated income statement for the year ended 30 June 2017

	Note	2017 £m	2016 £m	Increase (Decrease)
Revenue	2	3,598	3,437	5%
Expenses and disbursements on client assignments		(453)	(432)	5%
Net revenue		3,145	3,005	5%
Staff costs	3	(1,620)	(1,537)	5%
Depreciation, amortisation and impairment	4	(68)	(55)	
Other operating charges	4	(588)	(541)	9%
Operating profit		869	872	–
Finance income	5	4	2	
Finance expense	5	(8)	(6)	
Profit on ordinary activities before taxation and members' remuneration		865	868	–
Tax expense in subsidiary entities	6	(41)	(36)	
Profit for the year before members' remuneration		824	832	(1)%
Members' remuneration charged as an expense	7	(2)	(3)	
Profit for the year		822	829	(1)%
Profit for the year attributable to:				
Members	22	717	747	(4)%
Non-controlling interests	22	105	82	28%
Profit for the year		822	829	(1)%

Consolidated statement of comprehensive income for the year ended 30 June 2017

	Note	2017 £m	2016 £m
Profit for the year		822	829
Other comprehensive (expense) income			
Items that may be reclassified subsequently to profit or loss:			
Cash flow hedges	24	(9)	7
Translation of foreign operations	22	(1)	9
Remeasurements of restricted assets held in the reservoir trust	12	(1)	–
Items that will not be reclassified to profit or loss:			
Remeasurements of retirement benefits	21	(170)	50
Other comprehensive (expense) income for the year		(181)	66
Total comprehensive income for the year		641	895
Total comprehensive income for the year attributable to:			
Members		537	804
Non-controlling interests		104	91
Total comprehensive income for the year		641	895

Cash flow hedges are disclosed net of tax in the consolidated statement of comprehensive income. There is no tax on any other component of other comprehensive (expense) income.

Statements of financial position at 30 June 2017

	Note	Group 2017 £m	Group 2016 £m	LLP 2017 £m	LLP 2016 £m
Non-current assets					
Property, plant and equipment	8	180	186	–	–
Goodwill	9	82	79	6	6
Other intangible assets	9	25	33	–	–
Investments in subsidiaries	10	–	–	57	60
Interests in joint ventures and associates	11	2	2	–	–
Other investments	12	56	33	40	21
Deferred tax asset	20	5	3	–	–
Retirement benefit asset	21	–	92	–	92
		350	428	103	179
Current assets					
Trade and other receivables	13	1,194	1,179	863	785
Cash and cash equivalents	14	75	214	38	145
		1,269	1,393	901	930
Total assets		1,619	1,821	1,004	1,109
Current liabilities					
Trade and other payables	15	(760)	(776)	(494)	(368)
Corporation tax		(30)	(27)	–	–
Borrowings	16	(106)	(113)	–	–
Members' capital	18	(11)	(9)	(11)	(9)
		(907)	(925)	(505)	(377)
Non-current liabilities					
Provisions	17	(81)	(54)	(38)	(12)
Members' capital	18	(220)	(224)	(220)	(224)
Other non-current liabilities	19	(96)	(91)	–	–
Retirement benefit obligation	21	(48)	–	(48)	–
		(445)	(369)	(306)	(236)
Total liabilities		(1,352)	(1,294)	(811)	(613)
Net assets		267	527	193	496
Equity					
Members' reserves	22	310	559	193	496
Non-controlling interests	22	(43)	(32)	–	–
Total equity		267	527	193	496
Members' interests					
Members' capital	18	231	233	231	233
Members' reserves	22	310	559	193	496
Total members' interests	22	541	792	424	729

The exemption under section 408 of the Companies Act 2006 from presenting the parent LLP's income statement has been taken. The LLP's profit for the year ended 30 June 2017 was £660m (2016: £799m).

The financial statements on pages 7 to 43 were authorised for issue and signed on 4 August 2017 on behalf of the members of PricewaterhouseCoopers LLP, registered number OC303525, by:

Kevin Ellis
Chairman and Senior Partner

Warwick Hunt
Chief Operating Officer and
Managing Partner – International

Statements of cash flows for the year ended 30 June 2017

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Cash flows from operating activities				
Profit for the year	822	829	660	799
Tax on profits	41	36	–	–
Adjustments for:				
Depreciation, amortisation and impairment	68	55	5	3
Finance income	(4)	(2)	(4)	(2)
Finance expense	8	6	–	–
Foreign exchange gains on operating activities	–	(4)	–	(3)
Income from investments	–	–	(12)	(162)
Changes in working capital (excluding the effects of acquisitions):				
Increase in trade and other receivables	(22)	(116)	(78)	(81)
(Decrease) increase in trade and other payables	(16)	(2)	130	(32)
Increase (decrease) in provisions and other non-current liabilities	30	47	25	(1)
Movement in retirement benefits	(28)	(23)	(28)	(23)
Cash generated from operations	899	826	698	498
Tax paid by corporate subsidiaries	(40)	(30)	–	–
Net cash inflow from operating activities	859	796	698	498
Cash flows from investing activities				
Purchase of property, plant and equipment	(39)	(49)	–	–
Proceeds from sale of property, plant and equipment	1	3	–	–
Purchase of intangible assets	(8)	(8)	–	–
Purchase of other businesses (net of cash acquired)	(4)	(7)	–	–
Purchase of investments	(30)	(14)	(25)	(4)
Purchase of interests in joint ventures	–	(2)	–	–
Proceeds from capital repayments by joint ventures	–	1	–	–
Proceeds from capital repayments by subsidiary undertakings	–	–	–	6
Interest received	2	1	2	1
Income received from investments	–	–	12	155
Net cash (outflow) inflow from investing activities	(78)	(75)	(11)	158
Cash flows from financing activities				
Payments to members	(792)	(741)	(792)	(741)
Payments to non-controlling interests	(113)	(107)	–	–
Interest paid	(6)	(5)	–	–
Proceeds from borrowings	–	69	–	–
Repayment of borrowings	(7)	–	–	–
Capital contributions by members	26	43	26	43
Capital repayments to members	(28)	(19)	(28)	(19)
Net cash outflow from financing activities	(920)	(760)	(794)	(717)
Net decrease in cash and cash equivalents	(139)	(39)	(107)	(61)
Cash and cash equivalents at beginning of year	214	253	145	206
Cash and cash equivalents at end of year (note 14)	75	214	38	145

Statements of changes in members' equity for the year ended 30 June 2017

	Group			LLP
	Available for division among members £m	Attributable to non-controlling interests £m	Total £m	Total £m
Balance at beginning of prior year (note 22)	496	(16)	480	388
Profit for the year	747	82	829	799
Other comprehensive income for the year	57	9	66	50
Total comprehensive income	804	91	895	849
Allocated profit in the year	(741)	(107)	(848)	(741)
Transactions with owners	(741)	(107)	(848)	(741)
Balance at end of prior year (note 22)	559	(32)	527	496
Profit for the year	717	105	822	660
Other comprehensive expense for the year	(180)	(1)	(181)	(171)
Total comprehensive income	537	104	641	489
Allocated profit in the year	(792)	(113)	(905)	(792)
Effect of business transfer (note 10)	6	(2)	4	–
Transactions with owners	(786)	(115)	(901)	(792)
Balance at end of year (note 22)	310	(43)	267	193

1 Basis of preparation

These financial statements consolidate the results and financial position of PricewaterhouseCoopers LLP ('the LLP') and its subsidiary undertakings (together 'the Group').

Accounting policies that relate to the financial statements as a whole are set out below, while those that relate to specific areas of the financial statements are shown in the corresponding note. All accounting policies have been consistently applied to all the years presented.

The financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRS') and IFRS Interpretation Committee ('IFRS IC') interpretations, as adopted by the European Union, and with those parts of the Companies Act 2006 applicable to limited liability partnerships ('LLPs') reporting under IFRS.

The financial statements have been prepared on a going concern basis under the historical cost convention, except as otherwise described in the accounting policies.

As permitted by section 408 of the Companies Act 2006, as applied to LLPs, no separate income statement is presented for the LLP.

New standards and interpretations adopted in the year

During the year, the Group adopted amendments to IFRS 5 'Non-current assets held for sale and discontinued operations', IFRS 11 'Joint arrangements', IAS 1 'Presentation of financial statements', IAS 16 'Property, plant and equipment', IAS 19 'Employee benefits', IAS 27 'Separate financial statements' and IAS 38 'Intangible assets'. These changes have not had a significant impact on the financial statements.

New standards and interpretations not yet adopted

The following IFRS standards and IFRS IC interpretations have been issued by the IASB and have not been early adopted:

- IFRS 9 'Financial instruments' addresses the classification, measurement and recognition of financial assets and financial liabilities and replaces the guidance in IAS 39. The standard requires the implementation of the expected loss model for impairment and requires all investments, other than investments in subsidiaries, associates and joint ventures, to be measured at fair value. IFRS 9 will become effective for the accounting period to June 2019 and is not expected to have a material impact on the Group's results.
- IFRS 15 'Revenue from contracts with customers' addresses the recognition and measurement of revenue and replaces IAS 18 'Revenue' and IAS 11 'Construction contracts'. While the details of the Group's revenue accounting policy will change as a result of adopting IFRS 15, the current accounting policy is broadly in line with the new standard. These accounting policy changes are not expected to have a significant impact on the timing or value of the Group's revenue. The most significant impact on the Group will be the more detailed monitoring of separate performance obligations on some engagements. IFRS 15 will become effective for the accounting period to June 2019.
- IFRS 16 'Leases' replaces IAS 17 and addresses the definition, recognition and measurement of leases. The key change arising from IFRS 16 is that most operating leases will be accounted for on balance sheet as a right-of-use asset and a lease liability based on discounted future lease payments. The asset will be depreciated over its useful economic life while the lease payment will be apportioned between a capital repayment of the lease liability and a finance charge. Had the Group adopted IFRS 16 at 30 June 2017, the effect under the modified retrospective approach would have been to recognise a right-of-use asset and a lease liability estimated at £640m. IFRS 16 will become effective for the accounting period to June 2020, subject to EU endorsement.
- IFRS 17 'Insurance contracts', IFRIC 22 'Foreign currency transactions and advance consideration' and IFRIC 23 'Uncertainty over income tax treatments' become effective for the accounting periods to June 2022, June 2019 and June 2020 respectively, subject to EU endorsement. These IFRS standards and IFRS IC interpretations will have no impact on the Group's results.

1 Basis of preparation continued

Critical accounting estimates and judgements
The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and the disclosure of contingent assets and liabilities.

The estimates and judgements are continually evaluated and are based on historical experience and other factors, including market data and expectations of future events that are believed to be reasonable and constitute management's best judgement at the date of the financial statements. In the future, actual experience could differ from those estimates, and adjustments could be required in future periods. Where appropriate, present values are calculated using discount rates reflecting the currency and maturity of the items being valued.

Set out below is a summary of the principal estimates and judgements that could have a significant effect upon the Group's financial results:

- Revenue recognition and the valuation of unbilled amounts for client work (note 2) – estimating the stage of contract completion, including estimating the costs still to be incurred, assessing the likely engagement outcome and assessing the recoverability of unbilled amounts for client work.
- Provisions for claims and regulatory proceedings (note 17) – assessing the probable outcome of claims and regulatory proceedings and estimating the level of costs likely to be incurred in defending and concluding such matters.
- Defined benefit schemes (note 21) – determining the actuarial assumptions to be applied in estimating the defined benefit obligation for each scheme, with the key actuarial assumptions being discount rate, inflation and life expectancy.
- Goodwill carrying value (note 9) – determining the appropriate cash generating units to which goodwill is allocated and estimating their value in use, with the key assumptions being future trading growth, profitability and cash flows.
- Financial instruments not traded on an active market (note 24) – estimating the fair value of such instruments, including assumptions regarding future cash flows related to the instruments and determining the appropriate discount rate.

Further details of significant estimates and judgements are set out in the related notes to the financial statements.

Consolidation
Subsidiary undertakings are entities over which the Group has control. Control is defined as the power to direct the entity's relevant activities, exposure to variable returns from involvement with the entity and the ability to use this power to affect the amount of the returns. Subsidiary undertakings are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases. On consolidation, intercompany transactions, balances and unrealised gains and losses on transactions between Group companies are eliminated. Accounting policies of subsidiary undertakings have been amended where necessary to ensure consistency with the policies adopted by the Group.

Foreign currencies
Transactions in foreign currencies are recorded at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated using the rates of exchange at the reporting date and the gains and losses on translation are included in the income statement.

For the purpose of these consolidated financial statements, the results and financial position of each subsidiary undertaking are expressed in sterling, which is the functional currency of the LLP and the presentation currency for the financial statements.

The assets and liabilities of the Group's foreign undertakings are translated at exchange rates prevailing on the reporting date. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising on consolidation on the retranslation of foreign undertakings are recognised in other comprehensive income.

Impairment of non-financial assets
Assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Non-financial assets, other than goodwill, that have suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

2 Revenue

Revenue represents amounts recoverable from clients for professional services provided during the year. Revenue is measured at the fair value of consideration received or receivable on each client assignment, including expenses and disbursements but excluding discounts and Value Added Tax. Revenue is recognised when the amount can be reliably measured and it is probable that future economic benefits will flow.

Fixed fee assignments are recognised over a period of time by reference to the stage of completion of the actual services provided at the reporting date, as a proportion of the total services to be provided.

Success or performance fee assignments are recognised when the right to consideration arises on the legal and commercial completion of the engagement or when the performance-related elements have been met and the Group becomes entitled to the revenue.

Contingent fee assignments, over and above any agreed minimum fee, are recognised when the contingent event occurs.

Time and materials assignments are recognised as services are provided at the fee rate agreed with the client.

Unbilled revenue on individual client assignments is included as unbilled amounts for client work within trade and other receivables. Where individual on-account billings exceed revenue on client assignments, the excess is classified as progress billings for client work within trade and other payables.

3 Staff costs

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Salaries	1,372	1,298	200	57
Social security costs	135	130	26	6
Pension costs in respect of defined contribution schemes (note 21)	113	105	28	7
Past service cost in respect of defined benefit schemes (note 21)	–	4	–	–
	1,620	1,537	254	70

Salaries include wages and salaries, bonuses, employee benefits and termination benefits.

The Group recognises termination benefits when it is demonstrably committed to terminating the employment of current employees before their retirement or providing termination benefits as a result of voluntary severance. During the year ended 30 June 2017, the Group recognised £32m (2016: £8m) and the LLP recognised £13m (2016: £1m) of termination benefits within salaries.

The average monthly number of Group employees during the year was 22,601 (2016: 21,864), including practice support staff of 4,198 (2016: 4,135).

On 31 March 2016, 2,545 employees, including practice support staff of 1,194, were transferred from a subsidiary company to the LLP. The average monthly number of LLP employees during the year was 2,229 (2016: 622), including practice support staff of 1,034 (2016: 292).

4 Other operating costs

Depreciation, amortisation and impairment

	2017 £m	2016 £m
Depreciation of property, plant and equipment (note 8)	44	45
Amortisation of other intangible assets (note 9)	11	10
Impairment of other intangible assets (note 9)	7	–
Impairment of other investments (note 12)	6	–
	68	55

Other operating charges

Other operating charges include:

	2017 £m	2016 £m
Operating lease rentals:		
Land and buildings	70	66
Plant and machinery	7	7
	77	73

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Rental payments made under operating leases are charged to the income statement on a straight-line basis over the period of the lease. Lease incentives are recognised on a straight-line basis over the lease term as a reduction of rental expense.

Details of the Group's total commitments made under non-cancellable operating leases are provided in note 23.

Other operating charges comprise people related costs, such as recruitment and training, and firmwide overheads including operating lease rentals, other property costs, IT and marketing.

Total fees and expenses payable to the auditors, Crowe Clark Whitehill LLP, for the year ended 30 June 2017 were £0.5m (2016: £0.5m). This comprised audit fees of £0.4m (2016: £0.4m) relating to the LLP and Group consolidation and other service fees of £0.1m (2016: £0.1m) relating to the audit of subsidiary companies and audit related assurance.

5 Finance income and expense

	2017 £m	2016 £m
Finance income		
Interest receivable	2	1
Net interest income on pension schemes (note 21)	2	1
	4	2
Finance expense		
Interest payable	(6)	(5)
Unwinding of discount on provisions (note 17)	(2)	(1)
	(8)	(6)
Net finance expense	(4)	(4)

6 Tax expense in subsidiary entities

Income tax payable on the profits of the LLP and other LLPs consolidated within the Group is solely the personal liability of the individual members of those LLPs and consequently is not dealt with in these financial statements.

Certain subsidiary entities consolidated in these financial statements are subject to taxes on their own profits and this tax expense is reported in these consolidated financial statements. The tax expense is the sum of the current and deferred tax charges of those entities and is calculated using tax rates that have been enacted or substantially enacted at the reporting date. Current and deferred taxes are recognised in the income statement, except where they relate to items that are recognised in other comprehensive income, in which case they are recognised in other comprehensive income.

The tax expense included within the consolidated income statement is:

	2017 £m	2016 £m
Current tax on income of subsidiary entities for the year	43	38
Deferred tax movements (note 20)	(2)	(2)
Tax expense in subsidiary entities	41	36

The following table reconciles the tax expense at the standard rate to the actual tax expense:

	2017 £m	2016 £m
Profit on ordinary activities of subsidiary entities before tax	179	156
Tax expense at UK standard rate of 19.75% (2016: 20%)	35	31
Impact of items not deductible for tax purposes	5	5
Adjustment to tax charge in respect of prior years	(1)	(1)
Effect of different tax rates across the Group	2	1
	41	36

7 Members' profit shares

The final allocation and distribution of profit to individual members is made after the financial statements have been approved. The member with the largest entitlement to profit is the Chairman who held office during the course of the year. The Executive Board and the Clients and Markets Executive represent key management personnel for the purposes of these financial statements.

Each member's actual distributable profit is calculated after deducting their personal obligations to make annuity payments to certain former members and after equity adjustments. Distributable profit shares are presented on a before tax basis as this is considered a more relevant measure of the Group's profitability. Tax comprises members' personal tax and National Insurance contributions, payable on current year distributable profits, and corporation tax on subsidiary profits.

The distributable profit shares before tax for the year ended 30 June are:

	2017 Estimate	2016 Actual	2016 Estimate
Average per member (excluding members on secondment overseas)	£652,000	£706,000	£706,000
Chairman who held office during the course of the year	£3.1m	£3.8m	£3.8m
Executive Board and Clients and Markets Executive (2017: 12 members; 2016: 12 members)	£19.8m	£22.8m	£22.5m

The average monthly number of LLP members during the year was:

	2017 Number	2016 Number
UK members	917	890
Members on secondment overseas	36	36
	953	926

Excluding members on secondment overseas, the average profit per member based on these financial statements was £782,000 (2016: £839,000), calculated by dividing the total profit available for division among members by the average number of UK members.

Based on the profits shown in these financial statements, the estimated profit attributable to the Chairman who held office during the course of the year was £3.8m (2016: actual £4.6m, estimated £4.6m). The full-time equivalent number of members serving on the Executive Board and Clients and Markets Executive during the year ended 30 June 2017 was 12 (2016: 12). The estimated profit attributable to the members of the Executive Board and Clients and Markets Executive based on these financial statements totals £24.0m (2016: actual £27.4m, estimated £27.1m).

Members' remuneration charged as an expense during the year ended 30 June 2017 of £2m (2016: £3m) comprised guaranteed bonus arrangements relating to the acquisition of the UK Strategy& trading companies.

8 Property, plant and equipment

Group

	Freehold property £m	Leasehold property £m	Fittings, furniture and equipment £m	Total £m
Cost				
At beginning of prior year	6	76	236	318
Additions	–	10	39	49
Disposals	–	–	(24)	(24)
At end of prior year	6	86	251	343
Additions	–	8	31	39
Disposals	–	(2)	(21)	(23)
At end of year	6	92	261	359
Accumulated depreciation				
At beginning of prior year	2	20	111	133
Depreciation charge for the year	–	4	41	45
Disposals	–	–	(21)	(21)
At end of prior year	2	24	131	157
Depreciation charge for the year	–	5	39	44
Disposals	–	(2)	(20)	(22)
At end of year	2	27	150	179
Net book amount at end of prior year	4	62	120	186
Net book amount at end of year	4	65	111	180

Property, plant and equipment is measured at cost less accumulated depreciation and any recognised impairment loss. Depreciation is primarily provided on a straight-line basis from the point the asset is available for use over the following estimated useful economic lives:

Freehold property	50 years
Leasehold property	50 years or shorter leasehold term
Fittings and furniture	10–20 years or shorter leasehold term
Equipment	2–5 years

Repairs and maintenance costs arising on property, plant and equipment are charged to the income statement as incurred.

Group capital commitments relating to property, plant and equipment contracted but not provided for at 30 June 2017 amounted to £4m (2016: £3m). Assets under construction of £8m (2016: nil) are included within leasehold property and £14m (2016: £9m) within fittings, furniture and equipment. The capital commitments contracted but not provided for and assets under construction relate principally to the refurbishment of certain regional offices.

LLP

	Leasehold property £m
Cost	
At beginning and end of prior year	2
Disposals	(2)
At end of year	–
Accumulated depreciation	
At beginning and end of prior year	2
Disposals	(2)
At end of year	–
Net book amount at end of prior year	–
Net book amount at end of year	–

There were no capital commitments or assets under construction in the LLP at 30 June 2017 (2016: nil).

9 Goodwill and other intangible assets

Group

	Goodwill £m	Customer relationships £m	Computer software £m	Total other intangible assets £m
Cost				
At beginning of prior year	52	9	89	98
Exchange differences	2	2	–	2
Acquired through business combinations	31	10	–	10
Additions	–	–	8	8
Disposals	–	–	(1)	(1)
At end of prior year	85	21	96	117
Exchange differences	1	–	–	–
Acquired through business combinations	2	–	2	2
Additions	–	–	8	8
Disposals	–	–	(5)	(5)
At end of year	88	21	101	122
Accumulated amortisation/impairment				
At beginning of prior year	6	6	68	74
Exchange differences	–	1	–	1
Amortisation charge for the year	–	2	8	10
Disposals	–	–	(1)	(1)
At end of prior year	6	9	75	84
Amortisation charge for the year	–	2	9	11
Impairment charge for the year	–	–	7	7
Disposals	–	–	(5)	(5)
At end of year	6	11	86	97
Net book amount at end of prior year	79	12	21	33
Net book amount at end of year	82	10	15	25

Acquisitions and goodwill

The acquisition method of accounting is used to account for business combinations by the Group. The consideration transferred for the acquisition of a subsidiary undertaking is the fair values of the assets transferred and the liabilities incurred by the Group, including those from any contingent consideration arrangement. Acquisition-related costs are charged to the income statement as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are initially measured at their fair values at the acquisition date.

Goodwill arises where the fair value of the consideration given for a business exceeds the fair value of such assets, liabilities and contingent liabilities. If this is less than the fair value of the net assets of the subsidiary acquired, in the case of a bargain purchase, the difference is recognised directly in the income statement. Goodwill arising on acquisitions is capitalised with an indefinite useful economic life and tested annually for impairment. Assets are grouped at the lowest levels for which there are separately identifiable cash flows ('cash generating units'). For the purposes of assessing impairment, goodwill is allocated to the group of cash generating units which represents the lowest level at which goodwill is monitored for internal management purposes.

Acquisitions

During the year, the Group acquired a 100% interest in Selera Labs Pty Ltd (subsequently renamed PricewaterhouseCoopers Information Technology Services (Australia) Pty Ltd) and its subsidiary Selera Solutions Pty Ltd, which offers specialised tax reporting and analytics services. The Group also acquired a 100% interest in NSI DMCC, which provides digital transformation consultancy services.

The combined consideration of these acquisitions was £5m, of which £1m is deferred over three years. The fair values of assets and liabilities recognised on acquisition of £1m, excluding intangible assets, approximates the pre-acquisition carrying values based on the respective accounts prepared as at the acquisition dates. Separately recognised intangible assets of £2m, comprising computer software, were also acquired. The Group recognised £2m of goodwill in respect of these acquisitions, which is attributable to the companies' existing workforces.

9 Goodwill and other intangible assets continued

During the prior year, the Group acquired 100% of the share capital of the UK and Middle East Strategy& trading companies from the PwC Strategy& Parent (UK) Limited group. The Group also acquired a 100% interest in Ellis Financial Systems Limited (subsequently renamed PwC Tax Information Reporting Limited), which offers specialised tax software for wealth advisors; a 100% interest in Praxism Limited (subsequently renamed PricewaterhouseCoopers Assurance UK Limited), which offers identity and access management solutions; and a 100% interest in HLP Consulting Limited, which provides dispute resolution services to the construction industry.

Impairment reviews
The largest element of the goodwill held within the Group is £52m (2016: £50m) in respect of the LLP's strategic alliance in the Middle East, including the goodwill recognised on acquisition of the Middle East Strategy& trading companies. The recoverable amount for goodwill has been determined based on value in use, being the present value of future cash flows based on four-year financial budgets. An average annual revenue growth assumption of 12% has been used (2016: 13%). Cash flows for the periods beyond existing budgets have been extrapolated using a 5% historic long-term GDP annual regional growth rate (2016: 5%). The discount rate applied against the anticipated future cash flows is based on a pre-tax estimated weighted average cost of capital of 12% (2016: 12%).

The remaining goodwill represents UK acquisitions, including the UK Strategy& trading companies, and relates primarily to the provision of consulting services.

A reasonable change in the key assumptions used in assessing goodwill for impairment would not have a significant impact on the difference between value in use and the carrying value.

Customer relationships
Customer relationships recognised on the acquisition of a business are initially measured at fair value and amortised on a straight-line basis over the expected useful economic life of the relationship, typically three to ten years.

Computer software
Costs directly associated with the purchase or development of computer software are stated at cost less accumulated amortisation and amortised on a straight-line basis over the expected useful economic life of the software, typically three to five years.

Costs directly attributable to the development of identifiable software are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software;
- the Group intends and is able to complete and use or sell the software;
- the software will generate probable future economic benefits;
- adequate resources are available to complete the development and to use or sell the software; and
- the expenditure attributable to development can be reliably measured.

Directly attributable costs that are capitalised as part of the asset include employee costs and an appropriate portion of direct overheads. Other development expenditures that do not meet these criteria are recognised as an expense as incurred.

Costs associated with maintaining computer software are recognised as an expense as incurred.

Included within computer software at 30 June 2017 are £4m (2016: £8m) of assets under construction.

LLP

	Goodwill £m	Customer relationships £m	Computer software £m	Total other intangible assets £m
Cost				
At beginning and end of prior year and current year	6	1	15	16
Accumulated amortisation/impairment				
At beginning of prior year	–	1	14	15
Amortisation charge for the year	–	–	1	1
At end of prior year and current year	–	1	15	16
Net book amount at end of prior year	6	–	–	–
Net book amount at end of year	6	–	–	–

There were no assets under construction in the LLP at 30 June 2017 (2016: nil).

10 Investments in subsidiaries

LLP

	2017 £m	2016 £m
Shares in subsidiary undertakings		
Cost		
At beginning of year	74	69
Additions	–	50
Capital repayments	–	(17)
Disposals	(6)	(28)
At end of year	68	74
Accumulated impairment		
At beginning of year	14	12
Impairment charge for the year	–	2
Disposals	(3)	–
At end of year	11	14
Net book amount at end of prior year	60	57
Net book amount at end of year	57	60

Investments in subsidiaries are measured at cost less impairment.

The financial statements consolidate the results and financial position of the Group, including all subsidiary undertakings, which are listed in note 26.

Disposals of investments in subsidiaries during the year ended 30 June 2017 related to the liquidation of dormant subsidiaries.

During the prior year, PricewaterhouseCoopers (Middle East Group) Limited repaid £6m of ordinary share capital to the LLP, reducing the carrying value of this investment to £28m. The LLP subsequently disposed of this investment to PwC Holdings (UK) Limited, a wholly owned subsidiary, together with £22m of ordinary priority shares held in other investments (refer to note 12). As consideration, PwC Holdings (UK) Limited issued £50m of additional share capital and premium to the LLP.

As part of implementing a capital reduction programme during the prior year, PwC Strategy& UK Holdings LLP repaid £11m of capital to the LLP in exchange for intercompany receivables. The LLP subsequently recognised a £2m impairment charge against the remaining investment in PwC Strategy& UK Holdings LLP.

PricewaterhouseCoopers Legal LLP business transfer

Following the Solicitors Regulation Authority's approval of a multi-disciplinary practice licence, PricewaterhouseCoopers Legal LLP ('PwC Legal') transferred its business to the LLP on 1 October 2016. From that date, the non-controlling interest members of PwC Legal became members of the LLP.

As an acquisition under common control, PwC Legal's assets and liabilities were transferred to the LLP at book value. The existing equity of £6m attributable to the former members of PwC Legal has been reclassified from non-controlling interests to members' reserves within the Group statement of financial position.

Also, as part of this transaction, the Group was released from its obligation to pay annuities in the future to those former PwC Legal members who became members of the LLP. These annuities are consequently no longer recognised within these financial statements.

Non-controlling interests in subsidiary undertakings

The non-controlling interest profits attributable to the members of PricewaterhouseCoopers CI LLP and to the Middle East partners of PricewaterhouseCoopers (Middle East Group) Limited are shown as non-controlling interests in the consolidated financial statements.

PricewaterhouseCoopers (Middle East Group) Limited is the only subsidiary with a non-controlling interest that is material to the Group. The pre-consolidated reserves of this company and its subsidiaries at 30 June 2017, attributable to non-controlling interests, was a deficit of £64m (2016: £55m). The local partners had also subscribed £95m of capital (2016: £85m). The Group owns 100% of the ordinary shares of PricewaterhouseCoopers (Middle East Group) Limited and the local Middle East partners own 'B' shares, which provide the partners with certain income access rights.

10 Investments in subsidiaries continued

Set out below is summarised consolidated financial information for PricewaterhouseCoopers (Middle East Group) Limited, and its subsidiaries, before any intercompany eliminations with the remainder of the Group:

Summarised consolidated statement of financial position

	2017 £m	2016 £m
Current		
Assets	284	289
Liabilities	(243)	(243)
Total current net assets	41	46
Non-current		
Assets	72	67
Local partner capital	(95)	(85)
Other liabilities	(31)	(26)
Total non-current net liabilities	(54)	(44)
Net (liabilities) assets	(13)	2
Equity		
Share capital	51	57
Reserves	(64)	(55)
Total equity	(13)	2
Shareholder and local partners' interests		
Share capital	51	57
Local partner capital	95	85
Equity reserves attributable to local partners	(64)	(55)
Total shareholder and local partners' interests	82	87

Summarised consolidated income statement

	2017 £m	2016 £m
Revenue	561	448
Profit before income tax expense	112	76
Income tax expense	(16)	(9)
Other comprehensive income	–	–
Total comprehensive income	96	67
Total comprehensive income attributable to non-controlling interests	96	67

Summarised consolidated statement of cash flows

	2017 £m	2016 £m
Cash generated from operations	149	82
Income tax paid	(12)	(2)
Net cash generated from operating activities	137	80
Net cash outflow from investing activities	(11)	(46)
Net cash outflow from financing activities	(126)	(25)
Net increase in cash and cash equivalents	–	9
Cash and cash equivalents at beginning of year	25	16
Cash and cash equivalents at end of year	25	25

11 Interests in joint ventures and associates

	2017 £m	2016 £m
Value at beginning of year	2	1
Share of profit (loss)	–	–
Capital investment	–	2
Capital repayments and distributions	–	(1)
Value at end of year	2	2

The Group's interests in jointly controlled entities and associates are consolidated using the equity method of accounting. The investment is initially recognised at cost and the carrying value adjusted to recognise the Group's share of the profit or loss of the joint venture or associate after the date of acquisition. The Group's share of profit or loss is recognised in the income statement with a corresponding adjustment to the carrying value of the investment.

The Group holds interests in four significant jointly controlled entities and associates, Skyval Holdings LLP, which develops, maintains and licenses pension-related software; PricewaterhouseCoopers Mobility Technology Services LLC, which offers international mobility services; PricewaterhouseCoopers Service Delivery Centre Holdings (Katowice) B.V., which provides shared services for PwC network firms; and PwC Poland Services Limited, which offers specialised cloud-based solutions and transformational services. All jointly controlled entities and associates are listed in note 26.

The Group owns 20% of the equity in Skyval Holdings LLP, with a 20% share of the profit or loss. The Group also holds licences for the exclusive use of Skyval software, which are recognised within intangible assets. On 9 July 2016, the Group's voting control in Skyval Holdings LLP reduced from 50% to 20%. At 30 June 2017, Skyval Holdings LLP and its subsidiaries had assets of £2m (2016: £2m) and liabilities of £2m (2016: £2m). For the year ended 30 June 2017, Skyval Holdings LLP's consolidated revenue was £5m (2016: £5m) and profit was £2m (2016: £1m).

The Group has a 50% equity interest in PricewaterhouseCoopers Mobility Technology Services LLC. At 30 June 2017, PricewaterhouseCoopers Mobility Technology Services LLC had assets of £5m (2016: £2m) and liabilities of £7m (2016: £3m). For the year ended 30 June 2017, PricewaterhouseCoopers Mobility Technology Services LLC's revenue was £10m (2016: £9m) and loss was £2m (2016: £1m).

The Group has a 33.33% equity interest in PricewaterhouseCoopers Service Delivery Centre Holdings (Katowice) B.V.. At 30 June 2017, PricewaterhouseCoopers Service Delivery Centre Holdings (Katowice) B.V. had assets of £3m (2016: £2m) and liabilities of £2m (2016: £1m). For the year ended 30 June 2017, PricewaterhouseCoopers Service Delivery Centre Holdings (Katowice) B.V.'s revenue was £25m (2016: £17m) and profit was £1m (2016: £1m).

During the prior year, the Group acquired a 50% equity interest in PwC Poland Services Limited. The Group also holds preference shares issued by this company, which are recognised as debt instruments within other investments (refer to note 12). At 30 June 2017, PwC Poland Services Limited had assets of £12m (2016: £9m) and liabilities of £7m (2016: £5m). For the year ended 30 June 2017, PwC Poland Services Limited's revenue was £20m (2016: £3m) and loss was £1m (2016: nil).

12 Other investments

	Group 2017 £m	Group 2016 £m	LLP 2017 £m	LLP 2016 £m
Restricted assets held in the reservoir trust	20	–	20	–
Other investments held at fair value	33	25	17	13
Other investments held at cost	3	8	3	8
	56	33	40	21

Other investments are primarily measured at fair value except where there is no reliable measure of their fair value, in which case they are measured at cost less impairment. Income from investments is recognised in the income statement when entitlement is established.

Restricted assets held in the reservoir trust

	Group 2017 £m	Group 2016 £m	LLP 2017 £m	LLP 2016 £m
Value at beginning of year	–	–	–	–
Additions	21	–	21	–
Remeasurement losses recognised as other comprehensive expense	(1)	–	(1)	–
Value at end of year	20	–	20	–

The LLP has entered into a deed with the trustees of its two defined benefit pension schemes to establish a reservoir trust. During the year ended 30 June 2017, the LLP made contributions of £21m into the trust and recognised £1m of fair value losses as other comprehensive expense. The LLP has committed to contribute up to £10m per annum over the next five years and currently expects to pay contributions of £10m in the year ending 30 June 2018. The assets of the trust are invested in UK gilts.

Under the terms of the deed, the assets in the reservoir trust are restricted and are reserved to be used to meet any deficit, calculated in accordance with the terms of the deed, in the schemes at 31 March 2026, being the end of the trust term, or earlier if certain triggers are met. The trust assets will only be available to the LLP to the extent that they are not needed to meet any deficit in the schemes at this date. Notwithstanding these conditions, the trust assets do not constitute plan assets under IAS 19 (revised) and are therefore presented as restricted assets within other investments.

Other investments held at fair value

	Group 2017 £m	Group 2016 £m	LLP 2017 £m	LLP 2016 £m
Value at beginning of year	25	77	13	10
Additions	9	14	4	24
Impairment charge recognised in profit and loss	(1)	–	–	–
Foreign exchange gain recognised in profit and loss	–	1	–	1
Disposals	–	–	–	(22)
Reduction in fair value as part of business combinations	–	(67)	–	–
Value at end of year	33	25	17	13

As part of a strategic investment plan, the LLP invested during the year in £4m (2016: £4m) of preference shares issued by the PwC Central and Eastern European firm and the Group invested in £2m (2016: £4m) of preference shares issued by the PwC Central and Southern African firm. These debt instruments are carried at fair value, being the present value of future returns received mainly in the form of a coupon rate of return and through additional referred client work. During the year ended 30 June 2017, charges of £1m were recognised in the income statement against these investments. At 30 June 2017, the LLP's total preference share investment in the PwC Central and Eastern European firm was £11m (2016: £8m) and the Group's total preference share investment in the PwC Central and Southern African firm was £6m (2016: £4m).

The Group also invested in £3m (2016: £4m) of interest bearing preference shares issued by PwC Poland Services Limited. At 30 June 2017, the Group's total investment in these preference shares was £7m (2016: £4m). Further details are provided in note 11.

At 30 June 2017, the Group held interest bearing subordinated loan notes from an entity in the PwC global network of £9m (2016: £9m). At 30 June 2017, the LLP held £6m (2016: £6m) directly.

12 Other investments continued

Strategy&

At the beginning of the prior year, the Group's carrying value of its investment in PwC Strategy& Parent (UK) Limited ('Strategy& Parent') was £67m. During the prior year, Strategy& Parent disposed of substantially all of its trading subsidiaries to PwC network firms and undertook a capital reduction programme, resulting in the distribution of substantially all of its fair value to the relevant firms. As part of this transaction, the Group acquired the UK and Middle East Strategy& trading subsidiaries and the fair value of the Group's existing equity holding in Strategy& Parent reduced to substantially nil. This reduction of £67m in fair value constituted the majority of the purchase consideration for the business combination.

As part of the above transaction, the Middle East Strategy& trading subsidiaries were acquired by PricewaterhouseCoopers (Middle East Group) Limited, a subsidiary of the LLP. As part of this acquisition, PricewaterhouseCoopers (Middle East Group) Limited issued £22m of ordinary priority shares to the LLP. The LLP subsequently transferred these shares to PwC Holdings (UK) Limited, a wholly owned subsidiary. Further details are provided in note 10.

Other investments held at cost

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Value at beginning of year	8	8	8	8
Impairment charge recognised in profit and loss	(5)	–	(5)	–
Value at end of year	3	8	3	8

At 30 June 2017, the LLP had £3m (2016: £8m) of equity holdings in entities in the PwC global network, measured at cost less impairment. The reduction in the carrying value of these investments represents the recognition of impairment charges of £5m in relation to these entities. The impairment charged to the income statement is presented in note 4.

13 Trade and other receivables

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Client receivables	573	529	438	397
Due from PwC network firms	68	61	49	45
Trade receivables	641	590	487	442
Amounts due from subsidiary undertakings	–	–	26	–
Other receivables	62	90	14	13
Prepayments	84	69	9	4
Unbilled amounts for client work	407	430	327	326
	1,194	1,179	863	785

Trade receivables are initially measured at fair value and held at amortised cost less provisions for impairment. Provisions for impairment represent an allowance for doubtful debts that is estimated, based upon current observable data and historical trends.

Unbilled amounts for client work are initially measured at fair value and held at amortised cost less provisions for impairment.

Group and LLP trade receivables are primarily denominated in sterling, with £161m being denominated in US dollars/US dollar linked currencies (2016: £149m) and £28m are denominated in euros (2016: £22m). The carrying value of trade and other receivables in the Group and LLP is consistent with fair value in the current and prior year.

The other classes of assets within trade and other receivables are primarily denominated in sterling and do not contain impaired assets.

13 Trade and other receivables continued

The ageing and credit risk relating to trade receivables is analysed as follows:

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
30 days or less, fully performing	402	348	336	286
31 to 180 days, past due and fully performing	226	232	149	154
More than 180 days, past due and impaired	45	39	12	10
Impairment provision	(32)	(29)	(10)	(8)
	641	590	487	442

Movements in the impairment provision on trade receivables were as follows:

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Balance at beginning of year	(29)	(15)	(8)	(11)
Acquired through business combinations (note 9)	–	(14)	–	–
Charged to the income statement	(11)	(10)	(8)	(5)
Released unused during the year	5	6	4	5
Utilised during the year	3	4	2	3
Balance at end of year	(32)	(29)	(10)	(8)

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above. The Group does not hold any collateral as security.

14 Cash and cash equivalents

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Cash at bank and in hand	40	54	5	3
Short-term deposits	35	160	33	142
	75	214	38	145

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less. Fair values of cash and cash equivalents approximate to carrying value owing to the short maturity of these instruments.

Group cash and cash equivalent balances are primarily denominated in sterling, with £24m being denominated in US dollars/US dollar linked currencies (2016: £26m) and £9m being denominated in euros (2016: £4m).

15 Trade and other payables

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Trade payables	102	112	–	–
Amounts owed to subsidiary undertakings	–	–	311	199
Other payables including taxation and social security	170	172	49	53
Accruals	377	387	54	39
Progress billings for client work	111	105	80	77
	760	776	494	368

Trade and other payables are measured at amortised cost.

Group trade payables are primarily denominated in sterling, with £32m being denominated in US dollars/US dollar linked currencies (2016: £40m) and £27m being denominated in euros (2016: £25m). The carrying value of trade and other payables in the Group and LLP is consistent with fair value in the current and prior year. Group current trade payables include amounts owing to PwC network firms totalling £72m (2016: £74m).

Other current payables including taxation and social security comprise:

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Other taxes and social security	110	110	8	10
Other payables	60	62	41	43
	170	172	49	53

16 Borrowings

	Group		LLP	
	2017 £m	2016 £m	2017 £m	2016 £m
Current				
Bank borrowings	98	92	–	–
Other loans	8	21	–	–
	106	113	–	–

Borrowings are initially measured at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method. The carrying values of borrowings approximate their fair value.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs and charged to the income statement at draw-down. Where there is no evidence that any of the facility will be drawn down, the fee is charged to the income statement over the period of the facility.

The Group's borrowings at 30 June 2017 and 30 June 2016 were unsecured and primarily denominated in US dollars, with £1m being denominated in euros (2016: £1m).

All borrowings mature within one year.

17 Provisions and contingent liabilities

Group

	Annuities £m	Property £m	Claims and regulatory proceedings £m	Total £m
Balance at beginning of prior year	20	13	12	45
Income statement:				
Charge for the year	6	2	11	19
Released unused during the year	–	–	(6)	(6)
Unwinding of discount	1	–	–	1
Exchange movements	4	–	–	4
Transfer to accruals	–	(2)	–	(2)
Cash payments	(1)	(1)	(5)	(7)
Balance at end of prior year	30	12	12	54
Income statement:				
Charge for the year	5	3	43	51
Released unused during the year	–	–	(3)	(3)
Unwinding of discount	2	–	–	2
Transfer to accruals	–	(3)	–	(3)
Release of annuities provision (note 10)	(4)	–	–	(4)
Cash payments	(2)	–	(14)	(16)
Balance at end of year	31	12	38	81

LLP

	Property £m	Claims and regulatory proceedings £m	Total £m
Balance at beginning of prior year	2	11	13
Income statement:			
Charge for the year	1	11	12
Released unused during the year	–	(6)	(6)
Transfer to accruals	(1)	–	(1)
Cash payments	(1)	(5)	(6)
Balance at end of prior year	1	11	12
Income statement:			
Charge for the year	–	43	43
Released unused during the year	–	(3)	(3)
Acquired in business transfer (note 10)	–	1	1
Transfer to accruals	(1)	–	(1)
Cash payments	–	(14)	(14)
Balance at end of year	–	38	38

All Group and LLP provisions are non-current liabilities at 30 June 2017 and 30 June 2016.

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Non-current provisions are measured at their present value. The discount rates used are based on the yield on high quality corporate bonds, adjusted for risk.

17 Provisions and contingent liabilities continued

Annuities

The Group's financial statements consolidate the provision made for the annuities payable by certain subsidiary undertakings to current and former non-controlling interest partners in those undertakings, principally in relation to the Middle East. These partners are not members of the LLP and the annuities are unfunded. The provision reflects the present value of the obligations arising from service to date. Any changes in the provision for these annuities arising from changes in entitlements, financial estimates or actuarial assumptions are recognised in the income statement. The unwinding of the discount is presented in the income statement as a finance expense. When the entitled individuals retire and their annuities come into payment, these payments are shown as a movement against the provision.

The principal actuarial assumptions used in calculating the annuities provision are an assumed retirement age of 57 (2016: assumed retirement age of 57), discount rates of 4.1% for US dollar denominated annuities (2016: 4.1%) and 1.1% for sterling denominated annuities (2016: 2.7%) and inflation rates of 2.3% for US dollar denominated annuities (2016: 2.3%) and 3.0% for sterling denominated annuities (2016: 2.6%).

Members of the LLP are required to make their own provision for pensions and do so mainly through contributions to personal pension policies and other appropriate investments. Members, in their capacity as partners in the PricewaterhouseCoopers United Kingdom Partnership, have agreed to pay pension annuities and other post-retirement payments to certain former partners of that partnership and the widows and dependants of deceased former partners. These annuities and other post-retirement payments are personal obligations of the individuals and are not obligations of, or guaranteed by, the LLP or its subsidiary undertakings. Accordingly, these annuities are not recognised within these financial statements.

Property

Provisions are recognised for obligations under property contracts that are onerous ('onerous lease provision') and to restore premises to their original condition upon vacating them, where such an obligation exists under the lease ('dilapidations provision'). The provisions are based on estimated future cash flows that have been discounted to present value, with the unwinding of that discount presented in the income statement as a finance expense. The onerous lease provision covers residual lease commitments up to the end of the lease and is after allowing for existing or expected sublet rental income.

Property provisions at 30 June 2017 and 30 June 2016 comprise substantially dilapidations provisions. The provisions are based on estimated future cash flows that have been discounted to present value at an average rate of 2.1% (2016: 3.2%).

Claims and regulatory proceedings

In common with comparable professional practices, the Group is involved in a number of disputes in the ordinary course of business which may give rise to claims by clients or investigations commenced by regulatory bodies which may lead to regulatory proceedings. Where costs are likely to be incurred in defending and concluding such matters and can be measured reliably, they are provided for in the financial statements. The Group carries professional indemnity insurance and no separate disclosure is made of the detail of such claims or proceedings, or the costs recovered by insurance, as to do so could seriously prejudice the position of the Group.

Contingent liabilities

Contingent liabilities are possible obligations whose existence depends on the outcome of uncertain future events or present obligations where the outflow of resources is considered less than probable or cannot be measured reliably. Contingent liabilities are not recognised in the financial statements, but are disclosed unless they are remote. In line with the policy above, details of contingent liabilities relating to claims and regulatory proceedings are not disclosed.

Where financial guarantees are recognised, they are initially measured at fair value and subsequently measured at the higher of their initial fair value, less amounts recognised in the income statement, and the best estimate of the amount that will be required to settle the obligation. The carrying value of the guarantees disclosed below is nil (2016: nil).

The Group is committed to provide funding to two entities in the PwC global network. At 30 June 2017, the Group has committed, subject to certain investment conditions, to make additional payments of up to US $37m (2016: US $51m).

The Group has entered into US $35m (2016: US $31m) of guarantees with third-party banks in connection with work performed in foreign territories, predominantly in the Middle East.

The LLP has entered into a US $52m (2016: US $52m) loan guarantee with a third-party bank in connection with a loan to an entity in the PwC global network.

The LLP has provided guarantees in respect of the future lease commitments of PricewaterhouseCoopers Services Limited, a subsidiary company, totalling £641m over the remaining lease terms (2016: £680m). The majority of these commitments relate to the office premises at 7 More London and 1 Embankment Place.

The LLP guarantees the bank borrowings of PricewaterhouseCoopers Services Limited, which are included in the consolidated statement of financial position. At 30 June 2017, PricewaterhouseCoopers Services Limited's bank borrowings were nil (2016: nil).

18 Members' capital

	Group and LLP £m
Balance at beginning of prior year	209
Contributions by members	43
Repayments to members	(19)
Balance at end of prior year	233
Contributions by members	26
Repayments to members	(28)
Balance at end of year	231

Capital attributable to members retiring within one year is shown as current as it will be repaid within 12 months of the reporting date. Total members' capital analysed by repayable dates is as follows:

	Group and LLP 2017 £m	Group and LLP 2016 £m
Current	11	9
Non-current	220	224
	231	233

Members' capital is classified as a financial liability. The carrying value of members' capital is consistent with fair value in the current and prior year.

Members' capital contributions are determined by the Executive Board with the approval of the Supervisory Board, having regard to the working capital needs of the business. Individual member's capital contributions are set by reference to equity unit profit share proportions and are not repayable until the member retires. Members are required to provide one year's notice of retirement.

19 Other non-current liabilities

Group other non-current liabilities of £96m (2016: £91m) represent capital loans provided by non-controlling interest partners in subsidiary undertakings consolidated into the Group, primarily in relation to the Middle East.

There were no other non-current liabilities in the LLP for the years ended 30 June 2017 and 30 June 2016.

20 Deferred tax

The movements in the Group's deferred tax assets during the year were as follows:

	2017 £m	2016 £m
Balance at beginning of year	3	1
Credited to the income statement	2	2
Balance at end of year	5	3

Deferred tax assets and liabilities are recognised using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the statement of financial position and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. At 30 June 2017, deferred tax assets primarily comprised temporary differences between capital allowances and depreciation.

Deferred tax is measured at the tax rates that are enacted or substantively enacted at the reporting date and expected to apply in the periods in which the temporary differences reverse.

Deferred tax is calculated using a tax rate of 19% for the period to 31 March 2020 and 17% thereafter (2016: 20% for the period to 31 March 2017, 19% for the period to 31 March 2020 and 18% thereafter).

There was no deferred tax arising in the LLP for the years ended 30 June 2017 and 30 June 2016.

Deferred tax assets are recognised for tax losses carried forward to the extent that the realisation of the related tax benefit through future taxable profits is probable. At 30 June 2017, the Group had accumulated unrecognised tax losses of £51m (2016: £53m).

21 Retirement benefits

Defined contribution schemes
At 30 June 2017, there were 16,437 members of the Group's UK defined contribution schemes (2016: 16,746), of which 3,884 members were auto-enrolled (2016: 4,316). The Group's contributions to the schemes are charged to the income statement as they fall due. Costs of £113m (2016: £105m) were recognised by the Group in respect of the schemes.

Defined benefit schemes
The Group's two defined benefit pension schemes are the PwC Pension Fund ('the Fund') and the DH&S Retirement and Death Benefits Plan ('the Plan'). Both of the Group's defined benefit pension scheme arrangements are closed to future service accrual, although certain current employee member benefits remain linked to final salary. Both schemes are funded and their assets are held separately from those of the Group. The liabilities arising in the defined benefit schemes have been assessed for accounting purposes using 31 March 2014 individual member data rolled forward to the reporting date and the projected unit credit method.

The net deficit or surplus in each scheme is calculated in accordance with IAS 19 (revised), based on the present value of the defined benefit obligation at the reporting date, less the fair value of the scheme assets.

The Group's income statement includes interest on the net defined benefit asset or obligation. Past service costs arising from changes to scheme benefits are recognised immediately in the income statement, unless the benefits are conditional on the employees remaining in service for a specified period of time, in which case the past service costs are amortised over that vesting period.

Actuarial gains and losses are recognised in full in other comprehensive income in the period in which they arise. Other income and expenses associated with the defined benefit schemes are recognised in the income statement.

21 Retirement benefits continued

Assumptions

The principal actuarial assumptions used for the purposes of these financial statements are:

	2017	2016	2015
Discount rate	2.6%	3.0%	3.7%
Inflation (RPI)	3.3%	2.7%	3.1%
Inflation (CPI)	2.3%	1.7%	2.1%
Expected rate of increase in salaries	2.3%	2.7%	2.5%
Expected average rate of increase in pensions in payment	2.5%	2.3%	2.7%

The majority of liabilities for the Fund and the Plan are indexed on an RPI basis, while further increases to deferred member pensions before retirement increase using CPI.

Sensitivity analysis

The following table shows the sensitivity of the present value of the defined benefit obligations to changes in each of the individual principal actuarial assumptions:

	Fund Increase £m	Plan Increase £m	Total £m
0.5% decrease to discount rate	159	94	253
0.5% increase to salary increases	3	2	5
0.5% increase to inflation	78	49	127
One year increase to life expectancy	51	32	83

The figures used in these financial statements assume that the mortality of the schemes' members will be in line with nationally published S2PA mortality tables, adjusted to reflect the longer life expectancy of members of the Group's schemes versus the standard table by an 89% scaling factor for males and a 92% scaling factor for females, and with future improvements in line with Continuous Mortality Investigation ('CMI') 2016 projections, with a 1.5% long-term rate. The following table illustrates the actual life expectancy for a current pensioner member aged 65 at 30 June and a future pensioner member aged 45 at 30 June:

	2017		2016	
	Fund Years	Plan Years	Fund Years	Plan Years
Life expectancy of current pensioners at age 65:				
Male	23	23	24	24
Female	25	25	26	26
Life expectancy of future pensioners at age 65:				
Male	25	25	26	26
Female	26	26	28	28

Income statement

The amounts recognised in the consolidated income statement are as follows:

	2017			2016		
	Fund £m	Plan £m	Total £m	Fund £m	Plan £m	Total £m
Net interest income	1	1	2	1	–	1
Past service costs	–	–	–	(4)	–	(4)
	1	1	2	(3)	–	(3)

21 Retirement benefits continued

Scheme assets and defined benefit obligations

The amounts recognised in the Group and LLP statements of financial position and the analysis of the movement in the defined benefit scheme assets and obligations are as follows:

	Fund			Plan			
	Scheme assets £m	Defined benefit obligation £m	Total £m	Scheme assets £m	Defined benefit obligation £m	Total £m	Total £m
Fair value at beginning of prior year	1,439	(1,429)	10	783	(775)	8	18
Interest income (expense)	53	(52)	1	28	(28)	–	1
Past service costs	–	(4)	(4)	–	–	–	(4)
Remeasurement gains (losses):							
Return on plan assets excluding amounts included in net interest	159	–	159	84	–	84	243
Changes in financial assumptions	–	(126)	(126)	–	(55)	(55)	(181)
Changes in demographic assumptions	–	(21)	(21)	–	(20)	(20)	(41)
Experience adjustments on defined benefit obligation	–	15	15	–	14	14	29
Contributions by employer	21	–	21	6	–	6	27
Benefits paid	(48)	48	–	(31)	31	–	–
Fair value at end of prior year	1,624	(1,569)	55	870	(833)	37	92
Interest income (expense)	47	(46)	1	26	(25)	1	2
Remeasurement gains (losses):							
Return on plan assets excluding amounts included in net interest	66	–	66	44	–	44	110
Changes in financial assumptions	–	(189)	(189)	–	(117)	(117)	(306)
Changes in demographic assumptions	–	41	41	–	26	26	67
Experience adjustments on defined benefit obligation	–	(25)	(25)	–	(16)	(16)	(41)
Contributions by employer	19	–	19	9	–	9	28
Benefits paid	(92)	92	–	(46)	46	–	–
Fair value at end of year	1,664	(1,696)	(32)	903	(919)	(16)	(48)

Contributions paid during the year ended 30 June 2017 included £25m of deficit reduction contributions and £3m of other funding costs. Contributions paid during the prior year included £22m of deficit reduction contributions, £4m of funding for past service costs and £1m of other funding costs.

The LLP has entered into an agreement with the schemes' trustees to establish a reservoir trust. The Group made contributions of £21m during the year ended 30 June 2017 and expects to make further contributions of £10m in the year ending 30 June 2018. Further details are provided in note 12.

21 Retirement benefits continued

The actual return on scheme assets during the year ended 30 June 2017 was an increase of £183m (2016: £324m increase). The allocation and market value of assets of the defined benefit schemes were as follows:

	2017			2016		
	Fund £m	Plan £m	Total £m	Fund £m	Plan £m	Total £m
Bonds	643	368	1,011	330	238	568
Gilts	531	270	801	713	312	1,025
Multi-asset/hedge funds	311	167	478	306	130	436
Cash	129	71	200	199	151	350
Property	–	–	–	33	18	51
Other	50	27	77	43	21	64
Total scheme assets	1,664	903	2,567	1,624	870	2,494
Defined benefit obligation	(1,696)	(919)	(2,615)	(1,569)	(833)	(2,402)
Net retirement benefit (obligation) asset	(32)	(16)	(48)	55	37	92

Both the Fund and the Plan have significant liability driven investments ('LDI'), the purpose of which is to reduce exposure to changes in interest rates and inflation. The LDI holdings primarily comprise fixed interest and inflation linked gilts, repurchase and reverse repurchase holdings in these gilts and interest rate and inflation swaps. As part of their ongoing strategy, the schemes invested in a portfolio of directly-held investment grade bonds during the year. This investment was funded by transfers out of pooled bonds, gilts and cash. Property holdings were also disposed of during the year as they were considered inconsistent with the schemes' requirements given their long-term illiquid nature.

Future cash funding

The Fund and the Plan are valued formally every three years by an independent actuary, Mercer Ltd. The most recent finalised full actuarial valuations for both the Fund and the Plan were as at 31 March 2014. These valuations were conducted under the Scheme Funding Regulations (Pensions Act 2004) and indicated a combined deficit of £275m on a fully funded valuation basis. Consequently, in agreement with the schemes' trustees, the Group has agreed to make deficit reduction payments of £25m per annum over the ten year period commencing 1 April 2016. The Group therefore currently expects to pay contributions of £25m in the year ending 30 June 2018, in addition to £10m of contributions to the reservoir trust, as described in note 12. The next full actuarial valuation, as at 31 March 2017, is currently being prepared.

22 Total members' interests

During the year, the Executive Board sets the level of interim profit allocations and members' monthly drawings after considering the working capital needs of the Group. The final allocation of profits and distribution to members is made after assessing each member's contribution for the year and after the annual financial statements are approved. Unallocated profits are included in reserves within members' equity. To the extent that interim profit allocations exceed drawings, the excess profit is included in the statement of financial position under trade and other payables. Where drawings exceed the allocated profits, the excess is included in trade and other receivables. The same treatment is used for members who retire during the year.

Group

	Members' interests				Non-controlling interests	
	Members' capital £m	Reserves £m	Amounts due to (from) members £m	Total £m	Reserves £m	Amounts due to (from) non-controlling interests £m
Balance at beginning of prior year	209	496	–	705	(16)	–
Profit for the prior year available for division among members	–	747	–	747	82	–
	209	1,243	–	1,452	66	–
Allocated profit	–	(741)	741	–	(107)	107
Movement on cash flow hedges	–	7	–	7	–	–
Remeasurements of retirement benefits	–	50	–	50	–	–
Translation of foreign operations	–	–	–	–	9	–
Introduced by members	43	–	–	43	–	–
Repayment of capital	(19)	–	–	(19)	–	–
Drawings and distributions	–	–	(741)	(741)	–	(107)
Balance at end of prior year	233	559	–	792	(32)	–
Profit for the current year available for division among members	–	717	–	717	105	–
	233	1,276	–	1,509	73	–
Allocated profit	–	(792)	792	–	(113)	113
Movement on cash flow hedges	–	(9)	–	(9)	–	–
Remeasurements of retirement benefits	–	(170)	–	(170)	–	–
Remeasurements of restricted assets held in the reservoir trust	–	(1)	–	(1)	–	–
Effect of business transfer (note 10)	–	6	–	6	(2)	–
Translation of foreign operations	–	–	–	–	(1)	–
Introduced by members	26	–	–	26	–	–
Repayment of capital	(28)	–	–	(28)	–	–
Drawings and distributions	–	–	(792)	(792)	–	(113)
Balance at end of year	231	310	–	541	(43)	–

22 Total members' interests continued

LLP

	Members' capital £m	Reserves £m	Amounts due to (from) members £m	Total £m
Balance at beginning of prior year	209	388	–	597
Profit for the prior year available for division among members	–	799	–	799
	209	1,187	–	1,396
Allocated profit	–	(741)	741	–
Remeasurements of retirement benefits	–	50	–	50
Introduced by members	43	–	–	43
Repayment of capital	(19)	–	–	(19)
Drawings and distributions	–	–	(741)	(741)
Balance at end of prior year	233	496	–	729
Profit for the current year available for division among members	–	660	–	660
	233	1,156	–	1,389
Allocated profit	–	(792)	792	–
Remeasurements of retirement benefits	–	(170)	–	(170)
Remeasurements of restricted assets held in the reservoir trust	–	(1)	–	(1)
Introduced by members	26	–	–	26
Repayment of capital	(28)	–	–	(28)
Drawings and distributions	–	–	(792)	(792)
Balance at end of year	231	193	–	424

Amounts due to (from) members represent allocated profits not yet paid to members and are due within one year. In the event of a winding-up, members' reserves rank after unsecured creditors.

23 Commitments under operating leases

The Group's total commitments under non-cancellable operating leases, together with the obligations by maturity, are as follows:

	2017		2016	
	Land and buildings £m	Other assets £m	Land and buildings £m	Other assets £m
Within one year	69	4	64	5
1–2 years	66	2	62	3
2–3 years	60	1	58	1
3–4 years	58	–	52	–
4–5 years	55	–	50	–
More than five years	507	–	521	–

24 Financial instruments

Financial instruments are initially measured at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Derivatives, such as forward foreign-exchange contracts, are held or issued in order to manage the Group's currency and interest rate risks arising from its operations and sources of finance. Hedge accounting is applied where the relevant criteria are met. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income or expense within the statement of comprehensive income. The gain or loss relating to any ineffective portion is recognised immediately in the income statement. Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss, for example, when the forecast sale that is hedged takes place.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the income statement.

Financial risk management and management of capital

The Group's objectives when managing capital are to safeguard the Group's ability to operate as a going concern and to maintain an optimal capital structure to cover the expected peak cash requirements of the business. The Group's capital sources primarily comprise members' capital, undistributed profits and borrowing facilities. The Group holds or issues financial instruments in order to finance its operations and manage foreign currency and interest rate risks arising from its operations and sources of finance. The principal financial instruments, other than derivatives, held or issued by the Group are:

- Other investments (note 12) – primarily available-for-sale investments, comprising restricted assets held in the reservoir trust and equity holdings and preference shares in, and subordinated loan notes from, entities in the PwC global network.
- Trade and other receivables (note 13) – primarily billed and unbilled amounts in respect of services provided to clients, for which payment has not yet been received.
- Cash and cash equivalents (note 14) – the Group manages its cash resources in order to meet its daily working capital requirements. Cash and any outstanding debt are kept to a minimum and liquid fund deposits are maximised.
- Trade and other payables (note 15) – primarily progress billings to clients and trade payables and accruals in respect of services received from suppliers, for which payment has not yet been made.
- Borrowings (note 16) – the Group's policy permits short-term variable rate facilities with a maximum facility maturity of five years and long-term fixed borrowing with a maximum maturity of ten years.
- Members' capital (note 18) – the Group requires members to provide long-term financing, which is classified as a liability.

The Executive Board determines the treasury policies of the Group. These policies, designed to manage risk, relate to specific risk areas that management wish to control, including liquidity, credit risk, interest rate and foreign currency exposures. Hedging is undertaken against specific exposures to reduce risk and no speculative trading is permitted.

Liquidity risk

The Group's most significant treasury exposures relate to liquidity. The Group manages the risk of uncertainty in its funding operations by spreading the maturity profile of its borrowings and deposits and arranging committed facilities to provide a minimum headroom of 25% of forecast maximum debt levels. The Group's facilities at 30 June 2017, totalling £606m (2016: £492m), are predominantly held with seven leading international banks, with the main £250m facility due to expire in December 2021.

Credit risk

Cash deposits and other financial instruments with banks and other financial institutions give rise to counterparty risk. The Group manages this risk by reviewing counterparties' credit ratings regularly and limiting the aggregate amount and duration of exposure to any one counterparty, taking into account its credit rating, market capitalisation and relative credit default swap price. The minimum long-term credit rating of all banks and financial institutions who held the Group's short-term deposits during the year was BBB+.

The Group's other significant credit risk relates to receivables from clients. Exposure to this risk is monitored on a routine basis and credit evaluations are performed on clients as appropriate. The Group's exposure is influenced mainly by the individual characteristics of each client. Risk is managed by maintaining close contact with clients and by routine billing and cash collection for work performed.

24 Financial instruments continued

Interest rate risk
The Group's borrowings and any surplus cash balances are held at variable interest rates linked to London interbank offered rate ('LIBOR'). Outstanding borrowings are primarily denominated in US dollars to reflect the composition of the Group's assets that are funded by the borrowings. A movement of 50 basis points in the interest rate on borrowings and surplus cash balances through the year would have had an immaterial impact on the pre-tax profits of the Group.

Foreign currency risk
The operations of PricewaterhouseCoopers (Middle East Group) Limited and its subsidiaries are primarily denominated in US dollars/US dollar linked currencies. Refer to note 10 for summarised consolidated financial information for PricewaterhouseCoopers (Middle East Group) Limited.

The major part of the rest of the Group's income and expenditure is in sterling. Fees and costs denominated in foreign currencies are mainly in connection with professional indemnity insurance and transactions with PwC network firms. The Group seeks to minimise its exposure to fluctuations in exchange rates by hedging against foreign currency exposures. These hedges are designated as cash flow hedges where the necessary criteria are met. The Group's policy is to enter into appropriate forward or derivative transactions as soon as economic exposures are identified.

Group financial assets and liabilities by category

	2017				2016			
	Loans and receivables £m	Available-for-sale £m	Derivatives used for hedging £m	Other financial liabilities £m	Loans and receivables £m	Available-for-sale £m	Derivatives used for hedging £m	Other financial liabilities £m
Assets								
Trade and other receivables	1,110	–	–	–	1,110	–	–	–
Restricted assets held in the reservoir trust	–	20	–	–	–	–	–	–
Other investments	–	36	–	–	–	33	–	–
Cash and cash equivalents	75	–	–	–	214	–	–	–
Liabilities								
Trade and other payables	–	–	–	650	–	–	–	666
Borrowings	–	–	–	106	–	–	–	113
Members' capital	–	–	–	231	–	–	–	233
Other non-current liabilities	–	–	–	96	–	–	–	91
Forward foreign-exchange contracts								
Cash flow hedges	–	–	(1)	–	–	–	8	–

The fair values of all derivatives are based on observable inputs. Available-for-sale investments include £20m (2016: nil) of restricted assets held in the reservoir trust, measured using unadjusted quoted prices, £16m (2016: £13m) of other investments measured at fair value using observable inputs and £17m (2016: £12m) of other investments measured at fair value using unobservable inputs. Further details are provided in note 12.

Interest rate profile of financial assets and liabilities
Group short-term deposits with banks of £35m (2016: £160m) and Group borrowings of £106m (2016: £113m) are subject to floating interest rates. LLP short-term deposits with banks of £33m (2016: £142m) are also subject to floating interest rates. Group investments include floating rate subordinated loan notes of £9m (2016: £9m) and fixed rate preference shares of £24m (2016: £16m). LLP investments include floating rate subordinated loan notes of £6m (2016: £6m) and fixed rate preference shares of £11m (2016: £8m).

Currency profile of financial assets and liabilities
The major part of the Group's income and expenditure is in sterling. After taking into account forward contracts and known US dollar and euro denominated assets and liabilities, the Group had net US dollar denominated liabilities at 30 June 2017 of £24m (2016: £5m) and net euro denominated assets at 30 June 2017 of £19m (2016: £14m).

Derivative financial instruments
Forward foreign-exchange contracts all mature in less than two years, and have been valued using forward market prices prevailing at the reporting date. The ineffective portion of cash flow hedges recognised in the income statement was nil (2016: £1m gain). The effective portion of cash flow hedges recognised as other comprehensive expense was £9m (2016: £7m as other comprehensive income). The notional principal amount of forward foreign-exchange contracts was £50m (2016: £111m).

25 Related party transactions

The LLP and the PricewaterhouseCoopers United Kingdom Partnership are related parties because they are both controlled by the same group of individuals. This controlling group of individuals consists of all the members of the LLP, who are also all the members of the United Kingdom Partnership. Related party transactions with the United Kingdom Partnership and other related parties are summarised below.

Services provided to PricewaterhouseCoopers United Kingdom Partnership in respect of client assignments

Arrangements are in place for the LLP to supply services to the United Kingdom Partnership in connection with certain client assignments. For the year ended 30 June 2017, the LLP provided services to the United Kingdom Partnership to the value of £190,000 (2016: £161,000) under these arrangements. There were no balances outstanding at the end of the year (2016: nil).

Administrative support to PricewaterhouseCoopers United Kingdom Partnership

On behalf of its members, the LLP provides certain administrative services to support the United Kingdom Partnership, including the calculation of annuities and paying agent arrangements in connection with the pension annuities and certain other post-retirement payments due to certain former members of that partnership. The LLP charged the United Kingdom Partnership £200,000 for these support services for the year ended 30 June 2017 (2016: £200,000). There were no balances outstanding at the end of the year (2016: nil). Amounts paid during the year to the annuitants on behalf of the continuing members in their capacity as members of the United Kingdom Partnership totalled £97m (2016: £95m).

Group transactions with joint ventures and associates

Details of the Group's interests in joint ventures and associates are provided in note 11.

The transactions during the year with these related parties were as follows:

	2017 £m	2016 £m
Purchase of services from related parties		
Skyval Holdings LLP and subsidiary undertakings	3	3
PricewaterhouseCoopers Service Delivery Centre Holdings (Katowice) B.V. and subsidiary undertakings	6	6
PricewaterhouseCoopers Mobility Technology Services LLC	2	2
PwC Poland Services Limited and subsidiary undertakings	1	–
Provision of services to related parties		
Skyval Holdings LLP and subsidiary undertakings	–	(1)
PricewaterhouseCoopers Mobility Technology Services LLC	(3)	(3)

In addition, the Group made capital contributions of £1m (2016: £2m) and subscribed for preference shares of £3m (2016: £4m) in PwC Poland Services Limited.

The balances as at 30 June with these related parties were as follows:

	2017 £m	2016 £m
Skyval Holdings LLP and subsidiary undertakings	(1)	–
PricewaterhouseCoopers Mobility Technology Services LLC	–	1

25 Related party transactions continued

LLP

The subsidiary undertakings, jointly controlled entities and associates listed in note 26 are related parties of the LLP. The transactions during the year with these related parties were as follows:

	2017 £m	2016 £m
Purchase of services from related parties		
PricewaterhouseCoopers Services Limited	1,660	1,814
Other subsidiaries, jointly controlled entities and associates	9	16
Provision of services to related parties		
Other subsidiaries, jointly controlled entities and associates	(22)	(34)
Income received from investments in related parties		
PwC Holdings (UK) Limited	(8)	(148)
Other subsidiaries, jointly controlled entities and associates	(4)	(14)

Details of movements in investments in subsidiary undertakings and the effect of the PricewaterhouseCoopers Legal LLP business transfer are provided in note 10.

The balances as at 30 June with these related parties were as follows:

	2017 £m	2016 £m
PricewaterhouseCoopers Services Limited	(307)	(234)
PwC Holdings (UK) Limited	11	21
PwC Information Technology Services Limited	7	5
PricewaterhouseCoopers (Middle East Group) Limited	6	18
PwC Strategy& UK Holdings LLP	(3)	(5)
Amounts due from other subsidiaries	2	–
Amounts due to other subsidiaries	(1)	(4)
Amounts due from jointly controlled entities and associates	2	1

26 Subsidiary undertakings and jointly controlled entities

Subsidiary undertakings

The entities listed below are those consolidated in the Group's financial statements, including partnerships, LLPs and other unincorporated entities. There are no entities directly or indirectly held by the LLP that have been excluded from the consolidated financial statements.

All subsidiary companies are 100% owned by the Group, except for EMEA Advisory Services Ltd, which is 66.66% owned.

UK companies	Country of incorporation	Share class	% directly held by PwC LLP
Registered office: 1 Embankment Place, London, WC2N 6RH			
PricewaterhouseCoopers Advisory Services Limited	England	£1.00 ordinary shares	–
PricewaterhouseCoopers ME Holdings Limited	England	£1.00 ordinary shares	100
PricewaterhouseCoopers Services Limited	England	£1.00 ordinary shares	–
PwC Change Management Limited	England	£1.00 ordinary shares	–
PwC Holdings (UK) Limited	England	£1.00 ordinary shares	100
PwC Information Technology Services Limited	England	£1.00 ordinary shares	–
PwC Performance Solutions Limited	England	£0.05 ordinary shares	–
PwC Performance Solutions (No. 3) Limited	England	£1.00 ordinary shares	–
PwC Strategy& (UK) Ltd.	England	£1.00 ordinary shares	–
PwC Strategy& Services (UK) Limited	England	£1.00 ordinary shares	–
PwC Tax Information Reporting Limited	England	£1.00 ordinary shares	–
Registered office: 1 Embankment Place, London, WC2N 6DX			
PricewaterhouseCoopers Legal (Resources) Limited	England	£1.00 ordinary shares	100
PwC Legal (UAE) Limited	England	£1.00 ordinary shares	–
Registered office: Hays Galleria, 1 Hays Lane, London, SE1 2RD			
Barbinder Executors & Trustees – (an unlimited company)	England	£1.00 ordinary shares	100
Farringdon Trustees – (an unlimited company)	England	£0.10 ordinary shares	100
Petershill Secretaries Limited	England	£1.00 ordinary shares	–
The Barbinder Trust – (an unlimited company)	England	£1.00 ordinary shares	100
Registered office: 10-18 Union Street, London, SE1 1SZ			
AIMS Holdings No. 1 Limited	England	£1.00 ordinary shares	–
AIMS Holdings No. 2 Limited	England	£1.00 ordinary shares	–
PricewaterhouseCoopers Overseas Limited	England	£1.00 ordinary shares	100
Registered office: P.O. Box 67238, 10-18 Union Street, London, SE1P 4DL			
Barbinder Freehold – (an unlimited company)	England	£1.00 ordinary shares	100
Beyond Food Community Interest Company	England	£1.00 ordinary shares	–
Cooper Brothers & Co Limited	England	A and B class ordinary £1.00 shares	100
Coopers & Lybrand Limited	England	£1.00 ordinary shares	100
Frederick's Place Nominees – (an unlimited company)	England	£1.00 ordinary shares	100
Price Waterhouse Limited	England	£1.00 ordinary shares	–
Price Waterhouse MCS UK Holding Company – (an unlimited company)	England	£1.00 ordinary shares and £1.00 preference shares	–
PricewaterhouseCoopers (Resources) – (an unlimited company)	England	£1.00 ordinary shares	20
PricewaterhouseCoopers ASM Limited	England	£1.00 ordinary shares	100
PricewaterhouseCoopers CFR Limited	England	£1.00 ordinary shares	–
PRPi Consulting Limited	England	A and B class ordinary £1.00 shares	–
PwC Change Management Holdings Limited	England	A and B class ordinary £0.10 shares	–
PwC Consulting Associates Limited	England	£1.00 ordinary shares	–
PwC London Bridge Limited	England	£1.00 ordinary shares	–
PwC Performance Solutions (No. 2) Limited	England	£1.00 ordinary shares	–
PWSP – (an unlimited company)	England	£1.00 ordinary shares	100
Sustainable Finance Holdings Limited	England	A1, A2, B1, B2, C1 and C2 class ordinary £0.50 shares and £1.00 preference shares	–
Sustainable Finance Limited	England	£1.00 ordinary shares	–
Registered office: Atria One, 144 Morrison Street, Edinburgh, Scotland, EH3 8EX			
PricewaterhouseCoopers Assurance UK Limited	Scotland	£1.00 ordinary shares	–
The Barbinder Trust (Scotland) – (an unlimited company)	Scotland	£1.00 ordinary shares	–
Registered office: PwC House, Plot No. 18/a, Guru Nanak Road, Station Road, Bandra West, Mumbai, Maharashtra, India – 400050			
PricewaterhouseCoopers AIMS Support Services India Private Limited	India	INR 500 ordinary shares	–
Registered office: Royal Bank Place, 1 Glategny Esplanade, Guernsey, GY1 2HJ			
PricewaterhouseCoopers Alliance Limited	Guernsey	£nil ordinary shares	50
Registered office: One International Towers, Watermans Quay, Bangaroo, NSW, Australia, 2000			
PricewaterhouseCoopers Information Technology Services (Australia) Holdings Pty Ltd	Australia	AUD 1.00 ordinary shares	–
PricewaterhouseCoopers Information Technology Services (Australia) Pty Ltd	Australia	AUD 1.00 ordinary shares	–
Selera Solutions Pty Ltd	Australia	AUD 1.00 ordinary shares	–

26 Subsidiary undertakings and jointly controlled entities continued

Channel Islands companies	Country of incorporation	Share class	% directly held by PwC LLP
Registered office: P.O. Box 321, First Floor, Royal Bank Place, 1 Glategny Esplanade, Guernsey, GY1 2HJ			
Midhurst Properties Limited	Guernsey	£1.00 ordinary shares	–
Pembroke House Limited	Guernsey	£1.00 ordinary shares	–
PricewaterhouseCoopers Services (Guernsey) Limited	Guernsey	£nil ordinary shares	–
PwC Properties (Guernsey) Limited	Guernsey	£1.00 ordinary shares	–
Registered office: 37 Esplanade, St Helier, Jersey, JE1 4XA			
PricewaterhouseCoopers Professional Services Limited	Jersey	£1.00 ordinary shares	–
PricewaterhouseCoopers Services (Jersey) Limited	Jersey	£1.00 ordinary shares	–
PwC Channel Islands Limited	Jersey	£1.00 ordinary shares	–
PwC Properties (Jersey) Limited	Jersey	£1.00 ordinary shares	–
PwC Pension Scheme Trustees Limited	Jersey	£1.00 ordinary shares	–

Middle East Group companies	Country of incorporation	Share class	% directly held by PwC LLP
Registered office: Adol Street, Ben Ashour, P.O. Box 81577, Tripoli, Libya			
Al Motahedoon Company Chartered Accountants and Registered Auditors LLC	Libya	LYD 1.00 ordinary shares	–
Registered office: Unit 408 & 409, Level 4, Gate Precinct Building 5, Dubai International Financial Centre, P.O. Box 11987, Dubai, UAE			
EMEA Advisory Services Ltd	UAE	USD 1.00 ordinary shares	–
Registered office: Global Business Centre, Al Hitmi Village Building, Clock Roundabout, Corniche Area, P.O. Box 25422, Doha, Qatar			
Harding Lowe Professionals LLC	Qatar	AED 1.00 ordinary shares	–
Registered office: OMC Chambers, Wickams Cay 1, Road Town Tortola, British Virgin Islands			
HLP Consulting Limited	British Virgin Islands	USD 1.00 ordinary shares	–
Registered office: 9th Floor, East Tower, Abu Dhabi Trade Centre, P.O. Box 45263, Abu Dhabi, UAE			
HLP International Consulting LLC	UAE	AED 1.00 ordinary shares	–
Registered office: 3302 Saba Tower 1, Jumeirah Lakes Towers, Cluster E, Dubai, UAE			
PwC Digital Services (formerly NSI DMCC)	UAE	AED 1,000.00 ordinary shares	–
Registered office: Tornado Tower, 41st Floor, P.O. Box 6689, Doha, Qatar			
PricewaterhouseCoopers – Qatar LLC	Qatar	USD 1.00 ordinary shares	–
Registered office: Third Circle, Jabal Amman, 14 Hazza' Al-Majali Street, P.O. Box 5175, Amman 11183, Jordan			
PricewaterhouseCoopers "Jordan"	Jordan	JOD 1.00 ordinary shares	–
Registered office: P.O. Box 321, Royal Bank Place, 1 Glategny Esplanade, St Peter Port, Guernsey, GY1 4ND			
PricewaterhouseCoopers (Holdings) Guernsey Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers (Holdings) Middle East Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers (Middle East Group) Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Bahrain Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Bahrain Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Holdings ME Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Iraq Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers KSA (Advisory) Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Kuwait Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Kuwait Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Libya Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Middle East Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Oman Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Palestinian Territories Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Palestinian Territories Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Qatar Holdco Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Qatar Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Saudi Arabia (Advisory) Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Saudi Arabia (CF) Limited	Guernsey	£nil ordinary shares	–
PwC Holdings Guernsey Limited	Guernsey	£nil ordinary shares	–
PwC Holdings MER Limited	Guernsey	£nil ordinary shares	–
PwC Holdings Middle East Limited	Guernsey	£nil ordinary shares	–
PricewaterhouseCoopers Saudi Arabia Holdco Limited	Guernsey	£nil ordinary shares	–
Registered office: 3rd Floor, Saba House Building, Block B&C, Said Freiha Street, Hazmieh, Beirut, Lebanon, P.O. Box 11-3155			
PricewaterhouseCoopers (Offshore) S.A.L.	Lebanon	LBP 30,000.00 ordinary shares	–
Registered office: Kingdom Tower, P.O. Box 13934, Riyadh 11414, Kingdom of Saudi Arabia			
PricewaterhouseCoopers Advisory Limited	Saudi Arabia	SAR 2,000.00 ordinary shares	–
Registered office: Arraya Tower II, 23rd – 24th Floor, Safat 13018, P.O. Box 1753, Al-Shuhada Street, Sharq, Kuwait			
PricewaterhouseCoopers Advisory Services WLL	Kuwait	KWD 5,000.00 ordinary shares	–

26 Subsidiary undertakings and jointly controlled entities continued

Middle East Group companies	Country of incorporation	Share class	% directly held by PwC LLP
Registered office: Plot No. 211, Second Sector, City Center, New Cairo 11835, Egypt, P.O. Box 170, New Cairo			
PricewaterhouseCoopers Financial Consultancy SAE	Egypt	EGP 100.00 ordinary shares	–
PricewaterhouseCoopers – LLC	Egypt	EGP 100.00 ordinary shares	–
Registered office: Mutrah, Wadi Adi, P.O. Box 3075, Ruwi, Post Code 112, Muscat, Oman			
PricewaterhouseCoopers L.L.C.	Oman	OMR 1.00 ordinary shares	–
Registered office: Office 801, Level 8, Al Fattan Currency House, Tower 1, Dubai, UAE			
PricewaterhouseCoopers Limited	UAE	AED 1.00 ordinary shares	–
Registered office: Emaar Square, Building 4, Level 8, P.O. Box 11987, Dubai, UAE			
PwC Commercial Brokers LLC	UAE	AED 1.00 ordinary shares	–
PwC Academy LLC	UAE	AED 1.00 ordinary shares	–
Registered office: Gulan Street, English Village, Building No. 252, Erbil, Kurdistan, Republic of Iraq			
PricewaterhouseCoopers Management Advisory LLC	Iraq	IQD 1.00 ordinary shares	–
Registered office: C/o The Corporation Trust Centre, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801, USA			
PwC Strategy& Services (Middle East) Limited	USA	USD 1.00 ordinary shares	–
Registered office: P.O. Box 309, Ugland House, Grand Cayman, KYI-1104, Cayman Islands			
Strategy& (Middle East) Ltd.	Cayman Islands	USD 1.00 ordinary shares	–
Registered office: Star Capital 2, 9th Floor, Aly Rashed Street, Heliopolis West 11771, Cairo, Egypt			
Strategy& (Egypt) LLC	Egypt	EGP 100.00 ordinary shares	–
Registered office: 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801, USA			
Strategy& (Lebanon) LLC	USA	USD 1.00 ordinary shares	–
Registered office: Al Fattan Currency House, Tower 1, Level 8, Dubai International Financial Centre, Dubai, UAE			
Strategy& (M.E.) LLC	UAE	AED 1.00 ordinary shares	–
Registered office: 10th Floor, Tower 2, Qatar Financial Centre, West Bay, Doha, Qatar			
Strategy& (QFC) LLC	Qatar	USD 1.00 ordinary shares	–
Registered office: Al Salah Tower, G 103, Prince Faisal Bin Fahad Street, Khubar, Kingdom of Saudi Arabia			
Strategy& Saudi Arabia	Saudi Arabia	SAR 2,000.00 ordinary shares	–
Registered office: Muscat International Centre, Muttrah Business District, Bait Al Falj Street, P.O. Box 686, Ruwi, Post Code 112, Muscat, Oman			
Strategy& Services (Middle East) LLC	Oman	OMR 1.00 ordinary shares	–

UK partnerships, limited liability partnerships and other unincorporated entities	Legal form	Principal place of business
Registered office: 1 Embankment Place, London, WC2N 6DX		
Accounting Advisory (UK) LLP	Limited liability partnership	1 Embankment Place, London, WC2N 6RN
PwC Strategy& UK Holdings LLP	Limited liability partnership	1 Embankment Place, London, WC2N 6RN
PricewaterhouseCoopers Legal LLP	Limited liability partnership	1 Embankment Place, London, WC2N 6DX
PricewaterhouseCoopers Legal Middle East LLP	Limited liability partnership	Rd No. 2811, Seef, Bahrain
Registered office: P.O. Box 67238, 10-18 Union Street, London, SE1P 4DL		
PricewaterhouseCoopers AS LLP	Limited liability partnership	1 Embankment Place, London, WC2N 6RN

Channel Islands partnerships, limited liability partnerships and other unincorporated entities	Legal form	Principal place of business
Registered office: 1 Embankment Place, London, WC2N 2RD		
PricewaterhouseCoopers CI LLP	Limited liability partnership	37 Esplanade, St Helier, Jersey, JE2 3QE

Middle East Group partnerships, limited liability partnerships and other unincorporated entities	Legal form	Registered office and principal place of business
Mansour & Co. PricewaterhouseCoopers	Partnership	Plot No. 211, Second Sector, City Center, New Cairo 11835, Egypt, P.O. Box 170, New Cairo
Pricewaterhouse Coopers Middle East Limited	Regional office	Third Circle, Jabal Amman, 14 Hazza' Al-Majali Street, P.O. Box 5175, Amman 11183, Jordan
PricewaterhouseCoopers	Partnership	Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda
PricewaterhouseCoopers	Partnership	Saba House Building, Block B&C, Said Freiha Street, Hazmieh, P.O. Box 11-3155, Beirut, Lebanon
PricewaterhouseCoopers (Abu Dhabi Branch)	Branch	9th Floor, East Tower, Abu Dhabi Trade Centre, P.O. Box 45263, Abu Dhabi, UAE
PricewaterhouseCoopers (ADGM Branch)	Branch	25th – 26th Floor, Al Khatem Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, UAE
PricewaterhouseCoopers (Dubai Branch)	Branch	Emaar Square, Building 4, Level 8, P.O. Box 11987, Dubai, UAE
PricewaterhouseCoopers "Jordan"	Branch	Gulan Street, English Village, Building No. 252, Erbil, Kurdistan, Republic of Iraq
PricewaterhouseCoopers RAK Branch	Branch	Al Gisr Road, Suhaim, Office Tower, Juiphar Towers, P.O. Box 9705, RAK, UAE
PricewaterhouseCoopers – SHJ. BR.	Branch	11th Floor, Baitha Towers, Cornish, P.O. Box 63801 82162, Sharjah, UAE
PricewaterhouseCoopers Al-Shatti & Co	Unincorporated entity	Arraya Tower II, 23rd – 24th Floor, Safat 13018, P.O. Box 1753, Al-Shuhada Street, Sharq, Kuwait

26 Subsidiary undertakings and jointly controlled entities continued

Middle East Group partnerships, limited liability partnerships and other unincorporated entities	Legal form	Registered office and principal place of business
PricewaterhouseCoopers Bahrain Limited	Branch	Block 317, Road 1702, Building 135, Flat 41, Manama, Bahrain
PricewaterhouseCoopers LLP – Muscat Branch	Branch	Suites 204-210, Hatat House, Wadi Adai, P.O. Box 3075, Ruwi, Post Code 112, Muscat, Oman
PricewaterhouseCoopers Management Advisory (Baghdad Branch)	Branch	Quarter 601, Street 9, House 16, Al Ameerat Street, Al Mansour District, Baghdad, Republic of Iraq
PricewaterhouseCoopers Palestinian Territories Limited	Branch	Masrouji Building 201, Ramallah, West Bank, P.O. Box 1318
PricewaterhouseCoopers – Public Accountants	Partnership	Kingdom Tower, 21st Floor, P.O. Box 8282, Riyadh 11482, Kingdom of Saudi Arabia
Saadi Eid & Co.	Partnership	Shufat Street 5, East Jerusalem, P.O. Box 51084
Strategy& (Lebanon) LLC	Branch	6th Floor, Block A, 2 Park Avenue, Solidere, P.O. Box 16-6541, Beirut, Lebanon
Strategy& (Middle East) Ltd.	Branch	Al Sila Tower, Level 17, Sowwah Square, Al Maryah Island, Abu Dhabi, UAE
Strategy& (Middle East) Ltd. (Abu Dhabi Branch)	Branch	Al Sila Tower, Level 17, Sowwah Square, Al Maryah Island, Abu Dhabi, UAE
Strategy& (Middle East) Ltd. (Oman Branch)	Branch	Muscat International Centre, Muttrah Business District, Bait Al Falj Street, P.O. Box 686, Ruwi, Post Code 112, Muscat, Oman

Jointly controlled entities and associates

None of the entities listed below have a material impact on the Group's financial results. All jointly controlled entities and associates are consolidated using the equity method of accounting on the basis that the Group has joint control or significant influence over the entity.

Companies	Country of incorporation	Share class	% directly held by PwC LLP	% held by Group
Registered office: 111 Either Avenue, New York, New York, 10011, USA				
PricewaterhouseCoopers Mobility Technology Services LLC	USA	Membership units	–	50
Registered office: Raamweg 1 B2596HL's-Gravenhage, the Netherlands				
PricewaterhouseCoopers Service Delivery Centre Holdings (Katowice) B.V.	Netherlands	EUR 1.00 C class shares	–	33.33
Registered office: ul. al. Armii Ludowej 14, 00-638 Warsaw, Poland				
PricewaterhouseCoopers Service Delivery Center Poland Sp. Z o.o.	Poland	PLN 50.00 ordinary shares	–	33.33
Registered office: ul. Puławska 182, 02-670 Warsaw, Poland				
PwC IT Services Sp. Z o.o.	Poland	PLN 500.00 ordinary shares	–	50
PwC Services Sp. Z o.o.	Poland	PLN 50.00 ordinary shares	–	50
Registered office: 1 Embankment Place, London, WC2N 6DX				
PwC Poland Services Limited	England	£1.00 ordinary shares	–	50
Registered office: 77 Kingsway, London, WC2B 6SR				
Skyval Limited	England	£1.00 ordinary shares	–	20

Limited liability partnerships	Legal form	Principal place of business
Registered office: 77 Kingsway, London, WC2B 6SR		
Skyval Holdings LLP	Limited liability partnership	77 Kingsway, London, WC2B 6SR

The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London, WC2N 6RH.