

John Swire & Sons Pension Plan

Annual Report & Financial Statements

31 December 2024

Plan Registration number 10038980

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Section 1 – Trustees and their Advisers

The Trustees

The following individuals served as Trustees of John Swire & Sons Pension Plan (“the Plan”) for the year end 31 December 2024.

Employer Nominated

R.P. Cutler
P.A.W. De Gentile-Williams
P.R. Henson
D.C. Morris
Contact address:

Member Nominated

D.J. Gilmour
B. Kelly

Swire House
59 Buckingham Gate
London
SW1E 6AJ
Telephone: 020 7834 7717

Advisers

The advisers to the Trustees are set out below:

Actuary

K McClymont, FFA
Hymans Robertson LLP
20 Waterloo Street
Glasgow
G2 6DB

Independent Auditor

Menzies LLP
Victoria House
50-58 Victoria Road
Farnborough
GU14 7PG

Legal Adviser

Pinsent Masons LLP
141 Bothwell Street
Glasgow
G2 7EQ

Administrator

Hymans Robertson LLP
20 Waterloo Street
Glasgow
G2 6DB

Section 1 – Trustees and their Advisers (continued)

Advisers (continued)

Investment Manager and Annuity Providers

Legal & General Assurance (Pensions Management)
Limited
One Coleman Street
London
EC2R 5AA

Aviva Life & Pensions UK Ltd
Wellington Row
Tanner Row
York
YO90 1WR

Investment Consultant

Hymans Robertson LLP
20 Waterloo Street
Glasgow
G2 6DB

Banker

Barclays Bank UK plc
1 Churchill Place
London
E14 5HP

Principal Employer

John Swire & Sons Limited
Swire House
59 Buckingham Gate
London
SW1E 6AJ
Email: david.morris@jssldn.co.uk

Participating Employer

John Swire & Sons Limited (for JS&S Section and for the
SES Section)
Swire House
59 Buckingham Gate
London
SW1E 6AJ

Participating Employer

James Finlay Limited (for FPF Section)
Swire House
59 Buckingham Gate
London
SW1E 6AJ

Participating Employer

Finlay Beverages Limited (for FPF Section)
Elmsall Way
Pontefract
WF9 2XS

Section 2 – Trustees' Report

The Trustees have the pleasure in submitting their annual report on the operations of the Plan together with the financial statements for the year end 31 December 2024 ("Report").

The annual report is issued to keep members informed about various aspects of the administration and management of the Plan, including the assets held towards providing retirement pensions and other benefits. All members have been issued with a summary of the rights and benefits to which they and their dependents are entitled under the Rules of the Plan.

Management of the Plan

Trustees

The names of the Trustees are shown on page 1 of this Report. Four of the Trustees are nominated by the Principal Employer (R.P. Cutler, P.A.W. De Gentile-Williams, P.R. Henson and D.C. Morris) and two are Member Nominated Trustees ("MNTs") being D.J. Gilmour and B. Kelly, who were nominated at the end of the prior year, agreed to serve for a further three-year term.

The power to appoint and remove Trustees is vested in the Principal Employer and is affected by deed, save that an MNT may only be removed with the consent of all the other Trustees. The Trustees have a MNT policy in place, which sets out the mechanisms for appointing MNTs and their responsibilities.

The Trustees have a duty to act impartially in looking after the interests of all the Members and beneficiaries and to carry out their duties with reasonable care and good faith. The Trustees have appointed the Actuary, Auditor, Legal Adviser and Investment Managers and are responsible for the assets of the Plan. The Trustees also ensure that the Plan is operated according to the Rules, that the Plan's transactions are recorded and that contributions are received within the timescales set out in the Pensions Act.

During the year, the Trustees met twice formally in person and held four other ad hoc electronic meetings. All decisions are taken by simple majority with the Chairman having a casting vote. The Trustees also had formal discussions outside of these meetings throughout the year to discuss matters arising in between meetings.

The Plan

The assets of the Plan are completely independent of the Participating Employers' assets. The Plan is governed by a Trust Deed and Rules and is under the control of the Trustees. The Principal Employer is John Swire & Sons Limited. The Participating Employers are John Swire & Sons Limited ("JS&S Section", "SES Section") and James Finlay Limited and Finlay Beverages Limited ("FPF Section"). Since 1 March 2018 the Plan has been a 'registered pension scheme' with HM Revenue and Customs ("HMRC") for tax purposes.

The Plan is a registered pension scheme under Chapter 2 of Part 4 of the Finance Act 2004. Such registration allows various tax reliefs on the contributions made by members and the Participating Employers, and on the benefits members receive. The Trustees are not aware of any reason why such registration should be withdrawn by HM Revenue & Customs.

The Plan is administered by Hymans Robertson LLP on behalf of the Trustees.

Section 2 – Trustees' Report (continued)

The Plan (continued)

All members of the Plan and beneficiaries have the right to request information concerning the general provisions of the Plan. A statement of the benefits is supplied to Members on request and all Members are issued with a summary statement of the Plan's funding annually. Additionally, a statement of the benefits due will be provided for Members and their dependants in the event of retirement, leaving service or death. Any request for information should be addressed to the Trustees at the contact address on page 1 of this Report.

The Plan is a final salary scheme and benefits are payable out of the Plan's investments and out of the contributions made by the Participating Employers.

The Trustees have the responsibility to ensure that sufficient contributions are received to meet the benefits payable under the Rules. They are advised by the Actuary who recommends the level of contributions to be paid.

The contributions do not cover the costs of any special increases for pensioners nor for deferred pensions in excess of those provided under the Rules. Such costs as may be deemed necessary are met by additional contributions from the Participating Employer as the occasion arises.

The Plan's administrative expenses are borne either directly by the Participating Employers other than those disclosed in the Fund Account on page 22 or if applicable from projected surplus assets of each Section.

The Principal Employer advised the Trustees on 11 November 2012 that the Plan would be closed to new entrants with effect from 14 November 2012.

As at 1 March 2018, the three main funded Schemes within the Swire Group were merged into the John Swire & Sons Pension Plan forming a sectionalised plan.

The JS&S Section closed to future accrual of benefits on 28 February 2022.

Statements of Funding and Investment Principles and Policy

The Swire Group set a new overall investment strategy covering its three UK Defined Benefits Pension schemes in 2015 (formally agreed by the Trustees in 2016), which became the three sections of the John Swire & Sons Pension Plan on 1 March 2018.

As the majority of the Plan's investment assets are invested in long-term insurance policies held with Legal & General and Aviva, the Trustees have not themselves appointed custodians. The remainder of the assets were invested in Legal & General Investment Management ("LGIM") cash funds and held as cash in the Trustees' bank accounts. Such investments are in accordance with the Occupational Pension Schemes (Investment) Regulations 1996. No Plan assets are invested in the Participating Employers or their Subsidiary Undertakings. A website link to a copy of the Statement of Investment Principles is available in the Trustees' Report on page 10.

Section 2 – Trustees' Report (continued)

Plan Membership

The membership of the Plan for the year ended 31 December 2024 is shown below:

Pensioner Members (including spouses and dependants)	
As at 1 January 2024	611
Adjustment to opening	(1)
Revised as at 1 January 2024	610
Retirements: new pensioners	28
Trivial commutations taken	(2)
New beneficiaries	4
Deaths	(24)
Pensioner Members as at 31 December 2024	616

Members with Preserved Benefits	
As at 1 January 2024	443
Adjustment to opening	(2)
Revised as at 1 January 2024	441
Retirements - new pensioners	(28)
Members with Preserved Benefits as at 31 December 2024	413

A breakdown of members by Section is given in note 14 on page 33.

Included within Pensioner members are 90 members in respect of the JS&S Section (2023: 89), 424 members in respect of the FPF Section (2023: 430) and 102 members in respect of the SES Section (2023: 92) whose benefits are secured by annuity policies.

Section 2 – Trustees' Report (continued)

Guaranteed Minimum Pension ("GMP") Equalisation

On 26 October 2018, the High Court ruled that trustees of UK defined benefit pension schemes which were formerly contracted out between 17 May 1990 and 5 April 1997 must compensate members for differences attributable to GMPs. During 2022 the Trustees started the process to equalise GMPs for the JS&S and FPF Sections of the Plan where relevant and opted for the GMP conversion method. In 2023, a similar process began for the SES Section, where applicable, using the dual records approach. GMP equalisation has been completed for the FPF Section and JS&S Section, with all back payments made and any uplifts to pensions now implemented. The value of back payments is not material to the financial statements and so these will be disclosed in the reporting year in which payments are made. The calculations for the SES Section were concluded in June 2025 with all back payments and uplifts to pensions shortly to be implemented. The value of the back payments is not material to the financial statements and so these will be disclosed in the year in which payments are made.

On 20 November 2020, the High Court issued a follow-on judgement in the Lloyds case and ruled that pension schemes will also need to revisit individual transfer payments made since 17 May 1990 to consider if any additional value is due as a result of GMP equalisation. The Trustees of the Plan are aware that this issue will affect the Plan and continue to monitor and consider this ongoing matter at their meetings and decisions will be made as to the next steps. It is not possible to estimate the cost of any rectification adjustments at this time.

Transfer Values

If Members who have attained more than three months Pensionable Service leave the Plan before their normal retirement date they may elect for payment of a transfer value to another tax approved pension scheme at any time prior to their 59th birthday. In that event the Actuary would calculate the transfer value for that Member, in accordance with the legislation governing such calculations, as the cash equivalent of their deferred benefits which would otherwise have been preserved in the Plan. No discretionary amounts were awarded in the year.

Pension Increases

During the year the following pension increases were applied:

JS&S Section: Pension increase at 1 January 2024 – October RPI to maximum 5%.

FPF Section: Pension increase at 1 July 2024 with any GMP increasing on 1 April.

Converted pre-88 GMP – April RPI to maximum 4%, Converted post-88 GMP – April RPI to maximum 4%, pre-97 excess pension – April RPI to maximum 4%.

post - 97 pension – April RPI to maximum 5%. Post 2010 tranches – April RPI to maximum 2.5%.

Ex Lingarden section: Pension increase at 1 April 2024.

Converted pre-88 GMP – 0%, Converted post-88 GMP – September CPI to maximum 3%, pre-97 excess pension - 3%,

post - 97 pension – April RPI to maximum 5%.

SES Section: Pension increase as at 1 January 2024: Pension in excess of GMP – October RPI to maximum 5%, Post-88 GMP – September CPI to maximum 3%, Pre-88 GMP - 0%.

Section 2 – Trustees' Report (continued)

Financial Development of the Plan

The financial statements have been prepared and audited in accordance with regulations made under Section 41(1) and (6) of the Pensions Act 1995.

A summary of the Plan's Financial Statements is set out in the table below:

	Total 2024 £	Total 2023 £
Member related income	842	-
Member related payments	(8,456,526)	(7,379,469)
Net withdrawals from dealings with members	(8,455,684)	(7,379,469)
Net returns on investments	(7,873,024)	5,666,259
Net decrease in fund	(16,328,708)	(1,713,210)
Net assets at start of the year	147,032,526	148,745,736
Net assets at end of the year	130,703,818	147,032,526

Actuarial Position – JS&S Section

The Actuary carried out a valuation of the assets and liabilities of the JS&S Section as at 31 December 2021. The valuation disclosed that there was a surplus of £0.4m relative to technical provisions.

The Trustees and Participating Employer agreed that no deficit reduction contributions are to be made by the Participating Employer as the Section has no funding deficit. However, the Participating Employer shall pay to the Section any additional contributions required from time to time on the advice of the Scheme Actuary as required under the Section's Trust Deed & Rules. In addition, the Participating Employer may pay additional contributions to the Section from time to time to further improve the funding of the Section and security of member benefits.

On 8 March 2021 the Trustees secured the past service liabilities with Aviva Life & Pensions UK Ltd ("Aviva") and so the funding level should remain stable.

Actuarial Position – FPF Section

The Actuary carried out a valuation of the assets and liabilities of the FPF Section as at 31 December 2021. The valuation disclosed that there was a surplus of £3.3m relative to technical provisions. At the moment, no further Participating Employer contributions are payable.

The Participating Employer has agreed to pay the following additional contributions; only payable under the conditions set out below

- £500k every 15 January and 15 July each year from 1 January 2023 to 31 December 2024

These contributions are not payable if the funding level of the Section is above 100% at the date the next deficit payment is due.

Section 2 – Trustees' Report (continued)

Actuarial Position – FPF Section (continued)

On 9 June 2020 the Trustees secured the past service liabilities of the FPF Section with Legal & General Assurance Society Limited ("LGAS") and so the funding level should remain stable.

Actuarial Position – SES Section

The Actuary carried out a valuation of the assets and liabilities of the SES Section as at 31 December 2021. The valuation disclosed that there was a surplus of approximately £1.9m relative to technical provisions.

The Trustees and Participating Employer agreed that no deficit reduction contributions are to be made by the Participating Employer as the Section has no funding deficit. However, the Participating Employer shall pay to the Section any additional contributions required from time to time on the advice of the Scheme Actuary as required under the Section's Trust Deed & Rules. In addition, the Participating Employer may pay additional contributions to the Section from time to time to further improve the funding of the Section and security of member benefits.

On 7 December 2022, the Trustees secured the past service liabilities of the SES Section with Aviva Life & Pensions UK Ltd ("Aviva") and so the funding level should remain stable.

Pension Sharing on Divorce

Under legislation, former spouses are given rights in their own name to a share of pension benefits accrued by their ex-spouses. However, as permitted by the regulations, the Trustees have decided that former spouses of Members will not be admitted to membership of the Plan but would require them to transfer out their benefits to a suitable provider.

In the event of a Member divorcing and sharing their pension benefits from the Plan the cost of assessing the value of such benefits will be charged to the parties concerned, once the Court issues a sharing order, rather than by deduction from the pension benefits. The charges would match those recommended by the National Association of Pension Funds from time to time.

Data Protection

Personal information about the Plan's members is held by the Trustees who are the data controller under the terms of the Data Protection Act. It is the Trustees' responsibility to ensure that the information is processed and calculated correctly in order to pay benefits to the Members and their dependents and to enable the Plan to be run efficiently. Sometimes relevant data about the members is passed to the Trustees' advisers in connection with the operation of the Plan.

Reminders

The Principal Employer asks that Members be reminded that the Plan forms an integral part of John Swire & Sons Limited's remuneration policy and Members are encouraged to understand the benefits to which they will become entitled.

A copy of the Trust Deed and Rules is available for inspection on request to the Trustees at the address on page 1.

All Members were invited, when joining the Plan, to nominate persons whom they would like the Trustees to consider as possible recipients of any lump sum benefits to be paid in the event of their death. All Members, and those pensioners who have not received five years' instalments of pension after retirement, are reminded to review their nominations from time to time to ensure that they take into account their current circumstances/wishes.

The Trustees can be contacted by email addressed to D.C. Morris at david.morris@jssldn.co.uk

Section 2 – Trustees' Report (continued)

Investment Policy

Investment Strategy

The investment objective of the Plan is to maintain a portfolio of suitable assets of appropriate liquidity which will generate investment returns to meet, together with future contributions, the benefits of the Plan payable under the Trust Deed and Rules as they fall due.

In line with these principles, the Trustees have implemented buy-in policies for all three of the Plan's Sections – the details of the individual implementation process are set out below. The buy-in policies are designed to provide cashflow which exactly matches the required outgoing benefit for each Section. As such, the Trustees consider these to be suitable for the Plan despite their illiquid nature (i.e. the assets cannot be sold in the market).

In April 2020, the Trustees entered into a buy-in insurance policy with LGAS, covering all of the deferred and pensioner liabilities of the FPF Section. The buy-in premium was funded with cash proceeds from the sale of the Section's holdings in corporate bonds, fixed-interest gilts and index-linked gilts (with LGIM). A small proportion of the Section's assets were retained in a cash fund and these assets are being used to cover the costs of the Section's wind up.

The Trustees entered into a buy-in insurance policy with Aviva in March 2021 for the JS&S Section, funding the premium using proceeds from sale of all of the Section's assets managed by LGIM and a top-up contribution from the Participating Employer. The policy covers all deferred and pensioner members as well as past service liabilities of the active members accrued before 30 June 2020. A small proportion of cash was retained in the Trustees' bank account and to cover ongoing costs for the Section and eventual wind-up.

Following de-risking of the SES Section in 2021, in the second half of 2022, the Trustees started working on implementation of a buy-in policy for the Section. In early December 2022, the Trustees formally entered into a buy-in policy with Aviva, covering all deferred and pensioner members. Following the payment of the buy-in premium, a small proportion of cash was retained in the Trustees' bank account and in a cash fund to cover ongoing costs for the Section.

Investment Manager

At 31 December 2024 all of the Plan's assets were held in bulk annuity insurance contracts or in cash (including holdings in cash funds managed by the Plan's investment manager). As flagged above, cash represents surplus following payment of buy-in premiums and as such, the Trustees have not implemented a target allocation for this asset class.

Investment Objectives

As noted in the Investment Strategy Section above, the vast majority of the Plan's assets (with exception of the small remaining investments in cash funds) were sold to fund buy-in premiums for the three Sections of the Plan.

During the year the Trustees used Legal & General Investment Management ("LGIM") to manage the Plan's remaining assets invested in cash funds.

The aim of the cash funds is to track the relevant benchmark SONIA (Sterling Overnight Index Average) on an ongoing basis, which is an objective and not a guarantee.

Section 2 – Trustees’ Report (continued)

Investment Policy (continued)

Statement of Investment Principles

The Trustees have produced a Statement of Investment Principles (“SIP”) as required by Section 35 of the Pensions Act 1995. This Statement sets out the Trustees’ policies on investments; objectives relating to the selection of investments and the setting of strategic asset allocation benchmarks for all the Sections of the Plan. A copy of the SIP is available on the Plan’s website at

<https://www.jsspensionplan.co.uk/media/rndgagy5/230412-jss-statement-of-investment-principles-vf.pdf>.

The target weightings for each Section as at 31 December 2024 are shown in the table below:

	JS & S Section Target Weighting (%)	FPF Section Target Weighting (%)	SES Section Target Weighting (%)
Risk Reducing:			
Annuity policy	100	100	100
Total	100	100	100

The FPF and SES Sections also retained small investments in LGIM cash funds. The funds are priced and traded weekly by the investment manager and as such, the Trustees regard investments in the funds as readily marketable. The annuity policies cannot be liquidated.

Review of the SIP

The SIP was reviewed by the Trustees on 25 April 2023 when the document was updated to reflect changes within the Plan following the full buy-in of the SES Section. This update also streamlined the document to align it with the Plan’s current circumstances, although bulk annuities were also included as permitted assets in the previous versions of the SIP (in force at the time when buy-ins were implemented).

Section 2 – Trustees' Report (continued)

Investment Policy (continued)

The Myners Review and Code of Best Practice

During the period the Trustees continued to be mindful of the recommendations contained in the Government's Code of Best Practice, although recognise that there is now limited scope to implement these recommendations when managing the Plan's investment strategy and assets.

The Trustees' approach to managing the Plan's investments is set out in the SIP.

Manager Remuneration and Engagement Duration

Remuneration for each mandate is determined at the inception of each mandate based on commercial considerations and typically set on an ad valorem basis. Where appropriate to the nature of the mandate, the term of the mandate and the role the mandate plays within the investment strategy, the Trustees may agree to a fee structure where the manager is incentivised to deliver outperformance relative to an agreed benchmark, typically in conjunction with a lower ad valorem fee.

Given the nature of the remaining assets, the Trustees do not routinely conduct a review of the fees paid to their manager against industry standards, but are mindful of this and will review from time to time as required.

Manager Engagement

The Trustees undertake periodic service provider reviews in which the ongoing appropriateness of the Plan's manager arrangements are considered. The Trustees do not expect their manager to take excess short-term risk. The Trustees periodically review the Plan's investments and the manager, including investment performance of each mandate relative to their respective benchmark or performance target on a short, medium and long-term basis. Material deviation from performance targets is likely to result in the mandate being formally reviewed. The Trustees periodically review the manager's exercising of stewardship responsibilities (including engagement with issuers) as set out in greater detail below, and the management of risks.

Given the Plan's non-insured assets only consists of cash, the Trustees expect the turnover in assets to be low.

Whilst the Trustees expect performance to be delivered net of costs, including the costs of trading within the portfolio, the Trustees expect the manager to report on at least an annual basis on the underlying assets held within the portfolio and details of any transactions over the period. The Trustees will challenge their manager if there is a sudden change in portfolio turnover or if the level of turnover seems excessive.

The Trustees are also mindful of turnover costs and will request information on these from the asset manager when appropriate.

Section 2 – Trustees' Report (continued)

Investment Policy (continued)

Environmental, Social and Governance ("ESG") Considerations

The Trustees recognise that the consideration of financially material factors, including ESG factors, is relevant at different stages of the investment process. The Trustees therefore use appropriate long-term economic and financial assumptions when considering expected risk/return profiles for different asset classes. These assumptions apply at a broad market level and are considered to implicitly reflect all financially material factors.

Given the inherent uncertainty, the Trustees have not made explicit allowance for the risks of climate change when assessing the Plan's assets and investment strategy.

The Trustees expect their investment manager to take all financially material factors into account where relevant and the terms of the mandate permit.

In selecting new investment managers for the Plan, where relevant to the investment mandate, the Trustees explicitly consider potential managers' approach to responsible investment and the extent to which managers integrate ESG issues in the investment process as a factor in their decision making.

The Trustees have not imposed any restrictions or exclusions to the investment arrangements based on non-financially material factors.

Stewardship

The Trustees recognise that stewardship encompasses the exercise of voting rights, engagement by and with investment managers and the monitoring of compliance with agreed policies. Given the Plan's non-insured assets are now fully invested in cash funds, the Trustees understand that opportunities for issuer engagement may be limited.

Where relevant, the Trustees have reviewed the voting policies of their investment manager and determined that they were appropriate.

The Trustees do not engage directly but believe it is appropriate for their investment manager to engage with key stakeholders which may include corporate management, regulators and government bodies, relating to their investments in order to consider the management of conflicts of interest and improve corporate behaviours, improve performance and mitigate financial risks. The Trustees will review engagement activity undertaken by their investment managers as part of their broader monitoring activity.

Responsibility for investment decisions has been delegated to the investment manager which includes consideration of the capital structure of investments and the appropriateness of any investment made. Where the manager is responsible for investing in new issuance, the Trustees expect the manager to engage with the issuer about the terms on which capital is issued and the potential impact on the rights of new and existing investors.

The Trustees separately consider any conflicts of interest arising in the management of the Plan and its investments and have ensured that the manager has an appropriate conflicts of interest policy in place.

Given the Plan does not currently invest in any assets with voting rights, the Trustees do not review any voting activity. If this changes in the future, the Trustees will monitor the investment manager's voting activity and voting patterns. The Trustees may also monitor voting on particular companies or issues affecting more than one company.

Section 2 – Trustees' Report (continued)

Investment Policy (continued)

Employer Related Investments

There were £nil employer related investments during the year (2023: £nil).

Investment Performance

Details of investment performance during the year (gross of fees) are shown in the table below:

	1 year		3 years	
	Fund (%)	Benchmark ² (%)	Fund (% pa)	Benchmark ² (%pa)
LGIM Cash Fund (FPF Section)	5.3	5.2	3.8	3.8
LGIM Sterling Liquidity Fund (SES Section) ¹	5.3	5.2	n/a	n/a

Notes:

1. Performance shown for one year only. Previously Sterling Liquidity Fund was included as part of LDI portfolio (and its performance captured within the total LDI performance) prior to sale of LDI assets in November 2022.

2. Benchmark equal to SONIA.

Basis of Investment Manager Fees

Legal & General Investment Management fees

Fees charged by Legal & General vary by fund and are shown below:

- Cash Funds – Tiered fee schedule as follows:
 - 0.125% p.a. on the first £5m
 - 0.1% p.a. on the next £5m
 - 0.075% p.a. on the next £20m
 - 0.05% p.a. thereafter

Section 2 – Trustees' Report (continued)

John Swire & Sons Pension Plan – Implementation Statement

Implementation Statement for the John Swire & Sons Pension Plan for the year ending 31 December 2024.

Introduction

The Trustees have prepared this Implementation Statement in accordance with the requirements of the Occupational Pension Schemes (Investment and Disclosure) (Amendment) Regulations 2019 and subsequent amending legislation, and with those of the Pensions Regulator's General Code of Practice. It sets out how the Trustees have complied with the John Swire & Sons Pension Plan ("the Plan") Stewardship Policy and Statement of Investment Principles ("SIP") <https://www.jsspensionplan.co.uk/media/rndgaqy5/230412-jss-statement-of-investment-principles-vf.pdf> during the period from 1 January 2024 to 31 December 2024.

Overall, the Trustees are satisfied that:

- The Plan's investments have been managed in accordance with the Plan's SIP (including the Plan's Stewardship Policy) during the period; and
- The provisions of the SIP remain suitable for the Plan's members.

At 31 December 2024 all of the Plan's assets were held in bulk annuity insurance contracts or in cash funds.

Statement of Investment Principles

The SIP sets out the principles and practices the Trustees follow when governing the Plan's investments. It describes the rationale for selecting the investment strategy and explains the risks and expected returns of the funds used, as well as the Trustees' approach to responsible investing (including climate change).

No changes were made to the SIP during the period. The SIP was last reviewed in April 2023 and is scheduled for review no later than April 2026.

At the last review, the SIP was updated to reflect changes within the Plan following the full buy-in of the SES Section. This update streamlined the document to align it with the Plan's current circumstances, following full buy-ins of all three sections.

The Trustees have prepared this Implementation Statement on the basis of the SIP in force throughout the period. The Plan's SIP can be consulted online at <https://www.jsspensionplan.co.uk/media/rndgaqy5/230412-jss-statement-of-investment-principles-vf.pdf>.

Investment governance

The primary objective of the Plan is to provide pension and lump sum benefits for members on their retirement and/or benefits on death, before or after retirement, for their dependants, on a defined benefits basis.

The Trustees have overall responsibility for how the Plan's investments are governed and managed, in accordance with the Plan's Trust Deed and Rules, as well as Trust Law, Pensions Law and Pension Regulations.

The Trustees have entered into full buy-in contracts with LGAS (for the FPF Section in 2020) and Aviva (for the JS&S and SES Sections in 2021 and 2022, respectively). Under the contracts, LGAS and Aviva make regular payments to the Plan to cover members' benefit payments. Day-to-day management of the Plan's assets were transferred to the insurers at that time, with residual holdings of cash held with LGIM and in the Trustee Bank Accounts to meet other cashflow requirements (e.g. ongoing expenses).

The Trustees have set objectives for the Plan's investment advisers designed to align with the Trustee's own objectives and investment strategy as set out in the SIP. The suitability of these objectives was last reviewed by the Trustees in April 2023 and is scheduled for review no later than April 2026.

While the Trustees no longer directly manage the Plan's assets (with the exception of the small residual allocations kept in cash), they recognise that the Plan still faces investment risks. These risks are described in the SIP. The Trustees monitor risks on a regular basis and are satisfied that the level of risk faced by the Plan remains appropriate.

The Plan has conflicts of interest policies in place covering its service providers, including the insurers party to the Plan's buy-in contracts. The insurers have not disclosed any potential or actual conflict over the period.

Stewardship policy

The Trustees' Stewardship (voting and engagement) Policy sets out how the Trustees will behave as an active owner of the Plan's assets which includes the Trustees' approach to;

- exercising of voting rights attached to assets; and
- undertaking engagement activity, including how the Trustees monitor and engage with their investment manager and any other stakeholders.

The Plan's Stewardship Policy is reviewed periodically and was last reviewed in line with the Plan's SIP review in April 2023. At the time the policy was updated to reflect limited opportunities for future engagement given all of the Plan's non-insured assets are now invested in cash. Nevertheless, the Trustees remain supportive of active stewardship principles and will consider these as and when required in the future.

The Plan's Stewardship Policy can be found within the Plan's SIP.

Where relevant, the Trustees have delegated voting and engagement activity in respect of the underlying assets to the Plan's investment manager. Given the Plan does not currently invest in any assets with voting rights, the Trustees do not review any voting activity. If this changes in the future, the Trustees will monitor the investment manager's voting activity and voting patterns.

Engagement activity

Where relevant, the Trustees' own engagement activity is focused on their dialogue with their investment manager which is undertaken in conjunction with their investment advisers. Over the last Plan year, the Trustees did not meet with their investment manager – this approach was considered appropriate given the nature of the non-insured assets.

The Trustees also monitor their wider compliance with their Stewardship Policy and are satisfied that they have complied with the Plan's Stewardship Policy over the last year.

Review of policies

The Trustees do not undertake a formal review of their Investment Manager's Responsible Investment ("RI") policies however, their Investment Consultant provided the Trustees with an assessment of the manager's RI capabilities.

The Trustees and their advisers remain satisfied that the RI policies of the manager and, where appropriate, the voting policies remain suitable for the Plan.

The Trustees currently do not undertake any reviews of policies of the Plan's bulk annuity providers.

Section 2 – Trustees' Report (continued)

Statement of Trustees' Responsibilities

The Financial Statements, which are prepared in accordance with UK Generally Accepted Accounting Practice, including the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) are the responsibility of the Trustees. Pension scheme regulations require, and the Trustees are responsible for ensuring, that those financial statements:

- show a true and fair view of the financial transactions of the Plan during the Plan year and of the amount and disposition at the end of the Plan year of its assets and liabilities, other than liabilities to pay pensions and benefits after the end of the Plan year; and
- contain the information specified in Regulation 3 and 3A of the Occupational Pension Schemes (Requirement to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, including making a statement whether the financial statements have been prepared in accordance with the relevant financial reporting framework applicable to occupational pension schemes.

In discharging the above responsibilities, the Trustees are responsible for selecting suitable accounting policies, to be applied consistently, making any estimates and judgements on a prudent and reasonable basis, and for the preparation of the financial statements on a going concern basis unless it is inappropriate to presume that the Plan will not be wound up.

The Trustees are also responsible for making available certain other information about the Plan in the form of an annual report.

The Trustees also have a general responsibility for ensuring that adequate accounting records are kept and for taking such steps as are reasonably open to them to safeguard the assets of the Plan and to prevent and detect fraud and other irregularities, including the maintenance of an appropriate system of internal control.

The Trustees are responsible under pensions legislation for preparing, maintaining and from time to time reviewing and if necessary revising a schedule of contributions showing the rates of contributions payable towards the Plan by or on behalf of the employer and the active members of the Plan and the dates on or before which such contributions are to be paid.

The Trustees are also responsible for keeping records in respect of contributions received in respect of any active member of the Plan and for adopting risk-based processes to monitor whether contributions are made to the Plan by the employer in accordance with the schedule of contributions. Where breaches of the schedule occur, the Trustees are required by the Pensions Acts 1995 and 2004 to consider making reports to The Pensions Regulator and the members.

Section 2 – Trustees' Report (continued)

Further Information

Internal Dispute Resolution (“IDR”) Procedures

It is a requirement of the Pensions Act 1995 that the Trustees of all occupational pension schemes must have Internal Dispute Resolution procedures in place for dealing with any disputes between the Trustees and the scheme beneficiaries. A dispute resolution procedure has been agreed by the Trustees, details of which can be obtained by writing to the contact named below.

Contact for Further Information

Any enquiries or complaints about the Scheme, including requests from individuals about their benefits or for a copy of Scheme documentation, should be sent to the Secretary to the Trustees at the address on page 1 of this Report.

The Money and Pensions Service (“MaPS”)

This service is available at any time to assist members and beneficiaries with pensions questions and issues they have been unable to resolve with the trustees of the Scheme. MaPS has launched MoneyHelper, which brings together the Money Advice Service, The Pensions Advisory Service and Pension Wise to create a single place to get help with money and pension choices. MoneyHelper is impartial, backed by the government and free to use.

The Money and Pensions Service
Borough Hall
Cauldwell Street
Bedford
MK42 9AB
Tel: 0800 011 3797
www.moneyhelper.org.uk

The Pensions Ombudsman

Members have the right to refer a complaint to The Pensions Ombudsman free of charge. The Pensions Ombudsman deals with complaints and disputes which concern the administration and/or management of occupational and personal pension schemes.

Contact with The Pensions Ombudsman about a complaint needs to be made within three years of when the event(s) the member is complaining about happened – or, if later, within three years of when they first knew about it (or ought to have known about it). There is discretion for those time limits to be extended.

The Pensions Ombudsman can be contacted at:

10 South Colonnade
Canary Wharf
London
E14 4PU
Tel: 0800 917 4487
Email: enquiries@pensions-ombudsman.org.uk

www.pensions-ombudsman.org.uk

Members can also submit a complaint form online:
www.pensions-ombudsman.org.uk/making-complaint

Section 2 – Trustees’ Report (continued)

Further Information

The Pensions Regulator (“TPR”)

The Pensions Regulator has the objectives of protecting the benefits of members, promoting good administration and reducing the risk of claims on the Pension Protection Fund. TPR has the power to investigate schemes, to take action to prevent wrongdoing in or maladministration of pension schemes and to act against employers failing to abide by their pension obligations. TPR may be contacted at the following address:

The Pensions Regulator
Telecom House
125 -135 Preston Road
Brighton
BN1 6AF
www.thepensionsregulator.gov.uk

Pension Tracing Service

The Pension Schemes Registry has been replaced with the Pension Tracing Service and is now provided by the Department for Work and Pensions. Responsibility for compiling and maintaining the register of occupational pension schemes has been passed to The Pensions Regulator.
Contact details for the services are as follows:

The Pension Service
Post Handling Site A
Wolverhampton
WV98 1AF
Tel: 0800 731 0175
www.gov.uk/find-pension-contact-details

Approval of the Report by the Trustees

The Investment Report on pages 9 to 15 and the Report on Actuarial Liabilities in Section 8 form part of the Trustees’ Report.

Signed for and on behalf of the Trustees by:

<i>David Morris</i>	David Morris	Trustee
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<i>Duncan Gilmour</i>	Duncan Gilmour	Trustee
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23-Jul-2025 09:53 BST	Date
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Section 3 – Independent Auditor's Report

Independent Auditor's Report to the Trustees of John Swire & Sons Pension Plan

Opinion

We have audited the financial statements of the John Swire & Sons Pension Plan for the year ended 31 December 2024 which comprise the fund account, the statement of net assets and the related notes. The Financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102, The Financial Reporting Standard applicable in the UK and the Republic of Ireland.

In our opinion the financial statements:

- show a true and fair view of the financial transactions of the Plan during the year ended 31 December 2024, and of the amount and disposition at that date of its assets and liabilities, other than the liabilities to pay pensions and benefits after the end of the year;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- contain the information specified in Regulation 3 and 3A of the Occupational Pension Schemes (Requirement to obtain Audited Financial Statements and a Statement from the Auditor) Regulations 1996, made under the Pensions Act 1995.

Basis for opinion

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

Conclusions relating to going concern

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

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

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

Other information

The Trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our Auditor's Report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

Section 3 – Independent Auditor's Report (continued)

Other Information (continued)

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

We have nothing to report in this regard.

Responsibilities of Trustees

As explained more fully in the Statement of Trustees' Responsibilities on page 16, the Trustees are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees 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 Trustees are responsible for assessing the Plan's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to wind up the Plan or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with the Trustees.

- The Scheme is subject to laws and regulations that directly affect the financial statements including financial reporting legislation. We determined that the laws and regulations which were most significant include the Pensions Act, FRS 102 'Financial Reporting Standard applicable in the UK and Republic of Ireland', the Pensions SORP, the Disclosure of Information Regulations and The Pensions Regulator Codes of Practice.
- We understood how the Plan is complying with those legal and regulatory frameworks by, making inquiries to management, those responsible for legal and compliance procedures and the Secretary to the Trustees (or such other person as deemed appropriate). We corroborated our inquiries through our review of Trustees meeting minutes.
- The engagement partner assessed whether the engagement team collectively had the appropriate competence and capabilities to identify or recognise non-compliance with laws and regulations. The assessment did not identify any issues in this area.

Section 3 – Independent Auditor's Report (continued)

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

- We assessed the susceptibility of the Plan's financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included:
 - o Identifying and assessing the design effectiveness of controls management has in place to prevent and detect fraud;
 - o Understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process;
 - o Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations.
- As a result of the above procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas:
 - o Misstatement of value or non-existence of investments
 - o Member transfer of benefits to a fraudulent or unregulated arrangement
 - o Misappropriation of funds either inadvertently or deliberately by administrators and/or Trustees
 - o Identity fraud – Production of false documentation to misdirect benefit payments
 - o Failure to notify of a pensioner death leading to incorrect continuation of pension payments

Because of the inherent limitations of an audit, there is an unavoidable risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx>.

This report is made solely to the Plan's Trustees, as a body, in accordance with the Pensions Act 1995 and Regulations made thereunder. Our audit work has been undertaken so that we might state to the Trustees those matters we are required to state to them in an Auditor's report on the financial statements and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Plan's Trustees, as a body, for our audit work, for this report, or for the opinions we have formed.

Menzies LLP
Chartered Accountants, Statutory Auditor
Victoria House
Victoria Road
Farnborough
Hampshire
GU14 7PG

Date:

Section 4 – Financial Statements

Fund Account for the year ended 31 December 2024

		2024	2023
	Note	£	£
OTHER INCOME AND BENEFITS			
Other income	4	842	-
Benefits payable	5	(7,987,178)	(6,974,409)
Payments to and on account of leavers	6	-	(54,837)
Administrative expenses	7	(469,348)	(350,223)
		(8,456,526)	(7,379,469)
Net withdrawals from dealings with members		(8,455,684)	(7,379,469)
RETURNS ON INVESTMENTS			
Investment income	9	7,868,399	6,921,515
Change in market value of investments	11	(15,728,310)	(1,171,789)
Investment management expenses	10	(13,113)	(83,467)
Net returns on investments		(7,873,024)	5,666,259
Net decrease in the Plan during the year		(16,328,708)	(1,713,210)
Net assets of the Plan at start of year		147,032,526	148,745,736
Net assets of the Plan at end of year		130,703,818	147,032,526

The notes on pages 24 to 34 form part of these Financial Statements.

Section 4 – Financial Statements (continued)

Statement of Net Assets (available for benefits) as at 31 December 2024

		2024	2023
	Note	£	£
Investment assets	11		
Pooled investment vehicles		5,303,222	5,434,249
Insurance policies		124,758,000	140,765,000
		<div></div>	<div></div>
		130,061,222	146,199,249
Current assets	12	748,795	885,735
Current liabilities	13	(106,199)	(52,458)
Net assets of the Plan at 31 December		<div></div>	<div></div>
		130,703,818	147,032,526

The notes on pages 24 to 34 form part of these Financial Statements.

The Financial Statements summarise the transactions of the Plan and deal with the net assets at the disposal of the Trustees. They do not take account of the liability to pay pensions and other benefits which fall due after the end of the Plan year. The actuarial position of the Plan, which does take account of such obligations, is covered within the Report on Actuarial Liabilities on pages 37 to 40 and these Financial Statements should be read in conjunction with that Report.

Signed for and on behalf of the Trustees by:

David Morris

David Morris

Trustee

Duncan Gilmour

Duncan Gilmour

Trustee

23-Jul-2025 | 09:53 BST

Date

Section 5 – Notes to the Financial Statements

Notes to the financial statements for the year ended 31 December 2024

1 BASIS OF PREPARATION

The individual financial statements have been prepared in accordance with the Occupational Pension Schemes (Requirements to obtain Audited Accounts and a Statement from the Auditor) Regulations 1996, Financial Reporting Standard (FRS 102) – The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland issued by the Financial Reporting Council (“FRS 102”) and the guidance set out in the Statement of Recommended Practice, “Financial Reports of Pension Schemes” (Revised June 2018) (“the SORP”).

The financial statements have been prepared on a going concern basis, which the Trustees believe to be appropriate as they believe that the Plan has adequate resources to realise its assets and meet pension payments in the normal course of affairs for at least twelve months from the date the accounts are approved. In reaching this conclusion, the Trustees considered the financial position of the Participating Employers to gain comfort that they will continue to make contributions as they fall due. This assessment, together with income and capital growth from its assets, gives the Trustees confidence to prepare the financial statements on a going concern basis.

2 IDENTIFICATION OF THE FINANCIAL STATEMENTS

The Plan is established as a trust under English law. The address for enquiries to the Plan is included on page 1 of the Trustees’ Report.

3 ACCOUNTING POLICIES

The financial statements have been prepared on the accruals basis, with the exception of transfer values which are on a cash basis.

3.1 Other income

Income received in relation to non-investment income is accounted for on a cash basis.

3.2 Benefits payable

Benefits are accounted for in the period in which the Member notifies the Trustees of their decision on the type or amount of benefit to be taken or, if there is no Member choice, on the date of retirement or leaving.

3.4 Transfers to and from schemes

Transfer values represent the capital sums either receivable in respect of members from other pension schemes of previous employers or payable to the pension schemes of new employers for members who have left the Scheme. They take account of transfers where the Trustees of the receiving scheme have agreed to accept the liabilities in respect of the transferring members before the year end and where the amount of the transfer can be determined with reasonable certainty.

3.5 Administrative and other expenses

Administrative and other expenses are accounted for on an accruals basis.

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

3 ACCOUNTING POLICIES (continued)

3.6 Investment income

Investment income arising from the underlying investments of the Pooled Investment Vehicles is reinvested within Pooled Investment Vehicles and reflected in the unit price. It is reported within “change in market value”.

Receipts from annuity policies held by the Trustees to fund benefits payable to Scheme members are included within investment income on an accruals basis.

Other interest received on cash held by the Trustees is included within investment income on an accruals basis.

3.7 Investments

Investments are included at fair value.

Pooled Investment Vehicles are included at the bid price for funds with bid/offer spreads, or single price where there are no bid/offer spreads as advised by the Investment Manager. Unless otherwise disclosed, the Investment Manager's charges are deducted quarterly from the investments and the number of units are adjusted accordingly. The cost is shown as investment management expenses in the Fund Account.

Annuities purchased in the name of the Trustees which fully provide the pension benefits for members are included in these Financial Statements at the amount of the related obligation, determined using the most recent Scheme Funding valuation assumptions and methodology. Annuity valuations are provided by the Actuary. A bulk annuity policy is held with Legal & General Assurance Society in respect of the FPF Section, and a bulk annuity policy is held with Aviva in respect of the JS&S Section and the SES Section.

The Plan also holds an annuity policy with Standard Life in respect of six members. The value of this policy has not been included in the accounts as it is not material to the Plan.

3.8 Currency

The functional and presentational currency is Pound Sterling.

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

4 OTHER INCOME

	2024	2023
	£	£
Transfer calculation fees	842	-

5 BENEFITS PAYABLE

	2024	2023
	£	£
Pensions	6,548,632	6,628,011
Commutations and lump sum retirement benefits	1,438,546	345,929
Lump sum death benefits	-	469
	<u>7,987,178</u>	<u>6,974,409</u>

6 PAYMENTS TO AND ON ACCOUNT OF LEAVERS

	2024	2023
	£	£
Individual transfers out	-	54,837

7 ADMINISTRATIVE EXPENSES

	2024	2023
	£	£
Bank charges	245	303
Pension protection fund levies	3,097	1,118
Actuarial Fees	215,537	130,263
Legal Fees	43,880	136,038
Administration fees	206,589	82,501
	<u>469,348</u>	<u>350,223</u>

Expenses are accounted for on an accruals basis. Other than those disclosed in these accounts the administrative expenses are borne directly by the Participating Employers.

Actuarial, Administration and Legal fees are expenses associated with specified de-risking projects.

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

8 TAX

The three Sections of the John Swire & Sons Pension Plan are registered pension schemes for tax purposes under the Finance Act 2004. The Plan is therefore exempt from taxation except for certain withholding taxes relating to overseas investment income.

9 INVESTMENT INCOME

	2024	2023
	£	£
Annuity income	7,838,329	6,834,964
Bank interest	30,070	86,551
	<u>7,868,399</u>	<u>6,921,515</u>

Annuity income relates to income received during the year on the annuity policies within the FPF Section, SES Section and JS&S Section.

Following the purchase of the buy-in insurance policies for all Sections, all retirement commutations, death benefits and annual pensions relating to these Sections are now insured by the annuity providers.

10 INVESTMENT MANAGEMENT EXPENSES

	2024	2023
	£	£
Administration, management and custody fees	<u>13,113</u>	<u>83,467</u>

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

11 INVESTMENT ASSETS

11.1 INVESTMENT RECONCILIATION

	1 January 2024 £	Purchase cost £	Sales proceeds £	Change in market value £	31 December 2024 £
Pooled investment vehicles	5,434,249	-	(409,717)	278,690	5,303,222
Annuity policy	140,765,000	-	-	(16,007,000)	124,758,000
	146,199,249	-	(409,717)	(15,728,310)	130,061,222

Income earned by the pooled investment vehicles is reinvested by LGIM, a UK registered company, in the Fund without specific allocation to unit holders and is reflected in the unit prices.

11.2 POOLED INVESTMENT VEHICLES (“PIV”)

The PIVs are analysed below:

	2024 £	2023 £
Cash funds	5,303,222	5,434,249

11.3 INSURANCE POLICIES

	2024 £	2023 £
JS&S Section	49,493,000	55,630,000
FPF Section	48,998,000	54,998,000
SES Section	26,267,000	30,137,000
	124,758,000	140,765,000

The Trustees hold insurance policies which provide annuity income to cover pensions for 90 members (2023: 89) within the JS&S Section, 424 members (2023: 430) within the FPF Section and 102 members (2023: 92) members within the SES Section. These policies have been valued by the Scheme Actuary.

These valuations are based on financial assumptions using the same principles as in the Statement of Funding Principles agreed as part of the 31 December 2018 actuarial valuation (FPF and JS&S Sections) and the 31 December 2021 valuation (SES Section), updated to market conditions as at the year end.

These insurance policies also provide benefits for deferred members of each Section.

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

11 INVESTMENT ASSETS (CONTINUED)

11.4 CONCENTRATION OF INVESTMENTS

Other than the insurance policies detailed in note 11.3 there were no investments accounting for more than 5% of the Plan's net assets.

11.5 INVESTMENT TRANSACTION COSTS

Transaction costs are included in the cost of purchases and sale proceeds. These are indirect costs incurred through the bid-offer spread on investments within pooled investment vehicles.

11.6 INVESTMENTS FAIR VALUE HIERARCHY

The fair value of financial instruments has been determined using the following fair value hierarchy:

Level 1	The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date.
Level 2	Inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly.
Level 3	Inputs are unobservable (i.e. for which market data is unavailable for the asset or liability).

As at 31 December 2024	Level 1	Level 2	Level 3	Total
	£	£	£	£
Pooled investment vehicles	-	5,303,222	-	5,303,222
Annuity policies	-	-	124,758,000	124,758,000
Total	-	5,303,222	124,758,000	130,061,222

As at 31 December 2023	Level 1	Level 2	Level 3	Total
	£	£	£	£
Pooled investment vehicles	-	5,434,249	-	5,434,249
Annuity policies	-	-	140,765,000	140,765,000
Totals	-	5,434,249	140,765,000	146,199,249

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

11 INVESTMENT ASSETS (CONTINUED)

11.7 INVESTMENT RISKS

Definitions of Credit and Market risk

Credit risk: this is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

Market risk: this comprises currency risk, interest rate risk and other price risk.

- **Currency risk:** this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in foreign exchange rates.
- **Interest rate risk:** this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market interest rates.
- **Other price risk:** this is the risk that the fair value or future cash flows of a financial asset will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

Investment Strategy

The Trustees determine their investment strategy after taking advice from a professional investment adviser.

The Trustees managed investment risks, including credit risk and market risk, within agreed risk limits which were set taking into account the Plan's strategic investment objectives. The vast majority of these risks exposures have now been transferred to the bulk annuity providers (on implementation of the buy-in policies). The remaining risk budget was allocated to the surplus cash holdings, and where relevant, the investment manager was employed to implement the Trustees' investment objectives and risk limits within the given mandate.

Credit Risk within the Investment Strategy

The Plan continues to invest in LGIM Cash Funds, which are pooled investment vehicles and are therefore subject to direct credit risk to the extent of the holdings in pooled investment vehicle and cash holdings. The Plan is indirectly exposed to credit risks arising on the underlying financial instruments held within the pooled investment vehicles.

Direct credit risk arising from pooled investment vehicles is mitigated by the underlying assets of the pooled arrangement being ring-fenced from the investment manager and the regulatory environments in which the investment manager operates. The Trustees rely on advice from their investment adviser pertaining to the operational strength of all existing and new investment managers and on an ongoing basis monitor any changes to the regulatory and operating environment of the investment manager. The pooled investment vehicles still held by the Plan are unrated.

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

11 INVESTMENT ASSETS (CONTINUED)

11.7 INVESTMENT RISKS (CONTINUED)

A summary of pooled investment vehicles by type of arrangement is as follows:

	2024 £	2023 £	Legal form
LGIM Cash Funds	5,303,222	5,434,249	Unit Linked Insurance Contracts
Total	5,303,222	5,434,249	

The following tables quantify the level of indirect risk exposure of the Plan at 31 December 2024.

	2024 £	2024 %	2023 £	2023 %
Indirect Credit risk	5,303,222	100	5,434,249	100

Indirect credit risk is mitigated by employing skilled investment managers whom the Trustees believe are qualified to manage exposures to different types of counterparty, whether bond holdings or derivative investments.

Currency risk

As at 31 December 2024, the Plan was not indirectly exposed to currency risk as none of the Plan's investments were held in overseas markets via pooled investment vehicles.

Interest rate risk

As at 31 December 2024, the Plan was subject to indirect interest rate risk due to its holdings in LGIM Cash Funds. Given the very short duration of the underlying assets, the level of interest rate risk exposure is considered low.

	2024 £	2024 %	2023 £	2023 %
Interest Rate Risk	5,303,222	100	5,434,249	100

Other price risk

As at 31 December 2024, the Plan was not exposed to indirect other price risk as none of the Plan's investments were held in a return seeking portfolio.

The table below highlights the indirect risks relevant to the investments and applies to the year ended 31 December 2024:

	Indirect Credit Risk	Indirect Currency Risk	Indirect Interest Rate Risk	Indirect Other Price Risk
LGIM Cash Funds	✓	✗	✓	✗

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

12 CURRENT ASSETS

	2024	2023
	£	£
Cash balances	437,694	564,099
Annuity income receivable	-	13,174
Pensions paid in advance	311,101	308,462
	<u>748,795</u>	<u>885,735</u>

13 CURRENT LIABILITIES

	2024	2023
	£	£
Due to Principal Employer	1,960	1,960
Benefits payable	33,188	13,174
Accrued expenses	71,051	37,324
	<u>106,199</u>	<u>52,458</u>

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

14 ASSET ALLOCATION

The statement below indicates the total value of assets allocated by each Section as at 31 December 2024.

	Share of Investments at 31 December 2024	Net current assets and liabilities (excluding assets not apportioned) at 31 December 2024	Total net assets at 31 December 2024
	£	£	£
JS&S Section	49,493,000	455,511	49,948,511
FPF Section	52,039,689	27,767	52,067,456
SES Section	28,528,533	159,318	28,687,851
Total	130,061,222	642,596	130,703,818

Membership statistics as at 31 December 2024	JS&S Section	FPF Section	SES Section	Total
Pensioner	90	424	102	616
Deferred	13	304	96	413
Total	103	728	198	1,029

15 RELATED PARTIES

Other than those disclosed in this Report, external administrative expenses i.e. legal, actuarial, PPF levies and audit costs were borne directly by the Participating Employers. In 2024, actuarial and other fees were incurred by the FPF and JS&S Sections in relation to derisking activities and in relation to the purchase of annuity policies as outlined in Section 2.

If Trustees are not employees of the Employer, they receive £5,000 per year in fees and reimbursement of out of pocket expenses from the Employer.

Three Trustees were pensioners and one Trustee was a deferred member of the Plan at 31 December 2024. The benefits arise solely in the Trustees' capacity as beneficiaries of the Scheme and are non-discretionary and on terms usually granted to members.

16 EMPLOYER RELATED INVESTMENTS

There were £nil Employer related investments during the year (2023: £nil).

Section 5 – Notes to the Financial Statements (continued)

Notes to the financial statements for the year ended 31 December 2024 (continued)

17 CONTINGENCIES AND COMMITMENTS

As explained on page 6 of the Trustees' Report, on 26 October 2018, the High Court handed down a judgement involving the Lloyds Banking Group's defined benefit pension schemes. The judgement concluded the schemes should be amended to equalise pension benefits for men and women in relation to guaranteed minimum pension benefits.

In November 2020 a further High Court judgement was made in respect of GMP equalisation and historic transfer values. The judge ruled that historic transfer values would fall under the scope of GMP equalisation and that Trustees of pensions schemes remain liable to members where transfer value payments reflected unequalised GMP benefits.

The issues determined by the judgement arise in relation to many other defined benefit pension schemes. The Trustees have completed GMP equalisation for the FPF Section and JS&S Section of the Plan. They are currently in the process of equalising GMPs for the SES Sections of the Plan, and have opted for the GMP dual records method. The calculations for the SES Section are currently underway. The outcomes of these calculations are not yet known, but the amount of back payment is not expected to be material to the financial statements based on the initial high-level calculations completed and therefore the Trustees have not included an estimate for this liability.

Under the ruling schemes are required to backdate benefit adjustments in relation to GMP equalisation and provide interest on the backdated amounts. Based on an initial assessment of the likely backdated amounts and related interest the Trustees do not expect these to be material to the financial statements and therefore have not included a liability in respect of these matters in these financial statements. This will be accounted for in the year they are determined.

The Virgin Media Ltd v NTL Pension Trustees II decision, handed down by the High Court on 16 June 2023, concerned the implications of section 37 of the Pension Schemes Act 1993. The Trustee, with its advisers, are considering the judgement and any possible implications for the Scheme. Based on information available at the date of these accounts, the Trustee are not aware of any impact of the judgement on the Financial Statements, and they will continue to monitor this matter.

Section 6 – Independent Auditor's Statement about Contributions

Independent Auditor's Statement about Contributions to the Trustees of John Swire & Sons Pension Plan

We have examined the summary of contributions to the John Swire & Sons Pension for the year ended 31 December 2024 which is set out on page 36.

In our opinion contributions for the Plan year ended 31 December 2024 as reported in the summary of contributions and payable under the Schedules of Contributions have:

- for the JS&S Section in all material respects been paid at least in accordance with the Schedule of Contributions certified by the Actuary on 30 March 2023 and on 4 June 2024;
- for the SES Section in all material respects been paid at least in accordance with the Schedule of Contributions certified by the Actuary on the 5 May 2023 and then subsequently on 4 June 2024;
- for the FPF Section in all material respects been paid at least in accordance with the Schedule of Contribution certified by the Actuary on 30 March 2023.

Scope of work on statement about Contributions

Our examination involves obtaining evidence sufficient to give reasonable assurance that contributions reported in the summary of contributions have in all material respects been paid at least in accordance with the Schedules of Contributions. This includes an examination on a test basis, of evidence relevant to the amounts of contributions payable to the Plan and the timing of those payments under the Schedules of Contributions.

Respective responsibilities of Trustees and auditor

As explained more fully in the Statement of Trustees' Responsibilities set out on page 16, the Plan's Trustees are responsible for preparing, and from time to time reviewing and if necessary revising, a Schedule of Contributions and for monitoring whether contributions are made to the Plan by the Employer in accordance with the Schedules of Contributions.

It is our responsibility to provide a Statement about Contributions paid under the Schedules of Contributions and to report our opinion to you.

This statement is made solely to the Plan's Trustees, as a body, in accordance with the Pensions Act 1995 and Regulations made thereunder. Our work has been undertaken so that we might state to the Plan's Trustees those matters we are required to state to the Trustees in an auditor's statement about contributions and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Plan's Trustees, as a body, for our work, for this statement, or for the opinion we have formed.

Menzies LLP
Chartered Accountants
Statutory Auditor
Victoria House
Victoria Road
Farnborough
Hampshire
GU14 7PG

Date:

Section 7 – Summary of Contributions

Statement of Trustees’ Responsibilities in respect of contributions

The Plan’s Trustees are responsible under pensions legislation for ensuring that, there is prepared, maintained and from time to time a revised a Schedule of Contributions showing the rates of contributions payable towards the Plan by or on behalf of the Employers and the active members of the Plan and the dates on or before which such contributions are to be paid. The Plan’s Trustees are also responsible for keeping records of the contributions received in respect of any active member of the Plan and for procuring that contributions are made to the Plan in accordance with the Schedule.

Summary of Contributions

This Summary of Contributions has been prepared by, or on behalf of, and is the responsibility of the Plan’s Trustees. It sets out the Employers’ contributions payable to the Plan under the Schedules of Contributions certified by the Actuary on 30 March 2023 and 4 June 2024 for the JS&S Section and certified on 5 May 2023 and 4 June 2024 for the SES Section and certified on 30 March 2023 for the FPF Section. The Plan auditor reports on contributions payable under the Schedules in the Independent Auditor’s Statement about Contributions.

During the period no contributions were payable to the Plan.

Signed for and on behalf of the Trustees by:

<i>David Morris</i>	David Morris	Trustee
<hr/>		
<i>Duncan Gilmour</i>	Duncan Gilmour	Trustee
<hr/>		
23-Jul-2025 09:53 BST		Date
<hr/>		

Section 8 – Report on Actuarial Liabilities (forming part of the Trustees' Report)

Report on Actuarial Liabilities

Under Section 222 of the Pensions Act 2004, every scheme is subject to the Statutory Funding Objective, which is to have sufficient and appropriate assets to cover its technical provisions. The technical provisions represent the present value of the benefits members are entitled to based on pensionable service to the valuation date. This is assessed using the assumptions agreed between the Trustees and the Employer and set out in the Statement of Funding Principles, which is available to Plan members on request.

The most recent full actuarial valuation of the Plan was carried out as at 31 December 2021.

This showed that on that date:

Section	Value of technical provisions (£m)	Value of assets (£m)
JS&S	0.5	0.9
FPF	0.1	3.4
SES	47.7	49.7

The method and significant actuarial assumptions used to determine the technical provisions can be found below (all assumptions adopted are set out in the Appendix to the respective Statement of Funding Principles) and forms part of the Trustees Report.

Method

The actuarial method used in the calculation of the technical provisions is the projected unit method with a three year control period.

Significant Actuarial Assumptions

The actuarial assumptions are either financial (interest rates, inflation, investment returns etc.) or demographic (scheme membership experience – retirement patterns, mortality rates etc.). Legislation requires the Trustees to select assumptions prudently for this calculation, taking account, if applicable, of an appropriate margin for adverse deviation. Details of the assumptions chosen were as follows:

Assumption	Derivation
Discount rate before retirement	Market implied gilt yield curve plus 2.0% p.a.
Discount rate after retirement	Market implied gilt yield curve
Retail Price index ("RPI") inflation	Market implied gilt yield curve
Consumer Price index ("CPI") inflation	Term dependant rate – RPI less 0.8% pre 2030, and RPI less 0% post 2030
Pension increases	Assumed to be in line with price inflation adjusted to take account of any maximum or minimum increase that may apply
Salary increases	RPI plus 0% p.a. (JS&S Section only)

Section 8 – Report on Actuarial Liabilities (forming part of the Trustees' Report) (continued)

Significant Actuarial Assumptions (continued)

In determining the level of additional contributions required to eliminate the shortfall over the recovery period, an assumed rate of return on assets is required. This rate is assumed to be in line with the market implied gilt yield curve.

The Trustees take account of the most up-to-date longevity research and analysis in setting longevity assumptions.

Base Tables

The post retirement mortality base tables will be a suite of bespoke assumptions which reflect the characteristics of the Plan membership. The "VitaCurves" adopted will be based on pooled experience from occupational pension schemes during the period 2017 to 2019 as collated by Club Vita up to 2021. They will make allowance for observed variations in mortality according to age, gender, reason for retirement (illness or normal health), pension amount, salary, postcode based lifestyle group, and manual / non-manual status. The assumptions adopted vary to the characteristics of each individual member.

The full suite of VitaCurves adopted is available, on request from the Trustees, to any party with a legal entitlement to a copy of this statement. The Trustees may also, at their discretion, make the information available to other parties on request.

The pre-retirement mortality of future pensioners is assumed to be 100% of the standard S3NXA tables published by the CMI¹ of the actuarial profession.

Future Improvements

Future improvements in longevity will be assumed to be in line with the CMI 2020 model with no weighting on 2020 data, an initial addition ('A' parameter) to improvements of 0.3%, an adjustment to allow for an increased level of smoothing applied to recent experience ($S_k=7.0$), a long term rate of improvement of 1.5% p.a. for males and females (tapering to 0% between 85 and 110) and with all other parameters in line with the core parameterisation of the model.

Sample Life Expectancies – JS&S Section

Life expectancies	Males	Females
Average future life expectancy (in years) for a pensioner aged 65 at 31 December 2018	24.0	25.5
Average future life expectancy (in years) at age 65 for a non-pensioner aged 45 at 31 December 2018	24.5	26.9

¹ Continuous Mortality Investigation

Section 8 – Report on Actuarial Liabilities (forming part of the Trustees' Report) (continued)

Sample Life Expectancies – FPF Section

Life expectancies	Males	Females
Average future life expectancy (in years) for a pensioner aged 65 at 31 December 2018	23.2	24.6
Average future life expectancy (in years) at age 65 for a non-pensioner aged 45 at 31 December 2018	24.4	26.5

Sample Life Expectancies – SES Section

Life expectancies	Males	Females
Average future life expectancy (in years) for a pensioner aged 65 at 31 December 2021	20.9	24.0
Average future life expectancy (in years) at age 65 for a non-pensioner aged 45 at 31 December 2021	22.5	26.0

* All liabilities with the exception of those in relation to GMPs are now insured. As the insured annuities have been excluded from the TP valuation, there are no DR or longevity assumptions. The LEs above reflect the previous valuation's assumptions.

Other Demographic Assumptions

Retirements in normal health	<p>JS&S Section: All members are assumed to retire at age 60.</p> <p>FPF Section: Allowance is made for members to retire before normal retirement date, at the earliest age at which benefits may be taken without consent and reduction.</p> <p>SES Section: For the purposes of calculating technical provisions, all pre 1 May 2004 joiners are assumed to retire at age 60 (with an actuarially cost neutral reduction factor applied to benefits accrued after 30 April 2004). All other members are assumed to retire at age 65.</p>
Retirements in ill health	No allowance is made for ill-health retirements before normal pension age.
Withdrawals	<p>JS&S Section: No allowance for yearly withdrawals.</p> <p>FPF and SES Section: N/A.</p>

Section 8 – Report on Actuarial Liabilities (forming part of the Trustees’ Report) (continued)

Other Demographic Assumptions (continued)

Family details	90% of members are assumed to be married (or have an adult dependant) at retirement or on earlier death. Husbands are assumed to be 3 years older than wives.
Commutation	Members are assumed to exchange 80% of their maximum Tax Free cash at retirement.
Expenses	No allowance has been made for expenses.

Section 9A – Actuary’s Certification of Schedule of Contributions (JS&S Section)

JS & S Section of John Swire & Sons Pension Plan Schedule of Contributions – Actuarial Certificate

Adequacy of contributions

In my opinion, the contributions shown in this schedule are such that the statutory funding objective on 31 December 2021 can be expected to continue to be met for the period for which the schedule is to be in force.

Consistency with statement of funding principles

In my opinion, this schedule of contributions is consistent with the statement of funding principles dated March 2023.

Please note that the adequacy of contributions statement in this certificate relates to the Section's statutory funding objective. For the avoidance of doubt this certificate does not mean that the contributions shown in this schedule would be enough to secure the Section's full liabilities with annuities if the scheme were to wind up.

Signature	
Date	May 2024
Name	Kerry McClymont
Qualification	Fellow of the Institute and Faculty of Actuaries
Name of Employer	Hymans Robertson LLP
Address	20 Waterloo Street, Glasgow, G2 6DB

This certificate is provided to meet the requirements of regulation 10(6) of The Occupational Pension Schemes (Scheme Funding) Regulations 2005.

Section 9B – Actuary’s Certification of Schedule of Contributions (FPF Section)



FPF Section of John Swire & Sons Pension Plan Schedule of Contributions – Actuarial Certificate

Adequacy of contributions

In my opinion, the contributions shown in this schedule are such that the statutory funding objective on 31 December 2021 can be expected to continue to be met for the period for which the schedule is to be in force.

Consistency with statement of funding principles

In my opinion, this schedule of contributions is consistent with the statement of funding principles dated March 2023.

Please note that the adequacy of contributions statement in this certificate relates to the Section's statutory funding objective. For the avoidance of doubt this certificate does not mean that the contributions shown in this schedule would be enough to secure the Section's full liabilities with annuities if the scheme were to wind up.

Signature	
Date	March 2023
Name	Kerry Lindsay
Qualification	Fellow of the Institute and Faculty of Actuaries
Name of Employer	Hymans Robertson LLP
Address	20 Waterloo Street, Glasgow, G2 6DB

This certificate is provided to meet the requirements of regulation 10(6) of The Occupational Pension Schemes (Scheme Funding) Regulations 2005.

Section 9C – Actuary’s Certification of Schedule of Contributions (SES Section)

The SES Section of the John Swire & Sons Pension Plan Schedule of Contributions – Actuarial Certificate

Adequacy of contributions

In my opinion, the contributions shown in this schedule are such that the statutory funding objective on 31 December 2021 can be expected to continue to be met for the period for which the schedule is to be in force.

Consistency with statement of funding principles

In my opinion, this schedule of contributions is consistent with the statement of funding principles dated March 2023.

Please note that the adequacy of contributions statement in this certificate relates to the scheme's statutory funding objective. For the avoidance of doubt this certificate does not mean that the contributions shown in this schedule would be enough to secure the scheme's full liabilities with annuities if the scheme were to wind up.

Signature	
Date	4 June 2024
Name	Kerry McClymont
Qualification	Fellow of the Institute and Faculty of Actuaries
Name of Employer	Hymans Robertson LLP
Address	20 Waterloo Street, Glasgow, G2 6DB

This certificate is provided to meet the requirements of regulation 10(6) of The Occupational Pension Schemes (Scheme Funding) Regulations 2005.