Annual Report and Financial Statements for the Year Ended 31 December 2022

Registration number: 426402

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Company Information

Directors

C W Hindle M W P Seabrook

Company Secretary

M W P Seabrook

Registered office

350 Longwater Avenue Green Park Reading RG2 6GF

Auditor

Mazars LLP
Chartered Accountants and Statutory Auditor
30 Old Bailey
London
EC4M 7AU

Strategic Report for the Year Ended 31 December 2022

Principal activity

The Company did not carry out any operational trading activity during the current or preceding year. The Company acts as a holding company for Thales Group investments in a number of subsidiaries and certain other companies which provide training services to third parties. No change is currently envisaged in the Company's activities.

Section 172(1) Statement

The Directors have taken account of reporting requirements as required by *The Companies* (Miscellaneous Reporting) Regulations 2018 (the Regulations) which apply for companies which meet certain criteria. In this regard, the Directors consider that the Company is within the scope of the criteria which determine whether or not an entity is required to provide a Section 172(1) report in its annual report and financial statements on the basis that it meets the criterion of being a subsidiary of a company the shares of which are quoted on a regulated financial market (see Note 9 for ultimate parent company details).

Under the Regulations, the Directors are required to report on certain specified matters. However, the Directors note that the Company does not trade in its own right, and does not have any contracts with third parties for the sale or purchase of goods and services, nor does it have any employees. Consequently, in the Directors' view there are no relevant matters which should be presented in this report regarding engagement with customers, suppliers or employees.

The Directors carry out their statutory duties under Section 172 of The Companies Act 2006 to promote the interests of the Company in accordance with the Corporate Governance arrangements of Thales UK Group, and in this regard minutes of statutory meetings and key decisions of the Directors are recorded and retained by the Company Secretary.

Business review

The Company made a loss after taxation for the year of £43,500 (2021: £nil).

Financial risk management objectives and policies

The Company had no amounts receivable from, or payable to, its parent company or any other party at the year end, (2021: amount receivable £nil, and amount payable to its parent company amounting to £nil).

It is, and has been throughout the year under review, the Company's policy that no trading in financial instruments shall be undertaken.

In view of the above, the Directors consider that the Company has no exposure to credit risk or liquidity risk.

Approved by the Board on 16 August 2023 and signed on its behalf by:

C Hindle, Director

350 Longwater Avenue Green Park Reading RG2 6GF

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Directors' Report for the Year Ended 31 December 2022

The Directors present their annual report and the financial statements, together with the auditor's report, for Thales Training and Simulation Limited for the year ended 31 December 2022.

Matters covered in the Strategic Report

As permitted by Paragraph 1A of Schedule 7 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 certain matters which are required to be disclosed in the Directors' Report have been omitted as they are included in the Strategic Report. These matters relate to the principal activity, business review and principal risks and uncertainties.

Dividends

The Directors declared final dividends of £nil for the year (2021: £ nil).

Going concern

After making enquiries, and taking account of the fact the Company has positive net assets, no liabilities and no active trading operations, the Directors have a reasonable expectation that the Company has sufficient resources to continue in operational existence for the foreseeable future and therefore they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Environmental information

The Thales Group in the UK has implemented an Environmental Policy to conduct its current and future business in a way that protects the environment. This is achieved through development and implementation of Environmental Management Systems against which it reports environmental performance regularly to the Thales Holdings UK plc board. It is a Thales requirement that operating companies are certified to the International Standard for Environmental Management Systems ISO 14001. Current Environmental Programmes include reducing the Thales UK Group's carbon footprint and implementing a Green Purchasing programme.

Directors of the Company

The Directors who served during the year and to the date of this report were as follows:

E A McCrorie (resigned 1 August 2023) C W Hindle (appointed 1 August 2023) M W P Seabrook

Directors' liabilities

The Company has not granted any indemnity against liability to its Directors during the year or at the date of approving the Directors' Report.

Donations

During the period to 31 December 2022 no political donations were made (2021: £nil).

Directors' Report for the Year Ended 31 December 2022 continued

Disclosure of information to the auditor

So far as each person who was a Director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of the auditor, the Directors have taken all the steps they are obliged to take as Directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

The Company has appointed Mazars LLP as its auditor. In accordance with section 489 of the Companies Act 2006, the Company has not elected to re-appoint its auditor annually and Mazars LLP will therefore continue in office.

Approved by the Board on 16 August 2023 and signed on its behalf by:

C Hindle, Director

350 Longwater Avenue Green Park Reading RG2 6GF

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Statement of Directors' Responsibilities

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with UK-adopted international accounting standards. Under Company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting 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;
- provide additional disclosures when compliance with specific requirements in UK-adopted international accounting standards is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

Approved by the Board on 16 August 2023 and signed on its behalf by:

C Hindle, Director

350 Longwater Avenue Green Park Reading RG2 6GF

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Independent Auditor's Report to the Members of Thales Training and Simulation Limited Opinion

We have audited the financial statements of Thales Training and Simulation Limited (the 'company') for the year ended 31 December 2022 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and UK-adopted international accounting standards.

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of
 its loss for the year then ended; and
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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

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

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

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Independent Auditor's Report to the Members of Thales Training and Simulation Limited continued

Responsibilities of Directors

As explained more fully in the statement of Directors' responsibilities statement set out on page 7, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below

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.

Based on our understanding of the company and its industry, we identified that the principal risks of non-compliance with laws and regulations related to anti-bribery, corruption, fraud and money laundering, and we considered the extent to which non-compliance might have a material effect on the financial statements.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

Independent Auditor's Report to the Members of Thales Training and Simulation Limited continued

Auditor's responsibilities for the audit of the financial statements (continued)

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation and the Companies Act 2006.

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance and management bias through judgements and assumptions in significant accounting estimates and significant or one-off unusual transactions

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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

Use of the audit report

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

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Gavin Barclay (Senior Statutory Auditor) For and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
30 Old Bailey
London
EC4M 7AU
16 August 2023

Statement of Comprehensive Income for the Year Ended 31 December 2022

	Note	2022 £000	2021 £000
Loss on liquidation of investment		(44)	· -
Loss before tax	3	(44)	-
Income tax charge	5	<u>-</u>	
Loss after tax		(44)	
Total comprehensive loss for the year		(44)	

All amounts relate to continuing operations.

The notes on pages 16 to 20 form an integral part of these financial statements.

(Registration number: 426402)

Statement of Financial Position as at 31 December 2022

	Note	2022 £000	2021 £000
Assets Non-current assets			
Investments in subsidiaries	6 7	2,700	2,700 44
Other non-current financial assets	,	2,700	2,744
Current assets			-
Total assets		2,700	2,744
Current liabilities		- -	-
Net current assets			
Net assets		2,700	2,744
Equity			
Share capital Retained earnings	8	- 2,700_	- 2,744
Total shareholder's funds		2,700	2,744

The notes on pages 16 to 20 form an integral part of these financial statements.

Approved by the Board on 16 August 2023 and signed on its behalf by:

C Hindle Director

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Statement of Changes in Equity for the Year Ended 31 December 2022

	Share Capital £000 (Note 8)	Retained earnings £000	Total £000
At 1 January 2021		2,744	2,744
Profit for the year	-	-	-
Total comprehensive income for the year	-	-	-
At 31 December 2021		2,744	2,744
Loss for the year	-	(44)	(44)
Total comprehensive loss for the year	-	(44)	(44)
At 31 December 2022	<u>.</u>	2,700	2,700

The retained earnings relates to the performance of the Company.

The notes on pages 16 to 20 form an integral part of these financial statements.

Statement of Cash Flows for the Year Ended 31 December 2022

· .	Note	2022 £000	2021 £000
Cash flows from operating activities Loss before taxation Adjustment for non-cash items: Amounts written-off on investments Net cash from operating activities	7	(44) 44	- - -
Cash flows from financing activities			
Net cash from financing activities			
Net decrease in cash and cash equivalents Cash and cash equivalents at 1 January Cash and cash equivalents at 31 December		<u>.</u>	-

The notes on pages 16 to 20 form an integral part of these financial statements.

Notes to the Financial Statements for the Year Ended 31 December 2022

1 General information

The Company is a private company limited by shares, incorporated in England and Wales under the Companies Act 2006. The address of its registered office is shown on page 3. The nature of the Company's operations and principal activities are set out in the Directors' report.

2 Accounting policies

Basis of preparation

The financial statements have been prepared in accordance with UK-adopted international accounting standards.

The financial statements have been prepared on a historical cost basis. The financial statements are presented in pounds sterling, the currency in which the Company's transactions are denominated, and all values are rounded to the nearest thousand (£000), except when otherwise indicated.

These financial statements contain information about Thales Training and Simulation Limited as an individual Company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption from preparing consolidated accounts afforded by Section 401 of the Companies Act 2006 because it is a wholly owned subsidiary of Thales SA, which prepares consolidated accounts which are publicly available.

Changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 January 2022 has had a material effect on the financial statements.

None of the standards, interpretations and amendments which are effective for accounting periods beginning after 1 January 2023, and which have not been adopted early, are expected to have a material effect on the financial statements.

Going concern

After making enquiries, the Directors have a reasonable expectation that the Company has sufficient resources to continue in operational existence for the foreseeable future and therefore they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

In concluding their assessment that it is appropriate to adopt the going concern basis of accounting in preparing the annual financial statements for the year ended 31 December 2022, the Directors have taken account of the fact that the Company does not trade in its own right, and that there is no indication that the carrying value of its investments in its subsidiaries (Note 6) and its associate company (Note 7) are exposed to significant immediate risks.

The principal accounting policies adopted are set out below:

Notes to the Financial Statements for the Year Ended 31 December 2022 continued

Investments

Investments in subsidiaries are accounted for at cost less any provision for impairment. An impairment loss is recognised in the statement of comprehensive income when there is objective evidence that the asset is impaired, and is measured as the difference between the investment's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition. Impairment losses are reversed in subsequent periods when an increase in the investment's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to the restriction that the carrying amount of the investment at the date the impairment is reversed shall not exceed what the amortised cost would have been had the impairment not been recognised.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Financial assets and liabilities

Classification

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. The accounting policies adopted for specific financial liabilities and equity instruments are set out below.

Recognition and measurement

Financial assets and liabilities are recognised on the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

Taxation

The tax charge / (credit) comprises current and deferred tax. Income tax expense/(credit) is recognised in the statement of comprehensive income except to the extent that it relates to items recognised directly in equity in which case it is recognised in equity. Current tax is the expected tax payable/(receivable) on the profit /(loss) for the year and any adjustments in respect of previous years using tax rates enacted or substantively enacted at the reporting date.

Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires the Company to make estimates and assumptions that affect the application of policies and reported amounts. Estimates and judgements are continually evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and judgements which have a significant risk of causing a material adjustment to the carrying amount of assets recognised in the financial statements are listed below:

Impairment of investments

The impairment reviews of certain investments in the trading subsidiaries are based on future cash flows at a pre-tax discount rate.

Notes to the Financial Statements for the Year Ended 31 December 2022 continued

3 Loss before tax

The Company's only expense during the year was the loss on liquidation of investments of £43,500. (2021: £nil).

This cost of audit fees incurred in the year of £6,700 and in the previous year (2021: £6,000) was borne by the Company's immediate parent company, Thales UK Limited.

4 Employment costs

The Company had no employees during the year (2021: none) and did not incur any employment costs during the year (2021: £nil).

None of the Directors received any remuneration from the Company during the year in respect of services to the Company (2021: £nil). The Directors' costs are borne by Thales UK Limited.

5 Income tax charge

	2022 £000	2021 £000
Total tax charge for the year:	. •	-
Loss before tax Loss multiplied by standard corporation tax at 19% (2021: 19%)	(44) (8)	-
Effects of: Expenses not deductible for tax purposes Total tax charge for the year	8	

Following the 2022 autumn statement, it was decided to maintain the increase in corporation tax rate to 25% with effect from 1 April 2023. The higher rate has been substantially enacted following the third reading of the Finance Bill Autumn 2022 on 30 November 2022.

Notes to the Financial Statements for the Year Ended 31 December 2022 continued

6 Investments in subsidiaries

£000

Carrying value of investments in subsidiaries at 31 December 2022 and 31 December 2021

2,700

Details of the subsidiaries as at 31 December 2022 are set out below:

Name of subsidiary	Principal activity	Proportion of ownership interest and voting rights he 2022 2021		
Thales Training & Simulation (Eagle Middle Wallop) Limited	Non-trading	100%	100%	
Thales Training & Simulation (Merlin) Limited	Non-trading	100%	100%	
Thales Training & Simulation (ACE Holdings) Limited	Holding Company	100%	100%	

Thales Training & Simulation (ACE Holdings) Limited owns the following subsidiary:

Thales Training & Simulation (ACE) Non-trading 100% 100% Limited

Holding 100,000 ordinary shares of £1 each in Thales Training & Simulation (Eagle Middle Wallop) Limited:

Holding 2,700,000 ordinary shares of £1 each in Thales Training & Simulation (Merlin) Limited;

Holding 100 ordinary shares of £1 each in Thales Training & Simulation (ACE Holdings) Limited;

Each of the above listed subsidiaries has its registered office at:

350 Longwater Avenue, Green Park, Reading, RG2 6GF.

7 Other non-current financial assets

Other participating interests comprise:

A shareholding of 3,060 ordinary shares of SAR1,000 each in The Advanced Arabian Simulation Company, a Company incorporated in Saudi Arabia. The company's registered office is PO BOX 90916, RIYADH 11623, Saudi Arabia. The shareholding represents 40% of the issued shares. The principal activity of the company is the provision of simulation training services.

During the year, the Company wrote off its shareholding of 67,600 ordinary shares of €1 each in Eurofighter Simulation Systems GmbH, a company incorporated in Germany. This followed the shareholders resolution on 27 September 2022 to dissolve the company, which was enacted under German law on 1 January 2023 resulting in the dissolution of the company on that day. These shares had been carried at historic cost of £43,500.

The company's registered office was Eurofighter Simulation, Systems GmbH, Ludwigstrasse 9, 2. OG / co. Nutrion, D-80539 Munich, Germany. The shareholding represented 26% of the issued ordinary shares. The principal activity of the company was the provision of simulation specific systems.

Notes to the Financial Statements for the Year Ended 31 December 2022 continued

8 Share capital

Allotted, called up and fully paid shares

	2022		2021	
	No.	£000	No.	£000
Ordinary shares of £1 each	1	-	1	-

Capital management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value. The Company manages its capital structure and make adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years end 31 December 2022 and 31 December 2021.

9 Related party transactions

	Amounts owed by		Amounts owed to		Transactions in the year	
	2022 £000	2021 £000	2022 £000	2021 £000	2022 £000	2021 £000
Parent company	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	· -

The Company's immediate parent undertaking is Thales UK Limited, a company incorporated in England and Wales.

The ultimate parent Company is Thales SA, a Company incorporated in France. This is also both the largest and smallest group which includes the Company and for which consolidated accounts are prepared. Copies of the group accounts of Thales SA are available from Tour Carpe Diem, 31 place des Corolles, 92098 Paris La Défense, France.

10 Events since the balance sheet date

In the Directors' view, there are no events which have occurred since the balance sheet date which require disclosure in these financial statements, or which require any of the financial amounts as recorded at 31 December 2022 to be adjusted.