

Company Registration Number 00741598

# IBM United Kingdom Limited

## Financial Statements

31 December 2023



# IBM United Kingdom Limited

## Financial Statements

For the Year Ended 31 December 2023

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Contents	Page
Company Information	1
Strategic Report	2
Directors' Report	11
Statement of Directors' Responsibilities in respect of the Financial Statements	23
Independent Auditors' Report to the Members of IBM United Kingdom Limited	24
Income Statement	28
Statement of Comprehensive Income	29
Statement of Financial Position	30
Statement of Changes in Equity	32
Statement of Cash Flows	33
Notes to the Financial Statements	34

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# IBM United Kingdom Limited

Company Information  
For the Year Ended 31 December 2023

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<b>Company registration number</b>	00741598
<b>The board of directors</b>	N Hodson R Kalia E G Frederiksen T Eagle A Garcia Latorre
<b>Company secretary</b>	E Wright
<b>Registered office</b>	PO Box 41 North Harbour Portsmouth Hampshire PO6 3AU
<b>Independent auditors</b>	PricewaterhouseCoopers LLP Chartered Accountants & Statutory Auditors Savannah House 3 Ocean Way Southampton Hampshire SO14 3TJ
<b>Bankers</b>	Barclays Bank PLC 1 Churchill Place Canary Wharf London E14 5HP

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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The directors present their strategic report of IBM United Kingdom Limited for the year ended 31 December 2023.

### Review of the business

IBM United Kingdom Limited ('the company' or 'IBM UK'), a subsidiary of International Business Machines Corporation ('IBM' or 'IBM Corporation'), is the primary entity serving one of the most strategically significant markets for IBM Corporation, with a rich tradition and history of innovation since the inception of the International Time Recording Company - the precursor to IBM United Kingdom - in 1912.

IBM Corporation is a global leader in hybrid cloud and artificial intelligence and consulting services provider, operating in more than 175 countries. Today, IBM has defined a clear strategy to lead in the era of hybrid cloud and AI. The Corporation is integrating technology and expertise - from IBM, its partners, and even its competitors - to meet the urgent needs of clients, who see hybrid cloud and AI as crucial sources of competitive advantage. IBM Corporation is ready to be the catalyst that makes the world work better as the company works with its clients in pursuit of the digital transformation of their mission-critical businesses.

In the UK, IBM is tightly woven into the fabric of society – its technology is the gold standard for digital transformation projects nationwide. IBM UK helps the majority of the world's banks run credit card transactions, retailers run supply chains, telcos connect customers, healthcare providers improve patient care, and companies from across industries safeguard cybersecurity and more. As one of the largest technology employers in the country, IBM UK is integral to the national economy, investing approximately £170 million in Research and Development each year. In 2023, IBM Research signed an agreement with The National Quantum Computing Centre to provide Quantum Computing Access to UK academic, research, and public sector organisations, enabling the UK to solve some of the most complex and challenging problems facing society.

IBM is known for attracting world-class talent, frequently collecting such accolades as one of both TIME and Fortune's 100 Best Companies to work. In 2023, IBM UK won the UK Diversity, Equity and Inclusion Special award at the UK IT Industry Awards and is a Disability Confident accredited employer; the scheme is run by the Government and designed to support and recognise businesses that are actively inclusive in their recruitment and retention practices.

IBM UK is also addressing the current skills gap through SkillsBuild, which is delivered to secondary education institutions nationwide to equip students with digital skills for their entry into the workplace. In 2023, IBM UK was awarded the Princess Royal Training Award for recognition of its Apprenticeship program. Additionally, as many as 30 UK IBM employees have been awarded honours from the Royal Head of State for services to our nation in fields including technology, education, marketing, diversity and inclusion, and more. The company is proud that many senior technology leaders of global renown (Master Inventors and Distinguished Engineers) call IBM UK home. In 2024, IBM UK continues to support its clients, co-creating with partners, investing in new technologies, and supporting its workforce. All of this is backed by IBM's legendary commitment to trust, transparency, responsibility, inclusivity, and service.

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

### Review of the business (continued)

	2023	2022	
	£m	£m	Yr-to-Yr
Revenue	<b>3,060.8</b>	3,123.0	<b>(2.0)%</b>
Gross profit margin	<b>10.0%</b>	6.9%	<b>3.1%</b>
Administrative expenses, net impairment losses on financial assets and other operating income	<b>(157.9)</b>	(149.9)	<b>5.3%</b>
Operating profit	<b>147.6</b>	65.7	<b>124.7%</b>
Profit before income tax	<b>172.9</b>	70.4	<b>145.6%</b>

*The full trading results and cash flows for the year and the company's financial position at the end of the year are shown on pages 28 to 33 of the financial statements.*

Total revenue decreased by 2.0 percent compared to 2022. Revenue from the core business units ('Home Revenue' per note 3 of the financial statements) increased by 4.2 percent. Export revenues, which are derived from sales of services to companies in the IBM group overseas, decreased by 27.4 percentage points compared to 2022 due to a change in the organisation of IBM group research and development activities. Gross profit margins increased by 3.1 percentage points year on year as a result of a greater mix towards high value offerings in Consulting and Software and by digitally transforming internal processes and scaling AI to enhance productivity within IBM.

The increase in operating profit of £81.9 million is primarily driven by the improvement in gross profit as detailed above and the increase in profit before income tax of £102.5 million is additionally affected by positive movement in interest income of £18.9 million.

The financial position of the company has changed year on year to a closing net asset position of £1,755.4 million from £1,876.1 million in 2022. The decrease of £120.7 million is mainly driven by the distribution of dividends, partially offset by the generated profit for the year, and the decrease in the net retirement benefit asset due to the annual evaluation of pension assets and liabilities. The directors are pleased with the performance of the company given the challenging economic environment. In 2023 IBM UK, as part of the IBM group, made significant progress in its journey to become a more innovative and focused company, built around the two most transformational technologies of our time: hybrid cloud and AI. The company expanded its ecosystem of partners, and enhanced productivity. IBM UK continued to address the evolving needs of clients – to help revolutionise customer service, modernise countless lines of code, and automate enterprise tasks.

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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### Principal risks and uncertainties

The key business risks affecting the company are considered to relate to the economic environment, technology obsolescence and the competitive environment.

#### *Economic Environment*

IBM UK's business profile positions it well in challenging macroeconomic times. The diversification across industries, clients and business mix and its recurring revenue base provide some stability in revenue, profit and cash generation. In the current environment, technology demand continues to be a major driving force behind economic and business growth. Businesses and governments are looking for opportunities to scale, offer better services, drive efficiencies and seize new market opportunities. More recently, geopolitical events and the interest rate environment are adding to the uncertainty. In response clients are leveraging technologies like hybrid cloud and artificial intelligence that boost productivity and competitiveness.

#### *Technology Obsolescence*

Information Technology solutions are rapidly evolving and, in order to stay relevant to our clients IBM continues to shape the technologies of tomorrow. IBM Research continues to advance the fundamental science of computing, driving innovation and pioneering a new era of accelerated discovery. IBM Research works with clients and our business units through global labs on near- and mid-term innovations. IBM UK not only benefits from this research and development work but it also provides skilled UK resources to the IBM group in support of this innovation work. Working across two locations (Daresbury and Hursley) the UK teams have been constantly contributing to creating what's next in computing. Research is motivated by today's most pressing challenges both in the global context and specific to UK industries and institutions. They bring cutting-edge computational science and engineering to define the quantum computing of the future, the next generation of artificial intelligence, and the technologies that will help accelerate scientific discovery, for UK and beyond.

#### *Competitive Environment*

The company operates in a highly competitive market against many large established providers as well as new providers entering the UK market. The company continues to transform itself to remain competitive in the market and we promote our ability to innovate and integrate for our clients. The directors consider this to be a unique proposition which sets IBM apart from its competition. The company also continues to make acquisitions to enhance and diversify its offerings.

### Key performance indicators

The company is managed by the company's board of directors along with other UK IBM entities. The performance and results for all UK entities are analysed on a worldwide IBM measurement basis, at a business unit level. For this reason, other than the figures disclosed above, the directors of the company believe that analysis using key performance indicators is not appropriate for an understanding of the development, performance or position of the business shown in these financial statements. The development, performance and position of International Business Machines Corporation, which includes the UK entities, is discussed in the Corporation's annual report for the year ended 31 December 2023, which does not form part of this report.

### Future developments

Technology has proven to be a fundamental source of competitive advantage. Continued demand for technology will serve as a major driving force behind global economic and business growth as businesses look to scale, offer better services, drive efficiencies and seize new market opportunities. Clients are asking how to boost productivity with AI and how to manage their technology stack, much of which is deployed across a hybrid environment: public, private and on-premise. These trends continue to fuel demand for both hybrid cloud and AI. In 2024 the company will continue to advance its hybrid cloud and AI strategy. IBM will co-create with its clients and ecosystem to realise business value through digital transformations, as their trusted innovation partner.

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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### Section 172 Statement

The board of directors, in line with their duties under s.172 of the Companies Act 2006, act in a way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole and in doing so have regard to a range of matters and stakeholders when making decisions for the long term. Key decisions and matters that are of strategic importance to the company are appropriately informed by s.172 factors.

The company's strategy is in line with that of its ultimate parent, International Business Machines Corporation ('IBM'). IBM's group strategy and business model are described on pages 11 - 15 of IBM's annual report for the year ended 31 December 2023 (which does not form part of this report).

In addition to the governance provided by the board of directors, as a subsidiary of IBM, the company is subject to extensive organisational and management systems which enable the board through its directors, and through corporate delegations, to organise and oversee governance of the day-to-day operational activities of the company. Further details of these systems are set out in the company's Corporate Governance Statement.

The board recognises that the long-term success of the company's business is dependent on the way the company interacts with stakeholders, including employees, clients, suppliers, the community and the environment.

### *Employees*

Through the IBM management system, the company engages with and listens to employees in many ways, including through the annual employee engagement surveys; town hall meetings; internal publications; updates from the general manager; round tables; fireside chats and newsletters. Through the same management system, the company maintains responsibility for safeguarding the interests of employees. In addition, the company, through the board of directors and applicable delegations, manages and oversees the company's obligations in relation to the employee pension schemes.

During 2023, the directors and other local leaders were briefed on a range of employment matters, including employee engagement, increasing diverse representation at all levels of the business, talent, sponsorship and mentoring programmes and ongoing focus on mental health and well-being.

Employee survey results are analysed, reviewed and action plans developed as a result of the feedback; these surveys give employees an opportunity to express their views on matters of company strategy, management and employee inclusion and experience.

One of the directors, the UK general manager, chairs the UKI Inclusion Council. The council is attended by the Business Resource Group (BRG), Community Executive Sponsors and Business Unit Leaders and provides leadership on IBM's Diversity & Inclusion agenda in the UK, considering and representing the diverse communities of employees. Executive Sponsors represent the following communities: 1) Women 2) LGBTQ+ 3) Black 4) Asian 5) People with Diverse Abilities 6) Carers 7) Military Veterans 8) Mental Health 9) Men. In 2023 the council welcomed a new BRG who represents IBM UK's Hispanic and Latino community.

In 2023, examples of matters considered by the council included: 1) a SWOT analysis provided by each Business Resource Group and Business Unit to support focus on common challenges; 2) a review of the Inclusion events calendar; 3) communication strategy; 4) funding; 5) new global D&I initiatives, and adoption in the UK. Feedback from the General Manager's roundtable held with all the BRG leaders and feedback from the 2023 engagement survey were also considered.

The Council also celebrated 2023 award wins including the UK IT Diversity & Inclusion award presented by the British Computing Society and securing 'Carer Positive Employer' status in Scotland, in addition to many individual awards, recognising our strong female talent and mentorship capabilities. The UK General Manager is personally involved with driving the inclusion agenda, as she sponsors many internal events, speaks at

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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Inclusion Events externally, and regularly posts on social media around the topic of Diversity, Inclusion and Well-being.

Further details on employee matters can be found in the Directors' Report on page 12 and in the Corporate Governance Statement on page 15.

### *Clients*

IBM focuses on building strong relationships with its clients and spends considerable time with them to understand their needs and views and how IBM can improve its service to them. IBM UK operates the Client Advisory Council, which meets three times a year and includes members of the IBM UK board of directors.

The IBM Client Advisory Council comprises a dynamic, dedicated group of senior (C-Suite) executive clients from multiple industries and geographies who are leading the digital evolutions of their enterprises and industries. Representing major companies and organisations from the United Kingdom and Ireland, members of the council contribute first-hand knowledge and diverse executive viewpoints on the market and industry trends driving the transformation of today's business models, and the technical and business architectures required to succeed. Council members include Chief Information Officers (CIOs), Chief Operating Officers (COOs) and other strategic leaders who are driving the innovation agendas of their companies. They are responsible for technology and consulting decision-making within their organisations and have an informed opinion about how the company performs and delivers, how its competitors compare and can comment on any areas of distinction / improvement.

The IBM Client Advisory Council discusses and evaluates the various challenges facing the industry, the company, and client organisations, relative to digital transformation and business model change that most organisations are undertaking. The council focuses on topics that reflect the core investment areas for the company and the priorities of its clients. Active participation from council members helps prioritise topic areas and shape agendas, with council members and the company contributing to content for each meeting agenda.

Council members are invited to bring a relevant question to the table related to AI, Cloud, Quantum, Digital Transformation and more, with a view to discussing this amongst a small network of C-Suite peers in a supportive, conversational and confidential collegiate setting. In some cases, council members are asked to co-lead a deeper discussion to offer perspectives on a recent experience, specific trend or future investment.

The council also invites external guest speakers from the industry (from organisations including Tech UK and others).

### *Suppliers*

The board recognises that the relationship with suppliers is important to the company's long-term success and has signed up and adheres to the Prompt Payment Code. In 2023, the board also reviewed the company's Modern Slavery Act obligations and approved the company's Modern Slavery Act statement for publication given the importance of such matters to the IBM supply chain.

IBM has long committed to doing business with suppliers who conduct themselves with high standards of ethical, environmental, and social responsibility. Since 2010, IBM has required its first-tier suppliers to create and maintain a social and environmental management system to address their responsibilities within a year of starting to do business with IBM. IBM suppliers must establish their management systems, measure performance, set goals, disclose results, and cascade these requirements to their upstream suppliers who perform work material to the good and services provided to IBM. These requirements are directed to IBM suppliers, whether they are global or locally based here in the UK.

Consideration of the impact on suppliers of business operations is also reflected in IBM's collaboration with the Responsible Business Alliance and Responsible Minerals Initiative, the principles of which are embedded in local processes. Further details are given in the Corporate Governance Statement.

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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The board supports these measures and considers impact to suppliers, through its implementation of the management system and approved IBM Procurement processes. Further details can be found in the Corporate Governance Statement, together with those of other UK-based supplier support processes and initiatives.

### *Community and Environment*

The company, as a part of the broader IBM group and supported by the board, seeks to ensure that it makes a positive contribution to the communities and societies of which it is a part, with a key focus on education and skills.

IBM believes the talent gap is a challenge facing businesses today and is taking bold actions to help close it through social impact education programmes. In 2021 IBM committed to skill 30 million people by 2030. This will help democratise opportunity, fill the growing skills gap and give new generations of workers the tools they need to build a better future for themselves and society. Since then over 11.5 million people have engaged with training content provided free of charge by IBM. A further commitment to train 2 million learners in AI (Artificial Intelligence) by the end of 2026, was made in September 2023.

There are a number of global education and skills programmes which IBM offers to communities around the world. In the UK the company focuses on one key education and skills initiative – IBM SkillsBuild.

IBM SkillsBuild is a free education programme that provides valuable skills and career opportunities to traditionally underrepresented communities in technology. It includes an online platform that is complemented by customised practical learning experiences delivered in collaboration with a global network of partners. The programme serves learners around the world and offers over 1,000 courses in over 20 different languages on AI, cybersecurity, data analysis, cloud computing and many other technical disciplines in addition to workplace skills. In the second half of 2023 IBM launched a roadmap of new, free course offerings in AI, including AI fundamentals, chatbots, and crucial topics such as AI Ethics. Most recently, in 2024 IBM launched new fundamental and advanced coursework in generative AI.

IBM UK is committed to helping under-served communities like veterans, refugees, and young people develop new skills and advance their career. The company achieves this by partnering with non-government organisations to encourage participation in IBM SkillsBuild and project-based learning programmes. IBM UK employees also volunteer and provide mentorship to participants.

In terms of students the company is working with schools and universities to roll out IBM SkillsBuild to as many students and teachers as possible. As part of the engagement a school visit programme has been established where classes of secondary school age students are brought into the company's London Innovation Studio.

IBM SkillsBuild also serves adult job seekers who wish to up-skill and re-skill and has content arranged around career learning paths. The company is providing enhancements such as online skills bootcamps and mentoring.

Globally IBM has made a commitment to log 4 million volunteer hours by 2025. The IBM Volunteers programme supports active and retired IBM employees who donate their time and talents to academia, grassroots initiatives and organisations helping to build communities. IBM routinely brings the workforce together through global campaigns that feature both in-person and virtual opportunities for meaningful community engagement that addresses critical mission areas.

Further details of the company's support to its community and its approach to environmental matters can be found in the Non-Financial and Sustainability Information Statement on page 9 and the 2023 IBM Impact Report which can be found at: <https://www.ibm.com/impact/reports-and-policies>.

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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The company board also recognises that trust and responsibility lie at the heart of the company's business, and that this is the basis upon which that business operates and flourishes. All stakeholders - including employees, clients, suppliers - depend on the integrity by which the company operates. Each year all company employees must undertake mandatory global business conduct training and commit to following IBM's comprehensive 'Business Conduct Guidelines'.

### *Principal decisions*

In addition to what is outlined above through the IBM management system, in 2023 the board made the decision to pay dividends totalling £198 million to its shareholders. In making their decision, the directors took into account whether the dividend would impact on the achievement of the company's strategic objectives in the long term and concluded it would not, in light of the strong cash position and net asset position of the company. The directors also considered the funding position of the company's pension scheme.

As noted on page 11 in the Directors' Report, the financial risk management of the company is aligned with that of IBM. In keeping with this, the board of directors routinely considers the tax impacts for the company of proposed transactions and other matters. Additionally, regular updates are provided to the board on the implications of the IBM group tax strategy for the company's tax position, the relationship with HMRC, and long term strategy. During the year the board approved the publication of the 2022 UK Tax strategy (in line with statutory requirements) having been briefed on and then considered long term implications and likely impact on the company's operations.

The board of directors approved the integration of NS1 U.K. Limited and StepZen Limited. The board considered that the transactions were likely to promote the success of the company for the benefit of the shareholders as a whole. These acquisitions enhance the company's hybrid cloud and AI strategy and complement other AI-powered automation capabilities.

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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### Non-Financial and Sustainability Information Statement

The directors consider that the climate-related risks and opportunities of the company, including how they are identified, assessed and managed, are integrated with those of the IBM group. IBM has a worldwide environmental affairs strategy, which includes IBM UK, and a global environmental management system which integrates corporate directives governing the group's conduct and operations worldwide. As noted in the s.172 statement decisions and policies affecting employees, suppliers and other stakeholders implemented by the directors are in accordance with the business strategies set by IBM including strategic decisions and governance of climate-related matters.

The framework within which IBM considers climate-related risks and opportunities is set out below. The company implements an IBM global environmental management system with associated policies, procedures and controls to govern and manage the activities of UK business operations and the directors ensure compliance with the corporate directives. Further details of this are set out in the corporate governance statement on page 15.

#### *Governance and risk management*

IBM's corporate environmental policy provides the strategic framework for the company's global environmental management system (EMS) which includes IBM UK. This policy calls for environmental leadership in all of the company's business activities. The Directors and Governance committee of the IBM Board of Directors oversees IBM's environmental affairs programs and performance including those related to climate change, such as energy conservation and efficiency, renewable electricity procurement, greenhouse gas (GHG) emissions reduction, product and operational energy efficiency and supplier engagement in identified emissions intensive sectors. IBM's Vice President, Corporate Environmental Affairs and Product Safety & Chief Sustainability Officer (CSO) is the company's top environmental executive. The CSO briefs the Directors and Governance committee of IBM's Board of Directors annually on IBM's environmental affairs programs, performance, challenges, and emerging issues. IBM executes a comprehensive management review process of its environmental programs and performance, from self-assessments to corporate audits, to management reviews up to the Directors and Corporate governance committee of IBM's Board of Directors. The requirements of management review are set forth in corporate directives and embedded in the global environmental management system.

IBM's EMS, integrates corporate directives governing the company's conduct and operations worldwide. It is through the consistent implementation of EMS that IBM ensures operations are executed with the same protective standards for the environment in every country where IBM conducts business. IBM's CSO is authorised with the responsibility to set IBM's environmental strategy and direct IBM's environmental programs globally, including those pertaining to climate change.

IBM maintains a consistent, systemic, and integrated approach to enterprise risk management (ERM). Designed to identify, mitigate, and manage significant risks, the ERM function assesses risks across the organisation to develop a holistic, enterprise-level view of risks, including environmental and climate-related risks, arising from evolving regulatory or financial environments, operations, or strategic planning and execution. The program also assesses interdependencies among risks, and ensures collaboration with affected business units to optimise actions across IBM. Oversight of risk management begins with the IBM Board of Directors, which is responsible for assessing the ERM approach and overseeing management's execution of its risk responsibilities. IBM's risk professionals, including the Chief Risk Officer (CRO), work closely with senior management to integrate risk assessment into board and committee briefings on topics of strategic importance. IBM's senior management assesses the significance of environmental and climate-related risks and opportunities and manages them accordingly.

Additional information on IBM's corporate governance and environmental, social and governance (ESG) is available at: <https://www.ibm.com/investor/governance>.

# IBM United Kingdom Limited

## Strategic Report

For the Year Ended 31 December 2023

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### *Strategy and climate-related risks*

IBM UK, like other companies, is subject to potential climate-related risks and costs, including those resulting from prolonged changes in temperature, new regulations affecting hardware products and data centres, carbon taxes and increased environmental disclosures requested or required by clients, regulators and others. The company considers these short-term risks and none of these risks represent unique challenges for the company. As such, the Directors do not expect climate change or compliance with environmental laws and regulations focused on climate change to have a disproportionate effect on the company or its financial position, results of operations, and competitive position, and therefore these risks are not deemed to have substantive financial or strategic impact on the company. Conversely, the company believes there is opportunity to use IBM's AI, hybrid cloud, and other technologies to assist clients with managing their climate-related risks.

Further details on the climate-related risks and opportunities of the IBM group which includes IBM UK, and its arrangements for managing them, including the actual and potential impacts on the organisation's business model and strategy, are discussed further on page 15 of the 2023 IBM Impact Report, and in the IBM CDP Climate Change Questionnaire 2023, neither of which form part of this report.

### *Metrics and targets*

As the company's climate and sustainability policies are governed by the IBM group and covered in the group reporting referenced above, the directors do not consider that it is necessary for an understanding of the company's business to include here an analysis of the resilience of the organisation's business model and strategy, taking into consideration different climate-related scenarios or the targets or key performance indicators used. The company is included in the targets set by the IBM group at a global level. The corporate level targets, which include the UK operations, are described on page 20 of the Directors' Report.

Signed on behalf of the board

  
N Hodson  
Director

11 July 2024

# IBM United Kingdom Limited

## Directors' Report For the Year Ended 31 December 2023

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The directors present their annual report and the audited financial statements of IBM United Kingdom Limited ('the company' or 'IBM UK') for the year ended 31 December 2023.

A review of the business including the results for the year, details of principal risks and uncertainties, key performance indicators and future developments of the company's business are covered in the Strategic Report.

The company has one overseas branch, which is based in Gibraltar.

### **Dividends**

In 2023 the directors approved a cash dividend of £198.0 million (2022: £150.0 million).

### **Events after the reporting date**

Subsequent events relevant to the company are disclosed in note 23.

### **Financial risk management**

The company is exposed to a variety of financial risks as a result of its operations which include the effects of changes in market prices, credit risk, liquidity risk, interest rate risk and currency risk. The company has a strong risk management programme in place aligned to the worldwide programme of the company's ultimate parent company, International Business Machines Corporation.

### **Price risk**

The financial risk posed by external vendors is managed and controlled by IBM's central procurement function. Procurement is the only business unit in IBM which is authorised to make financial commitments to external vendors. The unit has responsibility for achieving overall value for IBM in terms of supplier selection for the goods and/or services received from a supplier that is deemed competitive. It is not restricted to price comparison alone, it is established considering all pertinent aspects of the purchase. All procurement activities are carried out under worldwide IBM guidelines. The financial risk posed by sales price is managed through a central pricing team. The business only agrees to sign contracts once the appropriate pricing approval has been obtained.

### **Credit risk**

The company has in place policies that require appropriate credit checks on potential customers before sales are made, and regular reviews of credit limits on existing customers are carried out.

### **Liquidity and interest rate risk**

If required, the company has access to internal funding from IBM International Treasury Services Unlimited Company ('the Treasury Centre') in Ireland. The Treasury Centre is ultimately funded by IBM. Any borrowing is treated as short term debt finance. The company did not have any short term or long term debt finance at 31 December 2023 or 31 December 2022. Currently the company has a net cash position and deposits surplus cash to the Treasury Centre. Given the cash position, liquidity risk is minimal.

As the company invests or borrows cash balances internally, it operates daily in either a cash or overdraft position with no fixed period debt in place. Interest is paid or earned on the daily balance using the variable one month interest rate as the base, and as such changes in interest rates could create volatility in the company's profit.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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### Currency risk

As part of IBM's global hedging strategy the company operates a 12 month forward rolling hedging programme with a non UK group undertaking to hedge a proportion of its US dollar costs arising from transactions with both related companies and suppliers. Foreign currency forward contracts are entered into with a third party bank by IBM which in turn passes down the impacts of these derivatives by entering into matching intercompany derivatives with the company. The company does not apply hedge accounting for these derivatives.

### Financial instruments

Details of the company's financial risk management objectives and policies, including the use of financial instruments, are included in note 18 to the financial statements.

### Research and development

Specific product development projects are carried out at laboratories, in various locations throughout the UK, on behalf of IBM and its subsidiaries. The expenditure incurred on these projects in the year of £171.2 million (2022: £171.4 million) was recharged to other IBM group companies.

### Acquisitions

On 1 September 2023 the company purchased the trade and assets of StepZen Limited for consideration of £0.3 million.

On 18 December 2023 the company acquired 100% of the share capital of NS1 U.K. Limited for \$1.5 million, translated into GBP at the spot rate on the day of the transaction to £1.2 million.

More details are described in notes 11 and 12.

### Employee involvement

Employees receive information on the financial and economic factors affecting the performance of the business, along with product/offering announcements, details of organisational changes and all other matters of direct concern and interest to them. This information is provided by the company's intranet site, by the internal publication IBMer News and through the employees internal messaging applications.

There is a quarterly cascade of business performance information cascaded from the Chairman and CEO of IBM, followed by a Geography analysis and then a Country analysis. This is available to every employee.

Business Leaders run virtual Town Hall meetings providing communications on current business performance, and other topics of interest.

Managers are an essential element of the communications cascade and key messages are shared on team calls and in face to face meetings. Managers were given additional resources and guidance to help them support employees working remotely.

An annual Engagement Survey evaluates employee sentiment and engagement.

Consultation bodies, consisting of representatives of the employee population who are elected to represent the views of employees and consult with the company on major areas of interest, are formed as and when required.

The company continues to support employee share ownership of IBM, through established employee share schemes, membership of which is service related. In addition, all IBM employees have the opportunity to purchase IBM shares through the IBM Employee Share Purchase Plan, which is intended to encourage employees to take active ownership in IBM and to be committed to its long term success.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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In the United Kingdom, IBM launched the volunteering initiative in 2003 and continues to encourage IBM employees to be active volunteers in their communities. Some IBM employees volunteer in IBM programmes and partnerships focused on education and skills whereas others volunteer with organisations aligned to their own passions outside IBM. Whatever the case, IBM employees are encouraged to log the time they spend volunteering in order to receive monetary credits from IBM which are then donated to eligible charities of their choice.

Further details on the way the company interacts with employees can be found in the s.172 Statement.

### **Employees with a disability**

Under the 2010 Equality Act IBM's focus on disability strives to eliminate disadvantage and provide support to employees with disabilities, such that we are able to attract, develop and retain the broadest range of experience and skill.

IBM commits to providing workplace adaptations to ensure that every disabled employee is able to achieve their career potential. Disability Confident Level II was achieved in 2022.

### **Directors' indemnity and insurance**

As permitted by the Articles of Association, 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 company has granted this indemnity in favour of the directors of the company as is permitted by Section 232-235 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. IBM has purchased Directors' and Officers' liability insurance cover for the directors against liabilities arising in relation to the company, as permitted by the Companies Act 2006. This insurance does not cover criminal activity.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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### Directors

The directors who served the company during the year and up to the date of signing these financial statements were as follows:

T Eagle	
R Kalia	
N Hodson	appointed 13 January 2023
A Garcia Latorre	appointed 17 April 2023
E G Frederiksen	appointed 17 October 2023
S Visvanathan	resigned 2 March 2023
S Bagshaw	resigned 2 March 2023
C Cook	resigned 17 April 2023
A Brown	resigned 4 August 2023

### Director Confirmations

Each of the persons who are directors at the date of approval of this report confirm that:

- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of S418 of the Companies Act 2006.

### Independent auditors

PricewaterhouseCoopers LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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### Corporate Governance Statement

This section sets out the company's corporate governance controls, policies and procedures as required by The Companies (Miscellaneous Reporting) Regulations 2018 (SI 2018/860). The board, through its directors, implements and oversees the corporate governance of the company and the support of effective stakeholder relationships.

In this section, the board has considered the guidance provided by the Wates Principles on corporate governance published by the Financial Reporting Council in 2018.

The company benefits from global corporate governance systems put in place by its ultimate parent company, IBM. IBM is listed on the New York Stock Exchange, which is a recognised equivalent listing regime to that of the UK. As such, IBM is required to implement an equivalent corporate governance statement which can be found at: <https://www.ibm.com/investor/governance/corporate-governance-documents>.

IBM designs and deploys controls, policies and procedures into its subsidiaries around the world, including the company. This is designed to ensure, among other things, a harmonised approach to corporate governance within and across the IBM group.

For example, the IBM group has a code of ethics applicable to all employees, including directors and executive officers, the IBM Business Conduct Guidelines, which are available on the IBM website at: <https://www.ibm.com/investor/governance/business-conduct-guidelines>.

In addition, there are a number of IBM corporate directions, in the form of corporate policies, instructions and organisation documents, which are issued by IBM and which provide a framework of various corporate governance principles to be applied across the IBM group.

Policies and uniform standards and practices are established by these global corporate directions which are IBM's primary method for documenting and communicating its policies, delegations and instructions to IBM local management and employees. For example, procurement matters are delegated to the local Procurement function and legal matters to the local Legal function.

The company benefits from these centralised group directions as identifying common standards, policies, procedures and delegations to be applied, among other things, across business processes, applications, information, technology and security to ensure coordinated management and operation of IBM's business and support for clients, other trading partners and employees on a multi-jurisdictional basis. The company has not adopted a separate code of governance and implements these global controls, policies and procedures to govern and manage the activities of UK business operations. The directors are active in management and oversight of the local business, including compliance with these referenced IBM directions where applicable. Where driven by local need, the board supports additional controls, policies and procedures.

#### *Purpose and Leadership*

Through the leadership and oversight of the company's directors, a clear vision of the IBM group's business purpose and overall values is articulated. This underpins and defines the values, strategy and culture of the organisation, and is communicated through the UK management system.

The directors ensure that relevant policies and controls are in place to support the company's purpose and values across the local business and drive overall engagement with UK employees, shareholders and stakeholders.

More details of IBM's purpose, group strategy and business model are provided in the Strategic Report on page 2, and also in the s.172 Statement, together with details as to how IBM supports country-based operations.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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### *Board Composition*

Details of the company's board of directors are given on page 14 of the Financial Statements.

Directors are chosen to reflect a balance of skills, experience and knowledge to bring meaningful contribution to board decisions. The board currently includes the UK general manager and the UK finance director, who together provide robust oversight of business strategy and operations and the application of governance to the business. In addition, the board includes the managing partner of the company's consulting business, the general manager of company's technology business and key client technology managing director. The board is thus well placed to represent the company's interests as a business, supplier and employer, including through the critical lens of client experience.

The board does not have a permanent chair, although the UK general manager is appointed as chair at the start of each board meeting (unless she is unavailable) and oversees and directs board matters. The board meets on a regular basis as necessary throughout the year.

The company secretary is responsible for ensuring that board procedures are complied with and recorded as relevant and that directors are supplied with information in a timely manner. Board materials are circulated in advance of meetings and board decisions.

Through the leadership of the UK General Manager, and consistent with the IBM management system, regular meetings of members of the company's leadership team are held throughout the year to ensure that independent thinking is brought to the directors by a wide range of local IBM business leaders and experts who regularly attend or are specially invited, and who represent a wide range of IBM stakeholder matters. These meetings also ensure that business priorities are given attention as necessary throughout the year.

### *Directors' responsibilities*

Responsibilities of the directors include understanding IBM's business and financial strategies and challenges, attending board meetings, preparing for meetings by advance review of any meeting materials, actively participating in board discussions, and making themselves available outside of board meetings for advice and consultation. As above, board members are selected based on their IBM leadership roles, business and professional experience, and their overview of the UK business operations.

The board has a clear understanding of the individual directors' accountability and responsibility, evidenced by the briefings given to the board prior to board decisions, whereby the board considers aspects relevant to the business and its stakeholders. Where the board has delegated some of its responsibilities to appropriate local management, a detailed analysis of oversight and controls has been required and reviews are conducted on renewal of the delegations. As in previous years, the board considered company controls and processes with regard to compliance with matters such as the Bribery Act. Through such measures, the board supports effective decision-making and retains overall control.

The processes and information systems established both globally and locally also provide the directors with a clear understanding and detailed insight into the company's strategies and challenges which, in turn, supports effective decision making.

In addition, the board benefits from the group compliance systems to ensure accountability and to support independent and objective assessments of IBM's system of internal control overseen by the directors; guidance in managing control risks for IBM stakeholders; proactive support to oversee and improve controls where relevant; independent investigations regarding any allegations of violations of IBM's Business Conduct Guidelines; and independent review of IBM suppliers' contractual compliance. The directors send company-wide communications to remind employees of various controls measures as necessary during the year; for example, as regards import and export controls compliance measures. The board is supported in its responsibilities by tax, accounting, legal and other advisers.

The s.172 Statement gives further details as to how the company's board takes direct responsibility for safeguarding the interests of relevant UK stakeholders and how the directors implement their duties to

# IBM United Kingdom Limited

## Directors' Report For the Year Ended 31 December 2023

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promote the success of the company for the benefit of its members as a whole, having regard to a range of matters and stakeholders when making decisions for the long term.

### *Opportunity*

The board's clear understanding of the group's corporate purpose and values enables it to focus on the promotion of long-term sustainable success and the identification of appropriate opportunities to create and preserve value.

The operation of the company management system delivers a detailed understanding of potential local opportunities, as well as strategic partnerships and opportunities arising from the company's THINK on Tour London 2023 event.

Similarly, prior to board decisions, analysis of potential opportunities (and risks) of proposed local acquisitions and divestitures follows a standard framework that ensures appropriate IBM management reviews designed to consider long term success and value of the proposal.

### *Risk*

An overall review of risks is inherent in the board's consideration of IBM's long-term strategies, including capital expenditures, acquisitions and divestitures, and financial matters. The board is responsible for overseeing management in the execution of their responsibilities and assessing the company's approach to risk management.

The board understands that it is vital to ensure a risk-aware culture across local operations. A risk-aware culture is one where all employees understand and accept the importance of risk management and the role they play in managing risks. Risk management education, training and tools are used to assess and manage risks and are viewed by the board to be critical processes.

Financial risk management is overseen by the company's finance function. Examples of processes and controls include credit risk management, spending management and pricing delegations.

The key business risks facing the company are considered to relate to the economic environment, technology obsolescence and the competitive environment and more detail can be found in the Strategic Report included within the Financial Statements. IBM also has a strong financial risk management programme in place which is aligned with the group's global programme.

### *Remuneration*

IBM's executive compensation practices are designed specifically to meet five objectives:

1. Align the interests of IBM's leaders with those of our investors by varying compensation based on both long-term and annual business results and delivering a large portion of the total pay opportunity in IBM stock;
2. Attract and retain the highly qualified senior leaders needed to drive a global enterprise to succeed in today's highly competitive marketplace;
3. Motivate our leaders to deliver a high degree of business performance without encouraging excessive risk taking;
4. Differentiate rewards to reflect individual and team performance;
5. Balance rewards for both short-term results and the long-term strategic decisions needed to ensure sustained business performance over time.

These objectives apply equally to the remuneration of the directors appointed to the company's board.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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### *Stakeholder Relationships and Engagement*

Details of the company's key stakeholders and how it engages with them can be found in the s.172 Statement.

Trust and personal responsibility in all relationships is a core value across the IBM group, encompassing local relationships with clients, partners, communities, IBM employees and investors. These values are emphasised in the Business Conduct Guidelines certified by all IBM employees on an annual basis.

The directors are conscious of their responsibilities in engaging with all relevant stakeholders, including those mentioned below, and in considering stakeholder interests whilst adhering to the company's purpose and direction.

### *Employees:*

Details of how the company engages with its employees can be found in the s.172 Statement.

In 2023, the board continued to give ongoing consideration to measures which would promote continued support to employees as regards both their physical and mental health.

IBM is an equal opportunity employer and is committed to attracting and retaining the best talent in the industry. Employment matters are delegated to the business units, supported by the local HR and finance functions. The board retains overall responsibility through the management system.

The company management system is used to foster strong and effective relationships with employees generally. There are a wide range of tools available to employees to support digital learning and career development, such as the Your Learning platform, and Your Career.

Further tools are available to employees to support open engagement, such as the Confidentially Speaking programme and the "Talk it Over@IBM" channel.

In the UK, there is an Inclusion Council that is chaired by the UK general manager (also being one of the directors). The council is comprised of selected local IBM business leaders and the executive sponsors representing the diverse communities of employees. Further details of this council can be found in the s.172 Statement.

### *Clients:*

The s.172 Statement in the Strategic Report provides details of how the company supports and builds relationships with its clients and the directors' focus on understanding client needs.

In addition, in 2023, IBM operated an enterprise-wide Client Experience programme, based on Medallia and Net Promoter Score (NPS), to ensure IBM actively received feedback from clients and used this to continually improve their experience of working with IBM. The company's NPS programme brings this together to give a 360 degree view of client experience and feedback. In particular, the company recently introduced a Client Advisory Council. Further details of this can be found in the s.172 Statement.

### *Business Partners:*

IBM set a strategic objective to increase the mix of business with its ecosystem. The partnerships with technology resellers, systems, integrators, independent software vendors, consultancies, advisory firms, and managed service providers give clients the flexibility they need to maximise the impact of their technology investments. In 2023, a redesigned Partner Plus program was launched providing partners with access to extensive IBM resources, incentives, training and support to accelerate delivering innovation to clients.

IBM's Business Partner Code defines the standards of business conduct and practices which IBM requires from its business partners. The code communicates IBM's expectation that the highest ethical principles are to be applied in all business partner related transactions when conducting business which includes IBM products and services. The code addresses a range of topics, including financial integrity, competing fairly, respect and dignity, compliance, and reporting violations.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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### *Suppliers:*

IBM's Global Procurement Policies and Practices provide the framework that address the evaluation and assessment of new and existing suppliers to verify they meet procurement criteria for qualified suppliers (for example, financial solvency, compliance with applicable laws and regulations and IBM's social and environmental requirements).

IBM's Supply Chain organisation is responsible for overseeing IBM's governance in relation to its global network of suppliers. Central to this effort is collaboration with industry groups focused on sustainable and responsible practices such as the Responsible Business Alliance (RBA) and the Responsible Minerals Initiative. IBM is a founding member of the RBA, a nonprofit industry group that enables its members to strive for continuous improvement in the social, environmental and ethical responsibility of their companies, and upstream supply chains.

IBM requires first-tier suppliers of hardware, software and services (as well as IBM's internal operations) to adhere to the RBA Code of Conduct, which contains provisions on labour, health and safety, environmental requirements, ethics and management systems. The RBA code is the foundation for the social and environmental management system criteria that IBM requires its suppliers to maintain. To help suppliers meet the requirements IBM provides and facilitates education, including online access to the RBA learning academy that is augmented with IBM-developed materials. The learning plan is updated annually to address key areas, ensuring suppliers are well-prepared for the RBA audit process. In developing the learning plan, IBM meticulously analyses collected data and considers current trends to identify major themes. This comprehensive approach helps determine the most relevant and effective courses for suppliers.

IBM recognises that a diverse supplier base is integral to delivering its corporate objectives. In the UK, IBM also works with organisations which certify businesses which are majority owned by women or ethnic minorities. Through close collaboration with these organisations, the company has identified diverse suppliers who are innovative, responsive and add value to the products and services IBM delivers to its clients. Utilising these suppliers allows the company to positively impact UK communities.

Further details of the company's corporate governance of its supply base can be found in the s.172 Statement.

### *Community and Environment*

The company practices a progressive approach to reducing and mitigating its potential impacts on the environment, in line with IBM's policies and practices. IBM operates a comprehensive global approach to reducing and mitigating its potential environmental impacts, which includes the implementation of a global environmental management system for the identification of the environmental intersects of IBM's operations and associated environmental aspects. Implementing processes and controls is used to systematically reduce and mitigate potential environmental impacts, including seeking to reduce resource consumption, in absolute terms, on a year-by-year basis. Full details of IBM's policies, practices and performances can be found via the following link: <https://www.ibm.com/about/environment>.

The Corporate Environmental Affairs team provides advice and monitors implementation of IBM's environmental directives (policies, corporate instructions, etc.) driving continual improvement.

As with IBM's environmental practices, the company follows IBM's corporate social responsibility objectives and implements the global priorities and programmes at a local level within the UK. Among others, IBM has currently prioritised investment in the following areas: increasing educational attainment and employability for under-served communities and support for IBM employees to volunteer; the Sustainability Accelerator - more details can be found here <https://www.ibm.com/impact/initiatives/ibm-sustainability-accelerator>. Further details of IBM's Corporate Social Responsibility programme can be accessed in the IBM Impact Report: <https://www.ibm.com/impact/reports-and-policies>.

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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### IBM United Kingdom Limited and the Environment

IBM UK is part of the wider IBM group. IBM's Corporate Environmental Affairs Policy calls for the company to publicly disclose information on our environmental programs and performance. IBM's annual corporate environmental reporting first began in 1990 and has continued each year since.

IBM manages its operations to minimise their potential impact on the environment. As such, buildings, processes, and activities are monitored and optimized to minimise their use of energy. IBM's Global Environmental Management System (EMS), its Energy Management Program and its greenhouse gas emissions quantification process and inventories are also audited by a third-party independent verifier to the ISO 14001:2005, ISO 50001:2018 and ISO 14064 parts 1 and 3 respectively.

In February 2021, IBM established its third consecutive goal for the use of renewable electricity; its fifth consecutive goal to reduce greenhouse gas emissions and a new goal to achieve net-zero GHG emissions by 2030, among others:

1. Procure 75% of the electricity IBM consumes worldwide from renewable sources by 2025, 90% by 2030.
2. Reduce IBM's greenhouse gas emissions 65% by 2025 against base year 2010, adjusted for acquisitions and divestitures.
3. Reach net zero greenhouse gas emissions by 2030 by using feasible technologies to remove emissions in an amount which equals or exceeds IBM's residual emissions. Aim for residual emissions of 350,000 mtCO<sub>2</sub>e or less by 2030, with 90% of IBM's electricity coming from renewable sources.

More information about IBM's corporate environmental policy and programmes and can be found at the IBM and the Environment website and the IBM 2023 Impact Report.

### Streamlined Energy & Carbon Reporting (SECR)

The following tables contain company's energy consumption, greenhouse gas emissions and chosen normalisation metric for its UK-based operations for the financial year 1 January 2023 to 31 December 2023. The main development of note since the 2022 report is the formation of IBM Limited which took over the R&D activity of IBM United Kingdom Limited starting on 1 April 2023. IBM Limited contracts staff from IBM United Kingdom Limited to undertake this R&D activity. Consequently, a proportion of energy and emissions at IBM locations is now allocated to IBM Limited.

The company's total energy consumption is shown below:

	2023	2022
Total Energy Consumption	81,884.4 MWh	89,111.5 MWh

This total energy figure includes energy associated with our operations including offices, computer labs, expensed mileage where the company was responsible for purchasing the fuel, and the electricity associated with powering co-location data centres. Co-location data centres are facilities managed by third parties where IBM does not procure the energy or control the operations of the buildings.

# IBM United Kingdom Limited

## Directors' Report For the Year Ended 31 December 2023

The company's calculated greenhouse gas emissions for 2023 are shown in table below:

Source	Location - based	Market-based
<b>Scope 1</b>		
Use of fossil fuels for operations (tCO <sub>2</sub> e)	718	718
Use of fossil fuels for transportation (tCO <sub>2</sub> e)	567	567
<b>Scope 2</b>		
Use of electricity in IBM managed locations (tCO <sub>2</sub> e)	3,660	215
Use of hot water in IBM managed locations (tCO <sub>2</sub> e)	137	137
<b>Scope 3</b>		
Purchased goods and services – co-location data centres (tCO <sub>2</sub> e)	11,582	0
Business travel (category 6) – domestic ground transportation (tCO <sub>2</sub> e)	404	404
<b>Total (tCO<sub>2</sub>e)</b>	<b>17,068</b>	<b>2,041</b>

The company's calculated greenhouse gas emissions for 2022 are shown below:

Source	Location - based	Market-based
<b>Scope 1</b>		
Use of fossil fuels for operations (tCO <sub>2</sub> e)	1,748	1,748
Use of fossil fuels for transportation (tCO <sub>2</sub> e)	546	546
<b>Scope 2</b>		
Use of electricity in IBM managed locations (tCO <sub>2</sub> e)	7,019	464
<b>Scope 3</b>		
Purchased goods and services – co-location data centres (tCO <sub>2</sub> e)	7,831	0
Business travel (category 6) – domestic ground transportation (tCO <sub>2</sub> e)	325	325
<b>Total (tCO<sub>2</sub>e)</b>	<b>17,469</b>	<b>3,083</b>

The company's normalisation metric for its greenhouse gas emissions in 2023 are shown in the table below:

Metric	Method	2023
tCO <sub>2</sub> e/KSF <sup>1</sup>	Location - based	27.3
	Market - based	3.3

<sup>1</sup>Thousand (K) Square Feet (SF)

# IBM United Kingdom Limited

## Directors' Report

For the Year Ended 31 December 2023

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The company's emissions are calculated in line with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard (revised edition). The boundaries of the GHG inventory are defined using the operational control approach. Over 94% of the electricity procured for and used by the company is sourced from certified renewable sources. Where more than one IBM company entity operates from the same building, energy and emissions are allocated based on the annual average proportion of employees associated with each entity at that building. The company does not have access to energy meter data at some locations, accounting for an estimated 1.6% of total consumption. For these locations, energy consumption is calculated by benchmarking the site against similar UK locations occupied by the IBM group. The emissions are calculated using the emissions factors for 2023 published by the Department for Energy Security and Net-Zero.

### *Energy Conservation*

IBM group recognise that the most effective way to reduce greenhouse gas emissions is to make the company's operations more efficient and thereby reduce the consumption of energy. IBM continues the successful registration, since 2012, of its global Energy Management Program to ISO 50001:2018 standard at the corporate level.

In 2023, through its energy management programme, the company saved 2,924,649 kWh of energy with measures that included upgrading to more energy efficient IT servers at our data centres, a reduction in heating, venting, air-conditioning and lighting to align with building utilisation and a reduction in the speed of fans in IT room cooling units to match IT load.

### **Signature**

Signed on behalf of the board



N Hodson  
Director

11 July 2024

# IBM United Kingdom Limited

## Statement of Directors' Responsibilities in respect of the Financial Statements For the Year Ended 31 December 2023

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The directors are responsible for preparing 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 financial statements in accordance with UK-adopted international accounting standards.

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 company and of the profit or loss of the company 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, 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 company will continue in business.

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

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

# IBM United Kingdom Limited

Independent Auditors' Report to the Members of IBM United Kingdom Limited  
For the Year Ended 31 December 2023

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## Report on the audit of the financial statements

### Opinion

In our opinion, IBM United Kingdom Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2023 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2023; the Income Statement, the Statement of Comprehensive Income, the Statement of Changes in Equity, and the Statement of Cash Flows 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 company 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, as applicable to other entities of public interest, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

To the best of our knowledge and belief, we declare that non-audit services prohibited by the FRC's Ethical Standard were not provided.

Other than those disclosed in Note 5, we have provided no non-audit services to the company or its controlled undertakings in the period under audit.

# IBM United Kingdom Limited

## Independent Auditors' Report to the Members of IBM United Kingdom Limited For the Year Ended 31 December 2023

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### Conclusions relating to going concern

Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- review of the Company's financial position and performance as of and for the year ended 31 December 2023 and of the Company's budget and cashflow forecast for the period of 12 months from the date of the approval of these financial statements;
- inquiry with management and review of subsequent events; and
- review of the disclosures relating to the going concern basis of preparation.

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

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 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 31 December 2023 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 company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

# IBM United Kingdom Limited

## Independent Auditors' Report to the Members of IBM United Kingdom Limited For the Year Ended 31 December 2023

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### 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### *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 company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Bribery Act 2010, the General Data Protection Regulation, and import and export duties regulations, 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 the Companies Act 2006 and corporate tax compliance. 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 revenue and the potential for management bias in significant accounting estimates. Audit procedures performed by the engagement team included:

- To address the risk of non-compliance with laws and regulations we have: i) discussed with management consideration of known or suspected instances of non-compliance with laws and regulations, and fraud; and ii) reviewed the disclosures in the financial statements against specific legal requirements, for example within the Directors' Report.
- To address the risk of management incentive for fraud and override of controls we have: i) challenged significant accounting assumptions and judgements individually and collectively for indications of management bias; ii) designed risk filters to search for and test journal entries (if any), such as those that increase revenue exclusive of debits to standard expected accounts, as well as those posted by members of senior management with a financial reporting oversight role; and iii) incorporated elements of unpredictability into the audit procedures performed.

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

**IBM United Kingdom Limited**  
**Independent Auditors' Report to the Members of IBM United Kingdom Limited**  
**For the Year Ended 31 December 2023**

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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](http://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 financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Christopher Boreham (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Southampton

11 July 2024

# IBM United Kingdom Limited

## Income Statement For the Year Ended 31 December 2023

	Note	2023 £m	2022 £m
<b>Continuing operations</b>			
Revenue	3	3,060.8	3,123.0
Cost of sales	4	(2,755.3)	(2,907.4)
<b>Gross profit</b>		<b>305.5</b>	<b>215.6</b>
Administrative expenses	4	(157.7)	(152.4)
Net impairment losses on financial assets		(0.3)	(3.6)
Other operating income		0.1	6.1
<b>Operating profit</b>		<b>147.6</b>	<b>65.7</b>
Interest income calculated using the effective interest rate method		22.9	4.0
Other finance costs		(6.8)	(3.6)
Income from investments	11	25.3	—
Net impairment charge on investments	11	(25.3)	—
Net interest income on defined benefit asset	19	9.2	4.3
<b>Profit before income tax</b>		<b>172.9</b>	<b>70.4</b>
Income tax (expense) / credit	8	(52.0)	14.9
<b>Profit for the year</b>		<b>120.9</b>	<b>85.3</b>

The notes on pages 34 to 99 form part of these financial statements

# IBM United Kingdom Limited

## Statement of Comprehensive Income For the Year Ended 31 December 2023

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	Note	2023 £m	2022 £m
<b>Profit for the year</b>		<b>120.9</b>	<b>85.3</b>
<b>Other comprehensive expense</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Actuarial loss on defined benefit pension schemes	19	(72.9)	(0.5)
Deferred tax in respect of defined benefit pension schemes	13	18.2	0.1
<b>Other comprehensive expense for the year, net of income tax</b>		<b>(54.7)</b>	<b>(0.4)</b>
<b>Total comprehensive income for the year</b>		<b>66.2</b>	<b>84.9</b>

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The notes on pages 34 to 99 form part of these financial statements

# IBM United Kingdom Limited

## Statement of Financial Position As at 31 December 2023

	Note	2023 £m	2022 £m
<b>Non-current assets</b>			
Property, plant and equipment	9	153.6	149.0
Right-of-use assets	21	126.6	139.4
Intangible assets	10	356.8	356.5
Investments	11	899.1	923.5
Deferred tax assets	13	76.4	76.4
Finance receivables		7.4	14.8
Other non-current assets	15	32.9	36.8
Retirement benefit asset	19	124.6	193.3
		<b>1,777.4</b>	<b>1,889.7</b>
<b>Current assets</b>			
Finance receivables		12.1	16.7
Income tax receivable		27.0	24.5
Trade and other receivables	14	408.2	337.2
Receivables from related parties	25	668.6	552.1
Derivatives with related parties		—	3.1
Cash and cash equivalents		0.5	1.2
Other current assets	15	96.5	416.2
		<b>1,212.9</b>	<b>1,351.0</b>
<b>Total assets</b>		<b>2,990.3</b>	<b>3,240.7</b>
<b>Non-current liabilities</b>			
Deferred revenue	3	(107.2)	(78.3)
Provisions for liabilities and charges	16	(0.7)	(75.5)
Lease liabilities		(93.3)	(105.0)
Payables to related parties	25	(7.4)	(13.3)
		<b>(208.6)</b>	<b>(272.1)</b>
<b>Current liabilities</b>			
Deferred revenue	3	(285.1)	(312.1)
Provisions for liabilities and charges	16	(3.4)	(3.7)
Trade and other payables	17	(350.9)	(359.3)
Payables to related parties	25	(347.1)	(382.5)
Derivatives with related parties		(3.1)	—
Lease liabilities		(36.7)	(34.9)
		<b>(1,026.3)</b>	<b>(1,092.5)</b>
<b>Total liabilities</b>		<b>(1,234.9)</b>	<b>(1,364.6)</b>
<b>Net assets</b>		<b>1,755.4</b>	<b>1,876.1</b>

The notes on pages 34 to 99 form part of these financial statements

# IBM United Kingdom Limited

## Statement of Financial Position As at 31 December 2023

	Note	2023 £m	2022 £m
<b>Issued capital and reserves</b>			
Share capital	26	956.4	956.4
Share premium	26	393.7	393.7
Retained earnings		405.3	526.0
<b>Total equity</b>		<b>1,755.4</b>	<b>1,876.1</b>

The financial statements on pages 28 to 99 were approved by the directors and authorised for issue on 11 July 2024, and are signed on their behalf by:



N Hodson  
Director

Company registration number: 00741598

The notes on pages 34 to 99 form part of these financial statements

# IBM United Kingdom Limited

## Statement of Changes in Equity For the Year Ended 31 December 2023

	Note	Share capital £m	Share premium £m	Retained earnings £m	Total equity £m
<b>At 1 January 2022</b>		956.4	393.7	581.1	1,931.2
Profit for the financial year		—	—	85.3	85.3
Actuarial loss on defined benefit pension schemes	19	—	—	(0.5)	(0.5)
Deferred tax in respect of defined benefit pension schemes	13	—	—	0.1	0.1
<b>Total comprehensive income</b>		—	—	84.9	84.9
Paid dividends	25	—	—	(150.0)	(150.0)
Recognition of share-based payments	20	—	—	7.3	7.3
Deferred tax in respect of share-based payments	13	—	—	2.7	2.7
<b>Total transactions with owners</b>		—	—	(140.0)	(140.0)
<b>At 31 December 2022</b>		956.4	393.7	526.0	1,876.1
Profit for the financial year		—	—	120.9	120.9
Actuarial loss on defined benefit pension schemes	19	—	—	(72.9)	(72.9)
Deferred tax in respect of defined benefit pension schemes	13	—	—	18.2	18.2
<b>Total comprehensive income</b>		—	—	66.2	66.2
Paid dividends	25	—	—	(198.0)	(198.0)
Recognition of share-based payments	20	—	—	5.7	5.7
Deferred tax in respect of share-based payments	13	—	—	5.4	5.4
<b>Total transactions with owners</b>		—	—	(186.9)	(186.9)
<b>At 31 December 2023</b>		956.4	393.7	405.3	1,755.4

The notes on pages 34 to 99 form part of these financial statements

# IBM United Kingdom Limited

## Statement of Cash Flows For the Year Ended 31 December 2023

	Note	2023 £m	2022 £m
<b>Net cash inflow from operating activities</b>	24	401.2	455.6
<b>Cash flows from investing activities</b>			
Payments to acquire property, plant and equipment	9	(42.1)	(29.6)
Proceeds from the sale of property, plant and equipment		3.0	1.6
Proceeds from divestiture		—	6.1
Cash acquired with purchase of business	12	—	1.4
Payments to acquire investments in subsidiaries	11	(1.2)	(42.4)
Increase in short-term deposits with group undertaking		(161.5)	(232.5)
Interest received		32.1	8.3
<b>Net cash outflow from investing activities</b>		<b>(169.7)</b>	<b>(287.1)</b>
<b>Cash flows from financing activities</b>			
Dividends paid		(198.0)	(150.0)
Repayment of principal in lease liability		(34.2)	(32.3)
<b>Net cash outflow from financing activities</b>		<b>(232.2)</b>	<b>(182.3)</b>
<b>Net decrease in cash and cash equivalents</b>		<b>(0.7)</b>	<b>(13.8)</b>
Cash and cash equivalents at beginning of year		1.2	15.0
<b>Cash and cash equivalents at end of year</b>		<b>0.5</b>	<b>1.2</b>

The notes on pages 34 to 99 form part of these financial statements

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information

#### Basis of preparation

IBM United Kingdom Limited (the 'company') is a private company, limited by shares and is incorporated and domiciled in the United Kingdom and registered in England and Wales under the Companies Act 2006. These financial statements have been prepared under the historical cost convention with the exception of certain items which are measured at fair value as disclosed in the accounting policies below. These financial statements have been prepared in accordance with UK - adopted international accounting standards and with requirements of the Companies Act 2006 as applicable to companies reporting under those standards.

These financial statements contain information about IBM United Kingdom Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the publicly available consolidated financial statements of its ultimate parent company, International Business Machines Corporation, incorporated in the United States of America.

The principal accounting policies adopted in the preparation of the financial statements are set out below. The policies have been applied consistently to all years presented, unless otherwise stated. The preparation of financial statements in compliance with UK-adopted international accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise judgement in the process of applying the company's accounting policies. The areas where significant judgements and estimates have been made in preparing the financial statements are disclosed in note 2 to the financial statements.

The directors remain focused on the company's liquidity, and expect to manage business operations whilst maintaining adequate liquidity for the foreseeable future. The directors have assessed the financial position of the company as stable and have a reasonable expectation that the company will continue to operate, with headroom, within available cash and short term deposit levels. Historically, the company has not had any external or related party borrowings, it settles its external liabilities on time and has access to significant short term deposits placed within a group undertaking. Should a temporary need arise, resources are available from undrawn capacity under preapproved debt facilities from related parties to meet such demand. The directors regularly review financial forecasts of the company and consider possible future events that could cause a severe but plausible downside scenario. Based on the assessment, the directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### **New and amended standards adopted by the company**

The following standards, interpretations and amendments have been adopted in the financial statements for the first time for the year beginning 1 January 2023:

- Amendments to IAS 12: Deferred Tax related to Assets and Liabilities arising from a Single Transaction;
- Amendments to IAS 8: Definition of Accounting Estimate;
- Amendments to IAS 12: International Tax Reform-Pillar Two Model Rules;
- Amendments to IAS 1 and IFRS Practice Statement 2: Disclosure of Accounting Policies.

The implementation of these amendments did not have a material impact in the company's financial results.

#### **New standards, interpretations and amendments not yet effective and not early adopted by the company**

The following new standards, interpretations and amendments which have not been applied in these financial statements, will or may have an effect on the company's future financial statements:

- Amendments to IAS 1: Classification of Liabilities as Current or Non-current;
- Amendments to IAS 1: Non-current Liabilities with Covenants;
- Amendments to IFRS 16: Lease Liability in a Sale and Leaseback;
- Amendments to IAS 7 and IFRS 7: Supplier Finance Arrangements (SFAs).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Revenue recognition

##### Revenue from contracts with customers

The company accounts for a contract with a customer when it has written approval, the contract is committed, the rights of the parties, including payment terms, are identified, the contract has commercial substance and consideration is probable of collection.

Revenue is recognised when, or as, control of a promised product or service is transferred to a customer, in an amount that reflects the consideration to which the company expects to be entitled in exchange for transferring those products or services. If the consideration promised in a contract includes a variable amount, the company estimates the amount to which it expects to be entitled using either the expected value or most likely amount method. The company's contracts may include terms that could cause variability in the transaction price, including, for example, rebates, volume discounts, service-level penalties, and performance bonuses or other forms of contingent revenue.

The company only includes estimated amounts in the transaction price to the extent it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved. The company may not be able to reliably estimate contingent revenue in certain long-term arrangements due to uncertainties that are not expected to be resolved for a long period of time or when the company's experience with similar types of contracts is limited. The company's arrangements infrequently include contingent revenue. Estimates of variable consideration and the determination of whether to include estimated amounts in the transaction price are based on all information (historical, current and forecasted) that is reasonably available to the company, taking into consideration the type of customer, the type of transaction and the specific facts and circumstances of each arrangement. Changes in estimates of variable consideration are included in the disclosure in note 3.

Invoices are generally issued as control transfers and/or as services are rendered. When invoicing does not time align with the transfer of control, the company recognises deferred or accrued income. Additionally, in determining the transaction price, the company adjusts the promised amount of consideration for the effects of the time value of money if the billing terms are not standard and the timing of payments agreed to by the parties to the contract provide the customer or the company with a significant benefit of financing, in which case the contract contains a significant financing component. Most arrangements that contain a financing component are financed through the company's Global Financing business and include explicit financing terms. Income from these financing transactions is out of the scope of IFRS 15.

The company may include subcontractor services or third-party vendor equipment or software in certain integrated services arrangements. In these types of arrangements, revenue from sales of third-party vendor products or services is recorded net of costs when the company is acting as an agent between the customer and the vendor, and gross when the company is the principal for the transaction. To determine whether the company is an agent or principal, the company considers whether it obtains control of the products or services before they are transferred to the customer. In making this evaluation, several factors are considered, most notably whether the company has primary responsibility for fulfillment to the customer, as well as inventory risk and pricing discretion.

The company recognises revenue on sales to solution providers, resellers and distributors (herein referred to as "resellers") when the reseller has economic substance apart from the company and the reseller is considered the principal for the transaction with the end-user customer.

In addition to the aforementioned general policies, the following are the specific revenue recognition policies for arrangements with multiple performance obligations and for each major category of revenue.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Revenue Recognition (continued)

##### *Arrangements with Multiple Performance Obligations*

The company's global capabilities as a hybrid cloud platform and AI company include services, software, hardware and related financing. The company enters into revenue arrangements that may consist of any combination of these products and services based on the needs of its customers.

The company continues to develop new products and offerings and their associated consumption and delivery methods, including the use of cloud and as-a-Service models. These are not separate businesses; they are offerings across the segments that address market opportunities in areas such as analytics, data, cloud security and sustainability. Revenue from these offerings follows the specific revenue recognition policies for arrangements with multiple performance obligations and for each major category of revenue, depending on the type of offering, which are comprised of services, hardware and/or software.

For products or services in these arrangements, the company determines if the products or services are distinct and allocates the consideration to each distinct performance obligation on a relative standalone selling price basis.

When products and services are not distinct, the company determines an appropriate measure of progress based on the nature of its overall promise for the single performance obligation. The revenue policies in the Services, Hardware and/or Software sections below are then applied to each performance obligation, as applicable.

##### *Services*

The company's primary services offerings include consulting services, including business transformation; technology consulting and application operations including the design and development of complex IT systems to a customer's specifications (e.g., design and build); cloud services; business process outsourcing; and infrastructure support. Many of these services can be delivered entirely or partially through cloud or as-a-Service delivery models. The company's services are provided on a time-and-material basis, as a fixed-price contract or as a fixed-price per measure of output contract and the contract terms generally range from less than one year to 5 years.

In services arrangements, the company typically satisfies the performance obligation and recognises revenue over time. In design and build arrangements, the performance obligation is satisfied over time either because the customer controls the asset as it is created (e.g., when the asset is built at the customer site) or because the company's performance does not create an asset with an alternative use and the company has an enforceable right to payment plus a reasonable profit for performance completed to date. In most other services arrangements, the performance obligation is satisfied over time because the customer simultaneously receives and consumes the benefits provided as the company performs the services.

In areas such as application management, business process outsourcing and other cloud-based services arrangements, the company determines whether the services performed during the initial phases of the arrangement, such as setup activities, are distinct. In most cases, the arrangement is a single performance obligation comprised of a series of distinct services that are substantially the same and that have the same pattern of transfer (i.e., distinct days of service). The company applies a measure of progress (typically time-based) to any fixed consideration and allocates variable consideration to the distinct periods of service based on usage. As a result, revenue is generally recognised over the period the services are provided on a usage basis. This results in revenue recognition that corresponds with the value to the customer of the services transferred to date relative to the remaining services promised.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Revenue Recognition (continued)

Revenue from time-and-material contracts is recognised on an output basis as labour hours are delivered and/or direct expenses are incurred. Revenue from as-a-Service type contracts, such as Infrastructure-as-a-Service, is recognised either on a straight-line basis or on a usage basis, depending on the terms of the arrangement (such as whether the company is standing ready to perform or whether the contract has usage-based metrics). If the as-a-Service contract includes setup activities, those promises in the arrangement are evaluated to determine if they are distinct.

Revenue related to maintenance and technology lifecycle support and extended warranty is recognised on a straight-line basis over the period of performance because the company is standing ready to provide services.

In design and build contracts, revenue is recognised based on progress towards completion of the performance obligation using a cost-to-cost measure of progress. Revenue is recognised based on the labour costs incurred to date as a percentage of the total estimated labour costs to fulfil the contract. Due to the nature of the work performed in these arrangements, the estimation of cost at completion is complex and subject to many variables. Key factors reviewed by the company to estimate costs to complete each contract are future labour and product costs and expected productivity efficiencies. Changes in original estimates are reflected in revenue on a cumulative catch-up basis in the period in which the circumstances that gave rise to the revision become known to the company. Refer to note 3, 'Revenue' for the amount of revenue that has been recognised in the reporting year on a cumulative catch-up basis (i.e., from performance obligations satisfied, or partially satisfied, in previous periods).

The company performs ongoing profitability analyses of its design and build services contracts accounted for using a cost-to-cost measure of progress in order to determine whether the latest estimates of revenues, costs and profits require updating.

In some services contracts, the company bills the customer prior to recognising revenue from performing the services and the amount is classified as deferred revenue. In other services contracts, the company performs the services prior to billing the customer. When the company performs services and an invoice is not yet issued, the company recognises an unbilled trade receivable. In the case of a design and build contracts the right to consideration is typically subject to milestone completion or customer acceptance and the unbilled accounts receivable is classified as a contract asset.

Billings usually occur in the month after the company performs the services or in accordance with specific contractual provisions.

#### *Hardware*

The company's hardware offerings include the sale or lease of Hybrid Infrastructure solutions including zSystems as well as Distributed Infrastructure solutions such as Power and storage solutions. The capabilities of these products can also be delivered through as-a-Service or cloud delivery models, such as Infrastructure-as-a-Service and Storage-as-a-Service. The company also offers installation services for its more complex hardware products. Hardware offerings are often sold with distinct maintenance services, described in the Services section above.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Revenue Recognition (continued)

Revenue from hardware sales is recognised when control has transferred to the customer which typically occurs when the hardware has been shipped to the customer, risk of loss has transferred to the customer and the company has a present right to payment for the hardware. Revenue from hardware finance leases is recognised at the beginning of the lease term. Revenue from rentals and operating leases is recognised on a straight-line basis over the term of the rental or lease. Income from these transactions is out of the scope of IFRS 15 and is recognised as Revenue from other sources (note 3).

Revenue from as-a-Service arrangements is recognised either on a straight-line basis or on a usage basis as described in the Services section above. Installation services are accounted for as distinct performance obligations with revenue recognised as the services are performed. Shipping and handling activities are accounted as distinct performance obligations with revenue recognised when control is transferred to the customer.

#### *Software*

The company's software offerings include hybrid platform software solutions, which contain many of the company's strategic areas including automation, data and AI security and sustainability; transaction processing, which primarily supports mission-critical systems for customer; and distributed infrastructure software, which provides operating systems for zSystems and Power Systems hardware. These offerings include proprietary software and open source software, and many can be delivered entirely or partially through as-a-Service or cloud delivery models, while others are delivered as on-premise software licenses.

Revenue from proprietary perpetual (one-time charge) license software is recognised at a point in time at the inception of the arrangement when control transfers to the customer, if the software license is distinct from the post-contract support offered by the company.

Revenue from proprietary term license software is recognised at a point in time for the committed term of the contract, unless consideration depends on customer usage, in which case revenue is recognised when the usage occurs. Proprietary term licenses often have a one-month contract term due to client termination rights, in which case, revenue would be recognised in that month for both the license and post-contract support. Customers may contract to convert their existing IBM term license software into perpetual license software plus post-contract support. When proprietary term license software is converted to perpetual license software, the consideration becomes fixed with no cancellability and, therefore, revenue for the perpetual license is recognised upon conversion, consistent with the accounting for other perpetual licenses, as described above. Post-contract support revenue is recognised as described below.

The company also has open source software offerings. Since open source software is offered under an open source licensing model and therefore, the license is available for free, the standalone selling price is zero. As such, when the license is sold with post-contract support or other products and services, no consideration is allocated to the license when it is a distinct performance obligation and therefore no revenue is recognised when control of the license transfers to the customer. Revenue is recognised over the post-contract support period. In certain cases, open source software is bundled with proprietary software and, if the open source software is not considered distinct, the software bundle (e.g., Cloud Pak) is accounted for under a proprietary software model. Cloud Paks can be sold either as perpetual or committed-term software licenses, both of which are described above.

Revenue from post-contract support is recognised over the contract term on a straight-line basis because the company is providing a service of standing ready to provide support, when-and-if needed, and is providing unspecified software upgrades on a when-and-if available basis over the contract term.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Revenue Recognition (continued)

Revenue from software hosting or Software-as-a-Service arrangements is recognised either on a straight-line basis or on a usage basis as described in the Services section above. In software hosting arrangements, the rights provided to the customer (e.g., ownership of a license, contract termination provisions and the feasibility of the customer to operate the software) are considered in determining whether the arrangement includes a license. In arrangements that include a software license, the associated revenue is recognised in accordance with the software license recognition policy above rather than over time as a service.

#### *Intercompany Services and Sales*

The company's intercompany services include support services, infrastructure services, and research and development services provided to its related companies. Intercompany services are provided on a cost plus pre-agreed mark-up. The company has elected the practical expedient to recognise revenue from these services in the amount to which the company has a right to invoice. Customers are invoiced monthly, quarterly, annually, or upon completion of projects; and consideration is payable when invoiced.

#### *Standalone Selling Price*

The company allocates the transaction price to each performance obligation on a relative standalone selling price basis. The company typically establishes a standalone selling price (SSP) range for its products and services which are reassessed on a periodic basis or when facts and circumstances change.

In certain instances, the company may not be able to establish a standalone selling price range based on observable prices and the company estimates the standalone selling price. The company estimates SSP by considering multiple factors including, but not limited to, overall market conditions, including geographic or regional specific factors, competitive positioning, competitor actions, internal costs, profit objectives and pricing practices. Additionally, in certain circumstances, the company may estimate SSP for a product or service by applying the residual approach. This approach is most commonly used when certain perpetual software licenses are only sold bundled with one year of post-contract support and a price has not been established for the software. Estimating SSP is a formal process that includes review and approval by the company's management.

#### *Services Costs*

Recurring operating costs for services contracts are recognised as incurred.

For fixed-price design and build contracts, the costs of external hardware and software accounted for under the cost-to-cost measure of progress are deferred and recognised based on the labour costs incurred to date (i.e., the measure of progress), as a percentage of the total estimated labour costs to fulfil the contract as control transfers over time for these performance obligations.

Certain eligible, non-recurring costs (i.e., setup cost) incurred in the initial phases of business process outsourcing contracts and other cloud-based services contracts, including Software-as-a-Service arrangements, are capitalised. These costs consist of transition and setup costs related to the provisioning, configuring, implementation and training and other deferred fulfillment costs, including, for example, prepaid assets used in services contracts (i.e., prepaid software or prepaid maintenance). Capitalised costs are amortised on a straight-line basis over the expected period of benefit, which includes anticipated contract renewals or extensions, consistent with the transfer to the customer of the services to which the asset relates. Additionally, fixed assets associated with these contracts are capitalised and depreciated on a straight-line basis over the expected useful life of the asset.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Revenue Recognition (continued)

If an asset is contract specific, then the depreciation period is the shorter of the useful life of the asset or the contract term. Amounts paid to customers in excess of the fair value of acquired assets used in outsourcing arrangements are deferred and amortised on a straight-line basis as a reduction of revenue over the expected period of benefit. The company performs periodic reviews to assess the recoverability of deferred contract transition and setup costs. Refer to note 3 'Revenue' for the amount of deferred costs to fulfil a contract at the reporting date.

In situations in which a business process outsourcing or other cloud-based services contract is terminated, the terms of the contract may require the customer to reimburse the company for the recovery of unbilled accounts receivable, unamortised deferred contract costs and any additional costs incurred by the company to transition the services.

#### *Software Costs*

Costs that are related to the conceptual formulation and design of licensed software programs are expensed as incurred to research, development and engineering expense.

The company capitalises certain costs that are incurred to purchase or develop internal-use software. Internal-use software programs also include software used by the company to deliver Software-as-a-Service when the customer does not receive a license to the software and the company has no substantive plans to market the software externally. Capitalised costs are amortised on a straight-line basis over periods ranging up to three years and are recorded in administrative expense or cost of sales, depending on whether the software is used by the company in revenue generating transactions. Additionally, the company may capitalise certain types of implementation costs and amortise them over the term of the arrangement when the company is a customer in a cloud-computing arrangement.

#### *Incremental Costs of Obtaining a Contract*

Incremental costs of obtaining a contract (e.g. sales commissions) are capitalised and amortised on a straight-line basis over the expected customer relationship period if the company expects to recover those costs. The expected customer relationship is determined based on the average customer relationship period, including expected renewals, for each offering type is three years. Expected renewal periods are only included in the expected customer relationship period if commission amounts paid upon renewal are not commensurate with amounts paid on the initial contract. Incremental costs of obtaining a contract include only those costs the company incurs to obtain a contract that it would not have incurred if the contract had not been obtained. The company capitalises the commissions programme that meet the IFRS requirements for capitalisation, otherwise the company recognises the commissions programme as expense simultaneously with the recognition of the related revenue.

#### *Contract Assets and Trade and Other Receivables*

The company's contract assets represent unbilled amounts related to design and build services contracts when the cost-to-cost method of revenue recognition is utilised, revenue recognised exceeds the amount billed to the customer; and the right to consideration is subject to milestone completion or customer acceptance. Contract assets are classified dependent upon the expected billing profile in the future.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### **Leases**

In its ordinary course of business, the company enters into leases as a lessee for property, plant and equipment.

The company has not provided any material leases from a lessor position.

#### *The company as lessee*

The company's incremental borrowing rate, which approximates the rate at which the company would borrow, on a secured basis, is determined as a rate in the country where the lease was executed. The interest rate implicit in the lease is generally not determinable in transactions where the company is the lessee. The company's variable lease payments generally relate to payments tied to various indexes and payments above a contractual minimum fixed payment. Real estate leases commonly require variable lease payments to reflect market changes, inflation and cost of property maintenance. The lease agreements do not impose any covenants on the company.

Right-of-use (ROU) assets are generally depreciated on a straight-line basis over the lease term. The company has elected to not recognise leases with a lease term of less than 12 months in the Statement of Financial Position, including those acquired in a business combination, and lease costs for those short-term leases are recognised on a straight-line basis over the lease term in the Income Statement.

For all asset classes, the company has elected the lessee practical expedient to combine lease and non-lease components (e.g. maintenance services) and account for the combined unit as a single lease component. A significant portion of the company's lease portfolio is comprised of real estate, primarily used for corporate offices and data centers. The average term of the real estate leases is approximately five years. Certain real estate leases have renewal and/or termination options, which are assessed to determine if those options would affect the duration of the lease term. Renewal and termination options in real estate leases create flexibility in the company's real estate portfolio. The company has previously exercised termination options prior to the originally stated end of lease term. The company also has equipment leases, such as IT equipment and vehicles, which have lease terms that range from two to five years.

#### **Prepayments**

Prepayments include advance payments made by the company for certain maintenance, software, rental and other related service charges to be amortised on a straight line basis over the period when the costs are incurred.

#### **Administrative expenses**

Administrative expenses include indirect selling expenses, salaries, office supplies, non-income taxes, insurance and depreciation of right of use assets and depreciation of fixed assets.

#### **Foreign currencies**

The financial statements of the company are presented in British Pounds Sterling, which is the functional currency of the company.

#### **Employee benefits**

##### *Short-term obligation*

Provision is made for benefits accruing to employees in respect of wages and salaries and other benefits when it is probable that settlement will be required and they are capable of being measured reliably. Provisions made in respect of employee benefits expected to be settled within 12 months are measured at their nominal values using the remuneration rate expected to apply at time of settlement.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Employee benefits (continued)

##### *Defined contribution retirement plans*

Contributions to defined contribution retirement plans are recognised as an expense when the employees have rendered services entitling them to the contributions.

##### *Defined benefit retirement plans*

The amount recognised in the statement of financial position in respect of defined benefit retirement benefit plans is the net defined benefit asset adjusted for the limiting effect of the asset ceiling. The net defined benefit asset comprises of the fair value of plan assets less the present value of the defined benefit obligation. The asset ceiling is limited to the present value of benefits accruing to the company available in the form of refunds and reductions in future contributions to the plan.

The defined benefit obligation is calculated by independent actuaries using the projected unit credit method with actuarial valuations carried out at the end of each annual reporting year. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that have terms to maturity approximating to the terms of the related pension obligation.

Remeasurements are charged or credited to equity in other comprehensive income in the year in which they arise.

Service cost and net interest on net liability / asset are recognised immediately in the income statement as employee benefits expense and finance cost / income, respectively.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in income statement as employee benefit expense as past service costs.

#### Share based payments

##### *Stock options*

Stock options of IBM are granted to certain employees of the company. The rights to these options are granted by its ultimate parent entity.

Fair value is measured using the Black-Scholes pricing 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.

As per the terms of the arrangement with IBM, the company is required to compensate IBM for the difference between the market value of the underlying stock on exercise date and the proceeds from exercise of the stock options.

This inter-company charge is denominated in US Dollars based on the US Dollar market value of the underlying stock and exercise price. Foreign exchange differences arising on the retranslation of the balance outstanding at each reporting date and at the date of settlement are recognised in the profit or loss for the period.

The inter-company charge is first offset to equity against the equity compensation reserve arising on the issue of share-based payments and the excess, if any, is accounted for as a capital distribution from the company to its ultimate parent entity, while the shortfall, if any, is accounted for as a capital contribution from the ultimate parent entity to the company.

A liability is recognised when the award is exercised by the company's employees and billed by IBM.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Share based payments (continued)

In 2023, stock options were primarily granted by the company as part of its executive compensation programmes. More details are described in note 20.

##### *Share awards*

Share awards are equity awards paid out in IBM shares after a period of time, generally vesting against service or performance conditions.

As per the terms of the arrangement with IBM, the company is required to compensate IBM for the market value of the stock on the date of release. The inter-company charge is accounted for as a capital distribution from the company to its ultimate parent entity.

This inter-company charge is denominated in US Dollars based on the US Dollar market value of the underlying stock and exercise price. Foreign exchange differences arising on the retranslation of the balance outstanding at each reporting date and at the date of settlement are recognised in the profit or loss for the year.

##### *Employee Share Purchase Plan*

IBM also provides an employee share purchase plan ('ESPP'), enabling eligible participants worldwide to purchase full or fractional common shares in IBM through payroll deductions at a discount to the market price through payroll deductions of up to 10% of eligible compensation. Effective April 1, 2022, the company increased the discount for eligible participants to purchase shares of IBM common stock under its ESPP from 5 percent to 15 percent off the average market price on the date of purchase. Any discount provided to the company's employees under the ESPP is considered compensation expense.

As per the terms of the arrangement with IBM, the company is required to compensate IBM Corporation for the 15% discount after April 1, 2022.

#### **Taxation**

Income tax expense represents the current tax calculated on taxable profits for the year, any adjustments in respect of prior years and the deferred tax charge or credit for the year.

Current tax is based on taxable profit for the year. Taxable profit differs from profit as reported in the income statement 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 company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised 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 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 goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Taxation (continued)

Deferred tax is calculated at the tax rates that have been enacted or substantively enacted and that are expected to apply in the year when the liability is settled or the asset realised. Deferred tax is charged or credited to the income statement, 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 company intends to settle its current tax assets and liabilities on a net basis.

#### Value added tax

Sales and purchases are recognised net of the amount of value added tax ('VAT'), except where the amount of VAT incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense.

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

#### Property, plant and equipment

Property, plant and equipment are stated in the statement of financial position at cost less any accumulated depreciation and accumulated impairment losses.

Depreciation is charged over their estimated useful lives, using the straight-line method. The estimated useful lives used in the calculation of depreciation are as follows:

Buildings	5 - 50 years
Plant and equipment	1.5 - 7 years
Fixtures and fittings	5 - 15 years

Depreciation is not charged on land.

Residual values and useful lives of assets are reviewed, and adjusted if appropriate, at each reporting date. The management has assessed the residual values and useful lives of assets and believe there is no significant revision required.

#### Investments in subsidiaries

Investments in subsidiaries are initially recorded at cost, considered to be equal to the fair value of the company acquired. After the subsidiary shifts all its trade and associated assets to IBM United Kingdom Limited, a transfer is made from investments to goodwill representing the difference between the fair value of the company acquired and the predecessor book value of the net assets. Investments in subsidiaries are tested annually for impairment and carried at cost less accumulated impairment losses.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### **Goodwill**

Goodwill represents the excess of the cost of an acquisition over the fair value of the net assets of the acquired subsidiary at the date of acquisition which are subsequently transferred in to the company. Goodwill is deemed to have an indefinite life and is tested annually for impairment and carried at cost less accumulated impairment losses.

#### **Impairment of assets**

Investments in subsidiaries and goodwill are reviewed annually for impairment. If the carrying amount exceeds the recoverable amount an impairment loss is recognised in the income statement for the difference. The recoverable amount is the higher of the asset's fair value less costs to sell and the value in use.

Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount might not be recoverable. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each financial year.

#### **Share capital**

Ordinary shares are classified as equity. Mandatorily redeemable preference shares are classified as liabilities. Share capital is measured at par value. Proceeds in excess of par value of shares issued or additional capital contribution without corresponding issuance of shares are credited to share premium.

#### **Financial instruments**

Financial assets and financial liabilities are recognised initially at fair value, plus or minus directly attributable transaction costs, in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument. Trade receivables are measured at their transaction price.

In determining the fair value of its financial instruments, the company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. For the majority of financial instruments, standard market conventions and techniques such as discounted cash flow analysis, estimated selling price less estimated cost to completion and sale are used to determine fair value. All methods of assessing fair value result in a general approximation of value, and such value may never actually be realised.

#### *Categories of financial instruments*

The company has the following categories of financial assets and liabilities: (i) Financial assets measured at amortised cost, (ii) Financial assets measured at fair value through profit and loss (including derivative financial assets and liabilities), and (iii) Financial liabilities at amortised cost.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Financial instruments (continued)

##### (i) *Financial assets at amortised cost*

Financial assets at amortised cost are measured on initial recognition at fair value and are subsequently measured at amortised cost using the effective interest rate method, less an allowance for impairment. They are included in current assets, except for those with maturities greater than 12 months after the balance sheet date, which are classified as non-current assets. These assets are measured at amortised cost if the business model is to hold the assets in order to collect contractual cash flows and the related cash flows are solely payments of principal and interest.

Financial assets at amortised cost include cash and cash equivalents, trade and other receivables (note 14), receivables from related parties (note 25) and finance receivables recognised in the statement of financial position.

##### (ii) *Financial asset at fair value through profit and loss*

Financial assets are measured at fair value through profit and loss if the assets that are either designated as trading or if the assets do not meet the measurement and classification criteria for 'Hold to collect' or 'Hold to collect and sell' or the related cash flows are not solely payments of principal and interest.

#### Derivative financial instruments

Derivative financial assets and liabilities are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting year. The accounting for subsequent changes in fair value of derivative financial instruments are recognised in profit or loss as they occur.

#### Forward foreign exchange contracts

The company uses foreign exchange forward contracts to hedge its exposure to foreign exchange risk arising from future purchases in foreign currencies.

IBM's operations generate significant non-functional-currency third party vendor payments and inter-company payments for royalties, software license fees ('SLF') and goods and services among the company's fellow subsidiaries and with the parent entity. In anticipation of these foreign currency cash flows and in view of the volatility of the currency markets, the company selectively employs foreign exchange forward contracts to manage currency risk. IBM adopts a policy of hedging anticipated cash movement to hedge the foreign exchange transaction risk. In accordance with the IBM group treasury policy, the derivatives are accounted for as trading instruments.

As at the end of the reporting year, there are no derivative financial instruments of the company which are designated for hedge accounting.

##### (iii) *Financial liabilities at amortised cost*

Financial liabilities are unsecured and usually settled on standard commercial trade terms. Financial liabilities recognised at amortised cost include trade and other payables (excluding 'other payables', 'accrued expenses', and 'social security and other taxes'), payables to related parties and lease liabilities (notes 17 and 25).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Financial instruments (continued)

##### Impairment of financial assets

The company measures expected credit losses (ECL) for the following categories of financial assets that are not measured at fair value through profit and loss:

- Finance receivables
- Trade receivables, receivables from related parties and contract assets
- Off balance sheet commitments which include future financing commitments and open lines of credit

While cash and cash equivalents carried at amortised cost are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

##### *Finance Receivables*

Finance receivables include customer loan receivables.

For customer loan receivables, the company applies the three-stage approach to measure credit losses. The carrying amount of the impaired receivable in stage 3 is reduced through the use of a specific allowance account.

When calculating an allowance for customer loans the company considers its ability to mitigate a potential loss by considering the current fair market value of any other collateral. The allowance for credit losses for customer loans includes an assessment of the entire balance of the receivable, including amounts not yet due.

An allowance for impairment of loan receivables are evaluated on an individual or collective basis. For individually evaluated receivables, the company determines the expected cash flow for the receivable and calculates an estimate of the potential loss and probability of loss. For those accounts in which the loss is probable, the company records a specific reserve which is based on current information available about customers such as financial statements, news reports and published credit ratings, as well as the current economic environment, collateral net of repossession cost and prior history. The company considers any receivable with an individually evaluated reserve as an impaired receivable. In addition, the company performs a collectively evaluated reserve that is determined by applying a reserve rate to its different portfolios, excluding accounts that have been specifically reserved. This reserve rate is based upon credit rating, probability of default, term, characteristics, loss history and current economic conditions.

The company considers forward-looking macroeconomic variables such as gross domestic product, unemployment rates, equity prices and corporate profits when quantifying the impact of economic forecasts on its commercial financing receivables allowance for expected credit losses. Macroeconomic variables may vary by class of financing receivables based on historical experiences, portfolio composition and current environment. The company also considers the impact of current conditions and economic forecasts relating to specific industries, geographical areas, and client-credit ratings, in addition to performing a qualitative review of credit risk factors across the portfolio. Under this approach, forecasts of these variables over two years are considered reasonable and supportable. Beyond two years, the company reverts to long-term average loss experience. Forward-looking estimates require the use of judgment, particularly in times of economic uncertainty.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 1 Material accounting policy information (continued)

#### Financial instruments (continued)

##### *Trade and other receivables and Contract Assets*

Expected credit losses for trade receivables, amounts due from related parties and contract assets are estimated using the simplified approach of lifetime ECL based on a combination of write-off history, aging analysis, known troubled accounts and macroeconomic factors affecting trade customers. These simplifications eliminate the need to calculate the 12-month ECL and to assess when a significant increase in credit risk has occurred, as required under a three-stage approach.

For deposit due from related parties, and other receivables, the company measures ECL using the simplified model.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 2 Significant accounting estimates and judgements

The application of accounting standards and policies requires the company to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### Accounting judgements

The following are the significant judgements, apart from those involving estimations, that the company has made in the process of applying the accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

##### *Asset ceiling to net pension surplus*

IAS 19 "Retirement Benefits" places a ceiling on a pension asset that can be recognised on a company's balance sheet to that which can be recovered by the company either through a refund of surplus or a reduction in future contributions. Whether an asset ceiling applies for a particular scheme is dependent on the provisions in the pension scheme's Trust Deed and Rules relating to employer contributions, refunds of surplus and termination. Significant judgements for the company include determining whether the company has an unconditional right to a refund of surplus and/or the value of a reduction in future contributions.

##### *Treasury Centre receivable classification*

Having considered the requirements of IAS 7, the company classifies short term deposits held with Treasury Centre as receivables from related parties within the Statement of Financial Position and Statement of Cash Flows as a result of the judgement made that the criteria set out in IAS 7 for presentation as cash and cash equivalents have not been met.

#### Accounting estimates

The company makes assumptions and estimates concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The assumptions and estimates that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

##### *Impairment review*

The company reviews goodwill, investments and property, plant and equipment for impairment or, in the case of investments and property, plant and equipment, whether previously booked impairments should be wholly or partially reversed. The application of impairment accounting requires the use of significant estimates and assumptions. Impairment testing requires an estimate of future cash flows which are discounted to their present value. The company's estimates are based upon assumptions that are reasonable and supportable, but which would not reflect unanticipated events and circumstances that may occur (notes 9-11). Impairment testing of investments in subsidiaries requires review of investments value either by using a) fair value less costs to sell, which is based on the current market price for similar assets and liabilities or b) value in use. An impairment loss recognised in prior years for an investment is reversed if there was a change in the estimates used to determine the investments' recoverable amount. If this is the case, the carrying amount of the investment is increased to its recoverable amount, to the extent that this is not higher than initial cost.

##### *Pension assumptions*

The measurement of the company's defined benefit obligation to its employees and net annual pension cost/income requires the use of certain assumptions, including, among others, estimates of discount rates and inflation. Changes in these assumptions may affect the future funding into the pension plan, the charge or credit to the income statement and the actuarial gain or loss recognised in the statement of comprehensive income (note 19).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 3 Revenue

Revenue represents the net amounts received and receivable for goods and software sold by the company to outside customers, less return and allowances and revenue arising from services provided for the year.

An analysis of the company's revenue for the year is as follows:

	Home £m	Export £m	Total £m
<b>2023</b>			
<b>Revenue from contracts with customers</b>			
Hardware	118.2	—	118.2
Software	554.2	—	554.2
Services	1,940.6	446.0	2,386.6
	<b>2,613.0</b>	<b>446.0</b>	<b>3,059.0</b>
<b>Revenue from other sources</b>			
Financing	1.8	—	1.8
	<b>2,614.8</b>	<b>446.0</b>	<b>3,060.8</b>
<b>2022</b>			
<b>Revenue from contracts with customers</b>			
Hardware	128.6	—	128.6
Software	576.1	—	576.1
Services	1,802.7	614.0	2,416.7
	<b>2,507.4</b>	<b>614.0</b>	<b>3,121.4</b>
<b>Revenue from other sources</b>			
Financing	1.6	—	1.6
	<b>2,509.0</b>	<b>614.0</b>	<b>3,123.0</b>

Revenue is derived from goods and services supplied from the United Kingdom. Exports are to fellow subsidiaries, group undertakings and the ultimate parent company. Home revenue includes an immaterial amount generated from sales made within Gibraltar.

The company's hardware offerings include the sale or lease of Hybrid Infrastructure solution including zSystems ('IBM Z') as well as Distributed Infrastructure solutions such as Power and storage solutions. The capabilities of these products can also be delivered through as-a-Service or cloud delivery models, such as Infrastructure-as-a-Service and Storage as-a-Service. The company also offers installation services for its more complex hardware products. Hardware offerings are often sold with distinct maintenance services.

The company's software offerings include hybrid platform software solutions, which contain many of the company's strategic areas including Red Hat, automation, data and AI, and security; transaction processing which primarily supports mission-critical systems for clients; and, distributed infrastructure software, which provides operating systems for IBM Z and Power Systems hardware. These offerings include proprietary software and open source software, and many can be delivered entirely or partially through as-a-Service or cloud delivery models, while others are delivered as on-premise software licenses.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 3 Revenue (continued)

Services revenue represents consulting services such as business transformation, technology consulting and application operations including the design and development of complex IT environments to a client's specifications (e.g., design and build), cloud services, business process outsourcing; and infrastructure support. Many of these services can be delivered entirely or partially through cloud or as-a-Service delivery models.

#### Disaggregation of revenue from contracts with customers

The following table provide details of revenue by major products/service offerings

	2023 £m	2022 £m
Consulting	1,430.6	1,299.1
Software and Cloud Solutions	663.7	763.6
Infrastructure	380.7	410.3
Other	584.0	648.4
	<b>3,059.0</b>	<b>3,121.4</b>

#### Reconciliation of contract balances

The following table provides information about contract balances from contracts with the customers:

	2023 £m	2022 £m
Trade and other receivables, net of provision for impairment (note 14)	408.2	337.2
Contract assets (note 15)	26.3	21.6
Deferred revenue (non-current)	(107.2)	(78.3)
Deferred revenue (current)	(285.1)	(312.1)
	<b>42.2</b>	<b>(31.6)</b>

Refer to note 18 for the loss allowance provided for trade receivables and contract assets.

During the year, revenue was increased by £1.5 million (2022: increased by £0.8 million) for performance obligations satisfied (or partially satisfied) in the previous year, mainly due to changes in estimates on percentage-of-completion based contracts.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 3 Revenue (continued)

Deferred revenue represents contract liabilities where consideration was received in advance of performance obligations. It is considered current or non-current based on when the performance obligation will be satisfied.

	2023 £m	2022 £m
<b>Contract assets</b>		
Balance at the beginning of year	21.6	36.0
Transfer to receivables	(20.2)	(34.3)
Increase due to revenue recognised during the year less amounts billed to customers	24.9	19.9
<b>Balance at the end of the year (note 15)</b>	<b>26.3</b>	<b>21.6</b>
<b>Deferred revenue</b>		
Balance at the beginning of year	(390.4)	(432.5)
Revenue recognised that was included in the deferred revenue balance at the beginning of the year	312.1	332.5
Increases due to billings, excluding amounts recognised as revenue during the year	(314.0)	(290.4)
<b>Balance at the end of the year</b>	<b>(392.3)</b>	<b>(390.4)</b>

### Remaining performance obligations

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognised as of the end of the reporting year and an explanation as to when the company expects to recognise these amounts in revenue. It is intended to be a statement of overall work under contract that has not yet been performed and does not include contracts in which the customer is not committed, such as certain as-a-Service, governmental, term software license and services offerings. The customer is not considered committed when they are able to terminate for convenience without payment of a substantive penalty. The disclosure includes estimates of variable consideration, except when the variable consideration is a sales-based or usage-based royalty promised in exchange for a license of intellectual property. Additionally, as a practical expedient, the company does not include contracts that have an original duration of one year or less. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations, adjustment for revenue that has not materialised and adjustments for currency.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 3 Revenue (continued)

At 31 December 2023, the aggregate amount of the transaction price allocated to the remaining performance obligations related to customer contracts that are unsatisfied or partially unsatisfied was £2,900.0 million (2022: £2,638.7 million). Given the profile of contract terms, approximately 38 percent (2022: 35 percent) of this amount is expected to be recognised as revenue over the next year, approximately 59 percent (2022: 63 percent) between two and five years and the balance thereafter.

The following table provides information about deferred cost balances:

	2023 £m	2022 £m
Capitalised costs to obtain a contract	15.2	11.5
Deferred costs to fulfil a contract	24.8	27.3
	<b>40.0</b>	<b>38.8</b>

The split of deferred cost to non-current and current balance is included within Other assets (note 15).

The following table provides information about deferred cost movements:

	2023 £m	2022 £m
At beginning of year	38.8	37.3
Additions	17.8	21.3
Amortisation	(16.6)	(19.3)
Write off	—	(0.5)
At the end of year	<b>40.0</b>	<b>38.8</b>

### 4 Expenses by nature

	2023 £m	2022 £m
Costs of services and products	1,634.6	1,727.1
Cost of licences	101.8	115.1
Employee expenses (note 6)	908.2	927.0
Pension expenses (note 6)	64.2	100.5
Depreciation (note 9 & 21)	72.2	77.9
Other expenses	132.0	112.2
<b>Total cost of sales and administrative expenses</b>	<b>2,913.0</b>	<b>3,059.8</b>

The cost of inventories recognised as an expense and included in 'cost of sales' amounted to £134.2 million (2022: £296.7 million).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 5 Auditors' remuneration

	2023 £000	2022 £000
Audit services in respect of the company's financial statements	835	984
All other services	7	28
	842	1,012
Audit services in respect of the company's associated pension scheme	—	120

In addition, auditors' remuneration of £251,500 (2022: £240,030) was borne by this company on behalf of fellow IBM United Kingdom group undertakings.

### 6 Employee expenses

	2023 £m	2022 £m
Wages and salaries	771.6	775.6
Social security costs	97.0	106.6
Pension cost for defined contribution pension plans	63.4	63.8
Pension cost for defined benefit pension plans (note 19)	0.8	36.7
Share based payment expense (note 20)	39.6	44.8
	972.4	1,027.5

Pension costs in respect of defined benefit pension schemes reported within this note represent amounts charged to operating profit. These amounts do not include amounts credited to finance income (see note 19) and amounts recognised in the statement of comprehensive income in respect of defined benefit pension schemes.

The average monthly number of employees, including directors, during the year was made up as follows:

	2023 Number	Restated 2022 Number
Services and marketing	6,118	6,435
Product development	1,191	1,225
	7,309	7,660

The totals include employees who have fixed-term contracts with the company. They also include 21 employees (2022: 27 employees) whose duties were carried out mainly outside of the United Kingdom.

The 2022 average number of employees has been restated for consistency with the 2023 methodology for identifying R&D staff.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 7 Directors emoluments

The emoluments of the directors and the number of share options and share appreciation rights, in IBM, exercised by the directors in respect of their services as the principal directors or otherwise in connection with the management of the company, its parent IBM United Kingdom Holdings Limited and its parent IBM North Region Holdings, are shown in the following sections of this note. It is not practicable to perform any allocation of these total emoluments between the respective companies as such amounts are earned in respect of the directors' services to the group of companies as a whole, and the directors' services to other UK entities are considered incidental when compared to their services to the company.

The principal directors' aggregate emoluments in respect of qualifying services were:

	2023 £m	2022 £m
Short-term employee benefits	4.4	4.0
Post-employment benefits	0.1	0.2
Share-based payments	2.5	1.8

	2023 Number	2022 Number
Number of directors who exercised share options	4	—
Number of directors who received shares in respect of qualifying service under a long term incentive scheme	7	6
Number of directors who accrued benefits under defined benefit schemes	1	1
Number of directors who accrued benefits under defined contribution schemes	6	6

Three directors were appointed and four directors resigned during the year. Two directors were appointed and one director resigned during the prior year.

Aggregate emoluments receivable under long term incentive schemes, excluding share based payments and post-employment benefits, were £nil (2022: £nil).

Emoluments of highest paid director:

	2023 £m	2022 £m
Short-term employee benefits	1.6	1.4
Share-based payments	1.2	0.7

The highest paid director received shares in respect of qualifying services under a long term incentive scheme during 2023 and 2022. No other emoluments under long term incentive schemes were received by the highest paid director.

The highest paid director did not exercise share options during 2023 or 2022.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 8 Income tax expense / (credit)

#### (a) Analysis of expense in the year

	2023 £m	2022 £m
<b>Current tax:</b>		
UK corporation tax based on profit for the year at 23.52% (2022: 19%)	21.5	6.3
Adjustments relating to prior years	6.9	4.2
<b>Total current tax</b>	<b>28.4</b>	<b>10.5</b>
<b>Deferred tax:</b>		
Movements on temporary differences	24.0	(6.8)
Adjustments relating to prior years	(0.4)	(18.6)
<b>Total deferred tax (note 13)</b>	<b>23.6</b>	<b>(25.4)</b>
<b>Income tax expense / (credit)</b>	<b>52.0</b>	<b>(14.9)</b>

#### (b) Reconciliation of tax expense

The tax assessed on the profit for the year is higher (2022: lower) than the standard rate of corporation tax in the UK of 23.52% (2022: 19%).

	2023 £m	2022 £m
Profit before income tax	172.9	70.4
Tax at the domestic income tax rate of 23.52% (2022: 19%)	40.6	13.4
<b>Effects of:</b>		
Adjustments relating to prior years	6.5	(14.5)
Expenses not deductible for tax purposes	6.8	0.8
Income not subject to UK tax	(5.9)	—
Share options	3.1	(10.7)
Withholding tax	0.2	0.6
Adjustment to tax rates	1.4	(4.5)
Changes to recognition of deferred tax	(0.7)	—
<b>Total income tax expense / (credit) (note 8)(a)</b>	<b>52.0</b>	<b>(14.9)</b>

#### (c) Factors that may affect future tax expense

The Finance Act 2021 included legislation to increase the main rate of corporation tax from 19% to 25% with effect from 1 April 2023. The impact of this change has been reflected in any closing deferred tax balances.

Under the Organisation for Economic Co-operation and Development (OECD) Inclusive Framework, various jurisdictions continue to enact a two-pillar solution which includes the introduction of a global minimum effective tax rate of 15%.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 8 Income tax expense / (credit) (continued)

IBM United Kingdom Limited has adopted International Tax Reform – Pillar Two Model Rules – Amendments to IAS 12, paragraph 4A upon their release on 23 May 2023. The amendments provide a temporary exception from deferred tax accounting for the global minimum tax, which was effective upon release.

As of 31 December 2023, the United Kingdom has enacted or substantively enacted the tax law related to this minimum tax, however, given the delayed effective dates, there has been no current tax expense included in the financial statements for the period ended 31 December 2023.

The legislation enacted or substantively enacted as of 31 December 2023, relating to the global minimum tax, is not expected to materially impact the company's tax expense.

The final impact of Pillar Two may differ, possibly materially, due to factors such as changes in the law, interpretations of the law and assumptions that the company has made in its assessment, conclusion of the effects of Pillar Two provisions, further refinement of the company's calculations, additional guidance that may be issued by the various local governments, among other items.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 9 Property, plant and equipment

	Land and buildings £m	Plant and equipment £m	Fixtures and fittings £m	Total £m
<b>Cost</b>				
At 1 January 2022	136.9	183.3	112.3	432.5
Additions	4.0	104.9	4.1	113.0
Disposals	(0.1)	(25.5)	(54.7)	(80.3)
<b>At 31 December 2022</b>	<b>140.8</b>	<b>262.7</b>	<b>61.7</b>	<b>465.2</b>
Additions	5.5	34.8	1.8	42.1
Disposals	(0.6)	(34.7)	(1.7)	(37.0)
<b>At 31 December 2023</b>	<b>145.7</b>	<b>262.8</b>	<b>61.8</b>	<b>470.3</b>
<b>Accumulated depreciation</b>				
At 1 January 2022	92.6	158.2	99.2	350.0
Charge for year	3.0	37.7	4.5	45.2
Disposals	—	(24.7)	(54.3)	(79.0)
<b>At 31 December 2022</b>	<b>95.6</b>	<b>171.2</b>	<b>49.4</b>	<b>316.2</b>
Charge for year	3.1	29.5	2.7	35.3
Disposals	—	(33.6)	(1.2)	(34.8)
<b>At 31 December 2023</b>	<b>98.7</b>	<b>167.1</b>	<b>50.9</b>	<b>316.7</b>
<b>Net book value</b>				
<b>At 31 December 2023</b>	<b>47.0</b>	<b>95.7</b>	<b>10.9</b>	<b>153.6</b>
<b>At 31 December 2022</b>	<b>45.2</b>	<b>91.5</b>	<b>12.3</b>	<b>149.0</b>

The net book value of land and buildings relates entirely to freehold assets.

The additions in plant and equipment in the prior year included £83.4 million (note 12) from the company's acquisition of assets from direct subsidiary undertaking Softlayer Technologies UK Limited.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 10 Intangible assets

	Goodwill £m
<b>Cost</b>	
At 1 January 2022	652.4
Transfers from investments (note 11)	15.0
<b>At 31 December 2022</b>	<b>667.4</b>
Additions due to acquired business (note 12)	<b>0.3</b>
<b>At 31 December 2023</b>	<b>667.7</b>
<b>Accumulated amortisation and impairment</b>	
At 1 January 2022	310.9
<b>At 31 December 2022</b>	<b>310.9</b>
<b>At 31 December 2023</b>	<b>310.9</b>
<b>Net book value</b>	
<b>At 31 December 2023</b>	<b>356.8</b>
<b>At 31 December 2022</b>	<b>356.5</b>

#### Impairment

The directors conducted an impairment review of goodwill held by the company in accordance with IAS 36. No impairment charge has been recognised as a result of this review.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Goodwill is allocated to those cash-generating units that are expected to benefit from synergies of the related business combination and represent the lowest level within the company at which management monitors goodwill. Management have deemed there to be one cash generating unit and have therefore assessed the carrying value of goodwill, together with the carrying value of investments using future cash flows for the whole company.

The recoverable amount of goodwill was determined based on value in use calculations. These calculations used post-tax cash flow projections based on financial budgets approved by management covering a five year period and are denominated in British Pound sterling. Cash flows beyond the five year period are extrapolated using estimated growth rates. The growth rate of 2.5% (2022: 2.5%) used is in line with the long term average growth rate for the industry in which the group operates. The post-tax discount rate used in this calculation was 10.0% (2022: 10.0%) which is equivalent of a pre-tax discount rate of 13.1 % (2022: 12.3%). Based on this calculation there is headroom of £773.9 million.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 10 Intangible assets (continued)

The key assumptions used in the impairment testing were a) discount rates and b) rates of growth. Below is disclosed the sensitivity analysis for reasonable possible changes:

#### a) Discount rate

The discount rate reflects management's estimate of the pre-tax cost of capital employed in the current market and the risks specific to the information technology industry.

If the post-tax discount rate was 1 percent higher with all other variables held constant the headroom would be £81.7 million lower (2022: £112.0 million lower). If the post-tax discount rate was 1 percent lower with all other variables held constant the headroom would be £106.9 million higher (2022: £146.3 million higher).

#### b) Rates of growth

Management have reviewed industry forecasts and consider the compound annual growth rate of 2.3% in the five year period and the long term rate of 2.5% for the perpetuity to be reasonable for the purposes of the impairment test.

If the growth rate assumption was 1 percent higher with all other variables held constant the headroom would be £148.7 million higher (2022: £167.7 million higher). If the growth rate assumption was 1 percent lower with all other variables held constant the headroom would be £114.1 million lower (2022: £128.4 million lower).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 11 Investments

	£m
<b>Cost</b>	
At 1 January 2022	1,320.7
Additions	42.4
Transfers to goodwill	(15.0)
Liquidations	(0.1)
<b>At 31 December 2022</b>	<b>1,348.0</b>
Additions	1.2
Liquidations	(220.0)
<b>At 31 December 2023</b>	<b>1,129.2</b>
<b>Accumulated impairment</b>	
At 1 January 2022	424.6
Release of impairment upon liquidation	(0.1)
<b>At 31 December 2022</b>	<b>424.5</b>
Impairment charge for the year	25.3
Release of impairment upon liquidation	(219.7)
<b>At 31 December 2023</b>	<b>230.1</b>
<b>Net book value</b>	
<b>At 31 December 2023</b>	<b>899.1</b>
<b>At 31 December 2022</b>	<b>923.5</b>

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 11 Investments (continued)

On 18 December 2023 the company acquired 100% of the share capital of NS1 U.K. Limited for \$1.5 million, translated into GBP at the spot rate on the day of the transaction to £1.2 million.

Cleversafe UK Limited and Optevia Limited were dissolved on 5 July 2023, MH (UK) Limited and Silverpop Systems Limited on 6 July 2023 and i2 Limited on 22 November 2023.

During the year i2 Holdings Limited, i2 Intermediate Holdings Limited, Truven Health Analytics UK Limited and Instana UK Limited entered the liquidation process.

At the year end the directors conducted an impairment review of the investments held. As a result the company impaired the investments in i2 Holdings Limited, i2 Intermediate Holdings Limited, Truven Health Analytics UK Limited, Instana UK Limited and Softlayer Technologies UK Limited in total by £25.3 million due to the decrease of their net assets following the distribution of dividends. The directors consider all other investments to be supported by the fair value of their underlying net assets.

During the prior year the company made the following transactions:

On 1 January 2022 goodwill of £1.9 million arose on the transfer of the trade and assets of Instana UK Limited to the company.

On 28 April 2022 the company acquired 100% of the share capital of Softlayer Technologies UK Limited for £24.2 million. No goodwill arose on the transfer of the trade and assets to the company on 1 May 2022.

On 27 June 2022 the company acquired 100% of the share capital of Sevone UK Limited for \$4.8 million, translated into GBP at the spot rate on the day of the transaction to £3.9 million. Goodwill of £1.5 million arose on the transfer of the trade and assets to the company on 1 July 2022.

On 27 June 2022 the company acquired 100% of the share capital of Turbonomic (UK) Limited for \$5.9 million, translated into GBP at the spot rate on the day of the transaction to £4.8 million. Goodwill of £2.6 million arose on the transfer of the trade and assets to the company on 1 July 2022.

On 30 September 2022 the company acquired 100% of the share capital of Envizi UK Limited for \$10.1 million, translated into GBP at the spot rate on the day of the transaction to £9.5 million. Goodwill of £9.0 million arose on the transfer of the trade and assets to the company on 1 October 2022.

On 30 November 2022 the company acquired 100% of the share capital of Simpler Consulting Limited for £1.

During 2022 none of subsidiary undertakings entered the liquidation process.

Resilient Systems Europe Limited, a subsidiary in liquidation, was dissolved on 22 October 2022.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 11 Investments (continued)

The company had beneficial ownership of all the ordinary share capital and voting rights of the following companies at 31 December 2023 and 2022 (unless otherwise stated).

Name of subsidiary / associate / other investment	Country of registered office	Holding (%)	Nature of business
<b>Direct holdings</b>			
Kenexa Technology LLC	United States	25%	Trading
NS1 U.K. Limited	United Kingdom	100%	Trading
International Business Machines Limited	United Kingdom	100%	Non-trading
Simpler Consulting Limited	United Kingdom	100%	Non-trading
010414 UK Limited	United Kingdom	100%	Dormant
251211 UK Limited	United Kingdom	100%	Dormant
Blue Wolf Global Limited	United Kingdom	100%	Dormant
Envizi UK Limited	United Kingdom	100%	Dormant
Heartbeat Experts Limited	United Kingdom	100%	Dormant
Oniqua Europe Limited	United Kingdom	100%	Dormant
Sevone UK Limited	United Kingdom	100%	Dormant
Softlayer Technologies UK Limited	United Kingdom	100%	Dormant
SPSS Limited	United Kingdom	100%	Dormant
Sterling Commerce (UK) Limited	United Kingdom	100%	Dormant
The Analytic Sciences Corporation Limited	United Kingdom	100%	Dormant
Turbonomic (UK) Limited	United Kingdom	100%	Dormant
Algorithmics Risk Management Limited	United Kingdom	100%	In liquidation
i2 Holdings Limited	United Kingdom	100%	In liquidation
i2 Intermediate Holdings Limited	United Kingdom	100%	In liquidation
Instana UK Limited	United Kingdom	100%	In liquidation
Kenexa Compensation UK Limited	United Kingdom	100%	In liquidation
Kenexa Quorum Holdings Limited	United Kingdom	100%	In liquidation
Promontory Financial Group (UK) Limited	United Kingdom	100%	In liquidation
Transitive Corporation Limited	United Kingdom	100%	In liquidation
Truven Health Analytics UK Limited	United Kingdom	100%	In liquidation

# IBM United Kingdom Limited

Notes to the Financial Statements  
For the Year Ended 31 December 2023

## 11 Investments (continued)

Name of subsidiary / associate / other investment	Country of registered office	Holding (%)	Nature of business
<b>Indirect holdings through Algorithmics Risk Management Limited</b>			
Algorithmics (UK) Limited	United Kingdom	100% (indirect)	In liquidation
<b>Indirect holdings through Blue Wolf Global Limited</b>			
Bluewolf International Limited	United Kingdom	100% (indirect)	Dormant
<b>Indirect holdings through International Business Machines Limited</b>			
IBM GF International Treasury Company Designated Activity Company	Ireland	60% (indirect)	Trading
<b>Indirect holdings through IBM GF International Treasury Company Designated Activity Company</b>			
IBM International Treasury Services Unlimited Company	Ireland	60% (indirect)	Trading
<b>Indirect holdings through IBM International Treasury Services Unlimited Company</b>			
IBM Netherlands Treasury B.V.	Netherlands	3% (indirect) & 26% profit sharing certificates	Trading
<b>Indirect holdings through Kenexa Quorum Holdings Limited</b>			
Kenexa Global Recruitment Services Limited	United Kingdom	100% (indirect)	In liquidation
<b>Indirect holdings through The Analytic Sciences Corporation Limited</b>			
Weather Services International Limited	United Kingdom	100% (indirect)	Dormant
<b>Indirect holdings through Transitive Corporation Limited</b>			
Transitive Limited	United Kingdom	100% (indirect)	In liquidation
<b>Indirect holdings through Weather Services International Limited</b>			
The Weather Channel Global Media Limited	United Kingdom	100% (indirect)	Dormant

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 11 Investments (continued)

The registered address for International Business Machines Limited, 010414 UK Limited, 251211 UK Limited, Blue Wolf Global Limited, Bluewolf International Limited, Envizi UK Limited, Heartbeat Experts Limited, Sevone UK Limited, Simpler Consulting Limited, Softlayer Technologies UK Limited, SPSS Limited, Sterling Commerce (UK) Limited, The Analytic Sciences Corporation Limited, The Weather Channel Global Media Limited, Weather Services International Limited and Turbonomic (UK) Limited is Building 5000 Ground Floor, Lakeside North Harbour, Western Road Portsmouth PO6 3AU, England, United Kingdom.

The registered address for Algorithmics (UK) Limited, Algorithmics Risk Management Limited, i2 Holdings Limited, i2 Intermediate Holdings Limited, Instana UK Limited, Kenexa Compensation UK Limited, Kenexa Global Recruitment Services Limited, Kenexa Quorum Holdings Limited, Promontory Financial Group (UK) Limited, Transitive Corporation Limited, Transitive Limited and Truven Health Analytics UK Limited is 10 Fleet Place, London, England, United Kingdom, EC4M 7RB.

The registered addresses for the remaining subsidiary undertakings are as follows:

<b>Name of subsidiary / associate</b>	<b>Registered address</b>
Kenexa Technology LLC	Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle, Delaware, USA
IBM GF International Treasury Company Designated Activity Company	IBM Technology Campus, Damastown Industrial Park, Mulhuddart, Dublin, D15 HN66, Ireland
IBM International Treasury Services Unlimited Company	IBM Technology Campus, Damastown Industrial Park, Mulhuddart, Dublin, D15 HN66, Ireland
IBM Netherlands Treasury B.V.	Johan Huizhigalaan 765, 1066 VH Amsterdam, Netherlands
NS1 U.K. Limited	Menzies Llp, Magna House, 18-32 London Road, Staines-Upon-Thames, United Kingdom, TW18 4BP
Oniqua Europe Limited	Atria 1, 144 Morrison Street, Edinburgh, Scotland, EH3 8BR

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 12 Purchase of business

During the year the company acquired the assets and liabilities of the business of StepZen Limited for a consideration of \$0.4 million, translated into GBP at the spot rate on the day of the transaction to £0.3 million. The transfer of assets and liabilities was at fair value and was funded through an interest bearing loan note payable. Goodwill of £0.3 million arose on the transfer of the trade and assets to the company.

During the prior year the company acquired the assets and liabilities of these trading direct subsidiary undertakings: Envizi UK Limited, Instana UK Limited, Sevone UK Limited, Softlayer Technologies UK Limited and Turbonomic (UK) Limited for a consideration of £30.1 million. The transfers of assets and liabilities were at fair acquisition value. The transfers were completed through a non-interest bearing related party payable.

The impact of this is set out in the table below:

	2022 £m
Property, plant and equipment	83.4
Other assets	47.1
Short-term overdraft with group undertaking	(62.4)
Other liabilities	(38.0)
<b>Total net assets acquired at fair value</b>	<b>30.1</b>

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# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 13 Deferred tax assets

#### Movement in the deferred tax asset

	Fixed asset temporary differences £m	Short term temporary differences £m	Retirement benefit £m	Total £m
At 1 January 2022	65.8	21.2	(57.6)	29.4
Credited to the income statement	1.9	14.3	9.2	25.4
Credited to statement of comprehensive income	—	—	0.1	0.1
Credited / (charged) to reserves in respect of share options	—	2.7	—	2.7
Transferred from acquisitions	18.8	—	—	18.8
<b>At 31 December 2022</b>	<b>86.5</b>	<b>38.2</b>	<b>(48.3)</b>	<b>76.4</b>
Charged to the income statement	(16.7)	(5.8)	(1.1)	(23.6)
Credited to statement of comprehensive income	—	—	18.2	18.2
Credited / (charged) to reserves in respect of share options	—	5.4	—	5.4
<b>At 31 December 2023</b>	<b>69.8</b>	<b>37.8</b>	<b>(31.2)</b>	<b>76.4</b>

An amount of £38.6 million (2022: £38.2 million) is expected to be recovered more than 12 months after the reporting date and an amount of £37.8 million (2022: £38.2 million) is expected to be recovered no more than 12 months after reporting date.

There are no unrecognised deferred tax assets.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 14 Trade and other receivables

	2023 £m	2022 £m
<b>Current</b>		
Trade receivables - billed	317.8	216.8
Trade receivables - unbilled	97.5	101.1
Less: credit loss allowance	(8.3)	(8.1)
<b>Financial assets</b>	<b>407.0</b>	<b>309.8</b>
Other receivables	1.2	27.4
	<b>408.2</b>	<b>337.2</b>

Due to the short term nature of the receivables, the carrying amounts approximate to the fair values.

The concentration of credit risk is limited due to the customer base being large and diverse.

The credit quality of billed trade receivables is shown in the following table:

Internal rating (GRMG*)	Description	2023 £m	2022 £m
1	Excellent	36.7	22.2
2 - 3	Good	178.8	135.7
4 - 5	Satisfactory	86.9	45.9
6	Special monitoring	10.9	8.1
7	Default	4.5	4.9
		<b>317.8</b>	<b>216.8</b>

\* GRMG – Global Risk Management Group, IBM credit rating scale used as measure of the probability of IBM's customers default

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 15 Other non-current and current assets

	2023 £m	2022 £m
<b>Non-current</b>		
Prepayments	6.7	11.5
Deferred costs (note 3)	26.2	25.3
	<b>32.9</b>	<b>36.8</b>
<b>Current</b>		
Prepayments	56.4	381.1
Deferred costs (note 3)	13.8	13.5
Contract assets (note 3)	26.3	21.6
	<b>96.5</b>	<b>416.2</b>

In prior year amount of prepayments comprise £319.8 million which represented the prepaid services from other group undertakings, which has substantially unwound during 2023.

### 16 Provisions for liabilities and charges

Provisions are measured at management's best estimate of the expenditure required to settle the obligation at the reporting date.

	2023 £m	2022 £m
<b>Non-current</b>		
Services from other group undertakings	—	74.3
Other provisions	0.7	1.2
	<b>0.7</b>	<b>75.5</b>
<b>Current</b>		
Other provisions	3.4	3.7
	<b>3.4</b>	<b>3.7</b>

The provision for services from other group undertakings related to a two-year agreement for services design and delivery management, asset management and contract risk management provided by a group service integration entity.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 16 Provisions for liabilities and charges (continued)

The other provisions consist of provision for asset retirement, provision for litigation, restructuring provision, provision for onerous contracts and provision for waste electrical and electronic equipment.

	Services from other group undertakings £m	Other £m	Total £m
At 1 January 2022	—	8.4	8.4
Charged to the income statement	74.3	0.6	74.9
Utilised during the year	—	(1.3)	(1.3)
Released to the income statement	—	(2.8)	(2.8)
<b>At 31 December 2022</b>	<b>74.3</b>	<b>4.9</b>	<b>79.2</b>
Charged to the income statement	—	21.4	21.4
Utilised during the year	(74.3)	(19.6)	(93.9)
Released to the income statement	—	(2.6)	(2.6)
<b>At 31 December 2023</b>	<b>—</b>	<b>4.1</b>	<b>4.1</b>

### 17 Trade and other payables

	2023 £m	2022 £m
<b>Current</b>		
Payable to trade suppliers	67.3	88.0
Accruals	40.9	56.5
<b>Financial liabilities</b>	<b>108.2</b>	<b>144.5</b>
Accrued employees and other payables	101.0	104.2
Social security and other taxes	141.7	110.6
	<b>350.9</b>	<b>359.3</b>

The company has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 18 Financial instruments

#### Financial risk management

The company is exposed to a variety of financial risks as a result of its operations that include the effects of changes in liquidity and interest rate risk, credit risk, market prices, and foreign exchange risk. The company has a strong risk management programme in place aligned to the worldwide programme of the company's ultimate parent company, IBM Corporation.

#### Capital risk management

The company manages its capital to ensure that the company will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The company's overall capital management strategy remains unchanged from the prior year and is controlled globally. The capital structure of the company consists of debt to related parties disclosed in note 25 and equity attributable to equity holders of the parent, comprising issued capital, share premium and retained earnings as disclosed in the statement of changes in equity.

The company has no externally imposed capital requirements to which it is subject.

#### Categories of financial instruments

	2023 Amortised costs £m	2023 FVTPL* £m
<b>Financial assets</b>		
Finance receivables	19.5	—
Trade receivables (note 14)	407.0	—
Receivables from related parties (note 25)	115.4	—
Deposits held with related parties (note 25)	553.2	—
Cash at bank	0.5	—
	<b>1,095.6</b>	<b>—</b>
<b>Financial liabilities</b>		
Trade and other payables (note 17)	(108.2)	—
Payables to related parties (note 25)	(338.6)	(15.9)
Lease liabilities	(130.0)	—
Derivatives with related parties (note 25)	—	(3.1)
	<b>(576.8)</b>	<b>(19.0)</b>

\* Fair value through profit and loss

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 18 Financial instruments (continued)

	2022 Amortised costs £m	2022 FVTPL* £m
<b>Financial assets</b>		
Finance receivables	31.5	—
Trade receivables (note 14)	309.8	—
Receivables from related parties (note 25)	160.4	—
Deposits held with related parties (note 25)	391.7	—
Derivatives with related parties (note 25)	—	3.1
Cash at bank	1.2	—
	<b>894.6</b>	<b>3.1</b>
<b>Financial liabilities</b>		
Trade and other payables (note 17)	(144.5)	—
Payables to related parties (note 25)	(367.7)	(28.1)
Lease liabilities	(139.9)	—
	<b>(652.1)</b>	<b>(28.1)</b>

\* Fair value through profit and loss

### Financial risk management objectives

IBM's corporate treasury function provides funding and risk management services to the UK group of companies. Risk management services are provided through the monitoring and management of financial risks relating to the operations of the company through internal risk reports addressing market risk (including currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk, and cash flow interest rate risk. This includes performing sensitivity analysis on market risks to determine the effect of change in foreign exchange and currency rates on the company's financial performance and position.

### Price risk

The financial risk posed by external vendors is managed and controlled by IBM's central procurement function. Procurement is the only business unit in IBM which is authorised to make financial commitments to external vendors. The unit has responsibility for achieving overall value for IBM in terms of supplier selection at the optimum price. All procurement activities are carried out under worldwide IBM guidelines. The financial risk posed by sales price is managed through a central pricing team. The business only agrees to sign contracts once the appropriate pricing approval has been obtained.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 18 Financial instruments (continued)

#### Foreign currency risk

The company undertakes certain transactions denominated in foreign currencies, hence exposures to exchange rate fluctuations arise. Foreign currency forward contracts are entered into with a third party bank by the IBM International Treasury Services Unlimited Company ('the Treasury Centre') which in turn passes down the impacts of these FX contracts by entering into matching intercompany FX contracts with the company. The company does not apply hedge accounting for these FX transactions. Additionally, when loans and leases are supplied in a foreign currency, the company borrows from the Treasury Centre in the same foreign currency to fund the transaction, therefore hedging against foreign exchange risk.

#### Foreign currency sensitivity

The company's foreign exchange rate risk results from the revaluation of its US dollar and Euro denominated transactions and balances with group undertakings and third party customers and suppliers. A 10 percent fluctuation is the rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates.

At 31 December 2023, if British Pounds Sterling weakened/strengthened against the US dollar by 10 percent, with all other variables held constant, pre-tax profit for the year would have been £7.7 million (2022: £15.7 million) lower/higher, arising principally on the foreign exchange translation of the related party payables at the reporting date.

At 31 December 2023, if British Pounds Sterling weakened/strengthened against the Euro exchange rate by 10 percent, with all other variables held constant, pre-tax profit for the year would have been £6.4 million (2022: £6.6 million) lower/higher, arising principally on the foreign exchange translation of the related party payables at the reporting date.

#### Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The company carries out credit checks on potential customers before contracts are entered into. This information is supplied by independent rating agencies where available and, if not available, the company uses other publicly available financial information and its own trading records to rate the major customers. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management team annually.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

Cash balances are held with the Treasury Centre and with Barclays Bank, which the directors assess as having high credit ratings.

The company does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The company defines counterparties as having similar characteristics if they are related entities. Concentration of credit risk did not exceed 5 percent of gross monetary assets at any time during the year.

The carrying amount of financial assets recorded in the financial statements, which is net of impairment losses, represents the company's maximum exposure to credit risk without taking account of the value of any collateral obtained.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 18 Financial instruments (continued)

The company has assessed the impact of credit valuation adjustments on the related party derivatives. As the contracts are short term in nature and the exposure is with a related party, it was determined that credit adjustments would have no impact on the valuation of these derivative contracts.

The company has entered into various guarantee contracts including guaranteeing both subsidiary and group undertakings' liabilities. No liability is recorded in the statement of financial position at the reporting date as there have been no events which would trigger a material obligation under the guarantee. The maximum credit risk associated with these guarantees is not quantifiable due to the wide range of possible trigger events and hence the number of variables that exist.

The following types of assets are subject to impairment criteria for expected credit losses:

- (i) Trade receivables, receivables from related parties and contract assets
- (ii) Finance receivables
- (iii) Off balance sheet commitments which include future financing commitments and open lines of credit

Cash and cash equivalents are also subject to the impairment requirements of IFRS 9; they have no historical losses and an allowance for credit losses is not recorded for these assets.

The company applies the simplified approach in measuring expected credit losses which uses lifetime expected credit loss allowance for trade receivables, related party receivables and contract assets. To measure the expected credit losses they are grouped based on shared risk characteristics. The company has concluded that the expected loss rates applied to trade receivables are a reasonable approximation the loss rates for contract assets.

Trade receivables, related party receivables and contract assets expected loss rates are determined using the historical propensity for the receivables to become uncollectible and are adjusted to reflect current and forward looking information on macroeconomic factors affecting the ability of customers to settle receivables.

The following table represents the analysis for trade receivables and contract assets for credit risk exposure. The gross carrying amount also represents the maximum exposure to credit risk for these assets.

31 December 2023	Current £m	0-30 days £m	31-90 days £m	91-180 days £m	181-365 days £m	365+ days £m	Total gross carrying amount £m
Expected loss rate	0.03%	0.05%	0.15%	2.78%	15.42%	100%	
<b>Trade receivables billed and unbilled</b>	220.2	156.6	15.4	9.4	5.6	8.1	<b>415.3</b>
Loss allowance	—	—	—	—	(0.9)	(7.4)	<b>(8.3)</b>
<b>Related party receivables</b>	115.4	—	—	—	—	8.6	<b>124.0</b>
Loss allowance	—	—	—	—	—	(8.6)	<b>(8.6)</b>
<b>Contract assets</b>	26.3	—	—	—	—	—	<b>26.3</b>
Loss allowance	—	—	—	—	—	—	—

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 18 Financial instruments (continued)

31 December 2022	Current £m	0-30 days £m	31-90 days £m	91-180 days £m	181-365 days £m	365+ days £m	Total gross carrying amount £m
Expected loss rate	0.06%	0.09%	0.27%	2.19%	7.37%	100%	
Trade receivables billed and unbilled	158.7	94.8	32.2	17.4	6.9	7.9	317.9
Loss allowance	—	—	—	—	(0.5)	(7.6)	(8.1)
Related party receivable	156.9	—	—	—	—	8.6	165.5
Loss allowance	—	—	—	—	—	(8.6)	(8.6)
Contract assets	21.6	—	—	—	—	—	21.6
Loss allowance	—	—	—	—	—	—	—

The short-term deposits held with group undertaking of £553.2 million (2022: £391.7 million) and cash at bank of £0.5 million (2022: £1.2 million) are subject to the impairment requirements of IFRS 9. As at 31 December 2023 the identified impairment loss was immaterial and not recorded. Cash is held at banks with short-term credit ratings of P-1 (Moody's Investors).

The company only accounted significant amounts of the calculated general loss allowances for receivables and contract assets.

The following table represents the assumptions by credit risk rating grades:

Credit Risk Rating	GRMG rating	Company definition	Corresponding ratings of external international rating agencies (S&P)	Basis from recognition of ECL provision
Excellent	1	strong credit quality with low expected credit risk	AAA to AA-	Lifetime ECL
Good	2-3	adequate credit quality with a moderate credit risk	A+ to BBB-	Lifetime ECL
Satisfactory	4-5	moderate credit quality with a satisfactory credit risk	BB+ to B+	Lifetime ECL
Special monitoring	6	facilities that require closer monitoring and remedial management	B to B-	Lifetime ECL
Default	7	facilities in which a default has occurred	CCC+ to D	Impaired or asset is written off

The analysis of credit risk exposure for trade receivables is presented in note 14.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 18 Financial instruments (continued)

#### Interest rate risk management

The company is funded internally by the Treasury Centre. As the company invests or borrows cash balances internally, it operates in either a receivable or payable position. Interest is paid or earned on the daily balance using the variable one month interest rate as the base.

Interest rate risk is managed at an IBM group level on a consolidated basis. The company's exposures to interest rates on financial assets and financial liabilities are detailed in the liquidity risk management section of this note.

#### Interest rate sensitivity

The sensitivity analyses below have been determined based on the exposure to interest rates for non-derivative financial instruments at the reporting date. For variable rate assets and liabilities, the analysis is prepared assuming the amount of financial assets and liabilities outstanding at the reporting year end date was outstanding for the whole year. A 1 percent increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

At the reporting date, if interest rates had been 1 percent higher/lower and all other variables were held constant, the company's net profit would increase/decrease by £4.7 million (2022: £3.1 million). This is mainly attributable to the company's exposure to interest rates on its variable rate borrowings and cash deposits.

#### Liquidity risk management

The company is funded internally by the Treasury Centre. The company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities through its agreements with the Treasury Centre. The Treasury Centre is ultimately funded by IBM. Currently the company has a net cash position and loans this cash to the Treasury Centre. Given the cash position, liquidity risk is minimal.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 18 Financial instruments (continued)

#### Liquidity and interest risk tables

The following table details the company's remaining contractual maturity for its financial liabilities. The tables below have been drawn up based on the undiscounted contractual cash flows of the financial liabilities including both interest and principal cash flows. The contractual maturity is based on the earliest date on which the company may be required to pay.

	Weighted average effective interest rate %	Less than 1 year £m	1 - 5 years £m	+ 5 years £m	Total £m
<b>2023</b>					
<b>Non-interest bearing:</b>					
Trade and other payables	—	108.2	—	—	108.2
Payable to related parties	—	338.6	—	—	338.6
Derivatives to related parties	—	3.1	—	—	3.1
	—	449.9	—	—	449.9
<b>Interest bearing:</b>					
Payable to related parties	5.96	8.5	8.4	—	16.9
Lease liabilities	3.57	36.8	94.7	1.1	132.6
	—	45.3	103.1	1.1	149.5
<b>2022</b>					
<b>Non-interest bearing:</b>					
Trade and other payables	—	144.5	—	—	144.5
Payable to related parties	—	367.7	—	—	367.7
Derivatives to related parties	—	—	—	—	—
	—	512.2	—	—	512.2
<b>Interest bearing:</b>					
Payable to related parties	4.83	14.8	15.3	—	30.1
Lease liabilities	3.24	34.9	104.2	11.9	151.0
	—	49.7	119.5	11.9	181.1

Amounts payable to related parties are unsecured, repayable on demand and, where applicable, have a variable interest rate based on SONIA (2022: based on SOFR).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 18 Financial instruments (continued)

The following table details the company's expected maturity of its financial assets. The table below has been drawn up based on the undiscounted cash flows of the financial assets including interest that will be earned on those assets. The inclusion of information on financial assets is necessary in order to understand the company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

	Weighted average effective interest rate %	Less than 1 year £m	1 - 5 years £m	+ 5 years £m	Total £m
<b>2023</b>					
<b>Non-interest bearing:</b>					
Trade receivables	—	407.0	—	—	407.0
Receivables from related parties	—	115.4	—	—	115.4
	—	522.4	—	—	522.4
<b>Interest bearing:</b>					
Receivables from related parties	4.56	553.2	—	—	553.2
Cash at bank	—	0.5	—	—	0.5
Finance receivables	4.62	12.1	7.4	—	19.5
	—	565.8	7.4	—	573.2
<b>2022</b>					
<b>Non-interest bearing:</b>					
Trade receivables	—	309.8	—	—	309.8
Receivables from related parties	—	160.4	—	—	160.4
Derivatives from related parties	—	3.1	—	—	3.1
	—	473.3	—	—	473.3
<b>Interest bearing:</b>					
Receivables from related parties	1.46	391.7	—	—	391.7
Cash at bank	—	1.2	—	—	1.2
Finance receivables	3.17	16.7	14.8	—	31.5
	—	409.6	14.8	—	424.4

Amounts receivable from related parties are unsecured, repayable on demand and, where applicable, have a variable interest rate based on SONIA (2022: based on SOFR).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset

	2023	2022
	£m	£m
<b>Statement of financial position asset for:</b>		
Defined benefits plan	124.6	193.3
<b>Income statement (income) / charge for:</b>		
Defined benefits plan	(4.2)	36.9
<b>Remeasurement losses recognised in the statement of other comprehensive income</b>		
Defined benefits plan	(72.9)	(0.5)
<b>Cumulative actuarial losses recognised in the statement of other comprehensive income</b>		
	(688.8)	(615.9)

#### Description of the pension plans

The IBM contributory pension plans, the IBM Pension Plan ('Main Plan') and the IBM IT Solutions Pension Scheme ('I Plan'), are administered separately from the company. The primary purpose of the plans is to provide retirement benefits to eligible employees after retirement and until death in respect of their service as employees. The assets of these plans, which comprise both defined benefit and defined contribution sections, are held in trust funds. The cost of the defined benefit sections of the plans is assessed in accordance with the advice provided by independent qualified actuaries. The defined benefit section of the Main Plan was closed to new members in April 1997. Employees who joined the company between April 1997 and April 2011 were eligible to become members of the defined contribution section of the Main plan. From April 2011 employees who join the company are eligible to become members of a group personal pension plan administered by Standard Life. The defined benefit sections were closed to future accrual from April 2011 with the exception of a sub-section of the population within the I Plan. Two additional pension plans ('Prudential Platinum Plans') administer the pensions of employees transferring to IBM under a specific outsourcing contract. These are defined benefit pension plans administered by Prudential on behalf of the company.

#### Regulatory framework

Actuarial valuations of the defined benefit sections of the pension plans are carried out every three years. The most recent valuations of the Main Plan and I Plan as at 31 December 2021 were carried out by an independent qualified actuary in March 2023 using the projected unit credit method. The actuarial valuation of the defined benefit sections of these plans as at this date showed a funding surplus of £766.0 million.

The Trustees of the Main and I Plans have agreed with the company a schedule of contributions for each of the plans for the period 1 January 2022 to 20 March 2028. The amount of expected contributions depends on future circumstances and mutual agreement between the Trustee and the Principal Employer. The Main Plan schedule does not define exact amounts. The I Plan schedule specifies quarterly contributions in respect of future service of £0.3 million in case that the Scheme's funding level is less than 101% at the start of each calendar year.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 19 Retirement benefit asset (continued)

A qualified independent actuary carries out an IAS 19 "Retirement Benefits" review of the Main and I Plans for the financial statements. At 31 December 2023 the IAS 19 valuation for these plans showed an asset of £113.0 million (2022: £184.8 million), while the triennial funding actuarial valuation at 31 December 2021 showed a surplus of £766.0 million. The reasons for the difference between the IAS 19 valuation and the triennial funding actuarial valuation are driven by the assumptions used and by application of asset ceiling. The IAS 19 valuation was carried out using the conditions which existed at 31 December 2023, and as such does not include the assumptions incorporated into the triennial funding valuation at 31 December 2021, which was completed in March 2023. Furthermore, according to IAS 19, the company has applied asset ceiling to the Main Plan net asset.

At 31 December 2023 the IAS 19 valuation for the Prudential Platinum Plans showed an asset of £11.6 million (2022: £8.4 million).

#### Governance

The Board of Directors of the Trustee company, IBM United Kingdom Pensions Trust Limited, is responsible for the management of the Plan benefits, the design of the investment strategy and objectives and monitoring the assets of defined benefit plans to ensure that they achieve their fundamental objective of meeting pension liabilities as they become due. The Board of Directors of the Trustee company also ensures that both defined benefit and defined contribution assets are administered according to specific legislation and plan documentation.

The Governance Committee is responsible for monitoring Plan risks and compliance and monitoring Trustee effectiveness.

The Investment Committee, which is supported by independent investment advisors, ensures that the defined benefit and defined contribution funds meet their objectives. The Investment Committee approves and monitors policies and activities, such as investment policy, asset mix policy, performance benchmarks and objectives, investment strategies, active/passive policy target mix and delegation of authorities. The allocation of assets among various types of asset classes and the performance of investments held by defined benefit trusts (funds) are monitored by the Pensions Trust management on a monthly basis and reviewed by the Investment Committee on a quarterly basis. The portfolios are managed and reviewed on a daily basis by external investment managers based on the policies, targets and benchmarks established by the Investment Committee.

The Benefit Allocation Committee reviews and approves benefits payable to dependants of recently deceased Plan members.

The Dispute Resolution Committee meets, when required, to review complaints made by plan members together with any other related matters referred to it by the Trustee Board, and to make recommendations in respect of these matters to a meeting of the full Trustee Board of the Plan.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 19 Retirement benefit asset (continued)

#### General risks

The company's obligations under defined benefit plans statutory minimum funding requirements may significantly vary depending on a number of market, economic, and demographic conditions, such as yields on government and corporate debt, return on plan assets invested in debt and equity securities as well as pooled funds, employee turnover and retiree mortality rates.

These risk factors may affect the company's future cash outflows to fund its obligations, amounts of periodic benefit costs used in calculating net profit and re-measurement charges reported in other comprehensive income.

#### *Asset volatility*

The plan liabilities are calculated using a discount rate set with reference to corporate bond yields; if plan assets underperform this yield, this will create a deficit. The plans' assets are broadly diversified and invested in developed world and emerging market equities, UK and overseas bonds and index linked gilts, UK property, reinsurance and private equity. In addition, to help minimise volatility in the value of the investments, the Trustee uses derivatives to hedge a proportion of its currency risk and interest rate and inflation rate risks.

#### *Changes in bond yields*

A decrease in corporate bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' bond holdings.

#### *Inflation risk*

The pension obligations are linked to inflation, and higher inflation will lead to higher liabilities. The majority of the plan assets are either unaffected by (fixed interest bonds) or loosely correlated with (equities) inflation, meaning that an increase in inflation will also increase the deficit.

#### *Life expectancy*

The plans' obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plans' liabilities.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

Amounts recognised in the Statement of Financial Position and changes in the balances over the years:

#### Net retirement benefit asset

	2023 £m	2022 £m
Defined benefit obligation	(5,760.0)	(5,658.3)
Fair value of plan assets	6,635.8	6,732.9
<b>Net asset before unrecognised surplus</b>	<b>875.8</b>	<b>1,074.6</b>
Derecognised asset surplus	(751.2)	(881.3)
<b>Total</b>	<b>124.6</b>	<b>193.3</b>

#### Defined benefit obligation

	2023 £m	2022 £m
Present value of defined benefit obligation at beginning of year	(5,658.3)	(8,163.4)
Current service cost	(0.8)	(3.7)
Interest cost	(262.9)	(145.2)
Contributions by plan participants	(0.1)	(0.1)
Actuarial loss - experience	(9.5)	(144.6)
Actuarial (loss) / gain - financial assumptions	(192.2)	2,599.9
Actuarial loss - demographic assumptions	—	(152.4)
Benefits paid	363.8	384.2
Past service cost	—	(33.0)
<b>Present value of defined benefit obligation at end of year</b>	<b>(5,760.0)</b>	<b>(5,658.3)</b>

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

#### Fair value of plan assets

	2023 £m	2022 £m
Fair value of plan assets at beginning of year	6,732.9	9,513.3
Interest income	314.4	169.6
Return on plan assets	(43.6)	(2,561.5)
Contributions by the employer	—	0.1
Contributions by plan participants	0.1	0.1
Benefits paid	(363.8)	(384.2)
Administration costs	(4.2)	(4.5)
<b>Fair value of plan assets at end of year</b>	<b>6,635.8</b>	<b>6,732.9</b>

In December 2020, the Trustees of the Main Plan entered into the insurance buy-in contract ('buy-in') covering a significant portion of the Plan's beneficiaries in payment. In line with the requirements of IAS 19, the defined benefit obligations in respect of the liabilities covered by the buy-in is calculated consistently with the rest of the Plan's liabilities using the same discount rate and other assumptions. The asset value in respect of the buy-in policy is set equal to the defined benefit obligations in respect of the liabilities covered by the buy-in and it was estimated to be £2,038.0 million as at 31 December 2023 (2022: £2,048.0 million).

#### Impact of unrecognised surplus

	2023 £m	2022 £m
Unrecognised surplus and minimum funding requirement at beginning of year	(881.3)	(1,119.3)
Interest on unrecognised surplus	(42.3)	(20.1)
Change in unrecognised surplus and minimum funding requirement during the year	172.4	258.1
<b>Unrecognised surplus</b>	<b>(751.2)</b>	<b>(881.3)</b>

The company has an unconditional right to a refund of any surplus from the I Plan and the net retirement benefit asset is fully recognised. In respect of the Main Plan the directors have concluded that the company does not have an unconditional right to a refund of any surplus or other economic benefits from an asset surplus therefore the company does not recognise the net retirement benefit asset surplus for the Main Plan.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

In 2023, the company did not sign a further extension of the pre 6 April 1997 discretionary increase. In 2022 the company made an allowance for the extension of the pre 6 April 1997 discretionary increases to April 2024 which increased the defined benefit obligation and past service cost in the 2022 income statement by £33.0 million.

#### Amounts recognised in the income statement

	2023 £m	2022 £m
Current service cost	0.8	3.7
Past service cost - plan amendments	—	33.0
<b>Employee expense (note 6)</b>	<b>0.8</b>	<b>36.7</b>
Administration costs	4.2	4.5
Interest cost on obligation	262.9	145.2
Interest income on plan assets	(314.4)	(169.6)
Interest cost on unrecognised surplus	42.3	20.1
<b>Net interest income on defined benefit asset</b>	<b>(9.2)</b>	<b>(4.3)</b>
<b>Defined benefit (income) / expense in the income statement</b>	<b>(4.2)</b>	<b>36.9</b>
<b>Defined contribution expense in the income statement</b>	<b>63.4</b>	<b>63.8</b>

#### Amounts recognised in other comprehensive (loss) / income

	2023 £m	2022 £m
Remeasurement losses on plan assets	(43.6)	(2,561.5)
Remeasurement (losses) / gains on plan liabilities	(201.7)	2,302.9
Change in unrecognised surplus during the year	172.4	258.1
<b>Change to losses recognised in other comprehensive loss</b>	<b>(72.9)</b>	<b>(0.5)</b>
Cumulative remeasurement losses recognised in other comprehensive loss at the start of the year	(615.9)	(615.4)
<b>Cumulative remeasurement losses recognised in other comprehensive loss at the end of the year</b>	<b>(688.8)</b>	<b>(615.9)</b>

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

#### Fair value and composition of plan assets

The table below analyses plan assets carried at fair value, by valuation method. The fair value and composition of plan assets is as follows:

	2023 Level 1 £m	2023 Level 2 £m	2023 Level 3 £m	2023 Total £m
<b>Equity</b>				
Equity securities	—	38.3	51.9	90.2
<b>Fixed Income</b>				
Government securities	—	2,414.2	—	2,414.2
Insurance / Annuity	—	—	2,038.0	2,038.0
Corporate bonds	—	1,319.7	—	1,319.7
Unit trust bonds	—	310.4	—	310.4
Other fixed income	—	8.9	—	8.9
<b>Cash and cash equivalents</b>				
Cash and cash equivalents	3.3	271.1	—	274.4
<b>Others</b>				
Real estate	—	—	64.2	64.2
Private equity	—	—	25.7	25.7
Other (derivatives and other miscellaneous items)	—	90.1	—	90.1
<b>Total market value of assets</b>	<b>3.3</b>	<b>4,452.7</b>	<b>2,179.8</b>	<b>6,635.8</b>

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

	2022 Level 1 £m	2022 Level 2 £m	2022 Level 3 £m	2022 Total £m
<b>Equity</b>				
Equity securities	—	44.9	77.4	122.3
<b>Fixed income</b>				
Government securities	—	2,243.2	—	2,243.2
Insurance / Annuity*	—	—	2,048.0	2,048.0
Corporate bonds	—	1,148.6	—	1,148.6
Unit trust bonds	—	324.3	—	324.3
Other fixed income	—	16.7	—	16.7
<b>Cash and cash equivalents</b>				
Cash and cash equivalents	3.5	216.5	—	220.0
<b>Others</b>				
Real estate	—	—	191.5	191.5
Private equity	—	—	330.8	330.8
Other (derivatives and other miscellaneous items)	—	87.5	—	87.5
<b>Total market value of assets</b>	<b>3.5</b>	<b>4,081.7</b>	<b>2,647.7</b>	<b>6,732.9</b>

\*Fair value measurement has been restated from Level 2 to Level 3 for consistency with the 2023 categorisation methodology.

Scheme assets in both reported years do not include any of the company's financial instruments or property occupied, or assets used, by the company.

The fair value measurement of plan assets is grouped into Levels 1 to 3 based on the following fair value hierarchy:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly (i.e. as price) or indirectly (i.e. derived from prices);
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

#### Significant actuarial assumptions

The main assumptions for the current year IAS 19 valuation are as follows:

	2023	2023	2023
	%	%	%
	Main Plan	I Plan	Prudential
Discount rate	4.50	4.50	5.50
Retail price inflation assumption	3.11	3.05	3.30
Consumer price inflation assumption	2.59	2.44	—
Rate of salary increase	2.81	2.95	—
<b>Pension increases for in-payment benefits</b>			
- accrued before 6 April 1997 (until 2024)	2.50	2.92	—
- accrued between 6 April 1997 and 5 April 2005	2.61	2.92	—
- accrued after 5 April 2005	1.90	2.92	2.95
<b>Pension increases for deferred benefits</b>			
- accrued before 6 April 2009	2.34	2.42	—
- accrued after 5 April 2009	2.34	2.38	3.30

	2022	2022	2022
	%	%	%
	Main Plan	I Plan	Prudential
Discount rate	4.80	4.80	5.20
Retail price inflation assumption	3.38	3.18	3.60
Consumer price inflation assumption	2.70	2.84	—
Rate of salary increase	3.95	3.36	—
<b>Pension increases for in-payment benefits</b>			
- accrued before 6 April 1997 (until 2023)	2.17	2.96	—
- accrued between 6 April 1997 and 5 April 2005	2.66	2.96	—
- accrued after 5 April 2005	1.91	2.96	3.60
<b>Pension increases for deferred benefits</b>			
- accrued before 6 April 2009	2.99	2.87	—
- accrued after 5 April 2009	2.91	2.85	3.60

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

The actuarial valuation incorporates mortality assumptions in line with published statistics. The base tables adopted are the standard tables S3PMA with multiplier of 86% for males, S3PFA with multiplier of 95% for female pensioners and S3PDA with multiplier of 85% for female dependants. Longevity improvements are assumed to be in line with CMI core 2021 model with 1.25% pa long-term trend, an initial addition of 0.25% pa and weighting of 10% to each of 2020 and 2021 experience. The resulting life expectancies for the current and prior year IAS19 valuations are as follows:

	2023	2022
	Years	Years
<b>Life expectancy of a person aged 65 now</b>		
- Men	88.2	88.0
- Women	89.9	89.7
<b>Life expectancy of a person aged 65 in 20 years</b>		
- Men	89.5	89.3
- Women	91.3	91.1

### Sensitivities

The sensitivity analyses below have been determined on the basis of reasonably possible changes in actuarial assumptions at the end of the reporting year while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

	2023	2023	2023
	Main Plan	I Plan	Prudential
	£m	£m	£m
<b>Increase / (decrease) in net defined benefit asset</b>			
<b>Discount rate</b>			
0.2% increase	(98.1)	(23.5)	(0.7)
0.2% decrease	101.7	24.6	0.7
<b>Inflation rate</b>			
0.25% increase	53.0	24.8	0.5
0.25% decrease	(52.6)	(24.3)	(0.5)
<b>Mortality</b>			
Increase of 1 year in expected lifetime of participant at age 65	175.4	22.5	0.9

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 19 Retirement benefit asset (continued)

	2022 Main Plan £m	2022 I Plan £m	2022 Prudential £m
<b>Increase / (decrease) in net defined benefit asset</b>			
<b>Discount rate</b>			
0.2% increase	(94.8)	(21.7)	(0.8)
0.2% decrease	96.8	22.4	0.8
<b>Inflation rate</b>			
0.25% increase	51.0	22.8	0.9
0.25% decrease	(50.4)	(22.2)	(0.9)
<b>Mortality</b>			
Increase of 1 year in expected lifetime of participant at age 65	158.6	20.1	1.0

### Expected contributions

The expected contributions to defined benefit pension funds for the next reporting year after the company's reporting date are:

	£m
Contributions by the employer	—
Contributions by plan participants	0.1
	0.1

### Maturity Profile

The duration of defined benefit pension obligations at the end of the reporting year on 31 December 2023 were as follows:

	Main Plan	I Plan	Prudential
Duration of the plans in years	10.6	15.0	12.0

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 20 Share-based payments

#### a) Incentive awards

Share-based incentive awards are provided to employees for shares in the ultimate parent company, IBM, under the terms of the plans. Shares in the ultimate parent company are denominated in US dollars. The rights of these awards are granted by IBM. The Plans are administered by the Executive Compensation and Management Resource Committee of the Board of Directors (the 'Committee'). The Committee determines the type and terms of the awards to be granted to employees, including vesting provisions. Awards available under the Plans principally include restricted stock units (RSUs), performance stock units (PSUs), share options, or any combination thereof.

During the year the company recognised total expenses, excluding deferred tax, of £39.6 million (2022: £44.8 million) related to equity-settled share-based payment transactions.

Under the terms of the arrangement with IBM, the intercompany payment made and offset to equity against retained earnings in respect of the difference between the market value of the underlying shares on the exercise date and the proceeds from exercise of the share based payments is a loss of £5.7 million (2022: loss of £7.3 million).

#### Share options

Share options are awards which allow the employee to purchase shares of IBM Corporation at a fixed price. They are granted at an exercise price equal to or greater than the ultimate parent entity's stock price at the date of the grant. These awards, which generally vest 25 percent per year, are fully vested four years from the date of grant and have a contractual term of 10 years.

Share options are granted at various intervals throughout the course of the financial year.

The grant date fair value of share options is calculated using the Black-Scholes option pricing model. Key inputs and assumptions used to estimate the fair value of share options include the grant price of the award, the expected option term, volatility of IBM Corporation's shares, the risk-free rate and the ultimate parent entity's dividend yield. Where relevant, the expected life used in the model has been adjusted based on management's ultimate parent entity's best estimate of the effects of non-transferability, exercise restrictions and behavioural considerations. Expected volatility is based on the historical volatility of the ultimate parent entity's share price.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 20 Share-based payments (continued)

Details of the number of share options and the weighted average exercise price outstanding during the year are as follows:

	2023		2022	
	Number of shares '000	Weighted average exercise price \$	Number of shares '000	Weighted average exercise price \$
Outstanding at the beginning of the year	352	124.7	—	—
Granted during the year	281	133.1	371	124.7
Exercised during the year	(20)	124.7	—	—
Forfeited during the year	(62)	127.7	(19)	124.5
Transferred during the year	(28)	124.5	—	—
<b>Outstanding at the end of the year</b>	<b>523</b>	<b>128.9</b>	<b>352</b>	<b>124.7</b>

The range of weighted average exercise prices for share options outstanding is disclosed below:

Range of exercise price	2023			2022		
	Weighted average exercise price \$	Number of shares '000	Weighted average remaining life: contractual	Weighted average exercise price \$	Number of shares '000	Weighted average remaining life: contractual
\$106 - \$125	124.5	260	8.1	124.5	347	9.1
\$126 - \$145	133.1	260	9.1	139.9	2	9.6
\$146 and over	148.7	3	8.9	148.7	3	9.9
	<b>128.9</b>	<b>523</b>	<b>8.6</b>	<b>124.7</b>	<b>352</b>	<b>9.1</b>

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 20 Share-based payments (continued)

#### Share awards

In addition to share options, the company grants its employees share awards. These awards are made in the form of Restricted Stock Units (RSUs), or Performance Stock Units (PSUs).

#### Restricted Stock Units (RSUs)

RSUs are share awards that are granted to employees and entitle the holder to shares of IBM's common stock as the award vests, typically over a one-to-five year period. Dividend equivalents will not be paid for RSUs. The fair value of RSUs is determined and fixed on the grant date based on IBM's share price adjusted for the exclusion of dividend equivalents.

#### Performance stock units (PSUs)

PSUs are stock awards where the number of shares ultimately received by the employee depends on the IBM Corporation performance against specified targets and typically vest over a three-year period. For PSUs, dividend equivalents are not paid. The fair value of each PSU is determined on the grant date, based on the IBM Corporation's stock price, adjusted for the exclusion of dividend equivalents, and assumes that performance targets will be achieved. Over the performance period, the number of shares of stock that will be issued is adjusted upward or downward based upon the probability of achievement of performance targets. The ultimate number of shares issued and the related compensation cost recognised as expense will be based on a comparison of the final performance metrics to the specified targets.

Details of the number of share awards outstanding during the year are as follows:

	2023	2022
	Number of shares	Number of shares
	'000	'000
Outstanding at the beginning of the year	1,398	1,180
Granted during the year	605	561
Released during the year	(437)	(470)
Forfeited during the year	(159)	(114)
Transferred during the year	(78)	241
<b>Outstanding at the end of the year</b>	<b>1,329</b>	<b>1,398</b>

Share awards transferred during the year relate to employees assigned to and from other countries.

The weighted average fair value of share awards granted during the year was £95.36/\$117.89 (2022: £86.16/\$110.99).

#### b) Employee Share Purchase Plan

The company maintains an Employee Share Purchase Plan (ESPP). The ESPP enables eligible participants to purchase full or fractional shares of IBM at a discount through payroll deductions.

In relation to the ESPP, £1.4 million (2022: £1.0 million) was recognised in the income statement during the year.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 21 Leases

The statement of financial position and income statement show the following amounts relating to leases:

<b>Right-of-use assets</b>	<b>Carrying amount as at 31 December 2023 £m</b>	<b>Carrying amount as at 31 December 2022 £m</b>	<b>Depreciation expense 2023 £m</b>	<b>Depreciation expense 2022 £m</b>
Land and building	104.7	125.1	(29.9)	(29.4)
Machinery, equipment and vehicles	21.9	14.3	(7.0)	(3.3)
	126.6	139.4	(36.9)	(32.7)

Additions to the right-of-use assets during the 2023 financial year were £24.5 million (2022: £107.4 million).

Total cash payments arising from lease transactions for the year were £68.1 million (2022: £48.5 million), of which variable lease payments were £30.2 million (2022: £14.5 million).

The company has estimated future cash outflows for leases with renewal options and future cash outflows for leases with termination options at £139.8 million (2022: £136.9 million) and £21.7 million (2022: £21.6 million) respectively.

### 22 Contingencies

The company has contingent liabilities in respect of bank and contractual performance guarantees, including on behalf of other group companies, and other matters arising in the normal course of business, including claims with customers. No material liability is expected to arise in respect of these arrangements.

The fair value of the performance guarantees at the year end is £nil (2022: £nil).

### 23 Events after the reporting date

Subsequent to the year end, the company acquired several UK companies up to the date of signing of the financial statements, including MS Modernisation Services UK Limited, Apptio Europe Limited, Digital Fuel International Limited, Manta Software UK Limited and entities in Snowy group. The total fair value of acquisitions in 2024 was approximately £140 million.

There have been no significant events affecting the company since the year end.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 24 Notes to the cash flow statement

#### Reconciliation of profit for the year to net cash inflow from operating activities

	2023 £m	2022 £m
<b>Profit for the year</b>	<b>120.9</b>	<b>85.3</b>
<b>Adjustments for:</b>		
Depreciation of property, plant and equipment (note 9)	35.3	45.2
Depreciation of right-of-use asset (note 21)	36.9	32.7
Amortisation of prepaid services from other group undertakings	319.8	336.7
Impairment charge of investments (note 11)	25.3	—
Difference between pension charge and cash contribution	(4.2)	36.8
(Decrease) / increase in provisions	(75.1)	66.0
Finance income	(32.1)	(8.3)
Finance cost	6.8	3.6
Income taxes charge / (credit)	52.0	(14.9)
Research & development tax credit	(18.9)	(18.1)
Other adjustments	5.3	(8.6)
<b>Changes in operating assets and liabilities:</b>		
Transfer of business (note 12)	(0.3)	(30.1)
(Increase) / decrease in finance, trade, other and related parties receivables and other assets	(5.1)	33.8
Decrease in trade, other and related parties payables, related parties derivatives and deferred revenue	(59.6)	(98.7)
<b>Cash generated from operations</b>	<b>407.0</b>	<b>461.4</b>
Interest paid	(6.8)	(3.6)
Income tax refund / (paid)	1.0	(2.2)
<b>Net cash inflow from operating activities</b>	<b>401.2</b>	<b>455.6</b>

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 25 Related party transactions

The company enters into transactions with related parties in the ordinary course of business for the purchase or sale of goods and services provided to and from related parties, purchase of investments from related parties and in relation to group funding arrangements with related parties. Payables due to related parties also arise from group relief. The group relief payable arises on the surrender of other group companies' losses which are used in the company's tax return.

The following transactions were carried out with related parties, and were made on negotiated terms and conditions:

Class of related party	Transaction type	2023 £m	2022 £m
Immediate parent	Dividends paid	198.0	150.0
Subsidiary undertakings	Transfer of trade and assets (note 12)	—	30.1
	Goodwill from transfer of subsidiaries' trade (note 11)	—	15.0
	Dividends in kind received	25.3	—
Other group undertakings	Sales	579.1	618.9
	Purchases	1,536.7	1,652.5
	Purchase of investments (note 11)	1.2	42.4

The company paid dividend for the year ended 31 December 2023 of £0.21 (2022: £0.16) per fully paid ordinary share.

Details of the amounts receivable from and payable to related parties are set out below:

#### Receivables and other assets from related parties

	2023 £m	2022 £m
Receivables from subsidiary undertakings	22.4	8.5
Receivable from other group undertakings	101.6	160.5
Less: provision for impairment of receivables from related parties	(8.6)	(8.6)
Short-term deposits with group undertaking	553.2	391.7
<b>Financial assets</b>	<b>668.6</b>	<b>552.1</b>
Other assets from other group undertakings (note 15)	—	319.8
	<b>668.6</b>	<b>871.9</b>

Included in amounts receivable from related parties is £553.2 million (2022: £391.7 million) which is interest bearing. The amounts are short-term deposits held with IBM International Treasury Services Unlimited Company (Ireland).

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

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### 25 Related party transactions (continued)

#### Payables to related parties

	2023 £m	2022 £m
Parent entities	32.1	21.6
Subsidiary undertakings	29.0	54.8
Other group undertakings	293.4	319.4
<b>Financial liabilities</b>	<b>354.5</b>	<b>395.8</b>
Provisions for services from other group undertakings	—	74.3
	<b>354.5</b>	<b>470.1</b>

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Included in amounts payable to related parties is £15.9 million (2022: £28.1 million) which is interest bearing. Out of the total, £7.4 million is non-current (2022: £13.3 million) and £8.5 million (2022: £14.8 million) is current.

The amounts outstanding on these balances are unsecured and will be settled in cash. No guarantees have been given or received.

#### Key management compensation

The key management personnel are deemed to be the directors only. The total remuneration of members of key management paid by the company in the year in respect of services to the company is presented in note 7.

# IBM United Kingdom Limited

## Notes to the Financial Statements For the Year Ended 31 December 2023

### 26 Share Capital

#### Allotted, called up and fully paid

	Number of shares	Ordinary shares £m	Preference shares £m	Share premium £m	Total £m
At 1 January 2022	956,427,056	956.4	—	393.7	1,350.1
At 31 December 2022	956,427,056	956.4	—	393.7	1,350.1
At 31 December 2023	956,427,056	956.4	—	393.7	1,350.1

There was no share issue during the current or prior year.

In the event of a winding up the holder of the preference shares shall be entitled to £1 per share, the issued share premium paid and any declared but unpaid dividends. The payment of a dividend on the preference shares is at the discretion of the directors of the company. The company has the right at any time to redeem all or any preference shares for an amount equal to its fair market value.

The holder of the preference shares has no right to vote at meetings, unless the business of the meeting includes a resolution for the liquidation of the company, a reduction of the capital of the company or a resolution adversely altering any of the special rights and privileges attached to the preference shares.

### 27 Significant non-cash investing and financing activities

Investing and financing transactions that did not require the use of cash and cash equivalents and were excluded from the cash flow statement are as follows:

	2023 £m	2022 £m
<b>Non-cash investing activities</b>		
Settlement of related party overdraft by deposit	—	(62.4)
Addition of right-of-use-asset	24.5	107.4
<b>Non-cash financing activities</b>		
Addition of lease liabilities	(23.6)	(111.0)

# **IBM United Kingdom Limited**

## **Notes to the Financial Statements For the Year Ended 31 December 2023**

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### **28 Ultimate parent company**

The company's immediate parent undertaking is IBM United Kingdom Holdings Limited, which holds 89% of the shares and is registered in England and Wales.

The company's ultimate parent undertaking and controlling party is International Business Machines Corporation which is incorporated in the United States of America and is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the financial statements of this undertaking may be obtained from IBM Headquarters, New Orchard Road, Armonk, New York 10504.