

FINANCIAL FREEDOM

Report and Financial Statements 2025

HARGREAVES
LANSDOWN

2025

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“ We understand the important role we have to play in building a better financial future for both our clients and wider society ”

STRATEGIC REPORT

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HL IN 2025

We exist to help people across the UK find their financial freedom. We do this by providing a single home for client's saving and investing needs, with a broad proposition that supports clients across their lifetime and is delivered through our easy-to-use platform.

Today we are trusted by more than **2.0 million clients** and their **£172.7bn** savings and investments.



2.0m+
Total clients

(2024: 1.88m)



£172.7bn
AUA

(2024: £155.3bn)



£405.1m
Statutory PBT

(2024: £396.3m)



25.9m
Total fund and share trades

(2024: 23.3m)



91.5%
Client retention

(2024: 91.4%)



1.89m
Helpdesk contacts

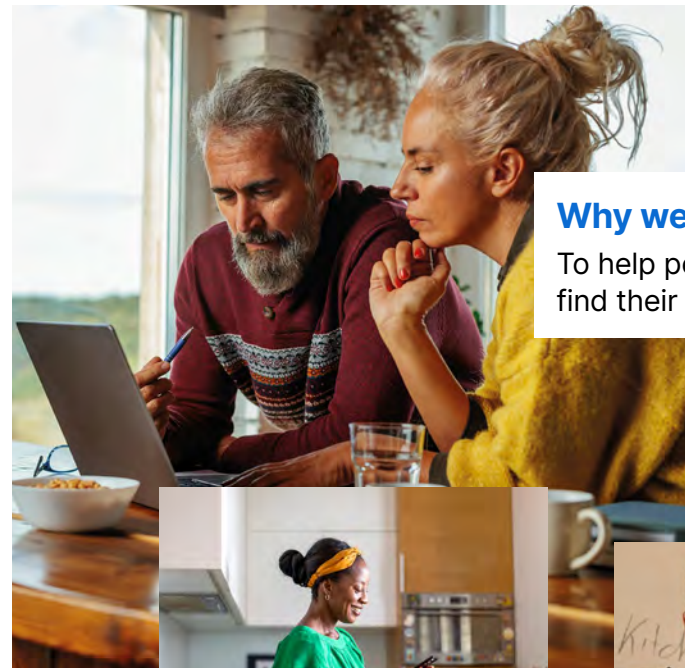
(2024: 1.78m)

Located in Bristol, HL is the **largest** D2C savings and investment platform in the UK.



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OUR STRATEGY TO DELIVER HL'S NEXT PHASE OF GROWTH



Why we exist:

To help people across the UK find their financial freedom

What clients want:

Make it easy, platform I can trust, great value

What we're doing about it:

Transforming the investing experience

Making saving and investing understandable, simple and accessible for all is the foundation on which Peter Hargreaves and Stephen Lansdown started the company over 40 years ago. It's what continues to drive HL today.

Combine the best of colleague and digital capability

We will always offer clients a great digital experience while having knowledgeable colleagues available to provide guidance and reassurance via web, app, our Helpdesk or Financial Advisers.

Leveraging our scale to deliver HL clients market leading value

Leveraging our scale is a key focus of our strategy. Driving efficiencies in everything we do, enables us to continuously improve our client value proposition.

Key enablers to achieving our strategic ambition:

Technology as a competitive advantage

We are evolving our technology estate to ensure we have a scalable, efficient and secure platform, allowing us to provide clients with a best-in-class service continuum from DIY investing to financial advice.

Responsible and resilient business

We want to make it easy for everyone to save and invest for their future. As a Responsible Business, Investment Platform and Fund Manager, we drive positive, long-term impact at a local and national level.

Great people, great culture

HL has great people and a strong client focused culture. We attract, engage and develop the UK's top talent. Our focus is on helping our colleagues achieve their potential to power the next phase of HL's growth.

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OUR VALUES IN ACTION

We understand the important role we have to play in building a better financial future for both our clients and wider society.

Our culture, values and governance ensure our clients are at the heart of our business and that we work in a sustainable and responsible way. During the year, following significant engagement with colleagues from across the business we refreshed our values.



Client first

What's the best outcome for the client? This is the question that guides our decision making.



Show courage

We are never afraid to challenge the status quo. We always act with integrity, doing what's right even when it's hard.



Always curious

We see potential everywhere. We look outside our business for inspiration and are always asking questions that will help us to be even better at what we do.



Care deeply

Everyone at HL genuinely cares. We support each other to deliver an outstanding experience for clients and an inclusive culture for our colleagues.



One connected team

We are one team and it shows. We work together to drive the business forward and deliver great client outcomes, service, expertise and value.

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MARKET OVERVIEW

A LARGE AND GROWING MARKET

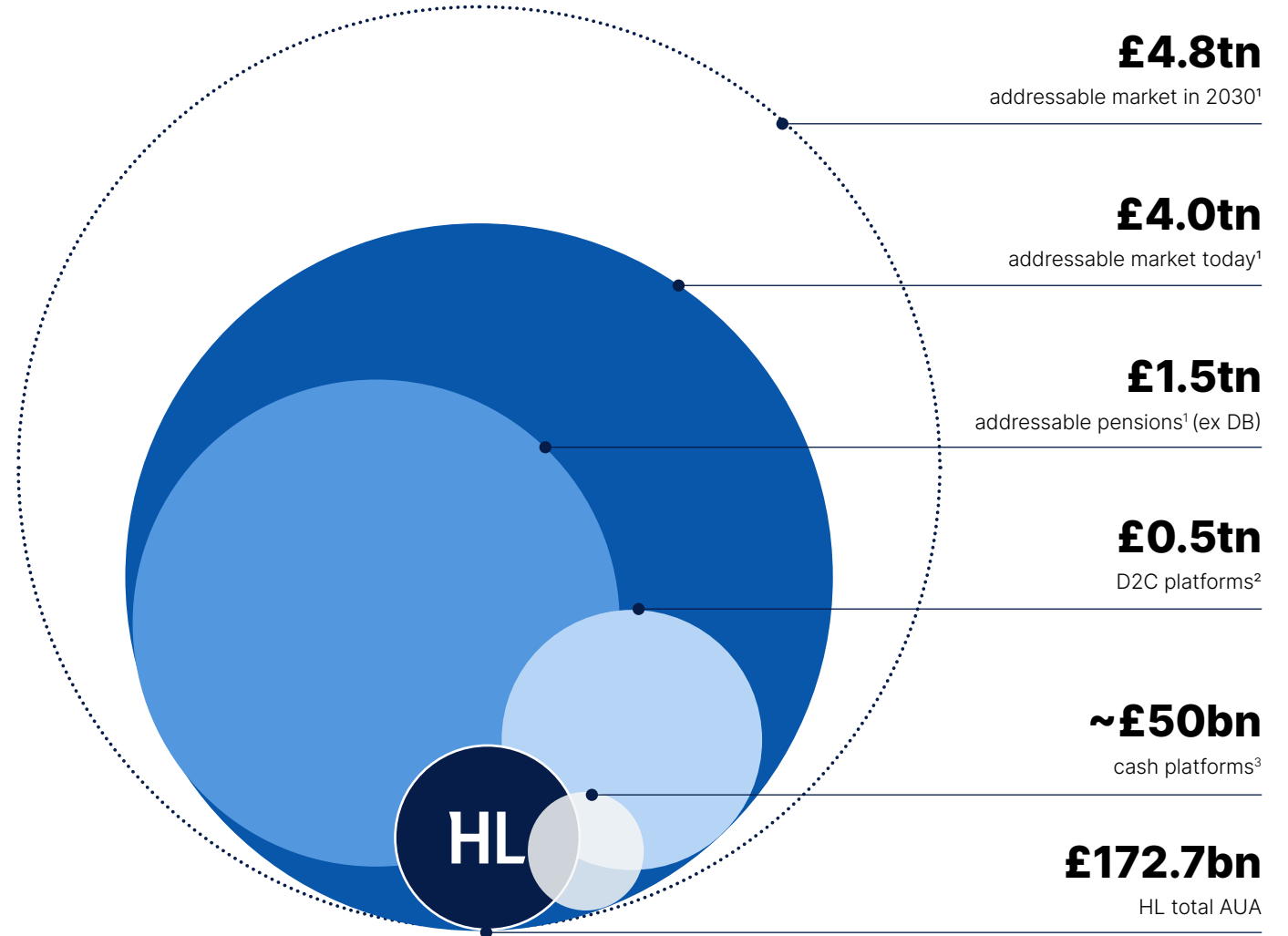
HL looks after over £172.7 billion of clients' savings and investments but our total addressable market in the UK is worth around £4 trillion today and is expected to grow to £4.8tn by 2030.

Growth in the UK pension market is a key driver of overall market growth, as the responsibility for retirement continues to shift from the State and employers to individuals. Our addressable pension market is worth around £1.5 trillion today but is expected to grow to around £2.0 trillion by 2030. Successive pension policies from Auto-enrolment in 2012, Pension Freedoms in 2015 to the launch of Pension Dashboards in 2026 continue to shift the dial, giving the UK new-found flexibility and transparency over their retirement savings, both personal and workplace.

As client preferences continue to shift to being able to manage their money digitally, the UK direct-to-consumer (D2C) platform market, currently worth around £550 billion, continues to attract an increasing share of client assets.

The D2C platform market is expected to grow at around 10% per year to 2030, underpinned by a few key factors covered on the next page.

UK Savings platforms account for c.£50bn of the total £2 trillion savings market, with significant growth seen in recent years. Growth has been underpinned by the sustained attractiveness of cash and often better rates offered by platforms, as well as a better client experience and desire for clients to manage their cash and investments via the same platform.



Work and retirement patterns changing with growing individual responsibility for retirement

43%

Of households have adequate pension savings⁴

48%

Households don't have enough cash for rainy day⁴

19%

Of the UK population or 11m people are aged >60⁵

1. Addressable Market Size, HL and Ethos Consulting, 2025.

2. Platform March '25 Report, D2C Platform AUA.

3. Savings Platforms, latest data available from HL Flagstone, raisin, Insignis and Bondsmith, 2025.

4. HL Savings and Resilience barometer, September 2025.

5. Centre for Ageing Better, 2025.

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HOW HL'S MARKET IS EVOLVING

<p>Evolving needs</p>	<p>Products designed for good outcomes</p> <p>Saving and investing can be daunting and this often stands in the way of financial resilience. That's why providing simple solutions that build client's confidence to save and invest across their lifetime remains at the heart of our value proposition.</p>	<p>Best of human and digital expertise</p> <p>Clients want a great digital experience as well as the option to speak to knowledgeable and reassuring HL colleagues for the moments that matter. For some, this may be help getting started while for others it might be as they are nearing retirement.</p>	<p>Proactive and personalised experience</p> <p>Clients expect high quality digital journeys and a personalised experience. Market insights, investment opportunities and guidance on how to improve their outcomes, need to be tailored to the client's personal circumstances, aligned with their investment goals.</p>	<p>Investment choice under one roof</p> <p>Across a client's lifetime building financial resilience requires accessing a range of investments and accounts. From pensions to workplace pensions, savings and investments, clients are increasingly keen to build a diversified portfolio under one roof.</p>
<p>Structural market trends</p>	<p>Households underinvesting or not at all</p> <p>8.8 million households have enough to start investing and our research (HL Savings and Resilience barometer, September 2025) shows only 58.5% are, leaving 41.5% or 3.6m people with enough to start investing who aren't. Financial resilience can be improved just by making it easier to save and invest, which is a key part of our strategy.</p>	<p>A growing older population</p> <p>With 46% of the UK population expected to be over 50 and 26% over 65 by 2065, it's the UK's older age groups that are growing the fastest. As retirement responsibility shifts from the state to the individual, the result is a growing retirement funding gap which we can help address.</p>	<p>Work and retirement patterns changing</p> <p>Retirement is becoming an increasingly fluid concept. Fewer individuals are working for and retiring with the same company and many are continuing to work after retirement age. The result is a more complex retirement picture, often requiring a more complex level of financial planning.</p>	<p>Responsible investing</p> <p>Making responsible investing easy is now a non-negotiable for UK platforms, underpinned by key regulations such as Consumer Duty, Task Force on Climate-related Financial Disclosures and Sustainability Disclosure Requirements. HL's clients currently invest £5.3bn in funds with sustainability characteristics, and a further £0.9bn in funds that hold FCA Sustainability Labels.</p>
<p>Competitive and regulatory dynamics</p>	<p>Competitors</p> <p>The UK D2C market is increasingly competitive with both new entrants and existing platforms launching disruptive offerings or focusing on niche areas. Despite this, opportunity remains for a simple, trusted platform offering the breadth of products and services needed to look after clients across their lifetime. The investment into our technology, proposition and our people will enable us to succeed in this growing market.</p>	<p>Consumer Duty</p> <p>The FCA has a renewed focus on ensuring firms make it easy for clients to achieve good outcomes. The Consumer Duty rules were implemented in 2023 and require companies to evidence and attest they are delivering good client outcomes every year. Good client outcomes have always been key principles for HL, so we are well positioned for this new era.</p>	<p>Advice/Guidance boundary</p> <p>The ongoing review of the Advice/Guidance boundary will provide the potential for us to proactively engage with our clients and offer them more provide targeted support to drive better financial outcomes for them. Targeted Support has the potential to revolutionise the way firms help people with their personal finances.</p>	<p>Technology and data</p> <p>Ultimately, it's technology and data that will enable platforms to provide a more personalised experience and improve client outcomes efficiently. Together, cloud computing and artificial intelligence allows us to analyse client behaviours and improve client outcomes over time through a personalised and proactive experience.</p>

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A PARTNER FOR LIFE

Our proposition

We support clients' financial needs throughout their life, building long-term relationships, driving growth and sustainable returns for our stakeholders.

HL's award-winning digital platform gives clients access to a broad range of savings and investment solutions and products to manage their finances and facilitate their investment goals.

Active Savings

Our cash management platform gives access to highly competitive savings rates and allows clients to easily spread cash savings across multiple providers, maturities and accounts, including Cash ISA and the UK's first multi-bank Cash ISA. Active Savings is an important service to both new and existing clients, now holding more than £14 billion of assets.

Investments

HL's proposition offers clients significant choice and flexibility in managing their investments. Our products include the Stocks & Shares ISA, Lifetime ISA (LISA), Junior ISA (JISA) and General Investment Account (GIA). The range of solutions means clients can invest in line with their needs across different life stages. We leverage our scale to deliver great value to our clients, the annual value of fund discounts we negotiate for our clients is £51.7m.

Retirement

We offer a range of solutions to help people prepare for later life and retirement. Our proposition includes a Ready-Made Pension Plan plus Self Invested Personal Pensions (SIPPs), Junior SIPP, Income Drawdown and Annuities. These are supported by a range of retirement planning tools to make it easy for people to check if they are on the right track to achieve their retirement objectives.

Trading

HL is one of the UK's biggest retail stockbrokers providing access to trading of UK and overseas equities and funds. HL clients can trade through our app, website or by phone, and we focus on delivering best execution across a wide range of investments in the UK and abroad. Our scale enables us to improve the price per share trade clients receive by an average of £20 versus the spot price. Clients have access to an evolving proposition including automated trades, monthly investing, live prices, a digital voting tool, and equity and gilt primary capital raises.

HL Funds

Our focus is on ready-made solutions to provide simple solutions for low/mid confidence investors, including a Ready-Made Pension plan, a Ready-Made active range and a Ready-Made index range to cover different risk profiles. Additionally, we provide investment solutions for clients looking to easily build their own portfolio across a broad range of sectors and investment needs to capture specific market opportunities. We manage over £11 billion of assets.

Powers our distribution engine

Through the channel of their choice, clients can access a range of products and services that support them in achieving their financial goals.

Our channels:

- **Direct-to-consumer (D2C):** easy-to-use tools and expert-led content available through our app, website and other channels including webinars, to help clients make the right investment decision for them and access market opportunities.
- **Helpdesk:** clients can speak to an HL colleague for assistance and guidance on any service or product.
- **Advice:** dedicated financial advisers supporting clients to build a full financial plan to address specific goals across various life stages.
- **Workplace:** Workplace Solutions offers a variety of services adjacent to its core pension proposition (e.g. third-party retirement service and flexible benefits platform) addressing corporate clients' evolving protection and saving needs.



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BUSINESS MODEL

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Attract

Our trusted brand, broad proposition and client-focused service enables us to attract and build lifelong relationships with clients. We continuously evolve our approach to client acquisition, investing in our digital experience, service, product proposition and marketing to ensure we maintain and improve our offering, and we make it easy for our clients to save and invest and find their financial freedom. During FY25 we acquired 136,000 net new clients.

Engage

A key priority for us is helping people engage with their financial security by making investing understandable, simple and accessible for everyone. With over 2 million active retail clients we have great insight into the needs of the UK retail investor. This insight allows us to focus our investment and resources on what matters to them. We continuously look for ways to deliver more value to clients and become an increasingly important part of their daily financial lives.

We have proven that giving people confidence by providing relevant, timely and digestible investment information and then making it easy to act helps our clients invest and get positive outcomes. The happier and more engaged clients are, the greater the new business flows through transfers of investments held elsewhere, new lump sum contributions and regular savings, particularly when it comes to using tax allowances within a SIPP and an ISA.

Retain

We have a loyal client base with a retention rate of 91.5%. We build lifelong relationships with clients as they build their wealth, becoming their trusted financial partner.

This underpins our ongoing revenue generation, along with the positive impact of compound growth.

We focus on delighting our clients every day and we've always set out to offer clients a saving and investing experience they can't get elsewhere, supported by our trusted voice in the market and multi-channel digital and human offering.

Driving strong growth

By attracting, engaging and retaining clients, we grow our AUA which helps drive revenue growth. Consistent client and revenue growth allows us to continually reinvest in the client value proposition, making us more appealing and competitive, while allowing us to build a more efficient and scalable platform. This is the fundamental flywheel of our company.

Total AUA:

£172.7bn

(2024: £155.3bn)

Total active clients:

+2.0m

(2024: 1.88m)

Creating value

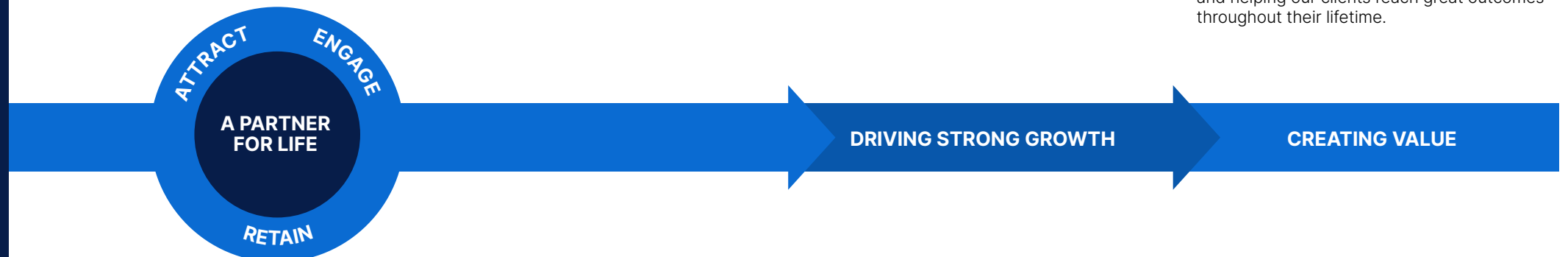
Sustainable returns

We generate revenues based on the value of assets administered on our platform, the value of our own Funds that we manage, activity levels of our clients, net interest margin on uninvested cash, and advice given to clients. Of these revenue streams, 76% are ongoing in nature, providing a high degree of profit resilience.

We always strive to be a fitter and leaner business. A strong focus on cost discipline allows us to create capacity for us to invest in our clients through our proposition and platform, and in turn generate stronger returns for our shareholders.

Our scalable growth, diversified revenue streams and cost discipline underpin sustainable profits. After ensuring we maintain a surplus of capital over and above our regulatory requirement, (our capital management framework sets out our approach to delivering sustainable and attractive shareholder returns over time).

Sustainable returns are not only a function of what we do, but how we do it. We aim to grow responsibly to ensure we manage our business for the long term. This is key for building trust in our brand, products and services, and helping our clients reach great outcomes throughout their lifetime.



MAKING IT EASY TO SAVE AND INVEST

I am delighted to present the Report and Financial Statements as the Interim CEO following my appointment to the role and subsequent regulatory approval in July.



“Although we are now owned privately, we remain a high profile company with a wide stakeholder base, not least of which is our two million clients.

Richard Flint
Interim CEO

Although Hargreaves Lansdown is no longer a listed company, the purpose of the business remains the same: “Helping people across the UK find their financial freedom.” I am passionate about this mission, and in particular, I want to help society to understand savings and investments and through this to achieve their financial goals. It is therefore a great privilege to lead the business in its next chapter until we find a permanent CEO.

Despite the change in ownership, the business has remained focused on the execution of our strategy and delivering for our clients and wider stakeholders. This is testament to the values that are embedded in the business and displayed by all our colleagues each and every day. I would like to thank them for their dedication and commitment and the insight they have shared with me since joining. I look forward to working with them on our transformation journey and delivering on our purpose.

I would also like to thank the previous Board of Directors for the Governance, Control and Culture that they have developed and instilled and which the new Board intends to take forward and build upon.

Strategy and financial results

Last year we set out our refreshed strategy comprising five strategic priorities. The new Board are aligned with the overall strategy and will help bring additional focus and expertise on delivering against these priorities. An update on the progress we have made in our key areas of focus for FY25 can be found on pages 10 to 12.

In a year of uncertainty including from geo-political issues, global tariffs and macroeconomic issues, we have consistently

aimed to be there for our clients helping them to navigate through these times. It has been pleasing to see that this client focus, along with progress on our strategic priorities, has helped to deliver a step up in growth.

The business added 136,000 net new clients (FY 2024: 78,000), £6.0bn of net new business (FY 2024: £4.2bn) and grew Assets under Administration to a record £172.7bn (FY 2024: £155.3bn). Revenues of £860.6m were up 13% on the prior year (FY 2024: £764.9m) and combined with our focus on cost control underlying Profit Before Tax increased 19% to £544.3m (FY 2024: £456.0m). After accounting for strategic investment costs and exceptional one-off costs relating to the acquisition and subsequent delisting, statutory profit before tax was up 2% at £405.1million (FY 2024: £396.3m).

Despite an improved performance year-on-year there is much more for us to focus on and deliver in order to offer a world class client experience that will ensure we can deliver long-term sustainable growth to the benefit for all our stakeholders.

Board changes, governance and culture

Following on from the acquisition of Hargreaves Lansdown a new Board and governance structure has been established. The Board of Hargreaves Lansdown Group Limited (formerly Harp Bidco Limited), the parent company which now owns Hargreaves Lansdown Limited and its subsidiaries, now comprises of two members from each of the three private equity owners, Peter Hargreaves one of the founders, four Non-Executive Directors including Bruce Hemphill as the Chair and two Executive Directors including myself. Combined, the Board brings significant experience of financial services, digital transformation and growing businesses in a sustainable manner.

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CHIEF EXECUTIVE'S REVIEW

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In May, Dan Olley informed the Board of his intention to step down as CEO of HL. To facilitate a smooth transition, as we search for Dan's permanent successor, I was appointed as Interim CEO. I was already a member of the parent company Board and I have subsequently worked closely with Dan these past few months to deepen my knowledge of the business and ensure a smooth transition in terms of leading the business.

In March, Amy Stirling informed the Board of her intention to step down as CFO of HL. Her successor Declan Hourican was announced in July and he will start in early November 2025. He brings extensive experience in financial services, in both publicly listed and private companies, leading them through transformation and overseeing significant periods of growth. Amy continued working as CFO until 31st July when Darren Worth, our Head of Commercial Finance, took over as Interim CFO.

I would like to thank Dan and Amy for their passionate leadership, significant contributions in driving our performance and transformation these past few years and in navigating the transition from public into private ownership. My thanks also go to Darren for stepping into the Interim role and ensuring continuity and leadership until Declan begins.

Although we are now owned privately, we remain a high profile company with a wide stakeholder base, not least of which is our two million clients. We are committed to the continuation of high levels of corporate governance, corporate responsibility and ensuring a healthy culture is embedded across the business.

Our approach to corporate responsibility is focused through our actions as a responsible Platform, Fund Manager, Business and Employer and our key aims and what we have achieved in the year can be found on pages 25 to 30.

During the year we refreshed our purpose and values through working with hundreds of colleagues from across the business to hear what they think makes us truly unique. Our values are more than words; they are the backbone of our decisions, actions and relationships and align with how our regulator sets out our obligations to clients known as Consumer Duty.

Regulatory landscape

Our purpose, governance, culture and values all help to ensure we achieve good client outcomes and collectively the Board has responsibility for ensuring our continued compliance with the Consumer Duty rules.

We continue to engage proactively with the Government and regulators, campaigning on a range of issues including cash ISAs, Lifetime ISAs, LTAFs and Pensions Adequacy and measures which we believe will help promote a supportive environment for a long-term retail investment culture.

HL has long campaigned for a consultation on the Advice Guidance Boundary and hence it is great to see things now moving forward to establish a framework for the introduction of targeted support. This will help bridge the gap between general guidance and personalised financial advice and will enable firms to provide consumers with timely, relevant and accessible support to navigate issues such as complex pension decisions and thereby improving financial outcomes.

Our strong brand, trusted reputation, client centric focus along with more than two million clients and the related data insight that brings means we are well set to leverage this opportunity and further deepen engagement with our clients.

Looking ahead

The UK wealth market continues to grow, providing an ever increasing addressable market opportunity for us, but one which is also attracting new entrants and greater investment from incumbents. The technology and client focused strategy that we outlined last year is well underway utilising the skills and experience already in the business, supplemented by the external expertise that the new owners bring to help refine and deliver the transformation at pace.

Key areas of focus for the year ahead include:

- Continued investment in technology to improve the client experience
- Use of data and AI to modernise and target our marketing and client communications
- Broadening the range of investment opportunities that we offer to clients, including Long Term Asset Financing
- Exploring the opportunities created by Targeted Support and other regulatory developments

The overall transformation is a multi-year programme but the client experience and proposition will be evolved and improved along the way ensuring we meet the needs of both our existing clients and new ones. Underpinning this will be continued investment into technology, operations and our people. Our people, values and culture are an essential enabler of our strategic delivery and I would like to thank all our colleagues again for the vital role they play each and every day and I look forward to working with them on this next chapter for HL.

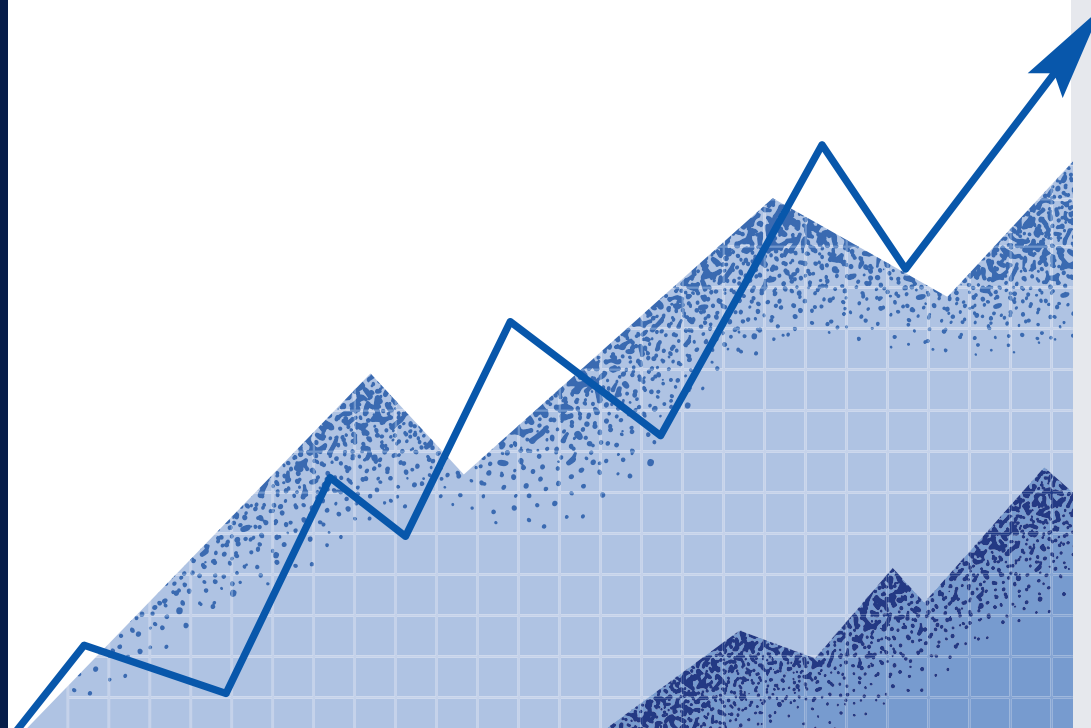
The world remains uncertain in many ways but our purpose remains our north star. I am confident we have the vision and strategy, which executed well, will deliver a greatly improved client experience that will help drive improved growth, which in turn will deliver sustainable benefits for our wider stakeholders.

Richard Flint
Interim CEO

25 September 2025

OUR STRATEGIC PRIORITIES AND PROGRESS IN 2025

In 2025 we continued to progress against the strategic objectives we set for the business in 2024 and are pleased to share what we've achieved this year.



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Delight clients, drive growth

Continue to improve our client experience both from a digital and human perspective. Focus on how we can provide clients with a more personal experience, evolving our proposition, service and digital features to address client's needs more specifically.

- **Improved our digital journeys, launching additional app functionality** including the ability to open Stocks and Shares ISA and General Investing Accounts in the app.
- **Made it easier to find the right saving or investing product** across both web and app. We introduced both savings and investing options to the Discover section in the app and continue to evolve our factsheets, which attract millions of visits annually.
- **Delivered the strongest Tax Year End in HL history**, from both a net new business and a client service perspective. As a result Client Service over TYE increased to 48.3% (2024: 47.8%).
- **Improved our investment product proposition for clients** across different life stages and wealth brackets launching a new Global Equity fund and digital VCT service.
- **Launched a Centralised Investment proposition for our Advice clients**, a core range of investment solutions to suit varying client goals and enable Advisors to focus more on strategic financial planning.
- **Increased the number of banking partners** in our Active Savings product, with 31 banking partners currently.
- **Trustpilot rating has improved** to 4.4, a rating classed as excellent.

KPIs

Net New Business (NNB)

The net value of new assets brought onto the platform less assets leaving the platform.

Result:

£6.0bn
(2024: £4.2bn)

Total Clients

Represents the total number of active clients that use our service. A client is someone that holds at least one account with a value over £100 at the year end.

Result:

2.02m
(2024: 1.88m)

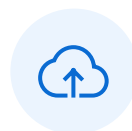
Client Retention

Based on the monthly retained number of clients, as a percentage of the opening month's clients and averaging for the year. A lost client is deemed as one who falls below a holding of £100.

Result:

91.5%
(2024: 91.4%)

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Increase execution pace

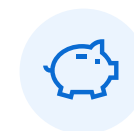
Focus on execution by ringfencing our key strategic initiatives, as we did in 2024. Continue to modernise our technology estate, through ongoing cloud migration and continuing to retire legacy systems.

- **Continued to invest in and modernise our technology estate.** This year we started building our future technology platform, that will underpin the migration of our legacy systems over the next few years.
- **Continued to progress the migration of our data centres to the cloud,** laying the foundations for HL to be able to offer clients a uniquely personalised and proactive client experience.
- **Group risk maturity was enhanced** through the implementation of improved risk management practices and processes.
- **Continued the rollout of new third-party technology** enabling colleagues to deliver a great client experience, efficiently at scale. For example in our Helpdesk we launched a new, automated workforce service and planning management tool and introduced AI to monitor call quality assurance, both driving efficiencies.
- **Extended the rollout of Salesforce** to include a client data hub, paving the way for our future CRM tool, translation functionality to improve accuracy and efficiency of call handling as well as vulnerability identification.

KPIs Risk Maturity

Our Risk Maturity KPI is a qualitative assessment of the maturity of the business approach to risk management and for the year was deemed on target.

Result:
(On target)
(2024: On target)



Save to invest

Continue to be a more efficient business, from how we set ourselves up to where we spend our money. We'll embed new ways of working across the business and continue to rationalise our spending.

- **Delivered statutory profit before tax of £405.1m** (up 2% YOY), driven by 13% revenue growth offset by ongoing strategic investment spend and exceptional costs.
- **Underlying operating costs** of £333.3m up 3% reflecting a renewed focus on efficiency across HL.
- **Saved £18m through a range of saving initiatives:** onboarding new overseas brokers and renegotiating rates, extending pay by bank payment capabilities and renegotiating SaaS contracts.
- **Our ongoing Service Transformation** continues to decouple our growth from cost to serve. This year's focus was on client Self-Serve opportunities, automating routine tasks using Salesforce and Robotic Process Automation (RPA).

KPIs Underlying Operating Costs

Operating costs before depreciation and amortisation and less strategic investment costs, intangible impairment and restructuring costs.

Result:
£333.3m
(2024: £324.0m)

KPIs Statutory Profit Before Tax

Profit generated by the business over the period, with statutory PBT measuring the overall business performance including strategic spending and exceptional costs.

Result:
£405.1m
(2024: £396.3m)



Right people, right roles

Strengthen our talent by increasing our focus on performance, empowering colleagues with the coaching, leadership and technology they need to drive the next phase of HL's growth.

- **Worked with colleagues to refresh HL's Values**, ensuring they are actionable and embedded into performance conversations and reviews. We introduced each value through a spotlight event, with guest speakers to bring each value to life.
- **Introduced a new recognition platform** 'HL Highlights' which recognises and celebrates positive behaviour aligned to our values in an online social community.
- **Continue to implement organisational structures** and ways of working that make HL more agile and able to meet client needs more effectively and efficiently.
- **Launched 'Have Our Say'** (a new colleague feedback and listening tool) that provides real time, data led colleague insights.
- **New leadership team embedded** within our Helpdesks with a renewed focus on improving efficiency through colleague coaching and workforce management planning.

KPIs

Client Service NPS

Based on the average result of scores received from clients post interacting with our Helpdesk across FY25.

Result:

46.6%

(2024: 42.4%)

Colleague engagement¹

65%

(2024: 62%)

Gender Diversity Senior Leadership (SL)²:

34%

(2024: 34.0%)

Ethnic Minority SL:

8.8%

(2024: 7.9%)

¹ We have changed our approach to colleague engagement. Figures for FY25 show the average month on month participation and are not directly comparable to FY24.

² Senior leadership refers to our non-executive directors, directors and top role levels across the Group.

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We worked with colleagues to refresh HL's Values, ensuring they are actionable and embedded into performance conversations and reviews.

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STAKEHOLDER ENGAGEMENT

Our stakeholders form a vital part of how we run our business.

Regular engagement means we understand their evolving needs, informing our decision-making and the ongoing delivery of our strategy.



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Clients

Material interests

- HL's transition from a public to private company
- A simple investing experience both digital and human
- Products and investments options to support any life stage
- Impact of UK Government's budget changes

How we engaged

- Consistent and proactive client communication whenever there is a significant event
- Our client's log in 3.7 million times a week across web and app, we monitor their behaviours and journeys
- Feedback received from the 1.4 million calls and 400,000 emails received by our Helpdesks. Plus, analysis of complaints data
- Extensive user research and testing in developing or evolving our products and services, pre and post launch

Response

- Kept clients up to date throughout HL's takeover and transition period as well as notable market events including Trump tariffs and UK budget concerns
- Made it easier to open new accounts, including ISAs, LISAs and SIPPs within the HL app and easier to open junior ISA accounts digitally
- Continued to evolve the discover section in our app, allowing clients to explore and find the right savings and investment options more easily
- Launched our digital Venture Capital Trust (VCT) investment service, giving clients with a higher risk tolerance a tax efficient way to invest in early-stage UK companies
- Investment into both human resources and technology in our Helpdesk to improve service

STAKEHOLDER ENGAGEMENT

CONTINUED

Colleagues

Material interests

- Update on the acquisition of HL and the transition to new, private ownership
- A refresh of HL's culture and values
- Improved colleague feedback and subsequent actions
- Increased focus on career and personal development

How we engaged

- Monthly colleague forums
- Extensive colleague involvement in the co-creation of HL's refreshed values
- Colleague surveys

Response

- Supported colleagues through regular townhall events, video messages, Q & A sessions on the acquisition including sessions to meet the new owners
- Launched our new purpose and values including a monthly focus on each new value including a guest external speaker
- Embedded our values into all our people processes with clarity on behavioural expectations and embedding our focus on client outcomes
- Launched our new Colleague Listening platform Have Our Say and moving to 'always on' listening so we have a constant temperature check on colleague engagement, can respond more quickly and empower our managers to engage with their team's feedback
- Created a guide for managers and colleagues to have better development conversations, rolled out line manager training to over 150 line managers to support colleagues with growing their careers at HL

Shareholders/Investors

Material interests

- Prior to HL being acquired and taken private**
- How HL is progressing on its digital investment transformation
 - How HL can deliver sustainable growth
 - The Board's decision-making process in recommending the cash offer

Post the takeover and owned by Private Equity

- Business performance and aligning on strategic priorities to deliver value creation

How we engaged

- Our senior management met with shareholders to discuss business performance and progress on our strategic investment and transformation
- The Chair, supported by the wider Board and Head of Investor Relations reached out to our shareholder base to consult with them on the potential acquisition of HL and why the Board were recommending the cash offer
- A shareholder vote regarding the acquisition was held on 14th October 2024
- Our AGM was held on 6th December, which provided an opportunity for shareholders to ask questions and vote on resolutions

Response

- As the acquisition of HL was voted through by shareholders we prepared for an orderly transition from a listed company to a private one facilitating the returns of cash to shareholders or the rolling of their shareholding into a holding of the new Parent Company of HL
- Regular provision of information on business performance and meetings with the new Board including those representing the private equity investors and meetings with the Transformation Committee

Society

Material interests

- Promoting a supportive environment for UK's retail investors
- Citizenship and sustainability agendas both locally and nationally
- The financial resilience of the UK's population

How we engaged

- Continuous engagement with the Government and FCA's review of the Advice Guidance Boundary and how clients could benefit from targeted support and personalised nudges
- Participated in a range of other Government and FCA consultations including the Pensions Investment Review, Competitiveness and Growth strategy, Consumer Composite Investments and Inheritance Tax on pensions
- HL's Savings & Resilience Sounding Board works with HM Treasury, the Department for Work and Pensions, the FCA, Money and Pensions Service, businesses and charities, analysing the UK's financial resilience

Response

- The Advice Guidance Boundary review has now moved into to the final stages of consultation and HL will continue to work with the FCA to support its implementation
- Launched the second year of the Bristol Financial Resilience Action Group (BFRAG), working with over 30 companies to improve employee financial resilience
- Published HL's 6th Savings & Resilience Barometer with Oxford Economics including Local Authority level detail and a report on pensions adequacy to inform the ongoing Pension Investment Review
- Supported the founding of the Brunel Centre at Bath University to support the regional growth agenda and inputted into the Local Growth Plan, through Department for Business roundtables and the West of England Business Liaison Group

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INVESTING FOR FUTURE GROWTH

Overview

2025 has been a year of significant change for HL; during the year, the Group was purchased by Hargreaves Lansdown Group Limited ("HLGL") formerly Harp Bidco Limited as part of a takeover by a private equity consortium. Coupled with this disruption to the Group, there have been a number of external factors creating significant turbulence in the market as a whole, including the elections in the US and UK and the subsequent economic impacts, as well as conflicts in the Middle East and Ukraine. These matters have created significant uncertainty and volatility in the market.

Despite a tough backdrop, HL has continued to deliver a solid financial performance, whilst also delivering improvements in client proposition and experience, which has led to improvements in net new business and net new clients. In the year we celebrated welcoming our 2 millionth active client.

Assets Under Administration (AUA) and Net New Business (NNB)

	Year ended 30 June 2025 £bn	Year ended 30 June 2024 £bn
Opening AUA*	155.3	134.0
Total Net New Business	6.0	4.2
Market growth and other	11.4	17.1
Closing AUA	172.7	155.3

* Assets under Administration and Net New Business are alternative performance measures. See the Glossary of Alternative Performance Measures on page 101 for the full definition.

Net new business was up 43% year on year, driven in part by the implementation of our Cash ISA and Ready Made Portfolio offerings. Total net new business was £6.0 billion (2024: £4.2bn). Market growth, while smaller than in the prior year was £11.4 billion (2024: £17.1bn) and together with the net new business has helped to push AUA to a record of £172.7 billion (2024: £155.3bn), an increase of 11%.

In the year we introduced 136,000 net new clients to our services (2024: 78,000), a significant improvement over the prior year and our active client base has grown by 7% to 2,018,000. The growth in clients has been seen across the range of accounts that we offer.

Client retention has been in line with the prior year and remains high at 91.5% (2024: 91.4%), similarly asset retention remained largely flat on a year-on-year basis at 88.1% (2024: 88.5%).

Client and asset retention improvement remains a key focus of the business moving forward.

Income Statement

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Revenue	860.6	764.9
Underlying Operating costs*	(333.3)	(324.0)
Adjusted EBITDA:	527.3	440.9
Add back:		
Depreciation and amortisation	(15.6)	(14.5)
Net investment income	32.6	29.6
Underlying profit before tax*	544.3	456.0
Exceptional and strategic costs*	(139.2)	(59.7)
Profit before tax	405.1	396.3
Tax	(126.6)	(103.1)
Profit after tax	278.5	293.2

* Underlying Operating Costs, Adjusted EBITDA, Underlying Profit Before Tax and Exceptional and Strategic costs are alternative performance measures. See the Glossary of Alternative Performance Measures on page 101 for the full definition.

“
Despite a tough backdrop, HL has continued to deliver a solid financial performance.”

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OPERATING AND FINANCIAL REVIEW

CONTINUED

Revenue

Total revenue for the period increased 13% to £860.6 million (2024: £764.9m), this has been driven by a higher average AUA in all asset classes, as asset levels benefitted from positive market movements and net new business. In the case of cash, we have seen an increase in the value of cash held on the platform, but reduced margin compared to the prior year given the decline in the base rate and the annualization of the increased pass through to clients.

	Year ended 30 June 2025			Year ended 30 June 2024		
	Revenue £m	Average AUA £bn	Revenue margin* bps	Revenue £m	Average AUA £bn	Revenue margin bps
Funds ¹	270.9	72.4 ⁸	37	249.3	65.4 ⁸	38
Shares ²	229.4	64.7	35	165.7	55.4	30
Cash ³	254.0	13.1	194	260.7	12.4	210
HL Funds ⁴	56.7	11.1 ⁸	51	53.2	9.3 ⁸	57
HL Savings ⁵	29.6	12.7 ⁶	23	19.9	9.3 ⁶	21
Other ⁷	20.0	–	–	16.1	–	–
Double-count ⁸	–	(11.0) ⁸	–	–	(9.2) ⁸	–
Total	860.6	163.0⁸	–	764.9	142.6⁸	–

* Revenue margin is an alternative performance measure, see the Alternative Performance Measures glossary on page 101 for the full definition.

1 Platform fees.

2 Stockbroking commission and equity holding charges.

3 Net interest earned on cash held in investment accounts.

4 Annual management charge on HL Funds, i.e. excluding the platform fee, which is included in revenue on Funds.

5 Revenue from Active Savings earned as fees from partner banks.

6 Average cash held via Active Savings.

7 Advisory fees and ancillary services (e.g. annuity broking and HL Workplace Solutions).

8 HL Funds AUM included in Funds AUA for platform fee and in HL Funds for annual management charge. Total average AUA excludes HL Fund AUM to avoid double-counting.

Funds

Funds continue to be the largest asset class on the platform at 44% of average AUA for the year and 43% of closing AUA (2024: 46%) reflecting the significant range of investment solutions available to meet a broad range of client needs.

Revenue on Funds increased by 9% to £270.9 million (2024: £249.3m) reflecting the increase in average AUA offset by a slight reduction in the margin on funds.

Shares

Revenue on Shares increased by 38% to £229.4 million (2024: £165.7m), driven by a return to higher deal volumes particularly in respect of overseas trades. Market uncertainty as a result of elections in the UK and USA, multiple global conflicts and political uncertainty has led to increased market volatility which drives increased deal volumes.

Total client initiated equity deal volumes were up 20% over the prior year at 8.3 million trades (2024: 6.9m). Of these 2.5 million (2024: 1.8m) were overseas trades, this represents an increase of 39% over the prior year.

Cash

Revenue on cash represents the net interest margin (NIM) earned. This reduced for the year to £254.0 million (2024: £260.7m) reflecting the reduction in the base rate of interest from 5.25% to 4.25% across the year, but was partly offset by a greater volume of cash on the platform.

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HL Funds

Net flows into HL Funds were c.£0.9 billion, which combined with positive market movement helped grow AUM to £11.9 billion at the end of 2025 (2024: £10.3bn). The average AUM over the year in our own funds was £11.1 billion (2024: £9.3bn) up 19%, and revenue was up 7% from £53.2m to £56.7m. AUA growth has been driven by the flows into our new funds and the investment solutions we have built around them. The charges on the new funds are lower and hence this has driven down the revenue margin to 51bps (2024: 57bps).

Active Savings

Revenue from Active Savings has grown significantly in the year to £29.6 million (2024: £19.9m) driven by the launch of the Cash ISA, net new business of £4.1 billion (2024: £2.8bn) and strengthening margin. Margin on Active Savings is generated through a combination of product margin, payable by the partner banks whose products we offer on the platform and a share of interest earned on cash held in the client hub account. The margin for the year was 23bps (2024: 21bps).

As at 30 June 2025 the AUA was £14.7 billion (2024: £10.6bn) and over 222,000 clients now have an Active Savings account that is currently being used.

Other

Other revenues comprise advisory fees and ancillary services, such as annuity broking and HL's Workplace Solutions for Corporate employers. The amount has increased year-on-year, with the largest movements seen in distribution income in respect of third party services and advisory fees.

Underlying operating costs

Underlying operating costs increased by 3% to £333.3 million (2024: £324.0m) reflecting wage and cost inflation, higher volume driven activity costs and compensation costs and a higher Financial Services Compensation Scheme (FSCS) levy.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
	Underlying cost	Underlying cost
People costs*	182.9	179.9
Activity costs*	54.9	53.6
Technology costs*	48.1	48.2
Support costs*	40.5	37.3
Underlying costs* (pre-FSCS)	326.4	319.0
Total FSCS levy	6.9	5.0
Underlying operating costs**	333.3	324.0
Depreciation and Amortisation	15.6	14.5

* Definitions are shown in the Glossary of Alternative Financial Performance Measures on page 101.

** Underlying operating costs for the period exclude £139.2 million of exceptional and strategic costs and depreciation and amortisation costs of £15.6 million. See the Glossary of Alternative Performance Measures on page 101 for the full definition.

People costs

People costs increased 2% to £182.9 million (2024: £179.9m) as we invested to support our colleagues through the course of the year, while relying less on contractors. Our pay award for the year was an average of 3% across all of our role levels, offset by the annualisation of the prior year head count reduction.

Our workforce remained largely flat during the year, with 2,477 FTE (2024: 2,409) in place at year-end and was accompanied by a two-thirds reduction in contractors.

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Activity

Activity costs comprise marketing costs, dealing-related costs, and payment costs for client cash transferred onto the platform. Overall activity costs have increased by £1.3 million during the period reflecting higher dealing volumes, offset by reduced debit card charges for clients moving money onto the platform.

The primary driver has been dealing costs, driven by the increased stockbroking deals, as noted previously.

Marketing costs have remained consistent year on year.

Technology

Technology costs decreased to £48.1 million (2024: £48.2m), a slight decrease on the prior year largely relating to cost saving measures, offset by the continued move to the cloud and improvement of the security of the IT environment. The improvement and move to the cloud requires the use of more third-party software, leading to an increase in license and subscription costs throughout the year, but scale and offboarding of old licensing has supported the reduction.

Support

Support costs, which include legal and professional fees and office running costs, increased to £40.5 million (2024: £37.3m). This primarily relates to a one-off increase in costs relating to client compensation, partly offset by a decrease in insurance costs and professional fees.

The Financial Services Compensation Scheme (FSCS) levy run by the FCA increased to £6.9 million (2024: £5.0m). The FSCS is the compensation scheme of last resort for customers of authorised financial services firms.

Exceptional and Strategic costs

Total exceptional and strategic costs in the year were £139.2 million (2024: £59.7m). These costs related to the purchase of HL and its delisting and restructuring costs and spend in relation to our strategic transformation programme. In addition, there was spend of £2.5m (2024: £4.3m) that was capitalized in line with our accounting policy.

Profit and earnings

During the year, net investment income increased by 10% to £32.6 million (2024: £29.6m). An increase in finance income resulted from a higher level of corporate cash being held due to lower dividend payments and this was offset by finance costs comprising the undrawn cost of the Group's Revolving Credit Facility and the interest incurred on the Group's leases, both of which have reduced in comparison to the prior year.

Adjusted EBITDA, a change to our internal KPIs in the current year, increased by 20% to £527.3 million (2024: £440.9m).

Statutory profit after tax decreased by 5% to £278.5 million from £293.2 million largely as a result of higher exceptional and strategic costs as a result of the takeover by Hargreaves Lansdown Group Limited and the disallowable costs increasing the effective tax rate.

Tax

The effective tax rate for the period was 31% (2024: 26%). This increase is due to the professional fees and costs incurred as a result of the takeover of HL being disallowable for tax purposes. The Group's tax strategy is published on our website at www.hl.co.uk

Capital

The Group seeks to maintain a strong cash position and robust balance sheet with sufficient capital and liquidity to fund ongoing trading, future growth and future investment in the business to maintain a broad savings and investment offering and high service standards for our clients. The Group's net cash position at 30 June 2025 was £708.4 million (2024: £616.6m), in addition the company held £20.0 million (2024: £20.0m) on term deposit with UK banks. Cash generated from operations more than offset the payments of the 2024 final ordinary dividend the Group paid in October 2024 and the additional costs incurred in the current period.

The Group also has access to a Revolving Credit Facility agreement to provide access to further liquidity. At the end of the year a £75 million facility with Barclays existed. This facility has been undrawn throughout the year and exists to allow the Group to strengthen its liquidity position.

After year-end the Group resigned from the RCF with Barclays. On 29th July the Group acceded to a new £270 million facility, for the same purpose to replace the old facility. The facility is held through the Consortium ownership structure with a number of UK banks.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Shareholder funds	873.2	815.1
Less: goodwill, intangibles and other deductions	(45.1)	(42.0)
Tangible capital	828.1	773.1
Less: provision for dividend	-	(142.2)
Qualifying regulatory capital	828.1	630.9
Less: estimated regulatory capital requirement	(228.1)	(282.2)
Capital held above regulatory minimum before management buffer	600.0	348.7

Dividend (pence per share)

	2025	2024
Interim dividend paid	15.8p	13.2p
Final dividend proposed	-	30.0p
Total dividend	15.8p	43.2p

Darren Worth

Interim Chief Financial Officer

25 September 2025

EVALUATING AND MANAGING RISKS

1. Risk management

Effective risk management is essential for our ongoing success. It enables us to identify and assess potential threats, allowing us to mitigate or manage their impact.

All colleagues at HL have responsibility for risk management in their day-to-day work. This approach ensures that risks are identified, assessed and managed at all levels of the organisation. The Board has ultimate accountability for ensuring HL effectively manages risk across the organisation.

Risk Framework

To assist the Board in discharging its responsibilities, our Enterprise Risk Management Framework (ERMF) sets out the way HL identifies, assesses, manages, monitors and reports risk exposures. The framework (see figure 1) is aligned to industry standards and applies to all subsidiaries of the HL Group. We regularly review the framework and other risk management tools to ensure they remain effective.

It is important that we continually improve our risk management practices to support sustainable growth and keep pace with emerging threats, the evolving regulatory landscape and a competitive market. This helps the Group to act responsibly by protecting client assets, maintaining operational resilience and regulatory compliance as well as mitigating potential losses. To deliver this, we perform regular risk maturity assessments across the organisation, which provide an objective view of our risk

approach and allows us to prioritise any areas for improvement.

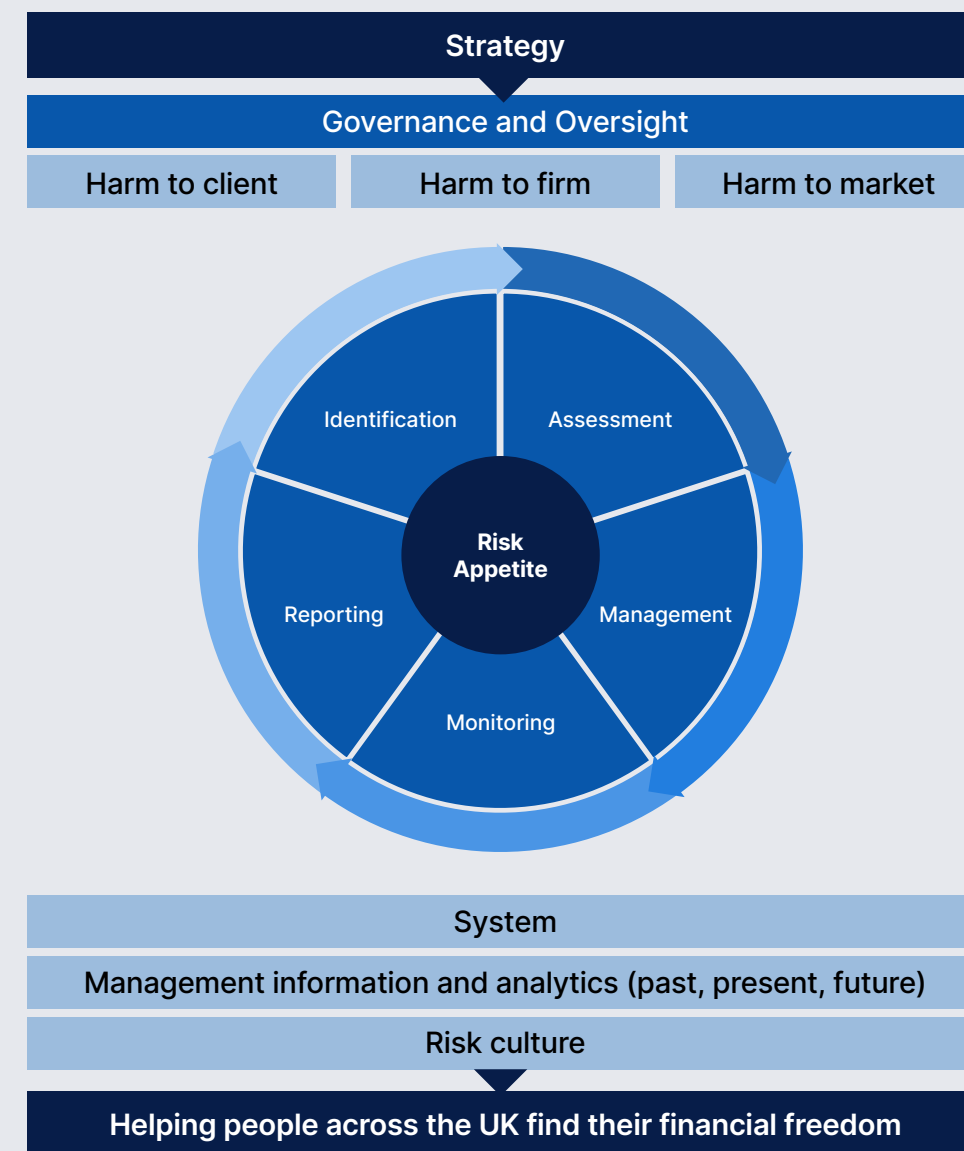
Risk Management

The ERMF sets out the key principles underpinning effective risk management at HL, describing the following stages of the risk lifecycle:

- **Identification:** recognising and documenting potential and emerging risks that could impact HL and give rise to harm to our clients, the firm or the market.
- **Assessment:** the evaluation of risks to understand their potential impact and likelihood against Board-approved risk appetite. HL use tools to assess a variety of impacts on a consistent qualitative and quantitative basis.
- **Management:** the deployment of strategies to reduce, manage, accept, transfer or avoid risks.
- **Monitoring:** tracking identified risks against agreed tolerances to potentially refine risk management strategies.
- **Reporting:** providing a view of HL's risk profile, by presenting an accurate and timely picture of current and emerging risk issues and exposures and their potential impact on business activities.

These principles support a consistent, structured and repeatable approach to risk management, allowing risks to be identified by all areas of the business and appropriately managed.

Figure 1: Enterprise Risk Management Framework



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Risk Appetite

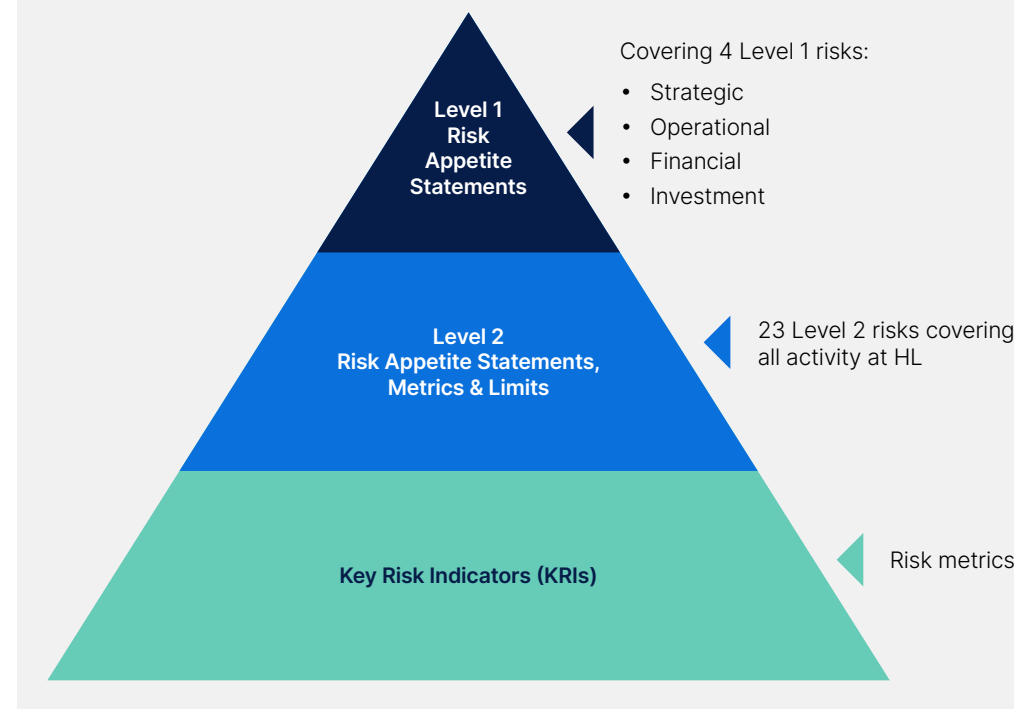
Our risk appetite is an articulation of the nature and level of risk the Group is willing to accept to achieve its business objectives.

Risk appetite is expressed through both qualitative statements and quantitative metrics that measure operational, strategic, financial and investment risk performance against agreed limits (see figure 2). It is reviewed and approved by the Board on at least an annual basis.

ICARA

The ICARA is a firm-wide risk management tool that HL uses to assess the risks faced by the firm. It provides a clear, accurate and transparent link between the risk profile of the business, our risk appetite and the capital and liquidity held by the firm to support our financial strength through the economic cycle. It incorporates the results of Board approved stress tests, which consider our expected performance under alternative conditions and the impact this has on our financial resources.

Figure 2: Risk appetite approach



The HL Board and Board Risk Committee approved the most recent ICARA in November 2024.

Risk Taxonomy

Risks to which the Group is exposed are set out in our risk taxonomy (see figure 3). These are organised across four categories; Strategic, Financial, Operational and Investment risks. The approach supports consistency and completeness in the capture and management of risks and facilitates effective aggregation of risk across the Group. The taxonomy is reviewed at least annually so that it remains relevant and reflective of our risk exposure.

Three Lines of Defence Model

The first line of defence is accountable for identifying the relevant risks in their area of responsibility, assessing the exposure to these risks and ensuring appropriate risk mitigation strategies are in place. The first line of defence comprises the operational functions and the business units that own and manage risks, including everyone in the organisation except for those in the second or third lines.

There are a number of specialist dedicated first line control functions, including teams responsible for product governance; CASS oversight; client outcomes and financial control.

The second line of defence is the Risk and Compliance function. As well as setting Company policy on Risk and Compliance matters; the second line of defence provides oversight and challenge to the first line.

The third line of defence comprises our internal auditors, who are employed by HL but report directly to the Board, allowing them to provide independent and objective assurance on HL's risk framework and its application.

Risk Culture

Effective risk management is a core objective for all colleagues at HL. Risk responsibilities are allocated across business areas consistent with the three lines of defence model, which fosters a strong risk culture. This approach supports business responsibility by ensuring that decision-making balances sustainable growth and commercial targets with the duty to protect clients, uphold regulatory standards, and safeguard the Group's resilience. It embeds accountability, ethical conduct and prudent risk-taking into day-to-day behaviour, helping the business act in a way that is sustainable, compliant and aligned with stakeholder expectations.

Governance and Oversight

Governance committees play a central role in maintaining and overseeing the firm's approach to risk. They ensure HL's risk framework is appropriate and proportionate to the complexity of the firm, and that suitable measures are in place to manage strategic, operational, financial and investment risks. The Board is responsible for overseeing the management and control of risk across the Group. It is supported by the Board Risk Committee and Boards for each of HL's four principal regulated entities.

Established under the authority of the Chief Executive Officer, the Executive Risk Committee is responsible for ensuring appropriate systems of internal control and risk management are in place, operating within risk appetite and supporting good client outcomes.

The Group CRO has unfettered access to the Board Risk Committee and Chair of the Board. Internal Audit report directly to the Board, allowing them to be independent. More details on the Group's governance arrangements can be found on pages 49 to 51.

RISK MANAGEMENT AND THE PRINCIPAL RISKS AND UNCERTAINTIES

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Risk Management Tools

Risk and Control Self-Assessments (RCSAs) are crucial in ensuring that risk exposures are understood and effectively managed. This includes an assessment of our control framework, which allows risks to be aggregated across all levels and to be appropriately reviewed and prioritised by management.

Together, the RCSA, Regulatory Horizon Scanning and Emerging Risk processes allow the Group to maintain a comprehensive and forward-looking view of the overall risk profile of the business. All functions are responsible for ensuring that risks within their area have been identified, assessed and are appropriately managed.

Our Governance, Risk & Compliance recording and reporting system ensures timely, accurate and complete capture of the risks and associated control environment across the organisation. The aggregated risk profile by business area and taxonomy enables us to make more informed decisions, allocate resources effectively, and enhance the overall stability and sustainability of our services.

Risk event management is a key part of the ERMF. It facilitates issue resolution when things go wrong and helps HL learn lessons from errors to reduce the likelihood of reoccurrence. Risk event information supports other core risk framework components including RCSAs and operational risk scenario analysis. These are key inputs into supporting risk-based decisions and determining the financial resources HL is required to hold as part of the ICARA process.

Figure 3: The HL risk taxonomy

Level 1 ▼	Level 2 ▼
Strategic	<ul style="list-style-type: none"> • Business environment • Stakeholder value • Strategic execution
Financial	<ul style="list-style-type: none"> • Capital adequacy • Corporate liquidity
Operational	<ul style="list-style-type: none"> • Administration • Change delivery • Conduct • Data management • Employee relations • Environmental, Social & Governance • Facilities management • Financial crime • Information security • Legal • Model and End User Developed Application management • Operational resilience • Procurement, supplier & third party management • Product & proposition • Regulatory compliance • Technology
Investment	<ul style="list-style-type: none"> • Fund investment risk & performance • Fund oversight risk

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2. Principal risks and uncertainties

The Board has conducted a comprehensive assessment of the principal risks and uncertainties facing the Group, including those that could threaten our business model, future performance, solvency, or liquidity. These risks have been carefully considered and form the foundation of our strategic risk management approach. We have refined our principal risk reporting to more closely reflect the most relevant and credible severe events that pose significant exposure to the organisation as identified through our Internal Capital Adequacy and Risk Assessment (ICARA) process.

Management and the Board regularly engage in discussions regarding emerging risks, with particular attention given to evolving threats in the external environment. The most prominent emerging risks and uncertainties, including geopolitical tensions, macroeconomic deterioration, and climate change, have been incorporated into this year's assessment and are addressed within this report.

Our enhanced approach has resulted in the identification of 10 principal risks and uncertainties, which reflects the evolving risk landscape and our commitment to comprehensive risk identification and management. A focus level is assigned to each risk and uncertainty based on the current risk profile, the trend of the risk and the level of attention currently provided by management.

Geopolitical instability Focus level: increasing

Geopolitical conflicts can threaten the stability of the world economy and particularly financial markets. This risk has increased materially in recent years, with ongoing conflicts in Ukraine and the Middle East. In addition, trade tensions can lead to market volatility and uncertainty that can affect supply chains, economic growth and investor confidence. Geopolitical developments can also have a material impact on inflationary pressures and the cyber threat environment.

Key mitigating actions

HL are well positioned to perform detailed monitoring of global economic conditions and assess potential impacts as situations unfold providing appropriate market information to our clients. The diversification of our product set and revenue streams can help mitigate the impacts of economic shocks.

In addition, we continue to enhance our stress testing capabilities, which improves our understanding of how the HL balance sheet performs in adverse conditions.

Processes are in place such as the emerging risk and horizon scanning processes which identify geopolitical risks. This information is used to inform our operational resilience scenarios for our important business services and supports our ability to anticipate and prepare for potential disruptions.

This risk will continue to be subject to close monitoring in FY26.

Level 2 taxonomy risks: Business environment risk

Macroeconomic deterioration Focus level: increasing

Continuing cost of living pressures and significant deterioration in the wider economy – particularly in economic growth, unemployment levels and asset prices – pose risks to HL principally through their effect on investor confidence and propensity to save and invest. This can result in reduced inflows and increased withdrawals. Recent months have seen the announcement of trade tariffs, increasing market volatility and uncertainty in international trade and supply chains. Economic stress can also lead to negative investor sentiment and asset valuations, impacting income and profitability.

These risks can also heighten existing competitive pressures as clients become even more selective with their investments in the search for returns in difficult market conditions.

Key mitigating actions

There is overlap with the mitigating actions under Geopolitical instability, including economic monitoring, stress testing enhancements, product diversification and our emerging risk processes. We also have healthy capital and liquidity surpluses so that we can withstand significant macroeconomic shocks.

Our Strategy team regularly analyse industry trends through peer benchmarking, market sizing and growth forecasting, and assess competitor actions to allow us to respond to market and competitive changes.

We also place continued focus on providing the highest level of client experience to differentiate ourselves from our competitors.

Level 2 taxonomy risks: Business environment risk; Strategic execution; Capital adequacy

Capital and liquidity strength Focus level: stable

Capital and liquidity strength is key for ongoing financial resilience. Capital allows us to absorb large, unexpected losses, and liquidity buffers ensure we can meet short-term obligations. The levels of capital and liquidity over our regulatory minima are determined by our risk appetite, which is important for financial stability, regulatory compliance and the delivery of our strategy.

Key mitigating actions

We hold an appropriate amount of capital over our regulatory minimum so that we could absorb extreme levels of unexpected losses, and we ensure our liquid resources can meet short term obligations even in a stressed environment. We confirm these amounts remain sufficient through our regular ICARA and emerging risk processes, when we scan for new threats, and re-assess their likelihood and possible impact.

Capital and liquidity strength are key areas of focus within business planning and regular financial performance reviews.

Given appropriate capital and liquidity buffers, FY26 will continue the existing focus on enhancing ongoing ICARA and stress testing capabilities.

Business risks: Capital adequacy; Corporate liquidity; Regulatory compliance

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Cyber security Focus level: increasing

The cyber threat landscape is ever-evolving, with heightened risk of state-backed attacks as well as organised criminal groups. Technological advancements and increasing dependency on technology to operate the business are also risk drivers. Maintaining robust resilience and defences against cyber threats is critical to not only protect our clients, our colleagues and their information, but also to protect all supporting physical, virtual and cloud-based systems and applications.

Key mitigating actions

We regularly assess the state of our environment by reviewing the maturity of our controls in line with HL's internal Risk Management Framework. We engage with regulatory authorities such as the FCA through regular oversight meetings and participate in the CBEST programme. The CBEST programme aims to evaluate the resilience of firms and financial market infrastructures through testing performed by accredited and independent specialist firms. We also participate in industry recognised intelligence sharing groups with other banks and financial services firms (e.g. CSIG, FS-ISAC) and with public sector intelligence bodies like the NCSC.

Level 2 taxonomy risks: Information security; Technology; Operational resilience; Data management; Regulatory compliance

Technology failure Focus level: stable

The availability and resilience of our online platform is critical to the provision of important business services to our clients and the day to day running of corporate processes. Failure to deliver a resilient and available service can result in poor client outcomes leading to a deterioration in client retention, Client Net Promoter Score (NPS) and potentially regulatory breaches.

Key mitigating actions

We continue to progress our strategic investment in technology transformation programme to implement improvements that will support increased resiliency and ensure that HL's objectives meet client experience needs for the future.

HL has developed substantial capabilities, processes, and controls to embed resilience and performance capacity into ongoing service enhancements. This includes implementing robust performance and capacity monitoring to enable proactive issue detection and resolution, helping to minimise any potential impact on clients. In FY26, the focus will remain on advancing resilience and enhancing the client experience, supported by the broader transformation programme.

Level 2 taxonomy risks: Information security; Technology; Operational Resilience

Change delivery Focus level: stable

HL is working through a period of significant change to deliver its strategic objectives. We recognise the increase in transformation activity as defined by our three-year plan combined with potential changing market dynamics could increase delivery risk. The risk of failing to deliver our strategic commitments or the potential of poorly executed change could impact clients, regulators, colleagues and investors.

Key mitigating actions

We have robust change governance and oversight through our investment committee, transformation committee and Quarterly Business Reviews.

We have effectively embedded our Change Policy and controls for major change and furthered our change capability and culture. This improved governance model considers market conditions, client needs and external influences including regulatory commitments as well as the performance of in-flight programmes.

Continuing to improve and embed change management controls and oversight are critical to our ongoing success and will remain a key focus in FY26. By doing so, we will ensure HL has the capability to respond to internal and external factors, safeguarding our ability to deliver strategic objectives for the benefit of our clients, colleagues and investors.

Level 2 taxonomy risks: Strategic execution; Change delivery; Regulatory compliance; Administration; Conduct

Data management Focus level: stable

In delivering services to our clients, we hold significant amounts of client, product and service data. We recognise our responsibility to protect critical data and ensure its accuracy, integrity, quality and availability to support our clients in accessing and managing their portfolios as well as protect clients from poor outcomes including exposure to fraud.

Key mitigating actions

HL is committed to ensuring that data is secure, accurate and available, and continues to invest in significant data management capabilities, processes and controls that cover data protection compliance, information security and operational resilience. HL remains committed to maintaining a strong data management control environment and is continuously enhancing it to stay aligned with HL's operating model, as well as the evolving technological landscape and cyber threats that shape regulatory expectations. For FY26, our priorities will include continuing to strengthen our data architecture, improving system resilience, and advancing monitoring capabilities.

Level 2 taxonomy risks: Data management; Information Security; Regulatory compliance

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Administration processes

Focus level: stable

The risk posed by weak administration processes, including dependencies on people and third parties, can lead to operational inefficiencies, service delivery errors, inconsistent quality standards and ultimately poor client outcomes.

Key mitigating actions

Progress towards HL's strategic objectives is reviewed quarterly by the Executive Leadership Team. Improved governance considers market conditions, client needs and external influences including regulatory commitments as well as the performance of in-flight programmes.

Our approach to large change delivery has been significantly enhanced this year by creating a new overarching model, clarifying Executive responsibilities, documenting a Change Policy, building new teams, implementing a revised Strategic Programme Framework and increasing focus on procurement and supplier management has helped reduce the Change Delivery Risk.

Continued embedding of change management controls and oversight are critical to ongoing success and will remain a key focus in FY26 as we move from legacy systems to cloud based infrastructure.

Level 2 taxonomy risks: Administration; Outsourcing, procurement & supplier management; Employee relations

Regulatory and political uncertainty

Focus level: stable

There has been a significant amount of regulatory change over the past five years, including UK-EU regulatory divergence and the implementation of Consumer Duty. With possible changes to UK government fiscal policy, changeable US trade policy and the upcoming Pension Schemes Bill, further regulatory and political risk can be expected.

Regulatory and political uncertainty adds complexity to strategic planning and increases the risk of future non-compliance, which could result in poor client outcomes.

Key mitigating actions

HL scans the regulatory horizon for changes which may impact business strategy and operations. To maintain compliance with laws and regulations, we continuously invest in systems, processes and controls and provide ongoing training for colleagues.

Regulatory controls are regularly tested, and independent assurance is provided by the Compliance and Internal Audit functions. Robust governance arrangements are in place to oversee this risk. We maintain an open and transparent relations with our regulators and, as the leading Wealth Management business in the UK, we are proactive in advising UK policy makers on legal and regulatory proposals.

Level 2 taxonomy risks: Regulatory compliance

Climate change

Focus level: stable

Climate change is a significant global challenge and understanding the risk and opportunities it has on our business is vital for long-term sustainable growth.

We aim to minimise our exposure to the risks facing the transition to a low-carbon economy and the physical risks of climate change.

Key mitigating actions

We utilise scenario analysis which is a method of using hypothetical climate scenarios allowing us to assess the impact on our business and resilience of our strategy. You can view our scenario analysis in the climate-related financial disclosures section of this report on pages 33 to 35.

We monitor our exposure through climate-related metrics including our emissions and energy usage, and have decarbonisation targets for these metrics.

We embed climate-change into our governance structure through our Senior Management Functions (SMF) responsibilities.

Going forwards we are assessing our approach to sustainability, including climate and how we embed this further into the business.

Level 2 taxonomy risks: Environmental, Social and Governance

INTRODUCTION

Understanding how we grow responsibly is core to our purpose and strategy.

We want to help our clients find their financial freedom and it's not only what we do, but also the way in which we do it that impacts on our clients, our colleagues, the environment and our community.

We operate a four-lens framework to facilitate responsible behaviours, supporting how we deliver long-term sustainable growth.

Our approach has been informed by the UN Sustainable Development Goals (UNSDGs), as set out on our website.

Our framework



Responsible Platform

Our efforts to ensure that we enable clients to get the right outcomes, providing the insights they need to save and invest in line with their values.

Key areas of focus:

- Our products and investment choice including responsible investment ideas
- Educational content
- Security of our platform
- Accessibility of our platform



Responsible Business

Our actions to ensure compliance, good conduct and governance alongside supporting our local community.

Key areas of focus:

- Business conduct and Corporate Policies
- Financial resilience Barometer
- Financial education
- Our community work
- Our charitable foundation



Responsible Fund Manager

Our focus on ensuring that we manage money in a responsible way to ensure sustainable long-term returns for clients and society through our fund range.

Key areas of focus:

- Signatory of Principles of Responsible Investment (PRI) – Fund management entity including our ESG investment policy
- Our funds
- Climate reporting and building resilience

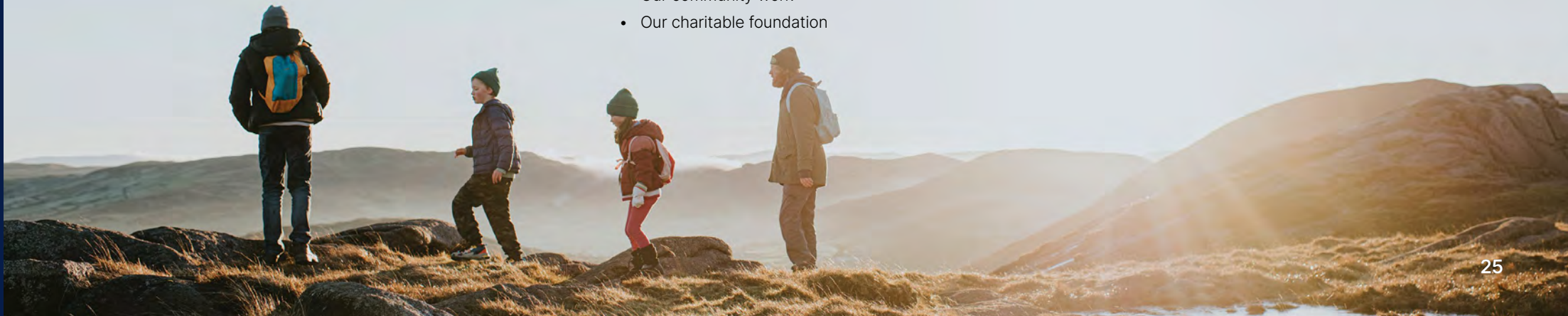


Responsible Employer

Making HL the best place to work for our colleagues, ensuring we build an inclusive and diverse culture.

Key areas of focus:

- Attracting, developing and retaining key talent
- Inclusion and diversity



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RESPONSIBLE PLATFORM

Enabling clients to get the right outcomes, providing the insights they need to save and invest in line with their values.

We aim to make saving and investing simple. Our product offering enables our clients to manage their finances, in one place, at every stage of their life. This is supported by the investment choice and solutions we offer, educational content and robust product development to make our platform secure and accessible.

Investment choice and our solutions¹

We provide investment choice and solutions to help clients make the investment decisions right for them. Supporting our solutions is our ESG² Investment Policy which acts as our baseline requirements. We embed this policy across our solutions, aligning with the requirements for our fund management business being a signatory of Principles of Responsible Investment.

ESG considerations are made throughout our due diligence and monitoring activities for our solutions. To increase oversight, we introduced a fund-level climate score to our investment process which we use to trigger engagement. This score integrates key climate metrics including carbon intensity, implied temperature rise, climate value at risk, and fossil fuel exposure – to evaluate the degree of climate risk a given fund may pose to investors.

We have also added risk warnings to our fund research to alert investors where funds carry a high degree of ESG risk, a high level of carbon-intensity, or high fossil fuel exposure.

Integration across our platform of responsible investing and saving

We want to be consistent with our approach and this year we have strengthened our assessment of ESG risks across our Active Savings partners through our screening process, and we have added new options for advised clients who wish to invest responsibly.

Sustainable Fund labelling and our Responsible Investment Hub

The FCAs Sustainability Disclosure Requirements (SDR) allow for consistent disclosures for funds that have sustainability goals. We have implemented these requirements across our platform, presenting the labels and associated disclosures in a clear and intuitive way, accompanied with information explaining the new rules and the benefits for investors.

Our responsible investment hub introduces clients to these requirements and different ways they can invest responsibly including what responsible investing and sustainability labels are.

Product development and security

As an online platform, we hold significant amounts of data relating to our clients, products and services. In light of increasing levels of cyber-attacks in the UK we have increased our focus on cyber security defences. You can read our full risk management approach on page 19.

Accessibility of our platform

Over the past year we've remained driven to ensure all clients can find their financial freedom, regardless of any vulnerabilities or accessibility needs they may have. We are building capability in teams focusing on product compliance and culture to help maintain inclusion long term. This is supported by accessibility testing tooling to have accessibility required from the very start of development.

¹ Our solutions involve ISA and SIPP pathways and ready-made portfolios which form part of our investment offering.

² Environmental, Social and Governance factors

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Client name
Client number: xxxxx

£101,177.17

Total portfolio value

£100,920.07

Invested

£257.1

Cash value

Fund & Share Account

£55.60 Available

£567.45

Total value

>

Stocks & Shares ISA

£34.05 Available

£24,221.44

Total value

>

Active Savings Account

£100.00 Cash hub

£5,563.73

Total value

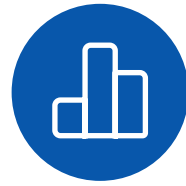
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SIPP

£67.45

£70,567.45

>



RESPONSIBLE FUND MANAGER

Ensuring we manage money in a responsible way to ensure sustainable long-term returns for clients and society through our own fund range.



As a responsible fund manager, we align our approach with the Principles of Responsible Investment (PRI), focusing on how we embed our ESG investment policy, engage with our clients and through collective investor action.

Supporting this is our disclosures for our HL Funds reporting on how we mitigate and manage climate-related risks and opportunities.

Principles of Responsible Investment

Our fund management entity is a signatory of the PRI where we complete annual assessments to track our approach. In our latest annual Assessment Report, we achieved improved scores in five of the seven modules we are assessed against.

Our ESG investment policy

This policy sets the requirements to ensure that the HL Group considers core ESG factors in our decision making enabling us to identify investment opportunities and mitigate potential risks to our clients. The policy sets requirements for investments in our HL funds and platform solutions including engagement, exclusions and commitments.

Engagement with our clients through stewardship and consultation

Putting our clients first is one of our values. We consult with our clients through questionnaires, listen to their views on sustainability and what topics mean most to them. The outcomes of these questionnaires

are shared amongst our Senior Leadership team and our Fund Management teams to help embed considerations into existing processes.

Climate action 100+

We have expanded our involvement in the Climate Action 100+ initiative by joining several new collaborative engagements, including with Centrica, National Grid, and Glencore – strengthening our commitment to driving climate-related progress through collective investor action.

Our Funds – HL Growth

In response to the FCA's SDR regulation, we introduced a dedicated set of disclosures for our HL Growth Fund, our default fund within our Workplace Pension. Our disclosure outlines how sustainability factors are integrated into its investment approach.

Climate-reporting

Across our HL Funds, we manage more than £11 billion of assets on behalf of our clients and our actions as a responsible fund manager become increasingly important as this number grows.

Our HLFM entity and product-level TCFD reports explain how we take climate considerations into account across our Portfolio Funds, Portfolio Building Blocks and HL Select Equity Funds and progress on targets aligned with our financed emissions transition plan.

We have improved our reporting this year to look at climate-scenarios from an entity and product-level. An overview of our emissions and targets can be found in our climate-related financial disclosures on page 37.



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RESPONSIBLE BUSINESS

Ensuring compliance, good conduct and governance alongside supporting our local community.

As a Financial Services company operating in a highly regulated industry, it is important to always act ethically and responsibly, ensure good governance, regulatory compliance, and actively embed risk and controls analysis in all that we do. This allows us to protect our clients and their money whilst supporting our local community. Our approach to risk management and the governance of risk is covered on pages 19 to 24.

Our policies – Corporate Policies and colleague training programmes – All colleagues undertake tailored training programmes, at least annually. Topics include anti-money laundering, anti-bribery and corruption, client assets, market abuse, data protection and more. To assist in keeping our colleague's knowledge up to date they have access to online guidance and procedures aiding awareness.

Anti-bribery and corruption – Our policy, outlines the offences, responsibilities of all colleagues and clear reporting procedures and includes; a Whistleblowing Policy and process; Anti-Money Laundering and Market Abuse policies; and procedures for dealing with, making and accepting gifts and hospitality.

Human rights and modern slavery – We are committed to upholding human rights. Our policy supports the key principles established in The Universal Declaration of Human Rights, The International Covenant on Civil and Political Rights, The International Covenant on

Economic, Social and Cultural Rights and The International Labour Organization's Declaration on Fundamental Principles and Rights at Work.

Our Supplier Code of Conduct is shared with all existing suppliers, and all new suppliers when onboarding services. We aim to work with suppliers who align with our values, and meet the minimum standards outlined in this Supplier Code of Conduct (Code).

Tax – We pay tax in accordance with the applicable tax laws and we do not undertake aggressive tax planning. As a client-focused organisation whose success is reliant on trust and reputation, we have a low appetite for tax risk and are committed to conducting our tax affairs in a clear, fair and transparent way. This risk appetite is reviewed regularly as part of the Audit Committee's oversight of the Group's tax strategy. You can view our tax strategy www.hl.co.uk/about-us/tax-strategy.

Supporting our local community – Financial resilience and education

HL's Savings and Resilience Barometer pools data from several big official sets, including from the ONS and the FCA, and uses economic modelling to analyse the financial resilience of UK households. The output of this work allows HL to engage with policymakers to think holistically about financial resilience and help us to better design products for clients. A key focus of our work is driving up financial resilience in Bristol which includes



work completed through the Bristol Financial Resilience Action Group, a free initiative currently providing 33 Bristol employers with a programme to drive financial resilience for over 28,000 of their employees.

Community impact and volunteering – The HL Volunteering Scheme gives colleagues two paid working days per calendar year to offer their time, skills and experience to good causes. We run volunteering schemes focused on building social mobility, improving resilience and supporting local organisations, such as FareShare Southwest and the Bristol Sport Foundation, and volunteering in local primary schools, supporting development of literacy skills.

HL Foundation – The HL Foundation is HL's charitable arm which acts as a focal point for our colleagues' charitable engagement. It organises fundraising events, which have raised money for our charity partners, in addition to supporting humanitarian crises in alignment to the Disasters Emergency Committee appeals and match colleague fundraising for causes close to their heart.

Our new charity partner, voted for by colleagues, is FareShare Southwest, who are working to tackle food poverty by redistributing surplus food across the region. We support them through financial donations from the HL Foundation, colleague volunteering hours and running in office food collections.

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RESPONSIBLE EMPLOYER

Making HL the best place to work for our colleagues, ensuring we build an inclusive and diverse culture.



At HL, we are committed to being a responsible employer by creating an inclusive, fair and supportive workplace, where colleagues are empowered to grow, contribute and thrive.

Through a focus on development, wellbeing and diversity, we ensure our people feel valued and equipped to make a meaningful impact.

Our refreshed values

Our refreshed values are now becoming embedded as key elements of our culture at HL. We want to be outcome led, where the diversity of our colleagues best represents our clients and communities. Our values explicitly reflect commitment to fairness, respect, and belonging. They guide decision-making, shape behaviours, and influence our strategic priorities.

Attracting and retaining talent

Inclusion and Diversity is a key factor in attracting and retaining great people and delivering the best outcomes for our clients. A more representative workforce brings diversity of thought, helping us make better decisions and drive meaningful transformation.

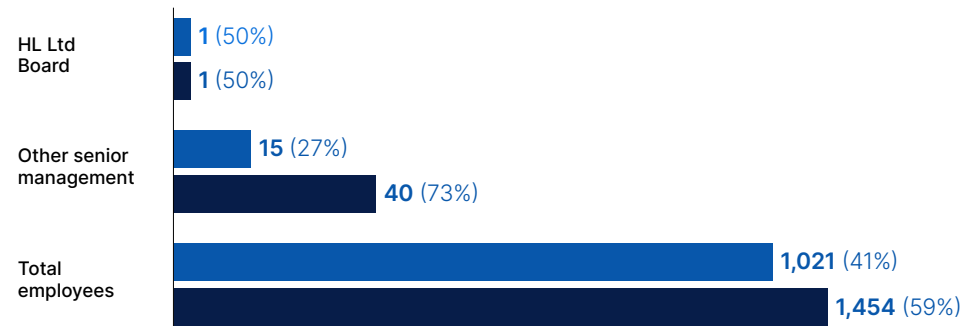
Our Colleague Networks and colleague listening forum play a vital role in creating an inclusive culture and support our efforts to attract, retain and develop top talent. All our resources are accessible for colleagues and clients, and we proactively encourage internal development through a variety of opportunities, driving an inclusive culture across the organisation, where our colleagues can realise their full potential.

Reporting on gender and ethnicity pay gaps

We publish our Gender Pay Gap (GPG) annually and we voluntarily publish our Ethnicity Pay Gap (EPG), which aligns to our organisational commitments to increase the representation of women and colleagues from ethnic minority groups. We believe transparent reporting drives progress. Our most recent GPG/EPG can be found www.hl.co.uk/responsible-business/our-pay-gaps.

Our people stats

(Total UK Headcount 2,475 (2024: 2,484) ● Female ● Male)



- Our figures show our total UK employee headcount as at 30th June 2025. Headcount is defined as the number of employees HL has, not full time equivalents (FTEs). When referring to our Financials e.g. staff costs we will typically refer to our FTE and average FTE.
- Other senior management includes other executives (excluding Directors on our Board) and their direct reports.
- Total employees include all UK employees including directors.

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GROWING RESPONSIBLY

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Aligned to our Strategy and underpinned by our Purpose and Values, we have three Inclusion & Diversity (I&D) priorities:

- Deliver on our agreed representation targets
- Broaden our workforce data and insight to enable a data-driven approach
- Make inclusion a core expectation of life at HL

The targets for increasing the representation of women and ethnic minority groups at senior levels are built into the Objectives and Key Results for the organisation to ensure we drive progress against them.

Performance against all our I&D targets is tracked via a quarterly dashboard which is shared with the Executive Leadership Team, as we know that executive buy-in and accountability is crucial to achieving sustainable change.

Development opportunities

We continue to invest in areas such as line manager training, career development planning, a range of professional qualifications, mentoring, coaching – and more targeted learning resources. Our colleagues are empowered to take control of their own careers, and our goal is to ensure that we provide opportunities to develop skills through purpose driven initiatives. Combined with community engagement, financial education and sustainability projects, we not only build capability, but also strengthen our shared sense of purpose.

Ongoing colleague commitment

Engagement – As part of our ongoing commitment to colleagues, we've implemented a new colleague feedback tool, "Have our Say" moving from a bi-annual cadence, to monthly. This ensures our colleagues feel heard regularly, and their feedback enables faster responses, in real time. This fundamental shift in our approach aims to drive a positive change in culture, through transparency, responsiveness and shared ownership.

At HL, it's key we build a strong and open feedback culture, as a cornerstone for a healthy workplace experience. Since launching in January 2025, we have already seen an increase in our colleague NPS in all five key areas of our survey, across the business.

Recognition – Through "Have our Say", our colleagues shared that a sense of accomplishment came from being recognised and valued for their efforts. As a result, we've created "Highlights", a platform where we can publicly recognise each other for consistently modelling our values, enabling us to make recognition part of everyday life at HL. "Highlights" has been key to support our colleagues to learn about other areas of the business, underpinned by personal growth and career development.

Reward – "Pay and benefits" – Our focus is on clear, fair and transparent pay and reward. We offer a market competitive package consisting of pay and a comprehensive suite of benefits, which we benchmark annually to our market comparators. Our rewards including our flexible benefits scheme, offers a range of protection, health, financial and lifestyle benefits to ensure we provide a benefits package that our colleagues value.

“
Our colleagues are empowered to take control of their own careers, and our goal is to ensure that we provide opportunities to develop skills through purpose driven initiatives.”

Membership and signatories

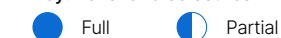
We continue to look at our progress and participation in external benchmarking. Some of our work, membership and signatory details are included below. You can see our full list on our website.

- Signatory to the Bristol Women in Business charter, aimed at supporting and progressing women, and closing the Gender Pay Gap
- Signatories to the Women in Finance Charter, to which we have made progress against our senior female representation target since signing
- Members of the Business Disability Forum, which highlights our commitment to becoming a disability-smart business
- Members of the Mission Gender Equity cross mentoring programme, as well as the year-long Ascent Programme
- Signatory to the Age Friendly Employer Pledge, which recognises the importance of older workers and commits to improving work for people in their 50s and 60s.

TASKFORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES CONSISTENCY STATEMENT

The table below shows our consistency with the TCFD Recommendations and Recommended Disclosures, and includes all required reporting for our subsidiaries. The preparation of our disclosures has been informed by section specific guidance and other TCFD guidance materials, including the TCFD Annex to meet our obligations under the Companies Act as a large company.

Key: Level of disclosures



	TCFD recommendation	Status
Governance Disclose the organisation's governance around climate-related risks and opportunities.	Describe the Board's oversight of climate-related risks and opportunities.	● We have reported how the Board, and its committees oversee our climate-related risks and opportunities on page 32.
	Describe management's role in assessing and managing climate-related risks and opportunities.	● We have reported management's roles and responsibilities in assessing and managing climate-related risks on page 32.
Strategy Disclose the actual and potential impacts of climate-related risks and opportunities on the organisation's businesses, strategy and financial planning where this such information is material.	Describe the climate-related risks and opportunities the organisation has identified over the short, medium and long term.	● We have disclosed the climate-related risks identified over the short, medium, and long term on page 32.
	Describe the impact of climate-related risks and opportunities on the organisation's business, strategy and financial planning.	● We have detailed the financial impact and our strategic response for each risk identified on pages 34 to 35.
	Describe the resilience of the organisation's strategy taking into consideration different climate scenarios, including +2 degrees or lower.	● We have performed scenario analysis over our identified risks in our Enterprise Risk Management (ERM) system, details of which have been disclosed on pages 34 to 35.
Risk management Disclose how the organisation identifies, assesses, and manages climate-related risks.	Describe the organisation's processes for identifying and assessing climate-related risks.	● Our approach to the identification, assessment and management of climate-related risks is integrated into our Group ERM Framework on pages 19 to 24.
	Describe the organisation's processes for managing climate-related risks.	● The Group adopts a robust risk management structure based on the 'Three Lines of Defence' model to ensure clear accountability for all risk management activities across the organisation and recognise climate-change as a principal risk.
	Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management.	●
Metrics and targets Disclose the metrics and targets used to assess and manage climate-related risks and opportunities were material.	Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process.	● We split our metrics by the impact of our operations and the impact of our investments. We have reported the metrics on pages 37 and 38.
	Disclose Scope 1, Scope 2 and, if appropriate, Scope 3 greenhouse gas emissions, and the related risks.	◐ We disclose our Scope 1, 2 and three categories of Scope 3. We hope to disclose remaining metrics next financial year.
	Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets.	● We have disclosed our targets on page 39.

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Governance

Our approach to governance around our climate-related risks and opportunities feeds into our governance structure shown in the table on the right.

Board oversight of climate-related risks and opportunities

HLGL is responsible for our overarching Group-wide strategy, including our Sustainability strategy.

Our Governance ensures that the Board receives the information they need to make decisions and ensure sustainability is embedded throughout the strategy.

Management's role in assessing and managing climate-related risks and opportunities

Our Corporate Affairs Director has delegated authority from the Group Board to manage and assess our Sustainability strategy, including climate-related risks and opportunities. Further delegations are in place for relevant Directors and Senior Management for climate including:

1. Head of Platform Investments
2. Chief Operating Officer
3. Chief Financial Officer
4. Chief Risk Officer

To develop our reports, working groups are built with colleagues from around the business, both from corporate and client functions who have the requisite specialist knowledge.

Board committee	Responsibility	FY25 key actions
Group Board	The Board is responsible for the development of our strategy promoting the long-term sustainable success of the business.	Reviewed and approved the Group-level climate disclosures.
Risk Committee	Reviews and advises the Board on changes to the Group's risk appetite, risk profile and future risk strategy.	Reviewed and approved our risk appetite for ESG risk and actions to embed key risks throughout our risk management framework.
Audit Committee	Monitors the integrity of the Group's financial reporting.	Reviewed and approved the Group's TCFD disclosures and entity and product level disclosures following an Internal Audit assessment of entity and product level disclosures.

Strategy

Our business-wide strategy supports our climate strategy by focusing on our clients and furthering our operational resilience ensuring we are resilient to the negative impacts of climate-change and the transition to net zero.

Climate-related risks and opportunities

We have performed an assessment of the climate-related risks included in our Enterprise Risk Management (ERM) system including transition¹ and physical² risks over short, medium and long-term time horizons under three contrasting climate scenarios. We assess our current residual risk exposure and apply this to our scenarios.

These scenarios are hypothetical scenarios to assist our understanding of how climate change impacts our business. Performing this assessment tests that our strategy can respond to climate-related risks and that we can take advantage of climate-related opportunities.

Key differences compared to our entity-level reporting – Our group disclosure shows reduced market risk under the timeframe 0-5 years as we also include our Cash Savings platform where the asset class of cash is not impacted by the same type of market risk.

For our entity-level reports we show the physical risks of our underlying funds – at a Group-level these are included in market risk.

Opportunities (short-, medium- and long-term)

Reputation (S/M)

Increasing our focus on communications on educating clients on how to mitigate climate risk.

A survey of our clients identified climate change as an issue they would like us to engage on. This has fed into our engagement themes as outlined in our Stewardship and Engagement Policy as well as encouraged our membership with Climate Action 100+ and the Investor Policy Dialogue on Deforestation.

Market (S/M)

Increase of sustainable investment solutions and product information on key environmental, social and governance metrics using data solutions.

Incorporating Sustainability Disclosure Requirements (SDR) into our website and search function to help accelerate flows into the low carbon economy.

Technology (S/M)

Continuing to increase our capability and platform performance by leveraging economies of scale through efficient and lean technologies, reducing our energy demand.

¹ Transition risks are the risks associated with moving to a low-carbon economy or policies to address climate change. Categories for transition risks include reputation, market, legal & policy and technology.

² Physical risks are acute or chronic risks. Acute risks refer to short-term scenarios that have an immediate impact like flood, droughts and wildfire and chronic risks refer to longer-term scenarios including changes to weather pattern e.g. rising temperatures.

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Climate scenarios

To assess our exposure to these risks and opportunities we have selected three contrasting scenarios based on the framework of Network for Greening the Financial System (NGFS). We have selected these scenarios as they are used by central banks, including the Bank of England.

Key used in our scenario analysis

Our analysis includes whether the risk is unlikely, possible or likely to happen given the scenario. This allows us to ensure we have controls in place to reduce future impact and identify potential opportunities associated with the risk.

Strategic response

Despite the potential impacts from climate change, we remain resilient to climate-related risks.

We monitor our risk and opportunities to ensure we can embed processes into existing strategies to minimise the impact on our business, strategy and financial planning.

You can see our statement on financial impact of climate-change in our financial statements on page 91.




























Scenario	Risk factors	Policy ambition	Policy reaction	Technology change	Carbon dioxide removal	Regional policy variation
Orderly (Net Zero) – 1.5 Degrees Celsius This scenario is ambitious in nature. Limiting global warming to 1.5 degrees by 2050 and reaching net zero emissions.	This scenario enforces rigorous climate policies which are introduced immediately and there is a medium to high use of carbon dioxide removal to accelerate the removal of carbon emissions (decarbonisation) from human activities. Physical risks are relatively low, but transition risks are high.	1.4–1.5°C	Immediate and smooth	Fast change	Medium/high use	Medium variation
Disorderly (Delayed transition) – 1.6 Degrees Celsius This scenario assumes global annual emissions do not decrease until 2030. Stringent policies are then required to limit global warming to below 2 degrees.	Emissions would be expected to exceed the carbon budget and then rapidly decrease. Carbon removal is assumed low increasing carbon prices. Both transition and physical risks are higher than a Net Zero scenario after 2030.	1.6°C	Delayed	Slow/Fast change	Low/medium use	High variation
Hot house world (Current policies) – 3+ Degrees Celsius This scenario assumes current policies are maintained leading to high physical risks.	Emissions continue to grow beyond 2050 leading to 3 degree warming and increased physical risks. There is minimal policy implementation and a slow change in technology to support carbon removal.	3°C	None – current policies	Slow change	Low use	Low variation

CLIMATE-RELATED FINANCIAL DISCLOSURES

CONTINUED

Scenario analysis

Key
 Likely
 Possible
 Unlikely




























Risk	Description of risk	Potential impact	Scenario	Timeframe			Strategic response
				0-5 years	5-10 years	10+ years	
Reputation	The risk that our stakeholders perceive us as being unresponsive or insensitive to climate-related risks and are unhappy with our progress of aligning our investments and products with the transition to a low-carbon economy.	Loss of client trust and reduced demand for products and services leading to clients directing capital to other platforms.	Net Zero (1.5)				We are compliant with our obligations and report transparently on our climate-related risks and opportunities.
			Delayed Transition (1.6)				We aim to be consistent across our value chain and embed sustainability considerations into our due diligence processes for both suppliers and our investments.
			Current policies (3)				Providing clear, concise information will help educate our clients, helping them understand the risks and opportunities of their investments aligned with our wider strategy.
Market	The risk that climate change or the transition to a lower-carbon economy negatively impacts the global economy and therefore the value of assets on our platform and in our range of managed investments.	Assets with exposure to climate-related risks may be subject to a decrease in value, impacting returns and related revenue streams.	Net Zero (1.5)				Our range of investments allows our clients to hold diversified portfolios and react to changing market trends.
			Delayed Transition (1.6)				For our solutions and funds, we have an ESG-integrated investment process to ensure clients can invest into sustainable and resilient businesses. We do this alongside due diligence questionnaires.
			Current policies (3)				For our fund management entity we track climate metrics including Climate Value-at-Risk (CVaR) and Loss Ratio.
Policy and legal	The risk that to achieve a lower-carbon economy policies and regulations need to be introduced and complied with increasing our disclosure obligations.	Increase in the cost of compliance to meet the regulations and the potential impact on product restrictions.	Net Zero (1.5)				We have seen growing demand on regulatory policies for companies worldwide. Increasing our resilience supports fast paced regulatory changes.
			Delayed Transition (1.6)				Through our regulatory compliance teams, we horizon scan for policy and legal risks associated with climate change, using our governance framework to ensure the relevant teams can monitor, direct and ensure all regulations are followed.
			Current policies (3)				

CLIMATE-RELATED FINANCIAL DISCLOSURES

CONTINUED

Scenario analysis

Key
 Likely
 Possible
 Unlikely

Risk	Description of risk	Potential impact	Scenario	Timeframe			Strategic response
				0–5 years	5–10 years	10+ years	
Technology	The risk of failing to adapt to emerging technology related to the transition to a lower-carbon economy, such as renewable energy technologies, increased energy efficiency and carbon capture and storage.	Increased operating costs through maintaining IT infrastructure.	Net Zero (1.5)				Our approach to increase cloud-based solutions supports us in becoming more efficient and allows us to reduce our IT asset stack and older, less efficient infrastructure. We have continued to reduce our on-premises data centres which will improve our efficiency, reduce office running costs and increase our capability.
			Delayed Transition (1.6)				
			Current policies (3)				
Acute	The potential financial losses that may arise from the direct impacts of climate-related events, such as natural disasters or extreme weather events, on HL's investments and operations.	Longer-term changes in climate patterns such as flooding, extreme weather and higher temperatures impacting our operations.	Net Zero (1.5)				As part of our business continuity plans, we consider the effects of adverse weather and impact on our supply chain through annual due diligence reviews.
			Delayed Transition (1.6)				
			Current policies (3)				
Chronic	The potential financial losses that may arise from the gradual and persistent impacts of climate change, such as sea level rise or changes in temperature and precipitation patterns, on HL's investments and operations.	Increased cost to the business due to risk of flooding at our offices or reduced employee productivity.	Net Zero (1.5)				We operate a hybrid working model providing operational resilience to potential impacts.
			Delayed Transition (1.6)				
			Current policies (3)				

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Methodology, metrics and targets

The table below shows operational and investment emissions HL reports on or plans to report on and the methodology applied to our calculations.

Scope	Applicable	Reported	What this includes	Data source	Methodology and update
Scope 1 – Stationary Combustion	Yes	Yes	Gas used to heat our offices.	Meter readings.	Actual consumption data is gathered through our supplier's portal and converted using UK emissions factors from the DEFRA database. We procure Biogas for our main office space. The use of Biogas is shown under "outside of scope" in our table aligned with GHG reporting guidelines. This calculates the short-term emissions caused by using our consumption multiplied by the relevant emissions factor.
Scope 1 – Fugitive	Yes	Yes	Refrigerant Gas used in air conditioning systems.	Servicing reports	Actual consumption data is gathered from servicing reports during the period which details refrigerant top ups by refrigerant type and converted using UK emission factors from the DEFRA database. These emissions will be nil unless we have experienced an air conditioning system leak.
Scope 2 – Electricity (location- and market-based)	Yes	Yes	Electricity provided to our office buildings.	Meter readings.	Actual consumption data is gathered through our supplier's portal and converted using UK emissions factors from the DEFRA database. Location-based ignores the procurement of renewable electricity whilst market-based considers the renewable electricity contracts HL use where we have received the relevant REGO ¹ certificate .
Scope 3 – Purchased Goods and Services	Yes	No	Supply-chain emissions from costs in our profit and loss statement.	Spend data	We have started to assess our supply chain emissions that will form our purchased goods and services and capital goods calculation. We have assessed our 10 highest spend suppliers using a spend-based calculation. We do not currently report these emissions.
Scope 3 – Capital Goods	Yes	No	Supply-chain emissions from assets held on our balance sheet.	Spend data	
Scope 3 – Business travel	Yes	Yes	Emissions from business expenses for travel including hotel and transport emissions for all employees.	External supplier data and internal expense data	Actual emission data is collected from our business travel supplier, and we integrate this with mileage expenses, converted using UK emissions factors from DEFRA database for our total business travel emissions.
Scope 3 – Employee commuting and working from home (WFH)	Yes	Yes	Emissions from commuting and WFH for all employees.	External questionnaire	We ask our employees to complete an annual survey on types of travel to the office, frequency and distance. The output of this is converted using UK emission factors from the DEFRA database.
Scope 3 – Financed emissions	Yes	Partially	Investment emissions for our HL Fund range.	External supplier data	See Investment Emissions table.

¹ Renewable energy guarantees of origin

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Our operational emissions

	Tonnes CO ₂ e							Baseline 2018
	FY25			FY24				
Scope 1 and 2	UK	Overseas	Total	UK	Overseas	Total		
Scope 1 – Refrigerant gases	-	-	-	514	-	514	-	
Scope 1 – Gas	45	-	45	39	-	39	266	
Total scope 1	45	-	45	553	-	553	266	
Scope 2 – Electricity (location-based)	588	4	592	628	26	654	1,255	
Scope 2 – Electricity (market-based)	14	4	18	12	26	38	1,255	
Total scope 1 and 2 (market-based)	59	4	63	565	26	591	1,521	
Scope 3								
Category 5 – Business Travel	-	-	179.39	-	-	100.35	-	
Category 6 – Employee commuting and WFH	-	-	833.96	-	-	742.93	-	
Total reported operational Scope 3	-	-	1,013.35	-	-	843.28	-	
Total Outside of Scope emissions (relating to biogas consumption)	0.31	-	0.31	0.25	-	0.25	-	
Energy usage (kWh)								
Gas consumption	1,591,237	-	1,591,237	1,345,864	-	1,345,864	1,443,628	
Electricity consumption	2,841,431	18,064	2,859,495	3,032,091	123,772	3,160,569	4,433,597	
Total	4,432,668	18,064	4,450,732	4,506,433	123,772	4,506,433	5,877,225	
Intensity per average FTE 1 and 2 (market based)	-	-	0.03	-	-	0.23	-	
Usage per average FTE (1 and 2)	-	-	1,789.60	-	-	1,769.31	-	
Intensity per average FTE (3)	-	-	0.41	-	-	0.33	-	

Methodology and boundary – We calculated our emissions based on the financial consolidation approach. The Group's carbon footprint was calculated using an operational control approach. Under this approach, all entities, and associated assets over which the Group has 100% operational control are included under the organisation's Scope 1 and 2 emission categories

We have restated our FY24 figures for Employee commuting and WFH emissions and our efficiency metrics as we have moved to using our average FTE as per our financial statements (note 1.5) to ensure consistency in our approach.

Baseline data - We include baseline figures for emissions with reduction targets as part of our strategy. We do not currently have targets on scope 3 operational emissions.

Overview

Progress

Our offices – The main reduction comes from no reported leaks in our air conditioning systems in FY25 compared with FY24, impacting our refrigerant gas line in the table.

We continue to make progress with reducing the size of our older IT infrastructure in line with our tech strategy. This work will continue into FY26.

Business travel – We have improved how we calculate and track business travel through onboarding a business travel provider. Our calculation now considers hotel and transport emissions compared to prior year which was transport only.

Efficiency metrics

We report our operational Scope 1 and 2 emissions per average FTE as our Scope 1 and 2 emissions are driven by our employees working in our office locations. We are also reporting our usage per average FTE to reflect our reduction efforts. In FY25, we have seen a reduction in our electricity usage due to our efficiency measures however an increase in our gas usage. The increase comes from a higher usage against prior year in periods November to April.

Looking forward

We expect the emissions for our offices to stabilise as more employees use the office in the coming year offset by further efficiency measures. We are reviewing how controls can be added to ensure we maintain a 90% reduction to our total scope 1 and 2 emissions.

We continue to review our methodology behind calculating supplier emissions and we aim to confirm our approach through a Group-level transition plan.

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Overview

We continue to track our investment emissions against our Transition Plan for our Investment emissions.

Our target for our HL Funds is to reduce the weighted average carbon intensity (WACI) of our listed equity and corporate bond investments by 50% by 2030, relative to a 2019 baseline.

Progress

We are pleased to report a reduction in our WACI of our HL Funds of 8.6 tonnes CO₂e per \$ m revenue since prior year and a reduction of 48.13 tonnes CO₂e per \$ m revenue against our baseline year WACI.

The core of the transition plan is our engagement-led approach. Working with fund managers to align with our ESG investment policy.

We produce additional reporting for our investment emissions through our entity – and product-level TCFD reports showing that at an entity-level our climate-value at risk is aligned with the MSCI market index.

Looking forward

We aim to continue to reduce our WACI whilst improving our data quality on our investment emissions through engagement and work with our third-party data provider. We have included a '% reported' indicator which represents data that is either reported by the underlying company or where Sustainalytics has estimated data.

We continue to review our approach towards our investment emissions to ensure the boundary set for these emissions is appropriate.

Our investment emissions

The emissions associated with our investments comes from the management of HL's Funds.

Product	Description	Tonnes CO ₂ e		
		FY25	FY24	Baseline 2019
HL Funds	Total carbon emissions	570,219	560,893	-
		Tonnes CO ₂ e/\$m invested		
HL Funds	Carbon footprint	34.99	43.24	-
		Tonnes CO ₂ e/\$m revenue		
HL Funds	Weighted average carbon intensity	87.71	96.31	135.84
		% reported		
HL Funds	Data Coverage	89.51	88.96	-

Methodology and boundary – We calculated our financed emissions in line with TCFD guidance using PCAF principals. Our operational boundary for our Financed emissions covers our HL managed funds and our managed portfolios. As our managed portfolios are largely made up of HL funds we are not reporting these separately to avoid double counting. The scope of financed emissions is continually evolving, and we will review our approach annually.

Calculation – Our FY25 calculation includes equities and corporate bonds covering c. 90% of our portfolio. The residual portfolio includes sovereign bonds and cash. For coverage we reweight our calculation to 100%. As calculations and methodology improves, we will continue to update and improve our approach. Our calculation covers Scope 1 and 2 emissions. Scope 3 emissions are not included in our calculations as we are not confident in the data coverage. Scope 3 emissions data is improving, and we will continue to review our approach, and we hope to include this data in future reporting years.

Total carbon emissions – The absolute greenhouse gas (GHG) emissions associated with the portfolio. Scope 1 and Scope 2 GHG emissions are allocated to investors based on an enterprise value approach. This is the total emissions associated with the fund. The enterprise value calculation values a company based on both the equity and debt value of a company including any cash.

Total carbon footprint – The total carbon emissions for the portfolio normalised by the market value of the portfolio. This is the emissions associated with \$1 million of investment.

Weighted average carbon intensity – The portfolio's exposure to carbon intensive companies, relative to revenue. Scope 1 and Scope 2 GHG emissions are allocated based on portfolio weights (the current value of the investment relative to the current portfolio value). This is the economic carbon efficiency of the fund. You can view the full calculation and methodology in our HLFM TCFD report. This report goes into further detail on our financed emissions.

Data – Access to reliable climate-related data covering all holdings is an industry-wide challenge, as such we have stated how much of the data is "reported" by the underlying companies. To calculate our financed emissions, we use Morningstar Sustainalytics as a data provider, and we have placed reliance on the accuracy of this data used in our calculations. For our reporting, 73.56% (FY24: 83%) is based on reported emissions and 15.95% (FY24: 5.87%) is based on estimates. Due to data limitations, where we have gaps, we reweight our portfolio to 100%.



View our HLFM TCFD report here
www.hl.co.uk/investorrelations/esg



View our investment emissions transition plan here
www.hl.co.uk/investorrelations/esg

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Targets

We are in the process of building out our Group-wide transition plan which will inform our short, medium and long-term targets. We have included our existing targets and our progress, however, these are likely to be updated in accordance with our transition plan.

Remuneration

Our commitment to climate-resilience and our wider Sustainability strategy extends to how we incentivise our leadership.

A portion of Executive Directors' Performance Share Plan awards are tied to achieving our climate-related targets focusing on Investment Emissions.

Target	What this means to us	FY25 progress against targets
<p>Investment emissions Reduce the carbon intensity of our investments by 50% by 2030 in our HL Funds.</p> <p>Measure: WACI</p>	<p>As a financial services company we see our investment emissions as the area where we hold the largest impact. Our transition plan is engagement led, and our current interim target covers our listed equity and corporate bond investments, approximately 90% of our total AUM.</p> <p>We are targeting a reduction in the weighted average carbon intensity of our investments relative to a 2019 baseline. We aspire to expand this coverage as data quality and industry standards improve.</p>	<p>Our portfolio is increasingly weighted toward companies that generate higher economic value per tonne of CO₂ emitted, demonstrating improved carbon efficiency and alignment with sustainable growth.</p> <p>In FY25, our WACI has decreased c.9% against prior year and c.35% against our baseline year.</p>
<p>Operational emissions Net Zero in Scope 1 and 2 in our core offices by 2030.</p> <p>Measure: Usage per average FTE, Intensity per average FTE (Scope 1 and 2).</p>	<p>As a starting point we aim to increase our core office locations' efficiency, reducing our demand on the grid. This target is an interim target for our commitment to be Net Zero by 2050.</p> <p>We have started to review our approach and hope to finalise a full review accompanied by a transition plan to support this.</p>	<p>In FY25 we have:</p> <ul style="list-style-type: none"> - Continued to reduce our older tech infrastructure in our core office moving to Cloud based products - which can be seen through our electricity usage reduction. - Reviewed additional options and controls around refrigerant gases and timelines. - Upgraded smaller IT equipment aligned with our impairment policy for laptops and monitors alongside efficiency measures for standby features. <p>Our emissions for Scope 1 and 2 (market-based) have reduced by over 90% since our baseline year and we are working on instilling controls in our processes to protect this reduction.</p>
<p>Operational emissions Identify and report all scope 3 emissions by FY25.</p> <p>Measure: Reporting all relevant Scope 3 categories.</p>	<p>Report our full emissions profile of our operational impact (including our purchased goods and services and capital goods emissions) and our investment impact (financed emissions).</p>	<p>Not achieved – whilst we have begun an initial assessment of our supplier calculation we have not yet formalised a way to calculate this year on year. This impacts us disclosing a full transition plan. We hope to complete this assessment in FY26.</p>

NON-FINANCIAL AND SUSTAINABILITY INFORMATION STATEMENT

Non-financial and Sustainability Information Statement

The information presented here, including the sections referred to, represents our non-financial and sustainability information statement as required by sections 414CA and 414CB of the Companies Act 2006.

	Climate and environment	Employees	Social matters	Human rights and Modern Slavery	Anti-corruption and anti-bribery
Approach	<p>The HL Group is committed to being Net Zero in our operations and investments by 2050.</p> <p>To ensure a smooth transition we continue to build climate resilience across our value-chain.</p>	<p>The HL Group is committed to building a diverse and inclusive workforce not just because it is the right thing to do but because it is good for clients, business and employees.</p> <p>HL acknowledges the potential in everyone and recognises that talent is not determined by gender or gender identity, race, ethnicity, disability, sexual orientation, age, religion, social class or background.</p>	<p>The HL Group is committed to making saving and investing simple, through our proposition and product development journeys.</p> <p>We aim to help build stronger, more financially resilient communities.</p>	<p>We are committed to respecting everyone's human rights in all aspects of the company. Our Human Rights Policy supports established key principles. This applies to all persons working for Hargreaves Lansdown or on our behalf including employees at all levels.</p> <p>We are dedicated to tackling modern slavery and human trafficking of any kind in both the business operations and supply chains.</p>	<p>We have a zero-tolerance approach to bribery and corruption.</p> <p>Hargreaves Lansdown requires all colleagues to undergo annual training surrounding regulatory matters including but not limited to CASS, Data Protection, Market Abuse, Fraud Prevention, Whistleblowing, Anti-Bribery and Corruption. Hargreaves Lansdown expects all colleagues to hold themselves to the highest standards of ethics and encourages employees to undertake frequent recommended training on areas of importance to the role.</p>
Link to policy/disclosure	ESG Investment Policy Stewardship and Engagement Policy Corporate policies	Corporate policies	Accessibility Hargreaves Lansdown Corporate policies	Modern Slavery Act Statement Human Rights Policy	Corporate policies Whistleblowing policy Hargreaves Lansdown

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GOOD GOVERNANCE ENABLING GROWTH

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On behalf of the Hargreaves Lansdown Limited board, we are pleased to introduce our Corporate Governance Report for the year ended 30 June 2025. This sets out how the Group's governance framework supports and promotes its long-term success and provides an overview of the activities of the Board and its committees. The report covers two distinct time periods: the time prior to the acquisition of Hargreaves Lansdown plc by Hargreaves Lansdown Group Limited ("HLGL") formerly Harp Bidco Limited (from 1 July 2024 to 24 March 2025) and the post-acquisition period.

It has been a year of significant change for HL and in this report we will outline how those changes have impacted the Board and governance structure. We have seen a number of non-executive directors and executive directors step down from the Board and I would like to take this opportunity to thank all those individuals for their dedication and hard work during their tenure.

We are fortunate to be able to draw upon the significant experience and expertise of both our existing colleagues and also our new board members and those of our parent company - all of whom care deeply about HL's clients and HL's priorities. This period of change enables us to explore exciting opportunities and to continue to drive value and growth for all our stakeholders.

Acquisition of Hargreaves Lansdown plc

This is the first report following the acquisition of the entire issued ordinary share capital of Hargreaves Lansdown plc by HLGL. We refer to this acquisition as the "Change in Control" or "CIC". You can read more about HLGL and its ownership on page 45. The CIC was

implemented by means of a court-sanctioned scheme of arrangement under Part 26 of the Companies Act 2006 which became effective on 24 March 2025. Following the CIC, Hargreaves Lansdown plc delisted from the London Stock Exchange on 25 March 2025 and re-registered as a private limited company, named Hargreaves Lansdown Limited (the "Company"), on 7 April 2025.

Corporate Framework

Prior to the CIC, the Company was the parent company for the Group and the statutory entity at which the operational board sat and was responsible for (a) directing, supervising and controlling the strategic direction of the Group; (b) monitoring the policies for conducting the business of the Group, subject to applicable law and the Articles, (c) making any decision, or approving any matter, that was of material importance to the Group (taken as a whole); and (d) ensuring effective management and controls were in place and promoting the success of the Group and the Company for the benefit of its shareholders. Following the CIC, the new parent company for the Group, HLGL, is responsible for the above matters.

Prior to the CIC, the Board was responsible for the proper management of the Group, making decisions relating to the Group's strategic direction and measuring progress toward these goals. The Board delegated certain responsibilities to Board committees, which were chaired by the Independent Non-Executive Directors. The Board committees were the Group Audit Committee, Risk Committee, Remuneration Committee and Nomination & Governance Committee (see details on page 51). The purpose and scope of each committee is set out in their terms of reference.

Following the CIC, a new Board and governance structure has been established. HLGL is now the parent company of the Hargreaves Lansdown Group, and the Company is now a holding company between HLGL and the regulated entities in the Group. The full Governance report for the Hargreaves Lansdown Group, detailing how the governance operates across the Group following the CIC, will be published in the HLGL Report and Financial Statements.

The legal entities of the regulated subsidiaries are Hargreaves Lansdown Asset Management Limited, Hargreaves Lansdown Fund Management Ltd., Hargreaves Lansdown Advisory Services Limited and Hargreaves Lansdown Savings Limited. The boards of each regulated subsidiary are responsible for overseeing matters specific to their respective legal entities. They are appropriately empowered and constituted to discharge these responsibilities and to support the effective management of conflicts of interest.

Leadership and Effectiveness

For the reporting period prior to the CIC, the Board was responsible for providing effective leadership for the business and setting an effective strategy for the Group. In that period, the Board was comprised of six independent Non-Executive Directors (including the Chair), one shareholder representative director and two Executive Directors. The Board brought a broad breadth of skills and experience, contributing valuable insights that enhanced decision-making.

The CIC saw a number of changes to the Board, with all Non-Executive Directors resigning upon completion of the CIC and HLGL becoming the parent company for the

Group. HLGL and its board has now adopted responsibility for setting an effective strategy and providing effective leadership for the Group. Information about the skills and experience of the HLGL board members will be published in the HLGL Report and Financial Statements.

We have a fully articulated regulatory control framework and carefully review the impact of the Group on each of our stakeholders. Details on how we consider our stakeholders in key decision-making can be found in the stakeholder engagement section on pages 13 to 14.

Purpose, Culture and Diversity

Our purpose is clearly defined and is underpinned by our culture, including in our approach to governance and risk management. The Board continues to promote a culture that encourages good governance, effective decision making, appropriate risk management, accountability and clarity on responsibilities. This ensures we can focus on making the right decisions, at the right level, with the right information. Ultimately this supports the successful delivery of our strategy whilst providing a high level of service and value to our clients and shareholders. We recognise that greater diversity within a business drives better decision-making and we strongly believe that building a diverse and inclusive workforce will lead to better outcomes for clients, colleagues and our business. You can find out more information about our purpose, culture and diversity in the Strategic Report.

INTRODUCTION TO CORPORATE GOVERNANCE

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Governance Principles & Director Duties

The Board recognises that a strong corporate governance framework is fundamental to achieving HL's strategic objectives. The trust of our clients, colleagues and stakeholders is key to HL. In this report, we outline how our governance structure ensures that the decisions we make on behalf of the business are prudent, informed and made with appropriate stakeholders in mind – our shareholders, our clients and our colleagues.

Governance at HL – Compliance Statement

Prior to the CIC, the Company was a FTSE 100 listed company and complied with the UK Corporate Governance Code (the Code). The Code sets out the standards of good practice in relation to governance and can be found on the FRC's website at www.frc.org.uk. This was applied by the Company to the point in CIC on 24 March 2025 and the Board is satisfied that the Company complied with the provisions of the Code until the CIC.

Following the CIC, as a private company, the Group has adopted the Wates Corporate Governance Principles, which are considered industry best practice for Large Private Companies ("Wates Principles"). This is a framework of six high-level principles designed to guide corporate governance in large private companies in the UK.

The Wates Principles and associated guidance are available on the FRC's website at www.frc.org.uk. This report highlights the measures that are in place to ensure that we comply with the Wates Principles and more details of how we apply them can be found in the Corporate Governance statement on page 52.

The Directors are satisfied that following the CIC, the Company has complied with the Wates Principles. In addition, the Board has duties to promote the success of the Company, as set out in section 172(1) of the Companies Act 2006, and pages 55 to 56 provide further detail on how section 172(1) considerations are embedded in decision making at Board level.

Craig Diamond

Company Secretary

25 September 2025

BOARD OF DIRECTORS

EXECUTIVE DIRECTORS

Richard Flint
Interim Chief Executive Officer

Darren Worth
Interim Chief Financial Officer



Appointed to the Board:
June 2025

Skills, competence and experience:

Graduating from Oxford in Engineering, Economics and Management he went on to study Public Policy at Harvard University and then worked at the Financial Times, McKinsey & Sky before taking the helm at Sky Bet, which he led for 13 years. Since Sky Bet's acquisition by the Star Group in 2019, Richard has been an active investor and chair of a number start-up/scale up businesses including Butternut Box and Seat Unique.

Committee membership:

HLGL Nomination & Governance Committee
HLGL Remuneration Committee
HLGL Risk Committee
HLGL Transformation Committee

Other current appointments:

Chair of Butternut Box
Chair of Seat Unique
Chair of Ryde



Appointed to the Board:
August 2025

Skills, competence and experience:

Darren brings extensive financial and strategic leadership experience across client-focused businesses in the retail, data, and financial services sectors. He has a strong track record in M&A and has held senior roles spanning Group Finance, Commercial Finance, and Business Transformation. A qualified management accountant, Darren combines deep technical expertise with a commercial mindset.

Before stepping into the role of Interim CFO at Hargreaves Lansdown, Darren served as Director of Commercial Finance at the company. His previous roles include Director of Commercial Finance & Business Transformation at Screwfix, part of Kingfisher plc, and Head of Group FP&A at Experian plc.

Committee membership:

None

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A YEAR OF CHANGE

Overview

The Board is responsible for promoting the sustainable success of the Company, generating value for the Company's shareholders over the long term, and contributing to wider society by building strong and lasting relationships with its other stakeholders.

The Board is committed to maintaining the highest standards of governance and recognises that a strong corporate governance framework is fundamental to achieving HL's strategic objectives.

Our Investors

Prior to the Change in Control (CIC), the Company was a FTSE 100 publicly listed company on the London Stock Exchange. The Company was acquired by Hargreaves Lansdown Group Limited ("HLGL"), formerly Harp Bidco Limited (a newly formed company indirectly owned by CVC Private Equity Funds, Nordic Capital XI Delta, SCSp (acting through its general partner, Nordic Capital XI Delta GP SARL) and Platinum Ivy B 2018 RSC Limited) on 24 March 2025 and is now privately owned.

Further details of the consortium of investors which acquired the Company are set out below and details of their representation on the Board of parent company can be found in the Report and Financial Statements of HLGL.

- CVC – a leading global private markets manager focused on private equity
- Nordic Capital – a global private equity firm focused on leveraged buyouts of

established companies in Northern Europe and North America.

- ADIA – a globally-diversified investment institution founded to invest funds on behalf of the Government of Abu Dhabi.

The Role of the Board

Overview

The Company's Board comprises of Richard Flint and Darren Worth as Executive Directors, holding positions as Interim CEO and Interim CFO respectively.

The Board is also supported by the Group's Audit Committee, Nomination and Governance Committee, Remuneration Committee, Risk Committee, Executive Risk Committee, Executive Committee and the Group CASS Committee. See page 51 for further information.

Division of responsibilities

Prior to the CIC, the Board was comprised of six independent Non- Executive Directors (including the Chair), one shareholder representative director and two Executive Directors. During this period the role of the Chair and the CEO of the Company were as follows:

Role of the Chair

Prior to the CIC the Chair was responsible for leading the Board and ensuring that it was effective in discharging its duties. Their key responsibilities were to:

- Chair the Board, the Nomination & Governance Committee and general meetings of the Company;

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- Set the Board agenda and ensure the Board received accurate, timely and clear information, and that adequate time was available for discussion of all agenda items, in particular strategic issues;
- Set clear expectations concerning the Company's culture, values and behaviours and the style and tone of Board discussions;
- Demonstrate ethical leadership and promote the high standards of integrity, probity and corporate governance throughout the Company and particularly at Board level and generally ensure the effective governance of the Group.
- Promote a culture of mutual respect, openness and debate by facilitating the effective contribution of Non-Executive Directors, develop productive working relationships with the Chief Executive Officer and Chief Financial Officer, and ensure there were constructive relations between Executive and Non-Executive Directors generally;
- Encourage all Board members to engage in Board and Committee meetings by drawing on their skills, experience, knowledge and, where appropriate, independence;
- Ensure effective communication with the Company's shareholders and other stakeholders, and that the Board is made aware of their views; and
- Ensure that the performance of the Board, its Committees and individual Directors was evaluated at least once a year and that the results of the evaluation were acted upon.

Role of the Chief Executive Officer

Prior to the CIC the Board delegated responsibility for the executive leadership of the Group's business to its Chief Executive Officer (CEO). The CEO's main responsibilities were to:

The CEO's main responsibilities were to:

- Lead the senior management team in the day to day running of the Group's business in accordance with the Board approved strategic objectives;
- Chair the Group Executive Committee in its oversight of the performance of the Group against the Board approved strategic objectives and communicate any decisions and recommendations to the Board;
- Review the operational performance and strategic direction of the Group's business;
- Ensure that appropriate systems of internal control and risk management were in place and operating in accordance with the Group's risk appetite approved by the Board; and
- Aligned with the Chair, provide coherent leadership of the Group and promote adherence to its culture and values.

Following the CIC, the parent company for the Group is now HLGL and the Company has a reduced remit. As a result, the Board of the Company currently comprises solely of two executive Directors.

During the year ended 30 June 2025 the executive directors were the CEO, Dan Olley and the CFO, Amy Stirling. Amy Stirling stepped down as CFO with effect from 31 July 2025 and Dan Olley stepped down as CEO with effect from 1 August 2025, being replaced by Richard Flint as Interim CEO and Darren Worth as interim CFO respectively, with effect from 1 August 2025.

Meeting Attendance and Information Provided to the Board

For the period 1 July 2024 to 24 March 2025, from time to time the Board met outside its scheduled meetings and each Non-Executive Director ("NED"), in their letter of engagement confirmed that they had the capacity to attend such ad hoc meetings, as are reasonably requested. The NEDs also met periodically without the Executive Directors present. These sessions were held via a mixture of remote, hybrid and face to face meetings to make best use of time and work efficiently. The Board also met with members of the Executive Leadership Team and other senior management.

Throughout the whole period this report covers, supported by the Company Secretary and the Company Secretariat team, the Board is satisfied that it has the policies, processes, information, time and resources required in order for it to function effectively and efficiently. Comprehensive Board packs and agendas are circulated prior to meetings to ensure Directors have the opportunity to consider the issues to be discussed so that more time at meetings can be dedicated to constructive challenge and strategic discussion. Directors are expected to attend all meetings. However, when a Director is unable to attend all or part of a meeting, they are able to provide comments on the papers to the Chair before the meeting.

Training is also arranged to align to any specific development needs identified by the annual Board evaluations, and individual Directors are encouraged to devote an element of their time to self-development.

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Board meeting attendance and activities

Board responsibilities

Prior to the CIC, the Board held five formally scheduled meetings during the period 1 July 2024 to 24 March 2025. These meetings were held in person with video conference facilities available as required. The table shows the attendance by all Directors who served throughout the period.

Key activities of the Board

During decision-making, the Board balanced the interests of key stakeholders and strategic opportunities to promote the long-term success of the Group. Key stakeholder groups and their interests were identified and considered at the start of all business initiatives.

Following the CIC, during the period from 25 March 2025 to 30 June 2025, the Company held a general meeting on 1 April 2025 to approve: (i) the re-registration of Hargreaves Lansdown plc from a public limited company to a private limited company, following the scheme of arrangement becoming effective; and (ii) the adoption of the new articles of association of the Company.

9 months to 24 March 2025		
Name of Director	Maximum no. of scheduled Board meetings Director could attend	No. of scheduled Board meetings Director attended
Chair		
Alison Platt	5	4
Executive Directors		
Dan Olley	5	4
Amy Stirling	5	5
Non-Executive Directors – Independent		
Moni Mannings ¹	3	1
John Troiano	5	5
Andrea Blance	5	5
Michael Morley	5	5
Darren Pope	5	5
Penny James ²	5	4
Non-Executive Directors – Non Independent		
Adrian Collins ³	5	0

In addition to the scheduled meetings outlined in the table, several short meetings took place throughout the period to consider specific matters.

¹ Moni Mannings stepped down from the Board on 31 October 2024

² Penny James chaired the 25 Sep meeting

³ Adrian Collins was recused from the Board due to his position as Peter Hargreaves representative

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External appointments

Directors are required to consult the Board prior to undertaking any additional external appointments. Such appointments are considered to be a valuable development opportunity, subject to appropriate time commitments and conflicts management.

Directors' skills and experience

Independence

Details of the board's composition, balance and diversity prior to the CIC are set out in the summary to the right. Prior to the CIC the board comprised of 6 Independent Non-Executive Directors (including the Non-Executive Chair), one shareholder representative and two Executive Directors. Following the CIC, the Company is now a holding company, and as at the end of the period covered by this report had only two executive directors, Dan Olley and Amy Stirling. Dan and Amy have both since stepped down and have been replaced by Richard Flint as interim CEO and Darren Worth as interim CFO.

The Wates Principles state that a board should give careful consideration to its size and structure, including the appointment of Independent Non-Executive Directors, to meet the needs and challenges of the organisation. Details of the approach of the Group will be set out in the Annual Report and Accounts for our new parent company, HGLL.

Ongoing Professional development

Throughout the period, an ongoing programme of training is available to all members of the Board, including inductions for new members of the Board. All members of the Board have access to appropriate professional development courses to support them in meeting their obligations and duties. They also receive ongoing briefings on current developments, including updates on governance and regulatory issues.

Board leadership and Company purpose

Prior to the CIC, the Board set the Group's purpose, values and strategy, and was responsible for developing and overseeing its framework of governance, risk management and internal controls to ensure that its business was managed effectively in an environment that promoted and safeguarded its future success.

HL Board composition, balance and diversity (For the 9 months to 24 March 2025)*

Board gender balance

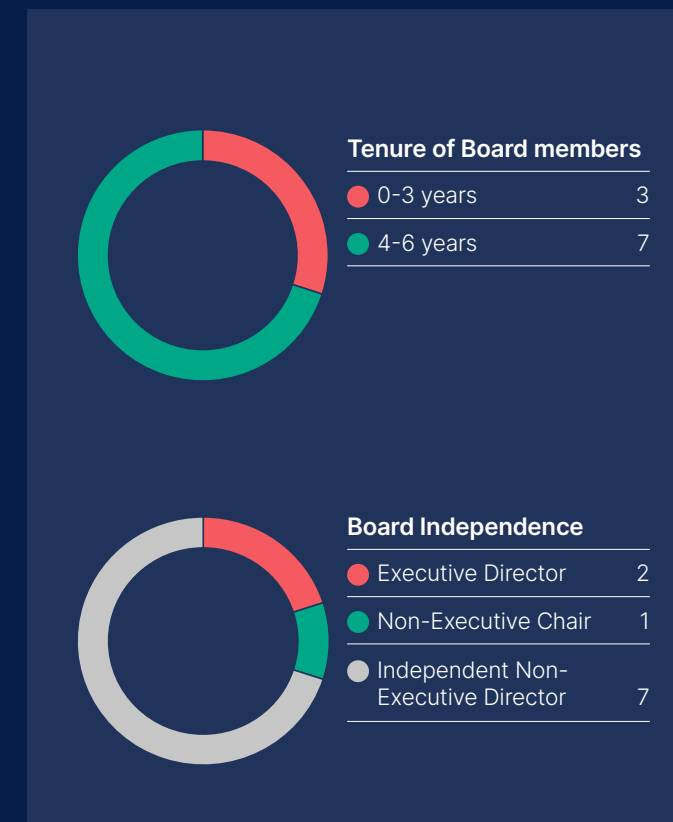
50% Female

50% Male



3 out of the 4

senior Board positions were held by women



*Post the CIC, HL Limited is now a holding company with two executive directors, Richard Flint as interim CEO and Darren Worth as interim CFO.

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You can read more about the Board's role in setting and monitoring the Group's strategic priorities in the Section 172 Statement on pages 55 to 56. Through specific dashboards aligned to the key focus areas of our strategy, the Board monitored and reviewed progress against targets. These dashboards are used throughout the Group.

The Board also played a key role in setting the Group's culture and monitoring how it was being embedded to ensure alignment with the Group's business priorities. The Board has been involved in a number of ongoing key initiatives including the further development and evolution of the Company's purpose and values. You can read more about the Group's values and how the Group's approach to investing in and rewarding its workforce aligns to those values on pages in the Strategic Report.

Engagement with stakeholders

The Board recognises that active engagement with the Company's key stakeholders is fundamental to promoting the Group's long-term success. Details of how the Group engages with its key stakeholders can be found on pages 13 to 14 and information on how stakeholder interests have been considered by the Board can be found in the Group's Section 172 Statement on pages 55 to 56.

Colleagues

The Board believes that the Group's people are key to its long-term success. It ensures that the Group's people policies and practices promote its values to support that success.

Further information on the Group's Responsible Employer strategy and the policies and procedures in place to achieve its aims, including the Group's approach to engaging

with, investing in and rewarding its workforce, can be found on pages 29 to 30.

The Board believes in creating a culture of openness and colleagues are encouraged to share their views, ideas and work experiences. Similarly, colleagues are encouraged to raise any concerns in confidence, and the Group has a formal policy on whistleblowing to ensure colleagues who do speak out are protected.

Governance framework

Following the CIC and the introduction of the new parent company for the Group, new terms of reference and matters reserved for the parent company board have been drafted. An outline of the governance framework is shown on page 51.

ESG and sustainability

As part of its role in overseeing the Group's long term strategy the Board engaged in topics relating to ESG, climate change and sustainability. For more information on our ESG governance please see the TCFD report on pages 31 to 39.

Audit, risk and internal control Audit

The Board is responsible for maintaining policies and procedures that ensure the independence and effectiveness of the Group's Internal Audit function and the external auditor, and for satisfying itself as to the integrity of the financial and narrative statements in the Report and Financial Statements. The Group Audit Committee has delegated responsibility to oversee the Group's Internal Audit function ensuring its independence and effectiveness and the Group's relationship with its external auditor. The Group Audit Committee is also responsible for monitoring the integrity of the Group's financial reporting and the processes and controls that support it, and for advising the Board as to whether the Report and Financial

Statements provide a fair, balanced and understandable assessment of the Company's position and prospects.

The Group Audit Committee reviewed the Internal Audit reports for the period as well as the progress of actions against any prior year observations on controls and considered year end reports on various aspects of the internal control environment of the business from Internal Audit, the Group Chief Risk Officer and the Chief Financial Officer. The Committee also received observations on the control environment from the external auditor and external auditor reports are challenged by members at each relevant meeting. Periodic reports on the Group's whistleblowing arrangements are also reviewed to ensure these do not indicate any material systemic control or governance failures, which they did not.

Statements from the Board as to the adoption of the going concern basis for preparing the financial statements and the Board's responsibility for preparing the Report and Financial Statements can be found on page 54 of the Directors' Report and the Statement of Directors' Responsibilities on page 57 respectively.

Risk management and internal controls

For the period prior to the CIC, the Board was responsible for ensuring our group risk management practices were proportionate to the nature, scale and complexity of the firm's business model. One way this is achieved is through the review and approval of the Group's Enterprise Risk Management Framework, which sets out the approach to identifying, assessing and managing risk. Further details are provided on pages 19 and 21 of the risk management section of this report. The Board also assessed the adequacy of our control framework, set the Group's risk appetite, and carried out a robust assessment of the Group's

principal risks and uncertainties. The outcome of that assessment, along with a description of the Group's principal risks and uncertainties can be found on pages 22 to 24.

The Audit and Risk Committees support the Board in discharging its responsibilities, including a review of the effectiveness of key controls, across financial, operational, strategic and investment risks. In addition, the Risk Committee advises the Board on current risk exposures and future risk strategy, considering the Group's strategic objectives. The Executive Risk Committee is responsible for monitoring the Group's risk profile against risk appetite and ensuring that an appropriate system of key controls is in place. As Chair of the Executive Risk Committee, the Group Chief Risk Officer has unfettered access to the Risk Committee Chair to escalate and provide reports on risk matters.

The year end review process includes reviewing a Director Attestation from the Chief Executive Officer, assessments of Risk and Compliance effectiveness from the Group Chief Risk Officer and a report on control effectiveness from the Chief Internal Auditor. Following the review activity undertaken by its Committees, the Board is satisfied that the Group's risk management and internal control systems are adequate and have continued to improve throughout the period under review. This continues to be, reflected in the output of our risk maturity assessments, with all departments registering increases in scores over the year. The Board expects improvements in our risk maturity to continue over the next financial year.

An outline of the responsibilities of the Audit and Risk Committees can be found on page 51. Following the CIC, the HLGL board holds this responsibility and is supported by the HLGL audit and risk committees.

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Conflict of interest

Procedures are in place to review and manage actual and potential conflicts.

Each year, the Company Secretary undertakes an exercise whereby each Director is asked to review and update the conflict disclosures. In addition to this, each Director is aware of their duty to notify the Board should there be any material change to their positions or interests during the year. In accordance with internal policy, as well as the Company's Articles of Association, the Board may elect to authorise conflicts. In such circumstances, members of the Board will abstain from Board discussion or decisions in relation to any matter in which they have, or may have, a direct or indirect interest that conflicts, or may conflict, with the interests of the Group.

Consumer Duty Embedding of Consumer Duty

The Board continually considers the Consumer Duty principles and associated rules into its business decisions, challenges and priorities. The Group continues to evolve its processes, systems, and controls in line with the Consumer Duty and remains compliant with its obligations.

Annually the Board receives a report considering whether HL is delivering good outcomes and highlighting areas where further work is required to address any potential misalignments. Throughout the year the Board has received regular updates and has provided challenge and oversight on HL's delivery under the Duty and the areas identified as needing further work in the 2025 Consumer Duty Annual Board Report. This year's Consumer Duty Board Report reflects HL's commitment in ensuring clients are at the heart of all decisions, with both quantitative

and qualitative data to support and evidence compliance with all aspects of the Consumer Duty.

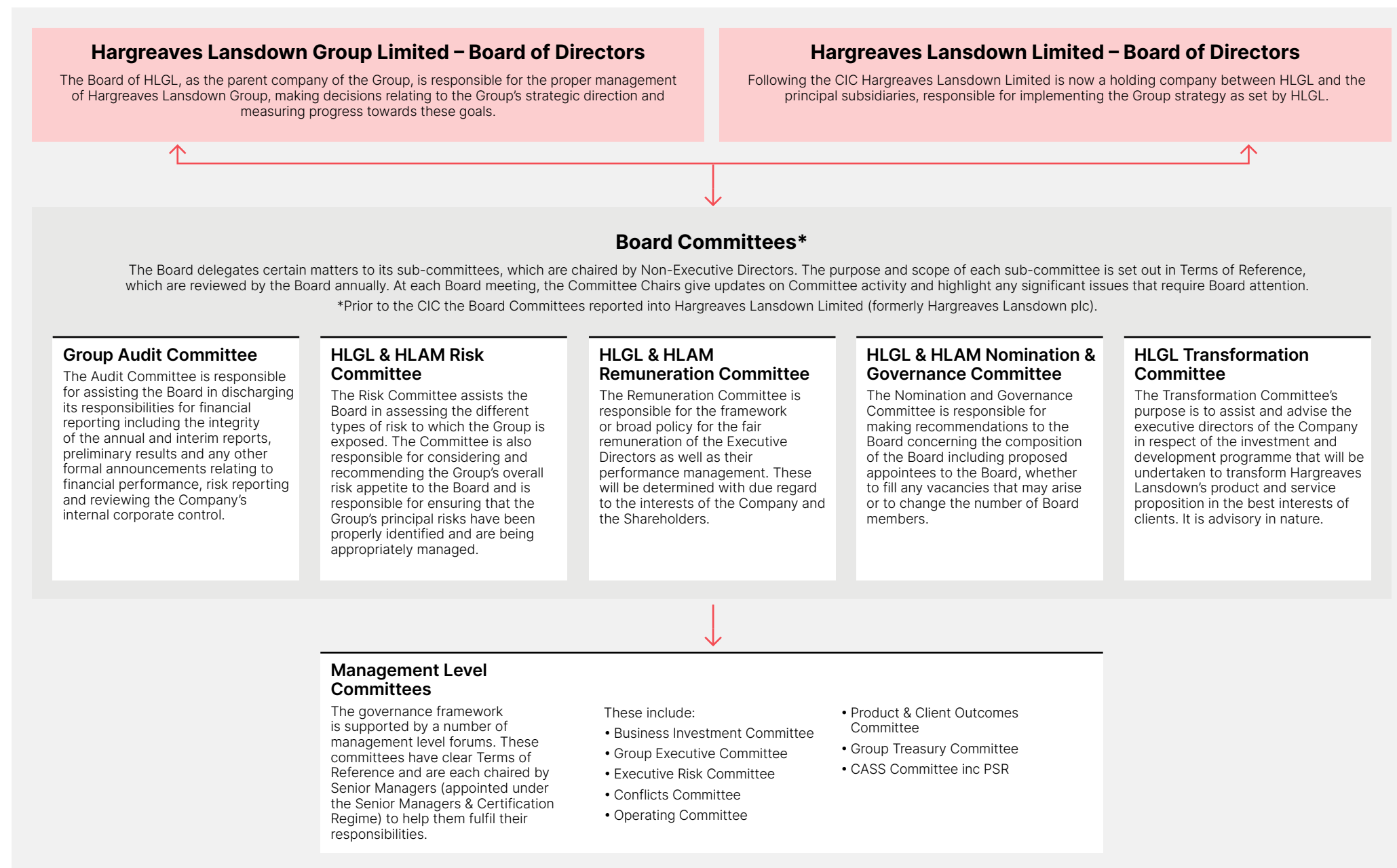
The Board's continued focus was led through Penny James (our Senior Independent Director and Consumer Duty Board champion) until her resignation in March 2025, following which the board has taken collective responsibility for the continued focus on Consumer Duty.

The Board attests that HL is substantively compliant with its obligations under PRIN 12 and PRIN 2A, that appropriate assessments and checks have taken place, including that its future business strategy has been assessed to ensure it is aligned with its obligations under Consumer Duty with minor areas of enhancement identified to further support good client outcomes.

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Corporate Governance Statement FY25

The Board is committed to applying the high standards of corporate governance appropriate to the Company's size and maturity. The Company has adopted the Wates

Corporate Governance Principles, which are considered industry best practice for Large Private Companies.

The Wates Principles and associated guidance are available on the Financial Reporting Council website at www.frc.org.uk.

Principle	How we achieve it
<p>Purpose and leadership</p> <p>An effective board which develops and promotes the purpose of a company, and ensures that its values, strategy and culture align with that purpose.</p>	<p>The overall purpose and strategy for the Group are set by the parent company HLGL and implemented by the Board in relation to the Company. See page 2 for more information.</p>
<p>Board composition</p> <p>Effective board composition requires an effective chair and a balance of skills, backgrounds, experience and knowledge. Individual directors must have sufficient capacity to make a valuable contribution. The size of a board should be guided by the scale and complexity of the company.</p>	<p>We recognise that a balanced board promotes effective decision-making and supports different perspectives in discussions on business operations and risk strategy. We have a highly experienced Board of the Company, as well as a highly experienced Board of our parent company HLGL, with a diverse skill set which complements the needs of the business. The Group Nomination & Governance Committee helps to ensure the effective board composition by evaluating the knowledge, skills, experience and diversity of the Board</p>
<p>Board responsibilities</p> <p>The Board and individual directors should have a clear understanding of their accountability and responsibilities. The Board's policies and procedures should support effective decision-making and independent challenge.</p>	<p>The Board and its individual directors have a clear understanding of their general duties and accountabilities. Responsibilities of the Board are defined within Terms of Reference which are reviewed annually. In addition, all directors benefit from induction training and an ongoing programme of training, and briefings on key developments. For more on the role of the Board see page 45.</p> <p>The Group policies and procedures which are implemented by the Board in relation to the Company, together with the Company's culture and values, support effective decision-making and robust challenge.</p>
<p>Opportunity and risk</p> <p>A Board should promote the long-term sustainable success of the company by identifying opportunities to create and preserve value. It should also establish oversight for the identification and mitigation of risks.</p>	<p>The Board is keenly aware the impact its decisions have on the Group's future success. For more on how directors exercise their duties, please see the Section 172 Statement on pages 55 to 56.</p> <p>The Board is responsible for ensuring compliance with the Group's risk policies and procedures and implementing the systems of risk management and internal control in relation to the Company. Oversight of the effectiveness of risk management across the Group is delegated to the Group Audit & Risk Committees and the Executive Risk Committee. For more on our Risk Management Framework, see pages 19 to 21. An outline of the responsibilities of the Audit & Risk Committees can be found on page 51.</p>
<p>Remuneration</p> <p>A board should promote executive remuneration structures aligned to the long-term sustainable success of a company, taking into account pay and conditions elsewhere in the company.</p>	<p>Setting the executive remuneration for the Group is the responsibility of the parent company HLGL, which is implemented by the Board in respect of the Company. The HLGL Board delegates responsibility for determining the overall framework and policy for the remuneration of executives to the Group Remuneration Committee. The Group's remuneration policies and practices are designed to support its strategic objectives and promote its long-term sustainable success. An outline of the responsibilities of the Remuneration Committee can be found on page 51.</p>
<p>Stakeholder relationships and engagement</p> <p>Directors should foster effective stakeholder relationships aligned to the company's purpose. The Board is responsible for overseeing meaningful engagement with stakeholders, including the workforce, and should consider their views when making decisions.</p>	<p>The Board is committed to maintaining strong relationships with all stakeholders, including our employees, and to actively engaging with them on an ongoing basis. This engagement enables the Board to consider their views when making decisions.</p> <p>For more on stakeholder engagement see pages 13 to 14.</p>

DIRECTORS' REPORT

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The Directors present their report on the affairs of the Group, together with the audited consolidated financial statements for the year ended 30 June 2025.

The Directors' Report for the period under review comprises pages 53 to 54 of the Report and Financial Statements, as well as other sections incorporated by reference.

As permitted by legislation, certain information required to be included in the Directors' Report has instead been included in the Strategic Report, on the basis that the Board consider those matters to be of strategic importance. Commentary on the development and performance of the Group's business, including in the field of research and development, can be found on pages 1 to 18 of the Strategic Report. Disclosures relating to the Group's greenhouse gas emissions, energy consumption and the measures being taken to increase energy efficiency can be found on pages 31 to 39 of the Strategic Report.

Following the acquisition of Hargreaves Lansdown, the company changed its name from Hargreaves Lansdown plc to Hargreaves Lansdown Limited with effect from 7 April 2025.

Principal Activity

The Company is a holding company in the Group. The Group's regulated operating subsidiaries carry out their business of providing financial products and services, principally to retail clients. The Group operates predominantly in the United Kingdom, with one operating subsidiary (HL Tech) located in Poland that provides IT development services to the rest of the Group.

Board of Directors

The names of the current Directors of the Company as at the date of this report, along with their biographies, are set out on page 44.

Appointments to and departures from the Board during the period under review are set out in the table to the right.

Name	Role	Date of appointment/ departure
Richard Flint	Interim Chief Executive Officer	Appointed 30 June 2025
Dan Olley	Chief Executive Officer	Resigned 01 August 2025
Darren Worth	Interim Chief Financial Officer	Appointed 01 August 2025
Amy Stirling	Chief Financial Officer	Resigned 31 July 2025
John Troiano	Independent Non-Executive Director	Resigned 24 March 2025
Michael Morley	Independent Non-Executive Director	Resigned 24 March 2025
Penelope James	Independent Non-Executive Director	Resigned 24 March 2025
Adrian Collins	Independent Non-Executive Director	Resigned 24 March 2025
Andrea Blance	Independent Non-Executive Director	Resigned 24 March 2025
Darren Pope	Independent Non-Executive Director	Resigned 24 March 2025
Alison Platt	Independent Non-Executive Director	Resigned 24 March 2025
Moni Mannings	Independent Non-Executive Director	Resigned 31 October 2024

Share Capital

Details of share capital are to be found in note 3.1 to the financial statements.

Dividends

During the year the Company paid a dividend of 15.8 pence per share which totalled £75.0 million. After the year-end the Board recommended a final dividend of 9.26 pence per share which totals £44.0 million.

Political Donations

The Group did not make any political donations or contributions or incur any political expenditure during the period under review.

Employee engagement and involvement

The Group is committed to engaging and communicating with colleagues to ensure they understand the Group's purpose, vision and priorities and how they each play their part in the development of its business. Information on action taken to ensure colleagues are provided with information on matters that concern them and to promote awareness of the factors affecting the Group's performance can be found on page 30 of the Strategic Report. Details of how the Group engages with colleagues and how their interests are considered in decision making can be found on pages 13 to 14 of the Strategic Report and in the Group's Section 172 Statement on pages 56 to 56.

We welcome applications from people with disabilities, and we make reasonable adjustments to the recruitment and selection process for those who are interested in working for the Group. In the event of employees becoming disabled, every effort is made to ensure that their employment with the Group continues and that the appropriate facilities and training are arranged. It is the policy of the Group that the training, career development and promotion of disabled persons must, as far as possible, be the same as that of other employees.

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Directors' indemnities

As permitted by the Articles, the Directors have the benefit of an indemnity which is a qualifying third-party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in place throughout the period under review and remains in place as at the date of this report.

During the period the Company maintained Directors' and Officers' liability insurance cover to protect the Directors from loss resulting from claims against them in relation to the discharge of their duties. Following the CIC, this policy was placed into runoff for a period of 6 years.

Suppliers Payment Terms

The Company settles terms of payment with suppliers by agreeing the terms of each transaction, ensuring the suppliers are made aware of the terms of payment and abiding by the terms of the payment. The average time taken to pay suppliers was 26 days in FY25 (FY24: 28 days).

Corporate Governance

Details of the Corporate Governance for the HL Group can be found on pages 45 to 52.

Financial instruments and financial risk management

Details of the Group's financial risk management policies and objectives in relation to the use of financial instruments, and its exposure to market, liquidity and credit risk, can be found in note 5.7 to the consolidated financial statements on pages 87 to 91.

Post-balance sheet events

Details of important events affecting the Group that have occurred since the end of the period under review can be found in note 5.5 to the consolidated financial statements on page 85.

Going concern

In adopting the going concern basis for preparing the financial statements, the Directors have considered the Group's business activities, together with the factors likely to affect its performance and position, including current market conditions and the Group's principal risks and uncertainties, details of which can be found in the Strategic Report. The Operating and Financial Review on pages 15 to 18 of the Strategic Report describes the Group's robust balance sheet, managed to internal risk appetite and regulatory capital limits, and a business with a high conversion of operating profit to cash and a strong net cash position.

Having regard to the Company and Group's financial, liquidity and capital position, the Board has concluded that it remains appropriate to adopt the going concern basis of accounting in preparing the Company and Group's financial statements.

Disclosure of information to external auditor

Each of the persons who are Directors at the time when this report is approved confirms that:

- So far as they are aware, there is no relevant audit information of which the Company's external auditor is unaware; and
- They have taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's external auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with Section 418 of the Companies Act 2006.

Approved by and signed by order of the Board.

Craig Diamond

Company Secretary

25 September 2025

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In their discussions and decisions during FY25, the Directors have acted in the way that they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its stakeholders as a whole and the matters set out in sub-sections 172(1)(a)–(f) of the Companies Act 2006, including as below. Aligned with exercising their duties to promote the success of HL, the Directors also have regard to the interests of HL's stakeholders. These include shareholders, clients, colleagues, suppliers, the environment and the communities within which the Company operates, as well as the relative impacts of any decision on each group within its stakeholder base, acting fairly between members of the Company and ensuring the Company's ongoing reputation for a high standard of business conduct.

Prior to recommending the CIC to shareholders, the independent HL Board carefully reviewed the impact upon its shareholders. The offer represented an attractive opportunity for HL shareholders, which has the potential to enable an accelerated transformation aligned with HL's strategy to transform the investing experience and create the best savings and investment platform for its clients.

In reaching its decision, the Independent HL Board had also considered the Consortium's other stated intentions for the business, management, employees and other stakeholders of HL.

The likely consequence of any decision in the long term:

The Board is keenly aware of the relative impact its decisions have on stakeholders. By understanding their duties and stakeholder interests, the Directors make decisions that promote long-term sustainable value for shareholders. The Board integrates stakeholder interests and the Group's success into its strategy, values and policies, delegating day-to-day decisions appropriately under its corporate governance framework. HL has a clear and refreshed strategy, which the HL Board is confident will deliver over the longer term, with good progress already made against the initial priorities identified in FY24.

The Board, well-versed in HL's business and operating environment, recognises the importance of today's decisions on the Group's future success. This year, strategic discussions balanced current and future business needs while considering

HL's risk profile. Regular updates on strategy implementation and Group performance are received by the Board, which sets the strategy, culture and values and oversees the Group's governance, risk management and internal controls to ensure long-term success. HL's strategy focuses on client proposition development, and you can read more about this in the Strategic Report.

The Group prioritises effective risk management to underpin the effective delivery of its strategy. More on risk evaluation and management, including principal and non-financial risks, is available on pages 19 to 24 of the Strategic Report.

The interests of the Group's employees:

The Board emphasises understanding the needs of Group employees to foster a workplace where they can thrive, ensuring long-term success. The HL Colleague Forum, our workplace advisory panel, comprises representatives chosen by colleagues and facilitates direct feedback on matters of operational importance.

Monthly Colleague Updates led by the CEO and senior management, both in-person and online, reinforce our purpose and engage employees in dialogue, fostering a supportive environment for questions and suggestions. Regular surveys and departmental forums further gather colleague input, with results shared with the Executive and Senior Leadership Teams, as well as sharing across the Company with key themes brought to the Board's attention.

The HL platform is for everyone and we are committed to inclusion and diversity. This year, initiatives coordinated by the Group included:

- Colleague networks and listening forums play a vital role in creating an inclusive culture and support our efforts to attract, retain and develop top talent. All our resources are accessible for colleagues and clients, and we proactively encourage internal development through a variety of opportunities, driving an inclusive culture across the organisation, where our colleagues can realise their full potential.
- We publish our Gender Pay Gap annually and we voluntarily publish our Ethnicity Pay Gap, which aligns to our organisational commitments to increase the representation of women and colleagues from ethnic minority groups.

- We continue to invest in areas such as line manager training, career development planning, a range of professional qualifications, mentoring, coaching – and more targeted learning resources.

You can read more about how we engage with colleagues and the actions we have taken as a result of that engagement on pages 13 to 14 of the Strategic Report.

The need to foster business relationships with the Group's suppliers, clients and others:

The Board prioritises strong supplier relationships to ensure effective and efficient client service over the long term. The Group continues to enhance and embed its supplier management framework in line with business, market and regulatory expectations. Supplier dashboards covering supplier performance and risk provide visibility for contract managers and oversight for key committees. Prompt payment is a priority and in the six months to 30 June 2025 HLAM averaged 26.0 days and HLFM 25.5 days.

Client interests are central to HL's strategy and a key consideration in everything HL does. The refreshed strategy includes bringing together the deep experience of HL's colleagues with advances in AI and other digital technologies to serve clients on their terms, as well as attracting top talent to drive focus, pace and performance, building on a strong set of values centred around putting clients first. Throughout HL's history, we have always been about offering great value to clients as we make it easy for them to save and invest for a better future.

The Group regularly engages with the FCA and the Board is regularly briefed on regulatory developments and expectations and the Group's continued compliance with regulatory obligations and the Risk, Audit and Remuneration Committees receive detailed insights into specific areas such as CASS and Consumer Duty. The Board considers the interests and views of the FCA in its decision making and receives updates in relation to specific matters such as operational resilience which are of interest to the FCA.

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The impact of the Group's operations on the community and the environment:

The Board is conscious of the impact of the Group's operations on the community and environment and understands the importance of being a good corporate citizen.

The Board monitors HL's corporate social responsibility primarily through reporting from senior management. The Board regularly reviews the strategy to ensure that this remains appropriate and in line with good practice, serving needs of the environment generally and the communities that HL serves. The Board has oversight of the processes and procedures put in place to improve ESG reporting.

More information on HL's ESG Strategy can be found on page 32.

The desirability of the Group maintaining a reputation for high standards of business:

The Board is responsible for setting and monitoring the culture, values and reputation of HL. Maintaining a reputation for high standards of business conduct is an essential aspect of this responsibility.

The Board receives regular updates including issues raised through Speak Up, our confidential whistleblowing hotline, and our internal controls and risk management framework. Stakeholder engagement and metrics such as NPS scores and supplier payment practices are important tools to ensure HL's good corporate reputation is maintained. The Board consulted with colleagues on a refresh of its values and is focused on enhancing its performance culture to align the organization to the refreshed strategy and its successful implementation.

The Board supports the CEO in embedding a culture that encourages HL colleagues to live our values and help the Group deliver on its strategic objectives. The Group encourages colleagues to 'do the right thing' to ensure that, as a business, we act with integrity in all our dealings and decisions with the aim of being clear, fair and transparent. You can read more about HL's purpose and values on pages 2 and 3 of the Strategic Report.

The Board also approves and oversees the Group's adherence to policies that promote high standards of conduct and receives regular updates on the Group's culture through KPIs that form part of the CEO's business performance update. The introduction of a new colleague feedback system "Have Our Say", facilitates a strong, open and transparent feedback culture.

The need to act fairly as between the Company's shareholders:

As a listed company the views and interests of shareholders were key considerations when the Board determined the level of dividend payments and when setting the Group's strategy and business priorities.

On 24 March 2025, there was a CIC of the Company following the acquisition of 100% of the Company's shares by HLGL. Following completion of this acquisition, the Company was delisted from the London Stock Exchange and re-registered as a private limited company.

Prior to the CIC, HL's Investor Relations team held regular meetings with investors, including results presentations, investor roadshows and attendance at various investor conferences to provide investors with the opportunity to discuss their views on matters including HL's financial and operational performance.

With regards to the proposed acquisition of HL Plc, the Board reached out and consulted with our key shareholders on an individual basis to ensure that they had the opportunity to ask questions and express their views ahead of the shareholders' vote.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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The directors are responsible for preparing the Report and Financial Statements 2025 and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the group financial statements in accordance with UK-adopted international accounting standards and the parent company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, 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 group and parent company and of the profit or loss of the group for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK-adopted international accounting standards have been followed for the group financial statements and United Kingdom Accounting Standards, comprising FRS 101 have been followed for the parent company financial statements, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and parent company will continue in business.

The directors are responsible for safeguarding the assets of the group and parent company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the group's and parent company's transactions and disclose with reasonable accuracy at any time the financial position of the group and parent company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are responsible for the maintenance and integrity of the parent company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Directors' confirmations

In the case of each Director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the group's and parent company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the group's and parent company's auditors are aware of that information.

Darren Worth

Interim Chief Financial Officer

25 September 2025

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**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF HARGREAVES LANSDOWN LIMITED (FORMERLY KNOWN AS HARGREAVES LANSDOWN plc)**

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Report on the audit of the financial statements

Opinion

In our opinion:

- Hargreaves Lansdown Limited (formerly known as Hargreaves Lansdown plc)'s group financial statements and company financial statements (the "financial statements") give a true and fair view of the state of the group's and of the company's affairs as at 30 June 2025 and of the group's profit and the group's cash flows for the year then ended;
- the group financial statements have been properly prepared in accordance with UK-adopted international accounting standards as applied in accordance with the provisions of the Companies Act 2006;
- the company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Report and Financial Statements 2025 (the "Annual Report"), which comprise: the Consolidated Statement of Financial Position and the Parent Company Statement of Financial Position as at 30 June 2025; the Consolidated Statement of Comprehensive Income, the Consolidated Statement of Changes in Equity, the Consolidated Statement of Cash Flows and the Parent Company Statement of Changes in Equity for the year then ended; and the

notes to the financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and 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.

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

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the group's and the company's ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the year ended 30 June 2025 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the group and company and their environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

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

In preparing the financial statements, the directors are responsible for assessing the group's and 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 group or the company or to cease operations, or have no realistic alternative but to do so.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the group and industry, we identified that the principal risks of non-compliance with laws and regulations related to breaches of UK regulatory principles such as those governed by the Financial Conduct Authority, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that

the principal risks were related to posting inappropriate journal entries to increase reported revenue for the group. Audit procedures performed by the engagement team included:

- Discussions with the Audit Committee, individual directors, the Risk and Compliance functions, Internal Audit and the parent company's legal counsel, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Performing an assessment of the susceptibility of the financial statements to be materially misstated from fraud and how fraud might occur;
- Understanding and assessing management's controls designed to prevent and detect irregularities and the policies and procedures on fraud risks;
- Reading the Audit Committee papers in which whistle blowing matters are reported and considered the impact of these matters on the group's compliance with laws and regulations;
- Reading key correspondence with and making enquiries of the Financial Conduct Authority in relation to compliance with laws and regulations;
- Reviewing relevant meeting minutes including those of the Board, Risk and Audit Committees;
- Reviewing data regarding customer complaints, litigation and claims, in so far as they related to potential non-compliance with laws and regulations and fraud;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations increasing reported revenues of the group;

- Reviewing the Report and Financial Statements 2025 disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations; and
- Performing audit procedures which incorporate an element of unpredictability in our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

Darren Meek (Senior Statutory Auditor)

for and on behalf of
PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors Bristol
25 September 2025

SECTION 1: RESULTS FOR THE YEAR
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 30 June 2025

	Note	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Revenue	1.1	860.6	764.9
Operating costs	1.3	(488.1)	(398.2)
Operating profit		372.5	366.7
Finance and other income	1.6	33.2	30.2
Finance costs	1.7	(0.6)	(0.6)
Profit before tax		405.1	396.3
Tax	1.8	(126.6)	(103.1)
Profit and total comprehensive income for the financial year		278.5	293.2

The results relate entirely to continuing operations.

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1.1 Revenue

Revenue represents fees receivable from financial services provided to clients, management fees charged to clients and net interest income on client money. It relates to services provided in the UK and is stated net of value added tax.

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the normal course of business, net of commission payable, discounts, VAT and other sales related taxes.

Ongoing revenue

The largest source of revenue for the Hargreaves Lansdown Limited Group ("HLL Group") encompasses ongoing revenue, which includes platform fees, fund management fees, net interest income on client money and ongoing advice charges and renewal commission. This is revenue predominantly earned over time.

Platform fees are received for the provision of custody and administration of products on the Hargreaves Lansdown ("HL") platform and are charged monthly in arrears for the service provided in the period and recognised on an accruals basis as they fall due and payable to the HLL Group. The consideration due is based on the value of clients' underlying assets under administration.

Fund management fees are calculated as a proportion of the net asset value of the funds under management in each of the HL Ready Made, Select, Building Block and Portfolio Funds for the management services provided by the HLL Group's fund management subsidiary. They are charged monthly in arrears and are recognised on an accruals basis in the period during which the service is provided and payable to the HLL Group.

Active Savings revenue is earned on fees from partner banks and interest earned on cash held in the client hub account. It is earned based on the value of cash held with partner banks and recognised on an accruals basis and received in arrears.

Net interest income on client money is the revenue earned on money held within HLL Group products by clients. It represents amounts retained and received from clients for the administration of cash on the platform, after interest is received by clients. It is linked to the underlying interest rates and is recognised over time, based on the balances held in investment accounts under administration.

Renewal commission is earned on third-party agreements entered into by clients, as a result of historic advice provided to them or products arranged for them, and is recognised on an accruals basis as it becomes due and payable to the HLL Group.

Ongoing advice charges are levied monthly in arrears and recognised on an accruals basis during which the service is provided and are calculated as a percentage of the assets under management within the HLL Group's Portfolio Management Service.

The Portfolio Management Service is provided to clients who prefer a managed service. This service encompasses the HL platform custody and administration, fund management and ongoing advice services. All revenue streams are as described above. Additionally, initial advice charges are levied on taking the product up or on any advised deposit into the product, as described in transactional revenue below. Each stream is separately charged in relation to the product. Each stream can also be taken by HL clients who do not use the Portfolio Management Service, either as separate services or in any combination as required.

Although most ongoing revenue is based on the value of underlying assets, these are not considered to constitute variable income in which significant judgement or estimation is involved. The calculations are based on short timelines or point in time calculations that represent the end of a quantifiable period, in accordance with the contract. These are charged to and paid by the client on the same value, constituting the transaction price for the specified period. At any time during the period a client may choose to remove their assets from a service and no further revenue is received for that month.

All obligations to the customer are satisfied at the end of the period in which the service is provided for ongoing revenue, with payment being due immediately.

Transactional

The other source of revenue is earned on individual transactions and primarily constitutes fees on stockbroking transactions and advisory event driven fees, referred to as initial advice charges in the table on the next page. The price is determined in relation to the specific transaction type and are frequently flat fees. There is no variable consideration in relation to transactional revenue.

The HLL Group earns fees on stockbroking transactions entered into on behalf of clients. The fee earned is recorded in the accounts on the date of the transaction, being the date on which services are provided to clients and the HLL Group becomes entitled to the income.

Initial advice charges are made to clients for providing advice to clients on specific financial matters or in relation to amounts deposited into the Portfolio Management Service.

This can take the form of ad hoc advice on a specific pool of assets or initial advice about taking managed services. The transaction price is determined at the point advice is accepted based on the final value of assets that are being advised upon. Revenue is recognised at the point at which acceptance of the advice is made by the client and payment is taken on the implementation of advice. The average time between acceptance and implementation is 30 days, if advice is not accepted then no charge will be taken. If the client is advised to take a managed service, ongoing advice charges are levied separately.

Other transactional income consists of invoiced fees earned when a client commits to a transaction. It is recognised on an accruals basis as it becomes due and payable to the HLL Group.

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1.1 Revenue continued

Timing and judgements made in relation to revenue

As at year end, the HLL Group has discharged all of its obligations in relation to contracts with customers, other than in relation to those services that are billed in advance or arrears. These amounts are not material and where an obligation still exists at year end and the payment exceeds the services rendered a contract liability is recognised as deferred income in trade payables and spread across the period of the transaction evenly. At the year end the longest period of liability in relation to deferred income is eleven months.

None of the revenue streams contain financing components.

There are no judgements made in relation to the timing or determination of transaction price of any revenue streams.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Ongoing revenue		
Platform fees	303.4	278.4
Fund management fees	56.7	53.2
Ongoing advice charges	7.7	7.1
Active Savings revenue	29.6	19.9
Net interest income	254.0	260.7
Renewal commission	3.4	3.2
Transactional revenue		
Fees on stockbroking transactions	193.9	133.9
Initial advice charges	4.3	4.5
Other transactional income	7.6	4.0
Total revenue	860.6	764.9

1.2 Segmental reporting

Under IFRS 8, operating segments are required to be determined based upon the way the HLL Group generates revenue and incurs expenses and the primary way in which the Chief Operating Decision Maker (CODM) is provided with financial information. In the case of the HLL Group, the CODM is considered to be the Executive Committee, with respect to Financial Information.

It is the view of the Board and of the Executive Committee that there is only one segment, being the direct wealth management service administering investments in ISA, SIPP and Fund & Share accounts, and providing cash management services for individuals and corporates in the United Kingdom. Given that only one segment exists, no additional information is presented in relation to it, as it is disclosed throughout these financial statements.

The HLL Group does not rely on any individual customer and so no additional customer information is reported.

1.3 Operating costs

Operating costs

Operating costs represent those arising as a result of our operations and include depreciation and amortisation. All amounts are recognised on an accruals basis.

Activity costs

Activity costs comprise marketing costs, dealing related costs, and payment costs for client cash transferred onto the platform.

Support costs

Support costs comprise costs other than staff, activity and technology costs that are part of the underlying business of the Group. Calculated as the total cost, less staff, activity, technology, leasing and amortisation, depreciation and impairment costs.

Technology costs

Technology costs include software support fees and service subscriptions. As we build our digital capacity we utilise more third-party services that are cloud based.

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1.3 Operating costs continued

Operating profit has been arrived at after charging:

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Depreciation of owned plant and equipment and right-of-use assets (note 2.3)	7.2	8.3
Amortisation of other intangible assets (note 2.2)	8.4	6.3
Impairment of intangible assets (note 2.2)	-	14.4
FSCS costs	6.9	5.0
Activity costs		
– Marketing costs	24.7	26.2
– Dealing and financial services costs	30.2	27.4
Technology and Data costs	49.9	48.9
Support costs		
– Legal and professional costs	109.5	34.0
– Office running costs	6.5	6.4
– Other operating costs	22.1	18.3
Staff costs (note 1.5)	222.7	203.0
Operating costs	488.1	398.2

1.4 Auditors' remuneration

The analysis of auditors' remuneration is as follows:

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Audit fees		
Fees payable to the Company's auditors and their associates for the audit of the Ultimate Parent Company and consolidated financial statements	0.5	-
Fees payable to the Company's auditors and their associates for the audit of Parent Company and consolidated financial statements	0.4	0.3
Fees payable to the Company's auditors and their associates for the audit of Company's subsidiaries	0.6	0.7
Audit related assurance services	0.7	0.7
Other assurance services	0.1	0.1
	2.3	1.8

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1.5 Staff costs

Staff costs represent amounts payable to employees and NEDs in respect of services provided in the year including wages and salaries, share-based payment expenses, bonuses, payments to a defined contribution retirement benefit scheme and related social security costs. Amounts are recognised as the services are provided.

	Year ended 30 June 2025 No.	Year ended 30 June 2024 No.
The average monthly number of employees of the HLL Group (including Executive Directors) was:		
Operating and support functions	1,583	1,668
Administrative functions	904	879
	2,487	2,547
Their aggregate remuneration comprised:	£m	£m
Wages and salaries	161.5	160.4
Social security costs	22.6	17.2
Share-based payment expenses	23.1	9.2
Other pension costs	19.9	21.1
Termination costs*	5.4	2.6
Total costs paid for staffing	232.5	210.5
Capitalised in the year	(9.8)	(7.5)
Staff costs	222.7	203.0

The staff costs of £222.7 million (2024: £203.0m) are net of costs capitalised under intangible assets as disclosed in note 2.2. In total, £8.5 million of wages and salaries (2024: £7.2m), social security costs of £0.8 million (2024: £0.2m) and pension costs of £0.5 million; (2024: £0.1m) were capitalised. See note 2.2 for further detail of the amounts capitalised.

*For the year ended 30 June 2024, Termination costs were disclosed within Wages and salaries, but have been separated out to show a comparator for prior year.

1.6 Finance and other income

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Interest on bank deposits	33.2	29.9
Other income	-	0.3
	33.2	30.2

1.7 Finance costs

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Commitment fees	0.4	0.3
Interest incurred on lease payables	0.2	0.3
Finance costs	0.6	0.6

The finance costs relate to the commitment fees paid in respect of a revolving credit facility available to the HLL Group. The facility allows the HLL Group to draw up to £75 million (2024: £75m) and is undrawn as at 30 June 2025. The facility incurs interest charges, consisting of a margin of 0.85% plus SONIA (2024: 0.85%) per annum when drawn.

As of 31 July 2025, the RCF of £75m has been superseded by a RCF of £270m. The facility incurs interest consisting of a margin of SONIA plus 3%-3.75% per annum when drawn, depending on the leverage of the business.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the HLL Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. The rates range between 2.5% and 4.4% (2024: 2.5% and 4.4%), with a weighted average incremental borrowing rate of 2.5% (2024: 2.5%). Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

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1.8 Tax

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Consolidated Statement of Comprehensive Income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The HLL Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit nor are deferred tax liabilities recognized for taxable temporary differences arising on investments in subsidiaries and associates where the HLL Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled or the asset is realised. Deferred tax is charged or credited in the Consolidated Statement of Comprehensive Income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the HLL Group intends to settle its current tax assets and liabilities on a net basis.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Current tax: on profits for the year	123.6	103.1
Current tax: adjustments in respect of prior years	(2.4)	(2.9)
Deferred tax	2.5	(1.0)
Deferred tax: adjustments in respect of prior years	2.9	3.9
	126.6	103.1

Corporation tax is calculated at 25% of the estimated assessable profit for the year to 30 June 2025 (2024: 25%). In addition to the amount charged to the Consolidated Statement of Comprehensive Income, certain tax amounts have been credited directly to equity as follows:

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Deferred tax relating to share-based payments	0.5	2.0
Current tax relating to share-based payments	(0.1)	(0.1)
	0.4	1.9

Pillar Two – Global Minimum Tax

The Organisation for Economic Co-operation and Development (OECD)/G20 Inclusive Framework on Base Erosion and Profit Shifting published the Pillar Two model rules designed to address the tax challenges arising from the digitalisation of the global economy.

The Group has applied the IAS 12 temporary exception to recognising and disclosing deferred tax assets and liabilities related to Pillar Two income taxes.

These rules seek to ensure that UK-headquartered multinational enterprises pay a minimum tax rate of 15% on UK and overseas profits (2024: 15%). Where a group has an effective tax rate below 15% in a jurisdiction, the group may still not be required to pay a top-up tax if the group maintains sufficient staff and assets in that jurisdiction. These rules have been enacted or substantively enacted in the jurisdictions in which the HLL Group operates.

The HLL Group has performed an assessment and does not reasonably believe these rules will materially affect the HLL Group for the year ending 30 June 2025. The HLL Group pays tax in the UK close to the prevailing rate of 25% and is expected to continue to do so. The HLL Group's effective tax rate in Poland may fall below 15% (2024: 15%), however; no top-up tax is expected due to the HLL Group's expenditure on staff and assets in Poland. We will continue to assess the impact of Pillar Two throughout the year ending 30 June 2026.

SECTION 1: RESULTS FOR THE YEAR
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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME CONTINUED

1.8 Tax continued

Factors affecting tax charge for the year

It is expected that the ongoing effective tax rate will remain at a rate approximating to the standard UK corporation tax rate in the medium term, except for the impact of deferred tax arising from the timing of exercising of share options which is not under our control. The HLL Group's taxable profits for this accounting year are taxed at 25% (2024: 25%). Deferred tax has been recognised at 25% (2024: 25%) as that is the rate expected to be in force at the time of the reversal of the temporary difference. A deferred tax asset in respect of future share option deductions has been recognised based on the Company's share price as at 30 June 2025.

The charge for the year can be reconciled to the profit per the Consolidated Statement of Comprehensive Income as follows:

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Profit before tax	405.1	396.3
Tax at the standard UK corporation tax rate of 25% (2024: 25%)	101.3	99.1
Items not allowable for tax	24.9	3.0
Adjustments in respect of prior years	0.4	1.0
Tax expense for the year	126.6	103.1
Effective tax rate	31.3%	26.0%

The additional deduction for tax purposes only arises from enhanced capital allowances available from the super deduction on qualifying plant and machinery purchased within the financial year ended 30 June 2025.

During the year, the HLL Group incurred professional and advisory fees in connection with the acquisition of the business. Under applicable tax legislation, these costs are not deductible for corporate income tax purposes. The increase in items not allowable for tax primarily relate to these fees.

1.9 Share-based payments

The HLL Group has issued equity settled share-based payments to certain employees. Equity settled share-based payments are measured at fair value (excluding the effect of non-market based vesting conditions) at the date of grant. The awards are expensed on a straight-line basis over the vesting period, based on management's best estimate of awards vesting and adjusted for the impact of non-market-based vesting conditions. Annual revisions are made to the estimate of awards vesting, based on non-market-based vesting conditions. The impact of the revision is recognised in the Consolidated Statement of Comprehensive Income such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to reserves. Non-market vesting conditions are linked to the Key Performance Indicators of the organisation.

Fair value of equity settled share options is measured by use of the Black-Scholes model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

Any gains or losses on the sale of the Company's own shares held by the EBT are credited or debited directly to the EBT reserve.

During the year all equity settled options were either exercised, forfeited, lapsed or exchanged for a new cash-settled share option, which is considered to be a cash-settled share based payment. The units are measured at fair-value at the date of grant and at the end of each reporting period. The awards are expensed on a straight-line basis over the vesting period, based on management's best estimate of awards vesting and adjustments for the fair value of the cash units discounted over time. Due to the acquisition of HLL Group, a change was made to the scheme rules to allow all awards to vest regardless of completion of any performance requirements. As a result, there are no barriers to vesting and so the remaining cost of these awards was accelerated and recognised based on the replacement of the awards with cash-settled share options. Annual revisions are made to the estimate of awards vesting. The impact of the revision is recognised in the Consolidated Statement of Comprehensive Income such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to liabilities.

Equity settled share option scheme

Prior to the takeover of HL Ltd (formerly HL plc), the HLL Group issued share options in HL Ltd (formerly HL plc), treated as equity settled share-based payments, to certain employees under the following share award plans: the Hargreaves Lansdown plc Share Incentive Plan (SIP) and the Executive Option Scheme which includes the Hargreaves Lansdown Company Share Option Scheme, Sustained Performance Plan (SPP), Deferred Performance Bonus Plan (DPBP) and the Performance Share Plan (PSP). Equity settled share-based payments were measured at fair value (excluding the effect of non-market based vesting conditions) at the date of grant. The awards were expensed on a straight-line basis over the vesting period, based on management's best estimate of awards vesting and adjusted for the impact of non-market-based vesting conditions.

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SECTION 1: RESULTS FOR THE YEAR
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1.9 Share-based payments continued

Options which existed immediately prior to the acquisition and delisting of HL Ltd (formerly HL plc) were treated as equity settled share-based payments. At the date of acquisition a number of options that were yet to vest under equity settled schemes were accelerated and vested in full. Upon vesting, the remaining costs to the original vesting date were incurred immediately.

On acquisition and delisting, those options that were not exercised or exercisable were replaced with cash settled units, that are considered to be cash settled share based payments and linked to the sale price of HL Ltd.'s (formerly HL plc) shares on acquisition. The exchange was done on a one for one basis. These rolled over units must continue to be held until the original vesting date, but no longer have a performance or employment condition and as such were considered to vest immediately for accounting purposes.

Upon the delisting of HL Ltd (formerly HL plc) the Employee Savings Related Share Option Scheme (SAYE) was closed and options were vested on a time apportioned basis and awarded to staff, which were acquired as part of the takeover.

Details of the share options outstanding during the year are as follows:

	Year ended 30 June 2025		Year ended 30 June 2024	
	Share options No.	Weighted average exercise price Pence	Share options No.	Weighted average exercise price Pence
SAYE				
Outstanding at beginning of the year	1,471,460	609.3	1,284,981	693.6
Granted during the year	-	-	913,206	556.0
Exercised during the year	(597,184)	626.3	(3,512)	626.0
Lapsed during the year	(4,600)	626.0	(59,208)	1,175.0
Forfeited during the year	(869,676)	644.2	(664,007)	655.9
Outstanding at the end of the year	-	-	1,471,460	609.3
Exercisable at the end of the year	-	-	23,874	1,232.0
Executive Option Scheme				
Outstanding at beginning of the year	2,219,868	178.0	1,813,631	278.0
Granted during the year	608,042	-	1,251,696	-
Exercised during the year	(945,324)	88.34	(612,220)	75.34
Lapsed during the year	(441,970)	-	(66,311)	-
Forfeited during the year	-	-	(166,928)	-
Outstanding at the end of the year	1,440,616	-	2,219,868	178.0
Exercisable at the end of the year	-	-	439,206	888.4
SIP				
Outstanding at beginning of the year	20,725	23.5	20,725	23.5
Exercised during the year	(20,725)	23.5	-	23.5
Outstanding at the end of the year	-	-	20,725	23.5
Exercisable at the end of the year	-	-	20,725	23.5

The weighted average market share price at the date of exercise for equity options exercised during the year was 1,109.2 pence (2024: 829.3 pence).

As a result of the takeover, Executive Option Schemes which existed related to equity settled share-based payments have been replaced with cash settled share options on a one for one basis. There was no exercise price attached to the replaced options.

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1.9 Share-based payments continued

The share options outstanding at the end of each year have exercise prices and expected remaining lives as follows:

	Year ended 30 June 2025		Year ended 30 June 2024	
	Share options No.	Weighted average options exercise price Pence	Share options No.	Weighted average options exercise price Pence
Weighted average expected remaining life				
0-1 years	302,214	-	1,115,029	452.7
1-2 years	644,218	-	817,198	341.3
2-3 years	494,184	-	1,614,636	305.7
3-4 years	-	-	165,190	-
Outstanding at the end of the year	1,440,616	-	3,712,053	343.8

The fair value at the date of grant of options awarded during the year ended 30 June 2025 and the year ended 30 June 2024 has been estimated by the Black-Scholes methodology and the principal assumptions required by the methodology were as follows:

	At 30 June 2025	At 30 June 2024
Weighted average share price (pence)	-	805.2
Expected dividend yields	-	2.43%
SAYE		
Weighted average exercise price	-	5.56p
Expected volatility	-	52%
Risk free rate	-	4.33%
Expected life	-	3 years
Fair value	-	254.0p
Executive Option Scheme		
Weighted average exercise price	0.00p	0.00p
Expected volatility	34%	35%
Risk free rate	3.66%	3.25%
Expected life	3.9 years	2.8 years
Fair value	1,110.0p	795.9p

The expected HL Ltd (formerly plc) share price volatility was determined by calculating the historical volatility of the HLL Group's share price since flotation in May 2007. Prior to 15 May 2007, the Company's shares were not listed on a stock exchange and therefore no readily available market price existed for the shares. From 15 May 2007 until 24 March 2025, a quoted market price has been available for the Company's shares.

The HLL Group recognised total expenses related to cash and equity settled share-based payment transactions of £23.1 million (2024: £9.2m) as shown in note 1.5.

The executive scheme was impacted by the purchase of HL Ltd (formerly HL plc) by Hargreaves Lansdown Group Limited ("HLGL" formerly Harp Bidco Limited). As a result, the existing options available in HL Ltd (formerly plc) have been replaced with cash settled share options based on the fair value of HL Ltd (formerly plc) at the time of the purchase. The incremental fair value increase to share-based payments as a result of this modification was £1.1 million, and the carrying amount at the end of the period in respect of the liability arising from cash settled units was £17.1 million.

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SECTION 2: ASSETS AND LIABILITIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Note	At 30 June 2025 £m	At 30 June 2024 £m
ASSETS			
Non-current assets			
Goodwill	2.1	1.3	1.3
Other intangible assets	2.2	43.6	39.3
Property, plant and equipment	2.3	9.3	12.5
Deferred tax	2.7	-	0.5
		54.2	53.6
Current assets			
Fair Value Investments	2.4	0.2	1.2
Trade and other receivables	2.5	1,027.8	824.6
Cash and cash equivalents	2.6	708.4	616.6
Current tax assets		2.4	3.2
		1,738.8	1,445.6
Total assets		1,793.0	1,499.2
LIABILITIES			
Current liabilities			
Trade and other payables	2.8	904.1	671.9
		904.1	671.9
Net current assets		834.7	773.7
Non-current liabilities			
Provisions	2.9	9.7	8.0
Deferred tax	2.7	5.4	-
Non-current lease liabilities	2.10	0.6	4.2
Total liabilities		919.8	684.1
Net assets		873.2	815.1
EQUITY			
Share capital	3.1	1.9	1.9
Shares held by EBT		-	(1.4)
EBT reserve		20.2	2.9
Retained earnings		851.1	811.7
Total equity, attributable to the owners of the parent		873.2	815.1
Total equity		873.2	815.1

The consolidated financial statements on pages 61 to 91 were approved by the Board and authorised for issue on 25 September 2025 and signed on its behalf by:

Darren Worth
Interim Chief Financial Officer

SECTION 2: ASSETS AND LIABILITIES
NOTES TO THE GROUP FINANCIAL STATEMENTS
CONSOLIDATED STATEMENT OF FINANCIAL POSITION CONTINUED

2.1 Goodwill

Goodwill arising on consolidation represents the excess of the cost of acquisition over the HLL Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the cash generating unit expected to benefit from the synergies of the combination.

The cash generating unit to which goodwill has been allocated is reviewed for impairment at least annually as a matter of course, and whenever an event or change in circumstances occurs which indicates potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognised immediately in profit or loss and is not subsequently reversed.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Cost – at beginning and end of year	1.3	1.5
Accumulated impairment losses		
At beginning and end of year	-	0.2
Carrying amount – at end of year	1.3	1.3

The net carrying value of goodwill relates entirely to the acquisition of Hargreaves Lansdown Pensions Direct Limited (HLPD) now named Hargreaves Lansdown Advisory Services Limited (HLAS).

The HLL Group has prepared financial forecasts for the cash generating unit to which the purchase and goodwill relates for the period to June 2028 that show the cash generating unit is expected to remain profitable and cash generative. Impairment has been assessed with respect to the underlying cash generating unit to which the goodwill relates and no issues are noted.

2.2 Other intangible assets

Other intangible assets comprise customer lists, computer software and the HLL Group's significant propositional systems, which are stated at cost less amortisation and any recognised impairment loss. Amortisation is provided, where material, on all intangible assets excluding goodwill at rates calculated to write off the cost or valuation, less estimated residual value, of each asset evenly using a straight-line method over its estimated useful life as follows:

Customer list – eight years

The customer list relates to acquired books of business and does not include internally generated client lists. The carrying value of the assets is reviewed for impairment at least every 12 months, or when events or changes in circumstances indicate that the carrying value may not be recoverable.

Computer software – over three to eight years

Computer software relates to purchases of licences and software, in line with the requirements of IAS 38. The carrying values of computer software are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Consolidated Statement of Comprehensive Income.

Internally developed software – eight years

IT development costs are capitalised only to the extent that they have led to the creation of enduring assets, which deliver benefits at least as great as the amount capitalised and in accordance with the recognition criteria of IAS 38 intangible assets.

When assessing projects for capitalisation we apply IAS 38's recognition and measurement criteria for internally generated intangible assets to development expenditure that is both propositional in nature (as opposed to regulatory or administrative), and which is, or is expected to be, material over the life of the project.

Development work has been undertaken in house by IT staff, management and contractors to develop new strategic solutions focused on improving our ability to serve clients, including improving our transfers, payment solutions, client experience and Advice and Guidance propositions as well as continued improvements to our key operating systems.

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2.2 Other intangible assets continued

Costs relating to an asset that is not yet fully available for use by the business, are classified as internally developed software and are reviewed for impairment at least annually.

In accordance with the provisions of IAS 38 the costs are capitalised as an intangible asset and subsequently amortised over the estimated useful life of the systems of eight years, starting from the date at which the assets are put into use.

Impairment of intangible assets excluding goodwill

At the end of each reporting period, the HLL Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the loss. Where the asset does not generate cash flows, independent from other assets, the HLL Group estimates the recoverable amount of the cash generating unit to which the asset belongs. Recoverable amount is the higher of fair value, less costs to sell, and value in use.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and an impairment loss is recognised as an expense immediately.

	Customer list £m	Computer software £m	Internally developed software £m	Total £m
Cost				
At 1 July 2023	4.6	18.1	65.9	88.6
Additions	–	1.0	8.6	9.6
Impairment	–	–	(14.4)	(14.4)
At 30 June 2024	4.6	19.1	60.1	83.8
Additions	–	2.2	10.5	12.7
Disposal	–	(0.2)	–	(0.2)
At 30 June 2025	4.6	21.1	70.6	96.3
Accumulated amortisation				
At 1 July 2023	2.4	16.6	19.2	38.2
Charge	0.6	1.1	4.6	6.3
At 30 June 2024	3.0	17.7	23.8	44.5
Charge	0.5	1.1	6.8	8.4
Disposal	–	(0.2)	–	(0.2)
At 30 June 2025	3.5	18.6	30.6	52.7
Carrying amount				
At 30 June 2025	1.1	2.5	40.0	43.6
At 30 June 2024	1.6	1.4	36.3	39.3
At 30 June 2023	2.2	1.5	46.7	50.4

The amortisation charge above is included in operating costs in the Consolidated Statement of Comprehensive Income.

The remaining amortisation period for customer lists is two years.

Commitments in respect of intangible assets are shown in note 5.3. Internally developed software includes capitalised staff costs, as disclosed in note 1.5.

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2.3 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any recognised impairment loss. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to working condition for its intended use.

Property, plant and equipment now includes both owned and leased assets. Owned assets are measured initially at cost and subsequently at cost less accumulated depreciation. Leased, or right-of-use assets are measured initially at the present value of all future lease payments, less any prepaid or accrued rent or incentives and any expected dilapidation cost being the initial value.

Subsequently, leased assets are measured at initial value less accumulated depreciation.

Depreciation is charged based on the estimates of useful economic lives and expected residual values, which are reviewed annually, for all plant and equipment, except for leased assets which are depreciated on a straight-line basis over their economic lives. Management determines the useful lives and residual values for assets when they are acquired, based on experience with similar assets and taking into account other relevant factors, such as any expected changes in technology. The charge is calculated to write off the cost or valuation, less estimated residual value, of each asset evenly using a straight-line method over its estimated useful life as follows:

Computer hardware – over three to ten years.

Office equipment (includes fixtures and leasehold improvements) – over three to ten years.

Right-of-use assets – over the term of the associated lease

The carrying values of plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Consolidated Statement of Comprehensive Income.

Property, plant and equipment

	Right-of-use assets £m	Computer hardware £m	Office equipment £m	Total £m
Cost				
At 1 July 2023	20.4	43.9	13.0	77.3
Additions	0.1	2.9	0.4	3.4
Disposals	–	(7.0)	(0.1)	(7.1)
At 30 June 2024	20.5	39.8	13.3	73.6
Additions	0.2	3.6	0.4	4.2
Disposals	–	(1.2)	(1.4)	(2.6)
At 30 June 2025	20.7	42.2	12.3	75.2
Accumulated depreciation				
At 1 July 2023	12.0	37.9	10.0	59.9
Charge	3.1	3.8	1.4	8.3
Disposal	–	(7.0)	(0.1)	(7.1)
At 30 June 2024	15.1	34.7	11.3	61.1
Charge	2.8	3.4	1.0	7.2
Other movement	(0.2)	0.1	0.3	0.2
Disposal	–	(1.2)	(1.4)	(2.6)
At 30 June 2025	17.7	37.0	11.2	65.9
Carrying amount				
At 30 June 2025	3.0	5.2	1.1	9.3
At 30 June 2024	5.4	5.1	2.0	12.5
At 30 June 2023	8.4	6.0	3.0	17.4

During the period we conducted a review for tangible assets that have nil net book value but are still active in our fixed asset register. It was identified that around £2.6 million (2024: £7.1 m) of hardware assets were no longer in use and could therefore be disposed of. As these assets have all fully depreciated there is no loss on disposal as a result of this review.

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2.3 Property, plant and equipment continued

Leases recognised in property, plant and equipment

	At 30 June 2025 £m	At 30 June 2024 £m
Right-of-use assets		
Buildings	3.0	5.4

Amounts recognised in the Consolidated Statement of Comprehensive Income

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
	Note	
Right-of-use assets – depreciation		
Buildings	2.8	3.1
Lease expense recognised in finance costs	1.7	0.3

2.4 Fair value investments

Investments are recognised in the HLL Group's Statement of Financial Position, on trade date, when the HLL Group becomes party to the contractual provisions of an instrument and are initially measured at fair value.

Investments by default are designated as being held at fair value through profit or loss and are subsequently measured at fair value. Fair value being the quoted market price of the listed investment, with any gain or loss reported within the Consolidated Statement of Comprehensive Income. An investment is classified in this category if it is held principally for the purpose of selling in the short-term mandatorily, in accordance with IFRS 9.

The HLL Group derecognises financial assets only when the contractual rights to the cash flows, or substantially all of the risks and rewards of ownership from the asset are transferred or expire. On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
At beginning of year	1.2	0.5
Purchases	0.6	2.7
Disposals	(1.6)	(2.0)
At end of year	0.2	1.2
Comprising:		
Current asset investment – UK-listed securities valued at quoted market price	0.2	1.2

£0.2 million (2024: £1.2m) of investments are classified as held at fair value through profit and loss, being deal related short-term investments. Fair value movements on investments are included in support costs, as disclosed in note 1.3. Investment balances are short-term positions the HLL Group takes as a result of deals placed either in error or due to having to take positions where clients are no longer able to hold an investment. The gross gains and losses in relation to fair value include movements where no investment position is taken and are as shown below:

Fair value movements on investments

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Gross gains	0.5	2.4
Gross losses	(2.1)	(4.1)
	(1.6)	(1.7)

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2.5 Trade and other receivables

Financial assets are recognised in the HLL Group's Statement of Financial Position when the Group becomes a party to the contractual provisions of the instrument and are initially measured at fair value.

Trade and other receivables

Trade and other receivables comprise fees due from clients and counterparty positions. They are subsequently measured at amortised cost using the effective interest method less any expected credit losses. The financial assets are held in order to collect the contractual cash flows and those cash flows are payments of interest and principal only.

Term deposits

Term deposits comprise cash deposits held by UK licensed banks for a period of greater than three months, over which there is no recall during the term of the deposit. The amounts are measured at amortised cost using the effective interest method in line with IFRS 9.

Accrued income

Accrued income relates to amounts earned by the HLL Group, for which the Group has provided services, but balances are not invoiced and collected in arrears. The amount relates to fund management fees, interest on deposits and services direct to clients.

Expected Credit Losses

The HLL Group recognises Expected Credit Losses (ECLs) relating to trade and other receivables, term deposits and accrued income in line with the simplified approach per IFRS 9 and are calculated based on the historic information available from the preceding years alongside factors impacting the individual debtors, economic conditions and forecast expectations.

Impairment losses are recognised immediately in the Consolidated Statement of Comprehensive Income.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Financial assets:		
Trade receivables	804.4	619.2
Term deposits	20.0	20.0
Accrued income	173.2	158.5
Other receivables	7.9	8.4
	1,005.5	806.1
Non-financial assets:		
Prepayments	22.3	18.5
	1,027.8	824.6

In accordance with market practice and accounting standards on trade date accounting, certain balances with clients, Stock Exchange member firms and other counterparties totalling £777.8 million (2024: £595.2m) are included in trade receivables. These balances are presented net where there is a legal right of offset and the ability and intention to settle net. The gross amount of trade receivables is £1,049.8 million (2024: £747.2m) and the gross amount offset in the Statement of Financial Position with trade payables is £313.7 million (2024: £169.7m). Other than counterparty balances, trade receivables primarily consist of fees and amounts owed by clients and renewal commission owed by fund management groups. There are no balances where there is a legal right of offset but not a right of offset in accordance with accounting standards, and no collateral has been posted for the balances that have been offset.

Given the short-term nature of the HLL Group's receivables and the expectation of the HLL Group in relation to its counterparties, there has been no material expected credit loss recognised in the year – see note 5.7 for further details.

The HLL Group does not have any contract assets in respect of its revenue contracts with customers (2024: £nil).

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2.6 Cash and cash equivalents

The composition of cash and cash equivalents is explained in note 4.2.
 Term deposits held by the HLL Group on unbreakable terms greater than three months are classified as financial assets and are shown in note 2.5.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Cash and cash equivalents:		
HLL Group cash and cash equivalent balances	708.1	616.3
Restricted cash – balances held by HL EBT	0.3	0.3
	708.4	616.6

At 30 June 2025, segregated deposit amounts held by the Group on behalf of clients in accordance with the client money rules of the Financial Conduct Authority amounted to £7,386 million (2024: £6,488m*). In addition, there were pension trust and Active Savings cash accounts held on behalf of clients not governed by the client money rules of £6,983 million (2024: £6,322m). The client retains the ownership in both these deposit and cash accounts, and accordingly they are not included in the Statement of Financial Position of the HLL Group.

Restricted cash balances relate to the balances held within the HL Employee Benefit Trust. These are strictly held for the purpose of purchasing shares to satisfy options under the HLL Group's share option schemes.

*The amount for FY 2024 was restated from £6,517 million to £6,488 million to exclude client trading accounts.

2.7 Deferred tax

Deferred tax assets/(liabilities) arise because of temporary differences only. The following are the major deferred tax assets/(liabilities) recognised and movements thereon during the current and prior reporting years. Deferred tax has been recognised at 25% (2024: 25%) based upon the rate expected to be in force at the time of the reversal of the temporary difference.

	Fixed asset tax relief £m	Share-based payments £m	Other deductible temporary differences £m	Total £m
At 1 July 2023	(0.7)	2.5	0.8	2.6
(Charge)/credit to income	(3.0)	0.2	(0.1)	(2.9)
Credit/(charge) to equity	-	0.9	(0.1)	0.8
At 30 June 2024	(3.7)	3.6	0.6	0.5
Charge to income	(4.7)	(0.5)	-	(5.2)
Charge to equity	-	(0.4)	(0.3)	(0.7)
At 30 June 2025	(8.4)	2.7	0.3	(5.4)
Deferred tax expected to be recovered or settled:				
Within 1 year after reporting date	(2.4)	0.2	0.4	(1.8)
>1 year after reporting date	(6.0)	2.5	(0.1)	(3.6)
	(8.4)	2.7	0.3	(5.4)

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SECTION 2: ASSETS AND LIABILITIES
NOTES TO THE GROUP FINANCIAL STATEMENTS
CONSOLIDATED STATEMENT OF FINANCIAL POSITION CONTINUED

2.8 Trade and other payables

Financial liabilities are classified according to the substance of the contractual arrangements entered into.

Trade payables are measured at amortised cost using the effective interest method.

In accordance with market practice, certain balances with clients, Stock Exchange member firms and other counterparties are included as creditors.

Current elements of lease liabilities are included within other payables, being initially calculated in line with IFRS 16. On inception a lease liability is measured as the present value of future lease payments, discounted at the incremental borrowing rate implied within the lease. The future lease payments of the HLL Group are fixed, except for those that relate to leases in a currency other than GBP, which may vary due to exchange rate movements.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Financial liabilities		
Trade payables	778.0	597.7
Current lease liabilities	4.4	4.4
Other payables	63.4	31.7
	845.8	633.8
Non-financial liabilities		
Deferred income	0.3	0.3
Accruals	45.8	27.0
Social security and other taxes	12.2	10.8
	904.1	671.9

In accordance with market practice, certain balances with clients, Stock Exchange member firms and other counterparties totalling £775.0 million (2024: £593.4m) are included in trade payables, similar to the treatment of trade receivables. As stated in note 2.5, where we have a legal right of offset and the ability and intention to settle net, trade payable balances have been presented net.

Other payables principally comprise amounts owed to staff as a bonus and rebates due to the regulated funds operated by the Group. Accruals and deferred income respectively principally comprise amounts outstanding for trade purchases and receipts from clients, where cash is received in advance for certain services.

All balances classified as deferred income in the prior year have been recognised in revenue in the current year.

2.9 Provisions

Provisions are recognised when the HLL Group has a present obligation as a result of a past event, and it is probable that the HLL Group will be required to settle that obligation.

Provisions are measured at the Directors' best estimate of the expenditure required to settle the obligation at the end of the reporting period, and are discounted to present value where the effect is material.

	£m
Included within non-current liabilities	
At 1 July 2023	3.0
Released in the year	(0.2)
Charged during the year	5.2
At 30 June 2024	8.0
Charged during the year	1.7
At 30 June 2025	9.7

Of the provision brought forward £3.0 million related to property-related costs, including contractual obligations that arise on the surrendering of the leases, in relation to the offices in Bristol. Property provisions are not expected to be fully utilised until 2026 and in the current year we have increased provisions in relation to this by £1.5 million as a result of a revaluation of the provision to current market rates.

The remaining brought forward figure of £5.0 million is related to potential compensation payable to clients. The figure represents the current most reliable estimate of the present obligation and has increased in the year by £0.2 million. It is probable, but not certain, that a level of payment will be made and work is ongoing to assess any liability.

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SECTION 2: ASSETS AND LIABILITIES
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2.10 Non-current lease liabilities

Lease liabilities are included within other payables and non-current lease liabilities, being initially calculated in line with IFRS 16. On inception a lease liability is measured as the present value of future lease payments, discounted at the incremental borrowing rate implied within the lease. The future lease payments of the HLL Group are fixed, except for those that relate to leases in a currency other than GBP, which may vary due to exchange rate movements.

Interest expense is incurred in relation to these leases, based on the incremental borrowing rate implied in the contracts. This expense is recognised as a finance cost in the period to which payment relates, see note 1.7 for further details. Further details about the assets over which these leases are held are disclosed in note 2.3.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Lease liabilities greater than 12 months	0.6	4.2

Finance costs and financing cash flows associated with the lease are reconciled below to show the movement in the year.

Reconciliation of lease liability changes to cash flows

	Note	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Opening balance		8.6	12.2
Payment of principal in relation to lease liabilities	4.1	(3.8)	(3.9)
Interest incurred on lease payables	1.7	0.2	0.3
Current element of liability	2.8	(4.4)	(4.4)
Long-term liability		0.6	4.2

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SECTION 3: EQUITY
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2025

	Share capital £m	Shares held by EBT £m	EBT reserve £m	Retained earnings £m	Total equity £m
At 1 July 2023	1.9	(6.4)	(1.0)	715.2	709.7
Total comprehensive income	–	–	–	293.2	293.2
Employee Benefit Trust					
Shares sold in the year	–	5.0	–	–	5.0
Hargreaves Lansdown Employee Benefit Trust (“HL EBT”) share sale	–	–	(4.7)	–	(4.7)
Reserve transfer on exercise of share options	–	–	8.6	(8.6)	–
Employee share option scheme					
Share-based payments expense	–	–	–	9.2	9.2
Current tax effect of share-based payments (note 1.8)	–	–	–	(0.1)	(0.1)
Deferred tax effect of share-based payments (note 1.8)	–	–	–	2.0	2.0
Dividend paid (note 3.2)	–	–	–	(199.2)	(199.2)
At 30 June 2024	1.9	(1.4)	2.9	811.7	815.1
Total comprehensive income	–	–	–	278.5	278.5
Employee Benefit Trust					
Shares sold in the year	–	6.8	–	–	6.8
Shares acquired in the year	–	(5.4)	–	–	(5.4)
HL EBT share sale	–	–	(2.4)	–	(2.4)
Reserve transfer on exercise of share options	–	–	19.7	(19.7)	–
Employee share option scheme					
Equity share-based payments up to date of acquisition	–	–	–	5.7	5.7
Effect of acquisition on share options	–	–	–	(8.2)	(8.2)
Current tax effect of share-based payments (note 1.8)	–	–	–	(0.1)	(0.1)
Deferred tax effect of share-based payments (note 1.8)	–	–	–	0.5	0.5
Dividend paid (note 3.2)	–	–	–	(217.3)	(217.3)
At 30 June 2025	1.9	–	20.2	851.1	873.2

During the year HL Ltd (formerly HL plc) shares were acquired by Hargreaves Lansdown Group Limited (“HLGL” formerly Harp Bidco Limited). As a result, the options which existed and were related to shares in HL Ltd (formerly HL plc) have been replaced with cash settled share options on a one for one basis.

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SECTION 3: EQUITY
NOTES TO THE GROUP FINANCIAL STATEMENTS
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY CONTINUED

For the year ended 30 June 2024

3.1 Share capital

	At 30 June 2025 £m	At 30 June 2024 £m
Authorised: 525,000,000 (2024: 525,000,000) ordinary shares of 0.4p each	2.1	2.1
Issued and fully paid: ordinary shares of 0.4p each	1.9	1.9
	Shares	Shares
Issued and fully paid: number of ordinary shares of 0.4p each	475,183,227	474,318,625

During 2025, 864,602 ordinary shares of 0.4p each were issued. The Company has one class of ordinary shares which carry no right to fixed income.

The shares held by the EBT represents the cost of shares in HL Ltd (formerly HL plc) purchased in the market and held by the Hargreaves Lansdown EBT to satisfy options under the HLL Group's share option schemes. During the year HL Ltd (formerly HL plc) was acquired by HLGL and a result of that a number of options schemes were accelerated and those that weren't were converted to cash settled share options. The shares held by EBT was acquired by HLGL and the shares held by EBT has been reduced to zero as at 30 June 2025.

The EBT reserve represents the cumulative gain on disposal of investments held by the HL EBT. The reserve is not distributable by the Company as the assets and liabilities of the EBT are subject to management by the Trustees in accordance with the EBT trust deed.

3.2 Dividends

Dividend recognition

Dividend distributions to the Company's shareholders are recognised in the accounting period in which the dividends are declared and paid, or, if earlier, in the accounting period when the dividend is approved by the Company's shareholders at the Annual General Meeting.

Amounts recognised as distributions to equity holders in the year:

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
2025 interim dividend 15.8p (2024: 13.20p) per share	75.0	62.6
2024 final dividend of 30.00p (2023: final dividend: 28.8p) per share	142.3	136.6
Total dividends paid during the year	217.3	199.2

Under an arrangement dated 30 June 1997, the Hargreaves Lansdown Employee Benefit Trust, which held the following number of ordinary shares in HL Ltd (formerly HL plc) at the date shown, has agreed to waive all dividends.

	At 30 June 2025 No. of shares	At 30 June 2024 No. of shares
Number of shares held by the Hargreaves Lansdown Employee Benefit Trust	-	163,348
Representing percentage of called-up share capital	0.00%	0.03%

SECTION 4: CONSOLIDATED STATEMENT OF CASH FLOWS

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2025

	Note(s)	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Net cash from operating activities			
Profit for the year after tax		278.5	293.2
Adjustments for:			
Income tax expense	1.8	126.6	103.1
Depreciation of plant and equipment	1.3/2.3	7.2	8.3
Amortisation of intangible assets	1.3/2.2	8.4	6.3
Impairment of intangible assets	1.3/2.2	-	14.4
Interest income		(33.2)	(30.2)
Share-based payment expense	1.5	23.1	9.2
Interest on lease liabilities	1.7/4.1	0.2	0.3
Increase in provisions		1.6	5.0
Operating cash flows before movements in working capital		412.4	409.6
Increase in receivables		(203.3)	(97.6)
Increase in payables		232.4	101.4
Adjustment for cash settled share-based payments		(23.5)	-
Cash generated from operations		418.0	413.4
Income tax paid		(120.3)	(101.4)
Interest received		32.2	33.5
Net cash generated from operating activities		329.9	345.5
Investing activities			
Decrease in term deposits		-	110.0
Purchase of property, plant and equipment	2.3	(4.2)	(3.4)
Cash capitalisation of intangible assets	2.2	(12.7)	(9.6)
Proceeds on disposal/(purchases) of investments		1.0	(0.8)
Net cash generated from/(used in) investing activities		(15.9)	96.2
Financing activities			
Purchase of own shares in Employee Benefit Trust ("EBT")		(5.4)	-
Proceeds on sale of own shares in EBT		4.3	4.7
Payment of principal in relation to lease liabilities	2.10/4.1	(3.8)	(3.9)
Dividends paid to owners of the parent	3.2	(217.3)	(199.2)
Net cash used in financing activities		(222.2)	(198.4)
Net increase in cash and cash equivalents		91.8	243.3
Cash and cash equivalents at beginning of year	2.6	616.6	373.3
Cash and cash equivalents at end of year (including restricted cash)	2.6/4.2	708.4	616.6

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4.1 Lease payments

Cash flows in relation to lease payments, recorded under IFRS 16, are presented as follows in the HLL Group Statement of Cash Flows:

- Payments for the principal element of recognised lease liabilities are presented within cash flows from financing activities; and
- The interest element of recognised lease liabilities are included within cash flows from operating activities.

4.2 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits that are readily convertible to a known amount of cash, subject to insignificant changes in value and are considered to be holdings of less than three months or those over which the HLL Group has an immediate right of recall. The carrying amount of these assets is approximately equal to their fair value.

Included within cash and cash equivalents are amounts held by the HLL Group which are subject to restrictions. Restricted cash balances relate to the balances held within the Hargreaves Lansdown Employee Benefit Trust ("HL EBT"). They are strictly held for the purpose of purchasing shares to satisfy options under the HLL Group's share option schemes. These amounts held are not readily available to be used for other purposes within the HLL Group and total £0.3 million (2024: £0.3m).

Cash and cash equivalents are also referred to in note 2.6.

SECTION 5: OTHER NOTES
NOTES TO THE GROUP FINANCIAL STATEMENTS
OTHER

5.1 General information

Hargreaves Lansdown Ltd (“HLL” formerly HL plc) (the Company and parent of the Group) is a company incorporated in England and Wales with company number 02122142 and domiciled in the United Kingdom under the Companies Act 2006. The address of the registered office is One College Square South, Anchor Road, Bristol BS1 5HL, United Kingdom.

Throughout the financial year and until the 23rd March 2025 the ultimate parent undertaking and controlling party was HLL, which is incorporated in the United Kingdom and was the parent undertaking of the smallest and largest group in which the Company is consolidated. The registered office address of HLL is One College Square South, Anchor Road, Bristol, BS1 5HL. Copies of the Group financial statements may be obtained from Companies House, Crown Way, Cardiff or are available on the Group website www.hl.co.uk

On 24 March 2025, HLL and its subsidiary undertakings were acquired by Hargreaves Lansdown Group Limited (“HLGL” formerly Harp Bidco Limited), a company registered in England and Wales. This is the parent undertaking of the largest group into which the Company is consolidated. As a result of the acquisition of HLL, the ultimate parent company is HLGL, being the largest single entity that exerts control over the HLGL Group. Harp ConsortiumCo Limited, a company registered in Jersey, is last company in which there is a majority holding in the HLGL Group and is owned in equal share and voting rights between CVC Funds, through fund holdings in Harp Jersey Limited, Nordic Capital, through fund holdings Cidron Harp 2 Limited, and the Abu Dhabi Investment Authority, through their 100% ownership of Platinum IVY B 2018 RSC Limited. As a result there is no ultimate controlling party.

The nature of the HLL Group’s operations and its principal activities are set out in the Operating and Financial Review and Strategic Report.

These financial statements are presented in millions of pounds sterling (£m) which is the currency of the primary economic environment in which the HLL Group operates.

Basis of preparation

These financial statements have been prepared in accordance with UK adopted International Financial Reporting Standards (“IFRS”) in conformity with the requirements of the Companies Act 2006.

The financial statements are presented to allow users to understand the primary statements and the related balances that make them up. It is our aim to ensure that the information provided is pertinent and indicates balances of most importance, whilst ensuring conformity with IFRS.

In order to do this, we have aligned the notes to the financial statements with the relevant primary statements; where there is an associated accounting policy, it is denoted by a box presented at the beginning of the note.

The preparation of financial statements in conformity with UK adopted IFRS requires the use of certain significant accounting estimates. It also requires management to exercise its judgement in the process of applying the Company’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, if any, are disclosed in note 5.2.

Going concern

The financial statements are prepared on a going concern basis and in assessing this the Board has considered the HLL Group’s and the Company’s ability to continue as a going concern for at least 12 months from the date of signing and by reference to forecasts across the next three financial years based on the assumptions used in the Group’s planning process.

The Board expects the HLL Group to remain profitable and has no intention or expectation of liquidating the HLL Group or ceasing trading. In all scenarios and testing of future cash flows, including the most extreme plausible downside, the HLL Group and the Company maintains sufficient liquidity and capital to continue in business, within the timeframes outlined above.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and subsidiary undertakings controlled by the HLL Group made up to 30 June 2025. The HLL Group controls a subsidiary when it has power over an investee, is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the investee. The HLL Group reassesses whether it controls a subsidiary when facts and circumstances indicate that there are changes to one or more elements of control.

The results of subsidiaries acquired or disposed of during the year are included in the Consolidated Statement of Comprehensive Income from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by the HLL Group. All intra-HLL Group transactions, balances, income and expenses are eliminated on consolidation.

Business combinations

The acquisition of subsidiaries is accounted for using the purchase method. The cost of the acquisition is measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the HLL Group in exchange for control of the acquired entity. The acquired entity’s identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under IFRS 3 ‘Business Combinations’ are recognised at their fair value at the acquisition date.

The HLL Group recognises any non-controlling interest in the acquired entity at the non-controlling interest’s proportionate share of the recognised amounts of the acquired entity’s identifiable net assets.

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5.1 General information continued

On 24 March 2025, HLL and its subsidiaries were acquired by HLGL. As a result, HLGL is the parent of the HLGL Group into which results of this HLL Group are consolidated for the year ended 30 June 2025. The consolidated financial statements may be obtained from: c/o Hargreaves Lansdown Group Limited, 1 College Square South, Anchor Road, Bristol, BS1 5HL.

The ultimate parent of the Group is Harp ConsortiumCo Limited, a Company incorporated in Jersey, being the largest single entity that exerts control over the HLGL Group. HLGL is the parent of the largest group into which the Company is consolidated. HLL is the direct parent of the smallest consolidated group.

Application of new standards

The following standards have been adopted in the current year, but do not have a material impact on these financial statements as the matters described within them are not applicable for the HLL Group.

- Amendment to IFRS 16, 'Leases' – Lease Liability in a Sale and Leaseback
- Amendment to IAS 1, 'Presentation of financial statements' on classification of liabilities
- Amendments to IAS 1, 'Presentation of financial statements' on non-current liabilities with covenants
- Amendment to IAS 7 and IFRS 7 – Supplier finance
- IFRS 18 Presentation and Disclosure in Financial Statements.
- Amendments to IAS 21 – Lack of Exchangeability
- IFRS 19, Subsidiaries without Public Accountability: Disclosures

At the date of authorisation of these financial statements, the HLL Group has not applied the following new and revised IFRS standards that have been issued but are not yet effective:

- Amendments to IFRS 9 Financial Instruments - Amendments to the Classification and Measurement of Financial Instrument
- Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards;
- Amendments to IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;
- Amendments to IFRS 9 Financial Instruments;
- Amendments to IFRS 10 Consolidated Financial Statements; and
- Amendments to IAS 7 Statement of Cash flows

The HLL Group has assessed the impact that the above noted standards and amendments will have on the HLL Group's results reported in the financial statements. The Directors do not expect that the adoption of the standards or amendments listed above will have a material impact on the financial statements of the HLL Group in future periods.

Certain amendments to accounting standards have been published that are not mandatory for the year ended 30 June 2025 reporting period and have not been early adopted by the HLL Group:

- IFRS S1 – General requirements for disclosure of sustainability-related financial information
- IFRS S2 – Climate-related disclosures

The above amendments are continuing to be assessed for the impact on the HLL Group for future reporting periods.

Accounting policies

The financial statements have been prepared on the historical cost basis, except for the revaluation of financial assets at fair value through profit and loss. The principal accounting policies adopted are set out at the start of each note to which they relate.

5.2 Critical judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities. If, in the future, such estimates and assumptions, which are based on management's best judgement at the date of preparation of the financial statements deviate from actual circumstances, the original estimates and assumptions will be modified as appropriate in the period in which the circumstances change. There are no assumptions made about the future, or any other major sources of estimation uncertainty at the end of the reporting period, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year. There are no critical judgements regarding the application of accounting policies or significant estimates in relation to the preparation of these financial statements.

5.3 Contingencies and commitments

Capital commitments

At the end of the reporting period, the HLL Group had no capital commitments (2024: £nil) for software development, IT hardware purchases or for purchases or leases of fixed assets.

Contingencies

The HLL Group operates in a highly regulated environment and, in the ordinary course of business, provides information to various regulators and authorities as part of informal and formal requests and enquiries. In addition, the HLL Group receives complaints or claims in relation to its services from time to time brought by clients, investors or other third parties. These may be notified to the HLL Group or directly to third parties, such as the Financial Ombudsman Service in the case of client and investor complaints investigated and not upheld by the HLL Group.

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5.3 Contingencies and commitments continued

These include enquiries, complaints and a claim relating to the LF Equity Income Fund (formerly the Woodford Equity Income Fund) (the “WEIF”). Hargreaves Lansdown Asset Management Limited (“HLAM”) received a letter purporting to be a pre-action letter from a law firm in March 2021 on behalf of some HLAM clients who had invested in the WEIF and a claims management firm said to represent those clients. In June 2021, HLAM rejected all the claims made for lack of a substantive basis of claim. Claims were subsequently progressively issued by the law firm in the High Court on behalf of a total of approximately 9,600 investors in the WEIF against HLAM. The claims were served on HLAM in May 2025 and HLAM will file its defence in October 2025. Beyond that no timetable has been set for the conduct of the proceedings. HLAM does not consider that it has any liability to the claimants in respect of their investment in, or the subsequent performance of, the WEIF, whether as alleged or at all, and will be defending the proceedings. Given (amongst other factors) that no details are provided in the claims of the amounts claimed; the claims do not include details evidencing the claimants’ case on causation and reliance; and the early stage of the proceedings, there is significant uncertainty such that it is not practicable to reliably estimate the potential financial impact of the claims.

All such matters are periodically reassessed, with the assistance of external professional advisers where appropriate, to determine the likelihood of the Group incurring a liability. There are inherent uncertainties in the outcome of such matters and it is not practicable to reliably estimate the financial impact, if any, on the Group’s results or net assets at the period end.

These matters have been re-assessed throughout the financial year and the above statement is accurate as at the reporting date and up to the date of issue.

Contingent Liability

The HLL Group is currently reviewing the application of VAT to a portion of its services. A request has been made of HMRC to provide a statutory ruling in respect of VAT treatment of those services, the result of which may lead to an obligation for the Company. The obligation cannot yet be determined in full, but has an estimated impact of up to £7.5 million.

Contingent Asset

As a result of the matter set out in the contingent liability above, any ruling that creates an obligation for the HLL Group, will create the ability for the HLL Group to reclaim the full amount of up to £7.5 million from HMRC in advance of having to make any payment.

These matters have been re-assessed throughout the financial year and the above statement is accurate as at the reporting date and up to the date of issue.

5.4 Subsidiaries

A list of the investments in subsidiaries included in the consolidated results of HLL is shown in note 6.5 of the parent company financial statements. Also included in the HLL Group consolidated financial statements are ‘The Hargreaves Lansdown Employee Benefit Trust’ ‘The Hargreaves Lansdown plc SIP Trust’, ‘Hargreaves Lansdown Offshore EBT Trust’ and ‘HL 2024 EBT offshore’.

5.5 Events after the reporting period

As of 31 July 2025, the RCF of £75m has been superseded by a RCF of £270m. The facility incurs interest consisting of a margin of SONIA plus 3%-3.75% per annum when drawn, depending on the leverage of the business.

On 23 September 2025, the directors declared a dividend of 9.26 pence per share, amounting to a total distribution of £44.0 million.

5.6 Related party transactions

The Company has a related party relationship with its parent company and its own subsidiaries, its Directors and members of the Executive Committee (the ‘key management personnel’). Transactions between the Company and its key management personnel are disclosed below. Details of transactions between the Company and other related parties are also disclosed below.

Trading transactions

The Company entered into the following transactions with Directors within the HLL Group and related parties who are not members of the HLL Group:

During the years ended 30 June 2025 and 30 June 2024 the Company has been party to a lease with P K Hargreaves, a significant shareholder during the year prior to the acquisition and a Director of HLGL, the direct parent of the Company. The lease is for rental of the old head office premises at Kendal House. A five-year lease was signed in April 2021 for a rental of part of the building, to be used for disaster recovery purposes at a market rate rent of £0.1 million per annum. No amount was outstanding at either year end.

During the years ended 30 June 2025 and 30 June 2024, the HLL Group has provided a range of investment services in the normal course of business to shareholders on normal third-party business terms. These amounts are not material.

Directors and staff are eligible for a discount on some of the services provided. These amounts are not material.

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5.6 Related party transactions continued

Remuneration of key management personnel

The remuneration of the key management personnel of the HLL Group, being those personnel who were a member of the Board or Executive Committee during the relevant year shown, is set out below in aggregate for each of the categories specified in IAS 24 Related Party Disclosures.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Short-term employee benefits	7.3	8.1
Post-employment benefits	0.4	0.4
Other long-term benefits	0.8	1.7
Termination benefits	0.7	1.0
Share-based payments	9.6	3.7
	18.8	14.9
Non-Executive Directors' fees	1.1	1.1

In addition to the amounts above, eight key management personnel (2024: nine) received gains of £3.9 million (2024: £2.3m) as a result of exercising share options. During the year, awards were made under executive option schemes for ten key management personnel (2024: eleven).

Included within the previous table are the following amounts payable to Executive Directors of the Company who served during the relevant year.

In addition to the amounts above, Directors of the Company received gains of £2.9 million relating to the exercise of share options (2024: £0.8m).

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Short-term employee benefits	3.2	3.6
Post-employment benefits	0.1	0.1
Other long-term benefits	0.5	1.0
Share-based payments	6.1	2.4
	9.9	7.1
	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Emoluments of the highest paid Director	2.4 ¹	3.8 ¹

¹ The highest paid Director was the Chief Executive Officer, Dan Olley who was in role until 31 July 2025.

Any amounts outstanding with related parties are unsecured and will be settled in cash.

No guarantees have been given or received in respect of amounts outstanding. No provisions have been made for doubtful debts in respect of the amounts owed by the related parties.

	Number	Number
Number of Directors who exercised share options during the year	2	2
Number of Directors who were members of money purchase pension schemes	2	2

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5.7 Financial instruments

Financial instruments include both assets and liabilities. Financial assets principally comprise trade and other receivables, cash and cash equivalents and current asset listed investments. Financial liabilities comprise trade and other payables.

Categories of financial assets and financial liabilities

The categories and carrying value of the financial assets and financial assets held in the HLL Group's Consolidated Statement of Financial Position are summarised in the table. The impact of climate change does not have a material impact on the fair values of the assets.

At 30 June	Financial assets and liabilities at fair value through profit and loss		Financial assets at amortised cost		Financial liabilities measure at amortised cost		Total	
	2025 £m	2024 £m	2025 £m	2024 £m	2025 £m	2024 £m	2025 £m	2024 £m
Financial assets								
Equity investments	0.2	1.2	–	–	–	–	0.2	1.2
Cash and cash equivalents	–	–	708.4	616.6	–	–	708.4	616.6
Trade and other receivables:								
Trade receivables	–	–	804.4	619.2	–	–	804.4	619.2
Other receivables	–	–	4.2	6.3	–	–	4.2	6.3
Accrued income	–	–	173.2	158.5	–	–	173.2	158.5
Term deposits	–	–	20.0	20.0	–	–	20.0	20.0
Total financial assets	0.2	1.2	1,710.2	1,420.6	–	–	1,710.4	1,421.8
Financial liabilities								
Trade payables	–	–	–	–	778.0	597.7	778.0	597.7
Other payables and current lease liabilities	–	–	–	–	67.8	36.1	67.8	36.1
Lease liabilities	–	–	–	–	0.6	4.2	0.6	4.2
Total financial liabilities	–	–	–	–	846.4	638.0	846.4	638.0

Fair value hierarchy

The table below sets out the classifications of each class of financial asset and liability and their fair values.

	Level 1 Quoted prices for similar instruments £m	Level 2 Directly observable market inputs other than Level 1 inputs £m	Level 3 Inputs not based on observable market data £m	Total £m
At 30 June 2025				
Financial assets at fair value through profit or loss – listed equities	0.2	–	–	0.2
	0.2	–	–	0.2
At 30 June 2024				
Financial assets at fair value through profit or loss – listed equities	1.2	–	–	1.2
	1.2	–	–	1.2

There were no transfers between Level 1 and Level 2 assets during the year (2024: £nil). The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period.

Instruments included in Level 1 comprise primarily equity investments and fund units entered into on a counterparty basis. As such there is no recurring valuation of financial instruments between reporting periods.

Nature and extent of risks arising from financial instruments

Financial risk management

The main risks arising from financial instruments are market risk (including interest rate risk, foreign exchange risk and price risk), liquidity risk and credit risk. Each of these risks is discussed in detail below.

The HLL Group monitors financial risks on a consolidated basis. The HLL Group's financial risk management is based upon sound economic objectives and good corporate practice. No hedging transactions have taken place during the years presented. The HLL Group has designed a framework to manage the risks of its business and to ensure that the Directors have in place risk management practices appropriate to a group of this size. The management of risk within the HLL Group is governed by the Board and delegated to the relevant Board Risk committee.

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5.7 Financial instruments continued

Market risk

- Interest rate risk

Interest rate risk is the risk that the HLL Group will sustain losses from adverse movements in rates associated with interest bearing assets and liabilities. There is an exposure to interest rates on banking deposits held in the ordinary course of business. At 30 June 2025, the value of financial instruments on the HLL Group Consolidated Statement of Financial Position exposed to interest rate risk was £728.4 million (2024: £636.6m) comprising cash, cash equivalents and term deposits.

This exposure is continually monitored to ensure that the HLL Group is maximising its interest earning potential within accepted liquidity and credit constraints. The HLL Group has no external borrowings and as such is not exposed to interest rate or refinancing risk on borrowings. Cash at bank, including restricted cash, earns interest at floating rates based on daily bank deposit rates. Term deposits are also made for varying periods of between one day and 13 months, depending on the immediate cash requirements of the HLL Group, and earn interest at the respective fixed term deposit rates.

Given that a source of revenue is based on the value of client cash under administration, the HLL Group has an indirect exposure to interest rate risk on cash balances held for clients, the balance of which was £14,410 million at 30 June 2025 (2024: £12,839m). These amounts are not included in the HLL Group Consolidated Statement of Financial Position.

The below is an analysis of the impact of a change of 100bps (1.00%) in interest rates on the revenue received in relation to client cash. This calculation considers no other impacts on interest income, it is an isolated adjustment to one input to our revenue stream and as such is not indicative of a real change. The calculations assume the interest income has been earned evenly over the period and that rates have changed in isolation in the period. This does not consider any impact of pass through to clients. 100bps has been chosen, however it is not illustrative of single movements seen during the current or prior financial year from the Bank of England and it is not an expectation of actual changes.

	Change in margin	2025 £m
Net interest income	+100bps (1.00%)	131.0
Net interest income	-100bps (1.00%)	(131.0)

- Foreign exchange translation and transaction risk

Foreign currency risk is the risk that the HLL Group will sustain losses through adverse movements in currency exchange rates. With substantially all of the HLL Group's businesses currently operating within the UK, and therefore with minimal net assets and transactions of the HLL Group denominated in foreign currencies, the HLL Group is not exposed to significant foreign exchange translation or transaction risk and as such does not hedge any foreign current assets or liabilities.

- Price risk

Price risk is the risk that a decline in the value of assets adversely impacts on the profitability of the Group as a result of an asset not meeting its expected value. The HLL Group is exposed to price risk on investments, in corporate entities, held on the HLL Group Statement of Financial Position.

At 30 June 2025, the fair value of investments recognised on the HLL Group Statement of Financial Position was £0.2 million (2024: £1.2m). A 20% move in equity prices, in isolation, would have an impact of £nil (2024: £0.2m).

As a main source of revenue is based on the value of client assets under administration, the HLL Group has an indirect exposure to price risk on investments held on behalf of clients. These assets are not on the HLL Group Statement of Financial Position. The risk of lower revenues is partially mitigated by asset class diversification. The HLL Group does not hedge its revenue exposure to movements in the value of client assets arising from these risks, and so the interests of the HLL Group are aligned to those of its clients.

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5.7 Financial instruments continued

In addition, the HLL Group acts as a private client investment manager, unit trust manager and agency stockbroker on a matched basis so its exposure to market price movements in this capacity is limited to when there is a trade mismatch or error, or if one matched counterparty fails to fulfil its obligations. The impact of these risks is mitigated by limits and monitoring controls.

Liquidity risk

The HLL Group is exposed to liquidity risk, namely the risk that it may be unable to meet its payment obligations as they fall due. The HLL Group is highly cash generative and holds significant liquid assets. The HLL Group actively maintains a proportion of cash balances on short-term deposit, as well as ensuring the HLL Group has access to short-term revolving credit facilities, to help ensure that the HLL Group has sufficient available funds for operations.

The table below analyses the maturities of the undiscounted cash flows relating to financial liabilities of the HLL Group based on the remaining period to the contractual maturity date at the end of the reporting period.

	At 30 June 2025				At 30 June 2024			
	0-3 months £m	3-12 months £m	Over 1 year £m	Total £m	0-3 months £m	3-12 months £m	Over 1 year £m	Total £m
Trade and other payables:								
Trade payables	777.6	0.3	0.1	778.0	597.7	-	-	597.7
Other payables, including current lease liabilities	67.4	0.4	-	67.8	35.3	0.8	-	36.1
Non-current discounted lease liabilities	-	-	0.6	0.6	-	-	4.2	4.2
	845.0	0.7	0.7	846.4	633.0	0.8	4.2	638.0

Balances due within twelve months, in the table above, equal their carrying balances as the impact of discounting is not significant. Included in the trade and other payables and the lease liabilities above are figures in respect of leases accounted for under IFRS 16. These include discounted cash flows in relation to leases over property as outlined in note 2.10.

The undiscounted liability in relation to leases is shown below.

	At 30 June 2025 £m	At 30 June 2024 £m
Within one year	4.1	4.1
In the second to fifth years inclusive	0.2	4.2
Total minimum lease payments	4.3	8.3

The HLL Group has access to a revolving credit facility, with a UK bank. The facility allows the HLL Group to draw up to £75 million (2024: £75m) and is undrawn as at 30 June 2025. The facility incurs interest charges, consisting of a margin of 0.85% plus SONIA per annum when drawn.

As of 31 July 2025, the RCF of £75m has been superseded by a RCF of £270m. The facility incurs interest consisting of a margin of SONIA plus 3%-3.75% per annum when drawn, depending on the leverage of the business.

Credit risk

The HLL Group's credit risk is spread over a large number of counterparties and customers.

The HLL Group is exposed to credit risk from counterparties to securities transactions during the period between the trade date and the ultimate settlement date if the counterparty fails either to deliver securities or to make payment. Settlement risk is substantially mitigated as a result of the delivery versus payment mechanism whereby if a counterparty fails to make payment the securities would not be delivered to the counterparty. Therefore the risk exposure is to an adverse movement in market prices between the time of trade and settlement, which is generally one to four days. Conversely, if a counterparty fails to deliver securities, no payment would be made.

The trade receivables presented in the Statement of Financial Position are net of expected credit losses.

Also included within trade and other receivables in the Statement of Financial Position are term deposits. These are deposits with UK licensed banks for a period of three months or greater, where the HLL Group does not have immediate recall on the cash. The maximum amount of time that these deposits are outstanding at year end is 12 months.

Cash is held with UK licensed banks. The credit risk on liquid funds is managed by only depositing with UK regulated banks and the Group takes a conservative approach to treasury management, carrying out regular reviews of all its banks' and custodians' credit ratings.

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5.7 Financial instruments continued

The following table discloses the HLL Group's maximum exposure to credit risk on financial assets.

	At 30 June 2025 £m	At 30 June 2024 £m
Financial assets at amortised cost		
Cash and cash equivalents (including restricted cash)	708.4	616.6
Trade and other receivables	808.6	625.5
Accrued income	173.2	158.5
Term deposits	20.0	20.0
Financial assets at fair value through profit or loss		
Financial investments	0.2	1.2
	1,710.4	1,421.8

The following table contains an analysis of financial assets that are past due at the end of the reporting period. An asset is past due when the counterparty has failed to make a payment when contractually due and is considered to be a key indicator of risk.

The HLL Group applies the simplified approach to providing for expected credit losses for receivables, allowing the use of lifetime expected loss provisions to be made. To determine expected credit losses, financial assets have been grouped based on shared credit risk characteristics, such as the counterparty and the number of days past due.

	Within terms £m	0-3 months past due £m	3-6 months past due £m	6-12 months past due £m	Over 12 months past due £m	Total £m
At 30 June 2025						
Trade and other receivables:						
Trade receivables	792.2	6.7	2.8	1.6	1.1	804.4
Other receivables	4.2	-	-	-	-	4.2
Accrued income	173.2	-	-	-	-	173.2
Term deposits	20.0	-	-	-	-	20.0
	989.6	6.7	2.8	1.6	1.1	1001.8
At 30 June 2024						
Trade and other receivables:						
Trade receivables	608.9	5.6	1.4	1.1	2.2	619.2
Other receivables	6.3	-	-	-	-	6.3
Accrued income	158.5	-	-	-	-	158.5
Term deposits	20.0	-	-	-	-	20.0
	793.7	5.6	1.4	1.1	2.2	804.0

During the year, the HLL Group has recognised £0.2 million of expected credit losses (2024: £1.2m) in respect of receivables that are not expected to be recovered. At the end of the reporting period, £0.2 million (2024: £0.2m) of expected credit losses are recognised in respect of trade receivables. These balances have been provided for in full against the value of aged receivables and are presented net in the table above and in the Statement of Financial Position. As a result, the carrying amount of those receivables is £nil (2024: £nil) at year end.

The expected credit loss in relation to receivables is considered to be immaterial, due to the short-term nature of the receivable balance and the small value of assets that are outstanding for long periods, without any potential recourse allowing the HLL Group to reclaim the balance in full. The majority of balances are related to underlying investments that the HLL Group can sell to reclaim losses and therefore, while they are susceptible to macroeconomic factors the potential impact is immaterial given their short-term nature, as market balances are generally settled in two to four days.

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5.7 Financial instruments continued

The table on the next page shows the credit quality of financial assets that are current and not outstanding using the following counterparty grading:

- Financial institutions

In respect of trade receivables, £181.1 million (2024: £170.5m) is due from financial institutions regulated by the FCA or PRA in the course of settlement as a result of daily trading. Accrued income includes £137.5 million related to interest due from financial institutions regulated by the FCA and PRA. A further £8.7 million (2024: £6.7m*) relates to revenue items due from financial institutions regulated by the FCA or PRA.

* Restated to include accrued income earned on fees due from partner banks.

- Individuals

In respect of trade receivables, the balance is related to amounts due from individual clients in the course of settlement as a result of daily trading. Daily trading balances generally settle in one to four days.

The table below shows the credit category of financial assets that are within terms and considered the lowest level of risk.

	Financial institutions £m	Corporate clients £m	Individuals £m	Total £m
At 30 June 2025				
Trade receivables	212.5	0.1	579.6	792.2
Other receivables	4.2	–	–	4.2
Accrued income	146.6	–	26.6	173.2
Term deposits	20.0	–	–	20.0
Investments held at fair value through profit and loss	0.2	–	–	0.2
	383.5	0.1	606.2	989.8
At 30 June 2024				
Trade receivables	188.7	–	420.2	608.9
Other receivables	6.3	–	–	6.3
Accrued income	132.7	–	25.8	158.5
Term deposits	20.0	–	–	20.0
Investments held at fair value through profit and loss	1.2	–	–	1.2
	348.9	–	446.0	794.9

Based on the above counterparty type break-up, it has been concluded that there is no significant concentration risk.

Other risks

Inflation risk

Inflation risk is the risk that the HLL Group will sustain losses due to a high inflationary environment. Our exposure to inflation risk is considered to mostly impact staff costs and support costs.

The current levels of inflation seen in the market do not have a material impact on the financial statements.

Climate risk

We have assessed our exposure to climate risks and opportunities and undertaken scenario analysis. At the present time there is no material impact of climate-related risks on the financial statements.

Capital management

The HLL Group's objectives when managing capital are: i) to safeguard the HLL Group's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders; ii) to maintain a strong capital base and utilise it efficiently to support the development of its business; and iii) to comply with the regulatory capital requirements set by the FCA. Capital adequacy and the use of regulatory capital are monitored by the HLL Group's management and Board.

Capital management – Unaudited

Regulatory capital is determined in accordance with the requirements prescribed in the UK by the FCA. This is a two-step process requiring an assessment of the minimum capital requirements followed by an assessment of individual entity and Group risks of harm to ensure that an additional amount of capital is held above the minimum amount to accommodate the impact of any residual risk of harm.

Minimum capital requirements are calculated as the higher of certain baseline variables (depending on the specific requirements for the legal entity in question). In Hargreaves Lansdown Asset Management Limited (HLAM) this is calculated as the higher of the permanent minimum capital requirement, fixed overhead requirement and k-factor assessment (capital requirement based on the activities a firm undertakes).

The second step requires investment firms to assess firm-specific and HLL Group risk of harms, and costs of wind down, ensuring that they hold adequate capital over and above the amount set by the minimum capital requirements. The HLL Group completes this assessment of regulatory capital requirements using its HLL Group Internal Capital Adequacy and Risk Assessment process, which is a continuous and forward-looking exercise that includes stress testing on major risks, such as a significant market downturn, and identifying mitigating actions.

The HLL Group manages its retained earnings and share capital which total £873.2 million (audited) as at 30 June 2025 (2024: £816.5m – audited). Consistent with FCA requirements, HLAM specifically is required to disclose regulatory capital information; this will be available on the Group's website at www.hl.co.uk/investor-relations.

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SECTION 6: COMPANY FINANCIAL STATEMENTS
PARENT COMPANY STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Note	At 30 June 2025 £m	At 30 June 2024 £m
ASSETS			
Non-current assets			
Investments in subsidiaries	6.5	131.7	108.7
		131.7	108.7
Current assets			
Trade and other receivables	6.6	27.3	232.7
Cash and cash equivalents	6.7	343.6	327.1
		370.9	559.8
Total assets		502.6	668.5
LIABILITIES			
Current liabilities			
Trade and other payables	6.8	324.1	212.4
		324.1	212.4
Net current assets		46.8	347.4
Total liabilities		324.1	212.4
Net assets		178.5	456.1
EQUITY			
Called up share capital	6.9	1.9	1.9
Retained earnings	6.9	176.6	454.2
Total equity		178.5	456.1

The Company recorded a loss for the financial year ended 30 June 2025 of £59.8 million (2024: Profit £322.2m).

The financial statements of Hargreaves Lansdown Limited ("HLL"), registered number 02122142, on pages 92 to 98, were approved by the Board and authorised for issue on 25 September 2025.

Darren Worth
Interim Chief Financial Officer

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SECTION 6: COMPANY FINANCIAL STATEMENTS
PARENT COMPANY STATEMENT OF CHANGES IN EQUITY

As at 30 June 2025

	Share capital £m	Retained earnings £m	Total equity £m
At 1 July 2023	1.9	321.3	323.2
Profit and total comprehensive income	–	322.2	322.2
Increase in investment in subsidiaries	–	9.9	9.9
Dividend paid	–	(199.2)	(199.2)
At 30 June 2024	1.9	454.2	456.1
Loss and total comprehensive income	–	(59.8)	(59.8)
Effect of acquisition on share options	–	(0.5)	(0.5)
Dividend paid	–	(217.3)	(217.3)
At 30 June 2025	1.9	176.6	178.5

Details of the Company's dividends are as set out in note 3.2 to the consolidated financial statements.

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6.1 General information

Hargreaves Lansdown Limited (the Company) is a private company limited by shares and is incorporated and domiciled in the United Kingdom under the Companies Act 2006. The address of the registered office is One College Square South, Anchor Road, Bristol BS1 5HL, United Kingdom. The Company is the parent company of the HLL Group and the principal activity of the Company is to act as a holding company. The nature of the HLL Group's operations and its principal activities are set out in the Operating and Financial Review.

Basis of preparation

The Company financial statements of HLL have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101"). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006. The Company is a qualifying entity under FRS101, as it is a member of a group where the parent of that group prepares publicly available consolidated financial statements which are intended to give a true and fair view (of the assets, liabilities, financial position and profit or loss) and that member is included in the consolidation. The Company prepares and is itself included in the consolidated statements on pages 61 to 91. The Company moved to preparing the financial statements under FRS 101, in the prior year, to take advantage of reduced disclosure requirements, as the activity of the Company is limited in comparison to that of the HLL Group.

The preparation of financial statements in conformity with FRS 101 requires the use of certain significant accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, if any, are disclosed in note 6.3.

Financial Reporting Standard 101 – reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101: the requirements of paragraphs 45(b) and 46–52 of IFRS 2 Share based payments

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91–99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134–136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors

- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)–134(f) and 135(c)–135(e) of IAS 36 Impairment of Assets.

The Company financial statements are prepared on a going concern basis. The Directors believe that they have a reasonable expectation that the Company has adequate resources to continue in operational existence for 12 months from the date the financial statements are adopted.

Please see note 5.1 to the consolidated financial statements on page 83.

The financial statements have been prepared on the historical cost basis. Accounting policies have been applied consistently throughout the current and prior financial year.

6.2 Significant accounting policies

The accounting policies of the Company are the same as those of the HLL Group which are set out in the relevant notes to the consolidated financial statements, except that it has no policy in respect of consolidation and investments in subsidiaries are carried at historical cost, less any provisions for impairment.

6.3 Critical judgements and key sources of estimation uncertainty

As noted in note 5.2 to the HLL Group financial statements, the preparation of the financial statements requires management to make estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities. There are no critical judgements used in the preparation of the Company's financial statements.

The estimates on the following page are made in respect of the Company financial statements only.

Investments in subsidiaries

In the past, the Company made significant investments in Hargreaves Lansdown Advisory Services Limited to support the development of the Advice proposition. The parent company holds this investments at cost less accumulated impairment. An assessment is made of the recoverable amount, which requires estimation of future cash flows and fair values at appropriate discount rates and multiples for the purpose of calculation; the uncertainty comes mainly from the discount rates and fair value multiples used in the recoverable amount valuations.

SECTION 6: COMPANY FINANCIAL STATEMENTS
NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS CONTINUED

6.4 Loss for the year

As permitted by Section 408 of the Companies Act 2006, no Income Statement or Statement of Comprehensive Income is presented for the Company. The Company recorded a loss for the financial year ended 30 June 2025 of £59.8 million (2024: profit of £322.2m).

The auditors' remuneration for audit and other services is disclosed in note 1.4 to the consolidated financial statements.

6.5 Investment in subsidiaries

Investments in subsidiaries are held at cost less impairment, being the fair value of consideration paid and capital contributions made to the subsidiaries less impairment.

Impairment assessments are performed at least on an annual basis for all subsidiaries to assess whether the valuation is still appropriate. A comparison is made between the recoverable amount and the carrying value. This requires the calculation of either the fair value, less costs to sell of each subsidiary or the value in use. Value in use is calculated as the present value of discounted cash flows over an appropriate period at a discount rate appropriate for each subsidiary, fair value is calculated based on a multiple of revenues. Any losses are recognised immediately in the Statement of Comprehensive Income.

The Company has invested in Hargreaves Lansdown Advisory Services Limited and in the year ended 30 June 2023 impaired its investment by £10.8 million, with a £3 million reversal being recognised in the year ended 30 June 2024. In the current year we have reviewed the forecast cash flows and future revenues of the business on a discounted cash flow basis in accordance with IAS 36 to determine value in use. The recoverable amount has been determined to be £9.3 million and as a result there is no indicator of impairment.

	Year ended 30 June 2025 £m	Year ended 30 June 2024 £m
Investments in subsidiaries		
At beginning of year	108.7	90.9
Capital contribution to subsidiaries	23.0	9.8
Reversal of impairment in subsidiary valuation	-	8.0
At end of year	131.7	108.7
Comprising		
Non-current investments – investments in subsidiaries valued at cost less impairment	131.7	108.7

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6.5 Investment in subsidiaries continued

A list of the investments in subsidiaries is shown below, along with their country of incorporation and principal activity. Unless otherwise disclosed below, all subsidiaries have one ordinary class of share only and all shares are held by HLL.

Subsidiary company name	Country of incorporation and principal place of business	Company purpose/function	Percentage ownership	Voting rights
Hargreaves Lansdown Advisory Services Limited	UK ¹	Advisory services	100%	100%
Hargreaves Lansdown Asset Management Limited	UK ¹	Unit trust and equity broking, investment fund management, life and pensions consultancy	100%	100%
Hargreaves Lansdown Fund Managers Ltd.	UK ¹	Unit trust management	100%	100%
Hargreaves Lansdown Stockbrokers Ltd	UK ¹	Dormant company*	100%	100%
Hargreaves Lansdown (Nominees) Limited (100% shares held by Hargreaves Lansdown Asset Management Limited)	UK ¹	Nominee services*	100%	100%
Hargreaves Lansdown Insurance Brokers Limited	UK ¹	Dormant company*	100%	100%
Hargreaves Lansdown Investment Management Limited (100% shares held by Hargreaves Lansdown Fund Managers Ltd)	UK ¹	Dormant company*	100%	100%
Hargreaves Lansdown Savings Limited	UK ¹ UK ¹	Cash services	100% – Ordinary 100% – Class A	100%
Hargreaves Lansdown Savings (Nominees) Limited (100% shares held by Hargreaves Lansdown Savings Limited)	UK ¹	Nominee services*	100%	100%
Hargreaves Lansdown Pensions Limited (100% shares held by Hargreaves Lansdown Advisory Services Limited)	UK ¹	Dormant company*	100%	100%
Hargreaves Lansdown Pensions Trustees Limited	UK ¹	Trustee of the HL SIPP*	100%	100%
Hargreaves Lansdown EBT Trustees Limited	UK ¹	Trustee of the Employee Benefit Trust [†]	100%	100%
Hargreaves Lansdown Trustee Company Limited	UK ¹	Trustee of the Share Incentive Plan [†]	100%	100%
HL Tech Sp. Z O. O (100% shares held by Hargreaves Lansdown Asset Management Limited)	Poland ²	Service company	100%	100%

* Exempt from the requirements for audit under s394A and s448A of the Companies Act 2006.

† Exempt from the requirement for audit under s479A of the Companies Act 2006.

¹ Registered address One College Square South, Anchor Road, Bristol, BS1 5HL.

² Registered address Pl Europejski, 1 Warsaw 00-844, Poland.

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6.6 Trade and other receivables

	At 30 June 2025 £m	At 30 June 2024 £m
Financial assets		
Amounts receivable from subsidiaries and EBT	0.6	212.1
Term deposits	20.0	20.0
Accrued Income	0.8	0.3
Other receivables	5.4	-
	26.8	232.4
Non-financial assets		
Prepayments	0.5	0.6
	27.3	232.7

Movement in amounts receivable from subsidiaries and EBT relates to HLL Group cash management.

Term deposits are held by the Company on unbreakable terms greater than three months and are classified as financial assets.

The Company applies the simplified approach to providing for expected credit losses for receivables, allowing the use of lifetime expected loss provisions to be made. To determine expected credit losses, financial assets have been grouped based on shared credit risk characteristics, such as the counterparty and the number of days past due. The value of expected credit losses on the assets subject to credit risk is immaterial.

6.7 Cash and cash equivalents

	At 30 June 2025 £m	At 30 June 2024 £m
Cash and cash equivalents		
Company cash and cash equivalent balances	343.6	327.1

Cash and cash equivalents comprise cash and institutional cash funds with near instant access.

No disclosures for financial instruments have been made in respect of the Company as the only significant financial instruments held by the Company are cash and term deposit balances as shown above.

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6.8 Trade and other payables

	At 30 June 2025 £m	At 30 June 2024 £m
Financial liabilities		
Amounts payable to subsidiaries	298.8	211.8
Other payables	23.6	-
	322.4	211.8
Non-financial liabilities		
Accruals	1.7	0.6
	324.1	212.4

Amounts payable to subsidiaries comprise short-term borrowing from subsidiaries, repayable on demand. The fair values of amounts owed to subsidiaries are equal to their carrying amounts.

6.9 Called up share capital

Details of the Company's share capital are as set out in note 3.1 to the consolidated financial statements. The Company has a share premium account that represents the difference between the issue price and the nominal value of shares issued and was unchanged at £8,000 throughout the 2024 and 2025 financial years.

The Company has a capital redemption reserve that relates to the repurchase and cancellation of the Company's own shares and was unchanged at £12,000 throughout the 2024 and 2025 financial years.

Details of the movements in retained earnings are set out in the Parent Company Statement of Changes in Equity.

6.10 Related party transactions

The key management personnel of the company were the Executive Directors, up to the date of acquisition by Hargreaves Lansdown Group Limited ("HLGL" formerly Harp Bidco Limited). Since that point the key management personnel were the Directors, for the remainder of the Financial Year.

The relevant disclosures are given in note 5.6 to the consolidated financial statements. The cost of providing share scheme benefits to the employees of the subsidiaries is not charged directly to the subsidiaries. Instead, the Company provides a capital contribution to its subsidiaries in respect of these schemes.

The Company has one employee (2024: nil).

Any amounts outstanding with related parties are unsecured and will be settled in cash.

No guarantees have been given or received in respect of amounts outstanding. Immaterial expected credit losses have been recognised in respect of the amounts owed by the related parties.

6.11 Events after the reporting period

Events after the reporting period are shown in note 5.5 of the consolidated financial statements on page 85.

6.12 Ultimate parent undertaking

On 24 March 2025, HLL and its subsidiary undertakings were acquired by HLGL, a company registered in England and Wales. This is the parent undertaking of the largest group into which the Company is consolidated. As a result of the acquisition of HLL, the direct and ultimate parent company is HLGL, being the largest single entity that exerts control over the HLGL Group. Harp ConsortiumCo Limited, a company registered in Jersey, is the last company in which there is a majority holding in the HLGL Group and is owned in equal share and voting rights between CVC Funds, through fund holdings in Harp Jersey Limited, Nordic Capital, through fund holdings Cidron Harp 2 Limited, and the Abu Dhabi Investment Authority, through their 100% ownership of Platinum IVY B 2018 RSC Limited. As a result there is no ultimate controlling party.

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DIRECTORS, COMPANY SECRETARY, ADVISERS AND SHAREHOLDER INFORMATION

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Executive Directors

Dan Olley (Resigned 01/08/25)
Richard Flint (Appointed 30/06/25)
Amy Stirling (Resigned 31/07/25)
Darren Worth (Appointed 01/08/25)

Non-Executive Directors

Andrea Blance (Resigned 24/03/25)
Adrian Collins (Resigned 24/03/25)
Penny James (Resigned 24/03/25)
Moni Mannings (Resigned 31/10/24)
Michael Morley (Resigned 24/03/25)
Alison Platt (Resigned 24/03/25)
Darren Pope (Resigned 24/03/25)
John Troiano (Resigned 24/03/25)

Company Secretary

Claire Chapman (Resigned 25/03/25)
Craig Diamond (Appointed 25/03/25)

Independent auditors

PricewaterhouseCoopers LLP, 2 Glass Wharf,
Bristol, BS2 0FR

Registered office

One College Square South
Anchor Road
Bristol BS1 5HL

Website

www.hl.co.uk

Company number

02122142

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Measure	Definition	Why we use this measure
Adjusted EBITDA	Earnings before interest, tax, depreciation and amortisation, adjusted for exceptional costs and strategic investment costs.	It is the appropriate measure in line with our internal KPIs and excludes the impact of one-off strategic and development costs, as well as exceptional items such as the costs associated with the acquisition of the Group, so as to provide a more suitable comparison between financial years.
Underlying activity costs	Underlying cost related to stockbroking, financial services costs and marketing costs on a transactional basis related to the volume of activity undertaken by our clients.	This has been amended in the period to provide visibility of the costs that are associated with both client numbers and transactional volumes, to allow comparison from year to year.
Dividend per share (pence per share)	Total dividend payable relating to a financial year divided by the total number of shares eligible to receive a dividend. Note: ordinary shares held in the Hargreaves Lansdown Employee Benefit Trust have agreed to waive all dividends (see note 3.2 to the consolidated financial statements).	Dividend per share is pertinent information to shareholders and investors and provides them with the ability to assess the dividend yield of Hargreaves Lansdown Ltd (formerly plc) shares.
Underlying people costs	Underlying cost related to staff, the main driver of cost in our business.	People costs are our largest cost category and our people are the key driver of our business and our strategy.
Market growth and other	The underlying market movement and other retained investment income, including dividends reinvested on behalf of clients.	Provides the best measure for highlighting changes in the AUA that are not directly impacted by client activity.
Net interest margin (bps)	Revenue from cash divided by the average value of cash under administration, net of interest received by clients.	Provides the most comparable means of tracking, over time, the margin earned on the cash under administration after considering the amount received by clients.
Revenue margin (bps)	Total revenue divided by the average value of assets under administration which includes the Portfolio Management Services assets under management held in funds on which a platform fee is charged.	Provides the most comparable means of tracking, over time, the margin earned on the assets under administration and is used by management to assess business performance.
Revenue margin from cash (bps)	Revenue from cash (net interest earned on the value of client money held on the platform divided by the average value of assets under administration held as client money).	Provides a means of tracking, over time, the margin earned on cash held by our clients.
Revenue margin from funds (bps)	Revenue derived from funds held by clients (platform fees, initial commission less loyalty bonus) divided by the average value of assets under administration held as funds, which includes the Portfolio Management Services assets under management held in funds on which a platform fee is charged.	Provides the most comparable means of tracking, over time, the margin earned on funds held by our clients.
Revenue margin from HL Funds (bps)	Management fees derived from HL Funds (but excluding the platform fee) divided by the average value of assets held in the HL Funds.	Provides a means of tracking, over time, the margin earned on HL Funds.
Revenue margin from shares (bps)	Revenue from shares (stockbroking commissions, management fees where shares are held in a SIPP or ISA, less the cost of dealing errors) divided by the average value of assets under administration held as shares.	Provides a means of tracking, over time, the margin earned on shares held by our clients.

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Measure	Definition	Why we use this measure
Strategic investments costs	The total cost (excluding capitalisation), of the Strategic Investment Programme including staff and professional fees relating to the planning, commencement and undertaking of the digital technology strategy, strategic growth initiatives and the cost of expanding associated compliance, infrastructure and support functions.	Costs relating to the planning and commencement and undertaking of the digital technology strategy and core growth initiatives, which include staff costs, professional fees and technology costs, that are considered separately to reflect the impact on the results of the Group.
Underlying support costs	Underlying support costs includes costs previously known as legal and professional fees and office running costs, including operating lease rentals. Also included in underlying support costs are depreciation of owned plant and equipment, amortisation of other intangible assets and impairment.	Provides an assessment of our other costs.
Underlying technology costs	Costs associated with the use of third-party software and data feeds used in the performance of daily business.	Provides a means of understanding the impact that increasing or changing our proposition has on our costs.
Assets under administration (AUA)	This is the value of all assets administered or managed by Hargreaves Lansdown on behalf of its clients.	Assets under administration provides a measure of the growth and strength of the business on a comparable basis. It is also a key driver of revenue, especially with respect to ongoing revenue.
Net new business (NNB)	Represents subscriptions, cash receipts, cash and stock transfers in less cash withdrawals, cash and stock transfers out.	Net new business provides a clear indication of how assets under administration changes over time it separates those movements in AUA that are related to client movements and those that are market related.
Underlying operating costs	Operating costs less strategic investment costs, intangible impairment and restructuring costs. In the prior year this also excluded “dual running costs”, this phrasing is no longer used, but there is no change in calculation.	Provides relevant information on the year-on-year cost of the underlying business as we go through a period of significant strategic investment.
Underlying profit before tax	Profit before tax excluding strategic investment costs, intangible impairment and restructuring costs. In the prior year this also excluded “dual running costs”, this phrasing is no longer used, but there is no change in calculation.	Provides the best measure for comparison of profit before tax of the underlying business performance as we go through a period of significant strategic investment.

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Measure	Measure per Operating and Financial Review £m	Measure per Financial Statements £m	Difference £m	Explanation
Underlying activity costs	54.9	54.9	–	This measure is the same as the activity costs figures within note 1.3.
Underlying people costs	182.9	222.7	39.8	Equivalent to staff costs figure within note 1.3, less strategic investment costs and restructuring costs totalling £39.8 million.
Underlying support costs	40.5	138.1	97.6	The measure is the same as support costs, within note 1.3, excluding exceptional deal and strategic development costs of £97.6 million.
Underlying technology costs	48.1	49.9	1.8	Technology costs per note 1.3, less strategic investment costs of £1.8 million.
Underlying operating costs	333.3	488.1	154.8	Operating costs per note 1.3 less £15.6 million of depreciation and amortisation costs and £139.2 million of exceptional costs related the to the acquisition of the Group, strategic investment costs and restructuring costs.
Underlying profit before tax	544.3	405.1	139.2	Profit before tax per the Statement of Comprehensive Income after adding back £139.2 million of exceptional costs related the to the acquisition of the Group, strategic investment costs and restructuring costs.
Adjusted EBITDA	527.3	372.5	154.8	Equal to Operating Profit in the Income Statement, less the impact of using underlying operating costs defined above in the calculation as opposed to Operating costs. A difference of £154.8 million as noted.

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A

AGM Annual General Meeting

Asset retention rate Based on the monthly lost AUA as a percentage of the opening month's AUA and averaging for the year

AUM Assets Under Management is the value of all assets managed by Hargreaves Lansdown Fund Managers

B

Board The Board of Directors of Hargreaves Lansdown Ltd (formerly plc)

BRC Board Risk Committee

C

CASS Client Assets Sourcebook

Client hub account a segregated bank account, for Active Savings clients, where client money will be safeguarded by HL until clients choose what to do with it.

Client retention rate Based on the monthly lost clients as a percentage of the opening month's total clients and averaging for the year. A lost client is deemed as one who falls below a holding of £100

CIC Change in Control

CODM Chief Operating Decision Maker

Company Hargreaves Lansdown Ltd (formerly plc)

Corporate Schemes This related to HL Workplace Solutions which allow employers to offer the benefits of the Hargreaves Lansdown Vantage service to employees via the workplace

D

D2C Direct-to-consumer

DEFRA Department for Environment, Food & Rural Affairs

DR Disaster Recovery

DTR The FCA's Disclosure Guidance and Transparency Rules sourcebook

E

EBITDA Earnings before interest, tax, depreciation and amortisation, adjusted for exceptional costs

EBT Employee Benefit Trust

ERC Executive Risk Committee

ESG Environmental, social and governance

F

FATCA Foreign Account Tax Compliance Act

FCA Financial Conduct Authority, regulator of the UK financial services industry

FRC Financial Reporting Council

FSCS Financial Services Compensation Scheme

FTE Full-time equivalent employees

G

GAAP Generally Accepted Accounting Principles

Group Hargreaves Lansdown Ltd (formerly plc) and its controlled entities

H

Harp BidCo Limited now HLGL the Company that acquired the Hargreaves Lansdown Group

HL Hargreaves Lansdown

HLGL Hargreaves Lansdown Group Limited (formerly Harp Bidco Limited)

HMRC His Majesty's Revenue and Customs

I

IAS International Accounting Standards

IBS Important Business Services

ICAAP Internal Capital Adequacy Assessment Process

ICARA Internal Capital Adequacy and Risk Assessment

IFPR Investment Firm Prudential Regime

IFRS International Financial Reporting Standards

ISA Individual Savings Account

ISSB International Sustainability Standards Board

IT Information Technology

K

KPI Key Performance Indicator

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L

LISA Lifetime ISA

Listing Rules Regulations subject to the oversight of the FCA applicable to companies listed on a UK stock exchange

Loyalty bonus A reward to customers for holding certain collective investments within the Vantage wrapper. This is paid on a regular basis as a percentage of qualifying assets

LTIP Long-term incentive plan

M

Material Risk Takers Persons identified as meeting the criteria of 'material risk takers' as set out in the European Banking Authority regulatory technical standard and consequently subject to the requirements of the Remuneration Code.

MGC Model Governance Committee

MLRO Money Laundering Reporting Officer

Multi-Manager funds A range of funds offered by Hargreaves Lansdown which are managed under the Fund of Funds format

N

NED Non Executive Director

Net new clients Represents the net of new clients less lost clients in the period

Net revenue Total revenue less commission paid, which is primarily the Loyalty Bonus paid to clients

Nominated Director The non-independent Non-Executive Director appointed to the Board by Peter Hargreaves pursuant to his shareholder agreement with the Company

NPS Net Promoter Score

Number of new clients Unique number of clients holding at least one account (PMS, ISA, SIPP or Fund and Share Account) with a value greater than £100 at the year end

O

ONS Office for National Statistics

ORC Operational Risk Committee

Organic growth Growth in assets under administration can be attributed to two main causes. The first is growth due to the appreciation in the value of existing assets and the second is organic growth through additional contributions

P

Pillar 1 and 2 capital requirements The Basel Committee on Banking Supervision set out certain capital requirements which must be met by qualifying financial institutions

Pillar 3 A set of disclosure requirements which enable the market to assess information on a firm's risks, capital and risk management procedures

Platform The advisory and research business specialising in investment platforms which compiles the Direct Platform Guide

PMS Portfolio Management Service

R

RDR Retail Distribution Review

S

SASB Sustainability Accounting Standards Board

SAYE scheme Save As You Earn scheme

SDR Sustainability Disclosure Requirements

SID Senior Independent Director

SIPP Self-invested Personal Pension

SMCR Senior Managers and Certification Regime

SPP Sustained Performance Plan

SREP The FCA's supervisory review and evaluation process

T

TCFD Task Force for Climate-related Financial Disclosures

U

UCITS Undertakings for Collective Investment in Transferable Securities

UK Corporate Governance Code A code published by the FRC which sets out standards for best boardroom practice with a focus on board leadership and effectiveness, remuneration, accountability and relations with shareholders

UNSDG United Nations Sustainable Development Goals

Y

Year end/financial year Our financial year starts on 1 July and ends on 30 June

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Cautionary statement concerning forward-looking statements

This document comprises the Report and Financial Statements for the year ended 30 June 2025 for Hargreaves Lansdown Ltd (formerly plc) (the 'Company') and its subsidiaries.

It contains certain forward-looking statements with respect to the financial condition and the results of the Company, including statements about the Company's beliefs and expectations and including, without limitation, statements containing the words 'may', 'will', 'should', 'continue', 'aims', 'estimates', 'projects', 'believes', 'intends', 'expects', 'plans', 'seeks' and 'anticipates', and words of similar meaning, are forward-looking statements. These statements are based on plans, estimates and projections as at the time they are made, and therefore undue reliance should not be placed on them. By their nature, all forward-looking statements involve risk and uncertainty because they relate to events and depend upon circumstances that may occur in the future. The forward-looking statements are based on current assumptions and estimates by the management of the Company. Past performance cannot be relied upon as a guide to future performance and should not be taken as a representation that trends or activities underlying past performance will continue in the future. Such statements are subject to numerous risks and uncertainties that could cause actual results to differ materially from any expected future results in forward-looking statements. These risks may include, for example: changes in the global economic situation; a lack of alignment between the Company's propositions and activities and its strategic objectives; poor performance of markets adversely affecting the Company's

revenue and impacting strategic expectations; a failure to effectively manage and maintain existing technological architecture, environment or components that are key to operational delivery; a failure to design or implement appropriate policies, processes or technology; a failure to comply with regulatory and legal standards or expectations; a failure to design or implement frameworks to counter financial crime risks; a failure to design or implement appropriate frameworks to manage data and data storage risk; a failure of the Company's culture and values to support appropriate client-focused conduct leading to poor client outcomes; a failure to establish robust operational resilience solutions; and a failure to attract, retain, develop and motivate people who are aligned to the Company's values. Further information on all these risks is provided on pages 19 to 24 of the Strategic Report section of this document. The Company provides no guarantee that future development and future results actually achieved will correspond to the forward-looking statements included here and accepts no liability if they should fail to do so. Neither the Company nor any member of its group undertakes any obligation to update these forward-looking statements, which speak only as at the date of this document and will not publicly release any revisions that may be made to these forward-looking statements, which may result from events or circumstances arising after the date of this document, except as required under applicable laws and regulations. Nothing in this document constitutes, nor should it be construed as, a profit forecast or estimate.

Hargreaves Lansdown Limited

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