



Scottish Land Commission

Final report to the Audit and Risk Committee, the Commission and the Auditor

General for Scotland on the on the 2022/23 audit

Issued on 14 September for the meeting on the 18 September 2023

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1.1 Partner introduction

The key messages in this report

Audit quality is our number one priority. We plan our audit to focus on audit quality and have set the following audit quality objectives for this audit:

- A robust challenge of the key judgements taken in the preparation of the financial statements.
- A strong understanding of your internal control environment.
- A well planned and delivered audit that raises findings early with those charged with governance.

I have pleasure in presenting our final report to the Audit and Risk Committee (“the Committee”) of Scottish Land Commission (“SLC”) for the 2022/23 audit. The report summarises our findings and conclusions in relation to the audit of the Annual Report and Accounts and the wider scope requirements, the scope of which was set out within our planning report presented to the Committee in March 2023.

I would like to draw your attention to the key messages of this paper:

Conclusions from our testing

Based on our audit work completed to date, we expect to issue an unmodified audit report.

The Performance Report and Accountability Report comply with the statutory guidance and proper practice and are consistent with the Annual Report and Accounts and our knowledge of the Commission. We provided management with comments and suggested changes based on review of the first draft and have received an updated draft of the accounts. This is undergoing final quality review procedures.

The auditable parts of the Remuneration and Staff report have been prepared in accordance with the relevant regulation. A summary of our work on the significant risks is provided in the dashboard on page 8. SLC reported an underspend of £42,000 against its revenue resource limit set by Scottish Government.

No material errors have been identified to date and there are no uncorrected misstatements. No corrected misstatements in excess of our reporting threshold of £1,450 has been identified up to the date of this report which is included within the Appendix to this report. These have no impact on the final results of the Commission.

1.2 Partner introduction (continued)

The key messages in this report (continued)

Status of the Annual Report and Accounts audit

Outstanding matters to conclude the audit include:

- Holiday Pay Accrual Testing;
- Finalisation of internal quality control procedures;
- Final clearance of the updated Annual Report and Accounts
- Receipt of signed management representation letter; and
- Our review of events since 31 March 2023.

Conclusions from wider scope audit work

Financial sustainability

As set out in our Audit Plan, we concluded that the SLC is a “less complex body”. Our work was therefore restricted to considering the financial sustainability of SLC. We have concluded that SLC is financially sustainable in the short term with a balanced budget being set for 2023/24. However, medium term financial projections are currently showing that while the core operations are sustainable, there may be significant challenge with regards to additional available project expenditure depending on available Grant in Aid funding.

Best Value

SLC has sufficient arrangements in place to secure best value. It has a clear understanding of areas which require further development as part of their ongoing operations.

Next steps

An agreed Action Plan is included on pages [22](#) of this report, including a follow up of progress against prior year actions.

Added value

Our aim is to add value to SLC by providing insight into, and offering foresight on, financial sustainability, risk and performance by identifying areas for improvement and recommending and encouraging good practice. In so doing, we aim to help SLC promote improved standards of governance, better management and decision making, and more effective use of resources. This is provided throughout the report.

Pat Kenny
Lead audit partner







Annual Report and Accounts Audit



2.1 Quality indicators

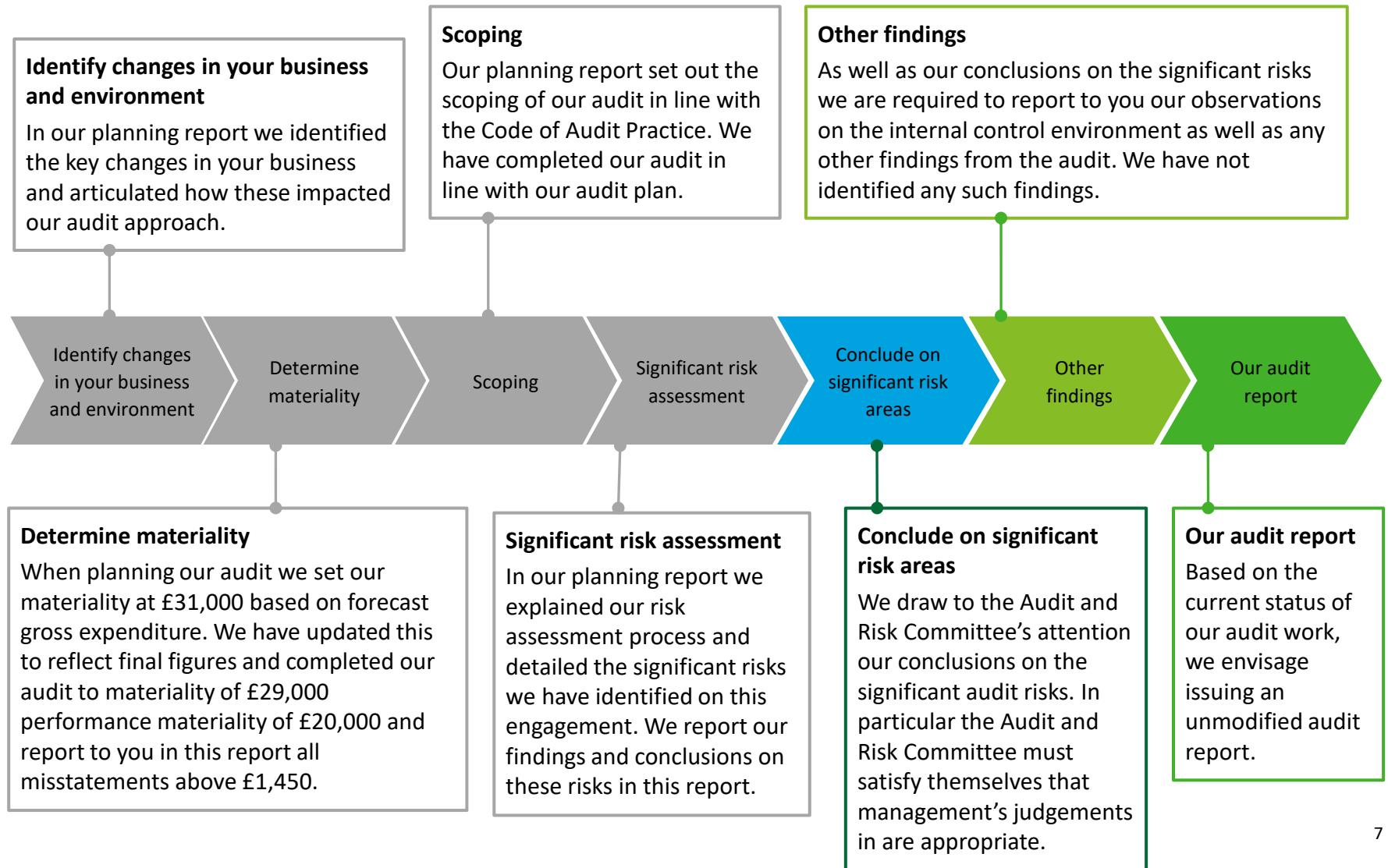
Impact on the execution of our audit

Management and those charged with governance are in a position to influence the effectiveness of our audit, through timely formulation of judgements, provision of accurate information, and responsiveness to issues identified in the course of the audit. This slide summarises some key metrics related to your control environment which can significantly impact the execution of the audit. We consider these metrics important in assessing the reliability of your financial reporting and provide context for other messages in this report.

Area	Grading	Reason	Further detail
Timing of key accounting judgements	N/A	Not applicable as the Annual Report and Accounts do not contain any key accounting judgements.	N/A
Adherence to deliverables timetable		Management provided deliverables promptly in advance of the audit commencing.	N/A
Access to finance team and other key personnel		Throughout the audit, there were no issues in accessing members of the finance team and other key personnel.	N/A
Quality and accuracy of management accounting papers		Documentation provided was of a high standard which enabled an efficient audit. Working papers were clear and reconcilable to the Annual Report and Accounts.	N/A
Quality of draft Annual Report and Accounts		The initial version of the draft Annual Accounts was of appropriate quality.	N/A
Response to control deficiencies identified		No control deficiencies have been identified.	N/A
Volume and magnitude of identified errors		None identified to date	







2.2 Our audit explained

We tailor our audit to your business and your strategy



2.3.1 Significant risks

Significant risk dashboard

Risk	Fraud risk	Planned approach to controls	Controls conclusion	Consistency of judgements with Deloitte's expectations
Management override of controls			Satisfactory	
Operating within the expenditure resource limit			Satisfactory	

Controls approach adopted

 Assess design & implementation

Controls conclusion


Satisfactory

Not Satisfactory

Consistency of judgements with Deloitte's expectations

 Consistent

 Improvement required

 Inconsistent

2.3.2 Significant risks (continued)

Management override of controls

Risk identified

Management is in a unique position to perpetrate fraud because of their ability to manipulate accounting records and prepare fraudulent financial statements by overriding controls that otherwise appear to be operating effectively.

Although management is responsible for safeguarding the assets of the entity, we planned our audit so that we had a reasonable expectation of detecting material misstatements to the Annual Report and Accounts and accounting records.

Deloitte response and challenge

In considering the risk of management override, we have performed the following audit procedures that directly address this risk:

Journals

- We have tested the appropriateness of journal entries recorded in the general ledger and other adjustments made in the preparation of the Annual Report and Accounts. In designing and performing audit procedures for such tests, we have:
- Tested the design and implementation of controls over journal entry processing;
- Made inquiries of individuals involved in the financial reporting process about inappropriate or unusual activity relating to the processing of journal entries and other adjustments;
- Selected journal entries and other adjustments made at the end of a reporting period; and
- Considered the need to test journal entries and other adjustments throughout the period.

Accounting estimates and judgements.

We have reviewed accounting estimates for biases and evaluate whether the circumstances producing the bias, if any, represent a risk of material misstatement due to fraud. In performing this review, we have:

- Evaluated whether the judgements and decisions made by management in making the accounting estimates included in the Annual Report and Accounts, even if they are individually reasonable, indicate a possible bias on the part of the entity's management that may represent a risk of material misstatement due to fraud. From our testing we did not identify any indications of bias. As concluded from our planning work, SLC do not hold any significant estimates or judgements; and
- Performed a retrospective review of management judgements and assumptions related to significant accounting estimates reflected in the Annual Report and Accounts of the prior year.

Significant and unusual transactions

We did not identify any significant transactions outside the normal course of business or any transactions where the business rationale was not clear.

Deloitte view

We have not identified any instances of management override of controls from our testing to date.

2.3.4 Significant risks (continued)

Operating within the expenditure resource limits



Risk identified and key judgements

In accordance with Practice Note 10 (Audit of Annual Accounts of public sector bodies in the United Kingdom), in addition to the presumed risk of fraud in revenue recognition set out in ISA (UK) 240, auditors of public sector bodies should also consider the risk of fraud and error on expenditure. This is on the basis that most public bodies are net spending bodies, therefore the risk of material misstatement due to fraud related expenditure may be greater than the risk of material misstatement due to fraud related to revenue recognition.

We have therefore considered the risk of fraud and error on expenditure. A large proportion of SLC's expenditure is payroll expenditure which is well forecast and therefore there is less opportunity for the risk of misstatement within this expenditure stream. There remains material non-payroll expenditure where there is a risk around the year end where management may look to alter the financial position in the context of achievement of financial targets and balancing budgets. We have therefore pinpointed our alternative significant fraud risk to cut-off and completeness of the non-payroll expenditure.



Deloitte response and challenge

We have performed the following procedures:

- Evaluated the design and implementation of controls around monthly monitoring of financial performance and the estimated accruals and prepayments made at the year-end;
- Performed focused testing of a sample of non-payroll accruals and prepayments made at the year end;
- Performed focused cut-off testing of a sample of invoices received and paid around the year end; and
- Obtained schedules and analysis related to the non-payroll expenditure and the reconciliation to the general ledger, and testing the reconciliation to the general ledger and trace any reconciling items to sufficient appropriate audit evidence.

Deloitte view

We have concluded that expenditure and receipts were incurred or applied in accordance with the applicable enactments and guidance issued by the Scottish Ministers.

Based on our testing to date, we confirm that the Commission has performed within the limits set by Scottish Government, ending with an underspend of £42,000. No misstatements have been identified from our testing to date.

2.4 Other significant findings

Financial reporting findings

Below are the findings from our audit surrounding your financial reporting process.

Qualitative aspects of your accounting practices:

Scottish Land Commission's Annual Report and Accounts have been prepared in accordance with the Government Financial Reporting Manual (the "FReM"). Following our audit work, we are satisfied that the accounting policies are appropriate.

Significant matters discussed with management:

There were no significant matters raised with management.

Regulatory change

IFRS 16, Leases, came into effect on 1 April 2022, therefore 2022/23 is the first year of implementation. This required adjustments to recognise on balance sheet arrangements previously treated as operating leases.

From our testing, Deloitte have confirmed that SLC has correctly disclosed that they have no right of use assets or leases falling under IFRS 16 for 2022/23.

Liaison with internal audit

The audit team, has completed an assessment of the independence and competence of the internal audit department and reviewed their work and findings. In response to the significant risks identified, no reliance was placed on the work of internal audit and we performed all work ourselves.

We will obtain written representations from the Commission on matters material to the Annual Report and Accounts when other sufficient appropriate audit evidence cannot reasonably be expected to exist. A copy of the draft representations letter has been circulated separately.

2.5 Our audit report

Other matters relating to the form and content of our report

Here we discuss how the results of the audit impact on other significant sections of our audit report.

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Our opinion on the Annual Report and Accounts

Our opinion on the financial statements is expected to be unmodified.



Going concern

We have not identified a material uncertainty related to going concern and will report that we concur with management's use of the going concern basis of accounting.

Practice Note 10 provides guidance on applying ISA (UK) 570 Going Concern to the audit of public sector bodies. The anticipated continued provision of the service is more relevant to the assessment that the continued existence of a particular body.



Emphasis of matter and other matter paragraphs

There are no matters we judge to be of fundamental importance in the financial statements that we consider it necessary to draw attention to in an emphasis of matter paragraph.

There are no matters relevant to users' understanding of the audit that we consider necessary to communicate in an other matter paragraph.



Other reporting responsibilities

The Annual Report is reviewed in its entirety for material consistency with the Annual Accounts and the audit work performance and to ensure that they are fair, balanced and reasonable.

Opinion on regularity

In our opinion in all material respects the expenditure and income in the Annual Report and Accounts were incurred or applied in accordance with any applicable enactments and guidance issued by the Scottish Ministers.

Our opinion on matters prescribed by the Auditor General for Scotland are discussed further on page [13](#).

2.6 Your Annual Report and Accounts

We are required to provide an opinion on the auditable parts of the Remuneration and Staff report, the Annual Governance Statement and whether the Performance Report is consistent with the disclosures in the accounts.

	Requirement	Deloitte response
The Performance Report	The report outlines the Commission's performance, both financial and non-financial. It also sets out the key risks and uncertainties faced by the Commission.	<p>We have assessed whether the Performance Report has been prepared in accordance with the Accounts Direction. We have also read the Performance Report and confirmed that the information contained within is materially correct and consistent with our knowledge acquired during the course of performing the audit, and is not otherwise misleading.</p> <p>We provided management with comments and suggested changes and have received an updated draft with the changes suggested implemented. This is undergoing final quality clearance.</p>
The Accountability Report	Management have ensured that the accountability report meets the requirements of the FReM, comprising the governance statement, remuneration and staff report and the parliamentary accountability report.	<p>We have assessed whether the information given in the Annual Governance Statement is consistent with the Annual Report and Accounts and has been prepared in accordance with the accounts direction. No exceptions noted.</p> <p>We have also read the Accountability Report and confirmed that the information contained within is materially correct and consistent with our knowledge acquired during the course of performing the audit, and is not otherwise misleading. We provided management with comments and suggested changes which management have updated in the revised draft.</p> <p>We have also audited the auditable parts of the Remuneration and Staff Report and confirmed that it has been prepared in accordance with the accounts direction.</p>

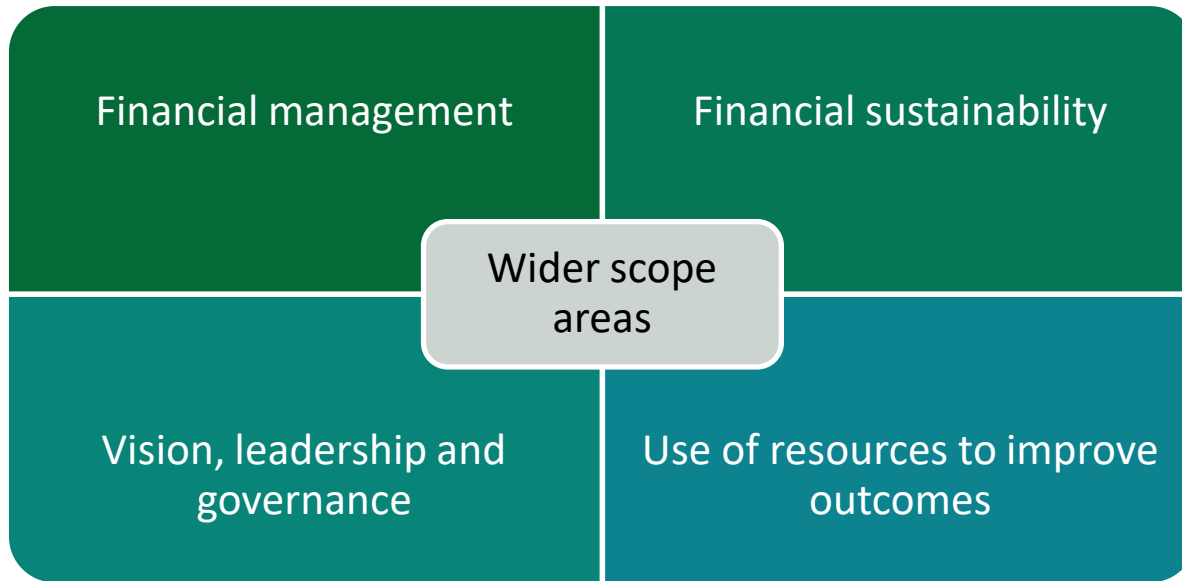
Wider scope audit



3.1 Wider scope requirements

Overview

As set out in our audit plan, Reflecting the fact that public money is involved, public audit is planned and undertaken from a wider perspective than in the private sector. The wider scope audit specified by the Code of Audit Practice broadens the audit of the accounts to include consideration of additional aspects or risks in the following areas.



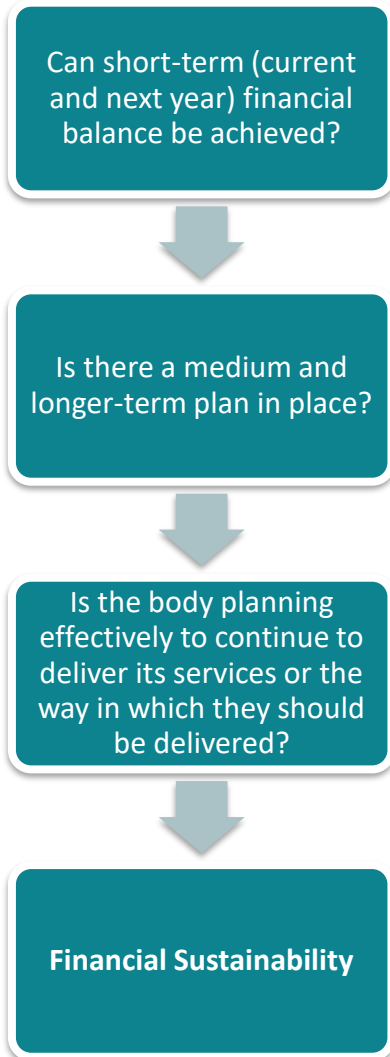
In its planning guidance, Audit Scotland has also highlighted the following national or sectoral risks that the Auditor General and Accounts Commission wish auditors to consider at all bodies during the 2022/23 audits:

- Cyber security.

As highlighted in our Audit Plan and agreed with the Commission we concluded that the SLC was assessed as “less complex” in accordance with Audit Scotland planning guidance and therefore our wider scope work was limited to assessing the financial sustainability of SLC.

3.2.1 Wider scope requirements (continued)

Financial sustainability



Significant risks identified in Audit Plan

In our audit plan we recognised that the SLC had a medium term financial plan in place that highlighted the potential gaps in future funding if the level of Grant-in-Aid (GiA) were not increased. The Scottish Government's Land Reform Bill consultation also has the potential to significantly change the responsibilities of the SLC. We therefore identified that there was a significant risk that robust medium-to-long term planning arrangements were not in place to ensure that SLC can manage its finances sustainably and deliver services effectively, identify issues and challenges early and act on them promptly.

2023/24 budget setting

The Commission approved a balanced budget of £1.559m for 2023/24 after receiving the GIA confirmation from Scottish Government.

The key risks identified were as follows:

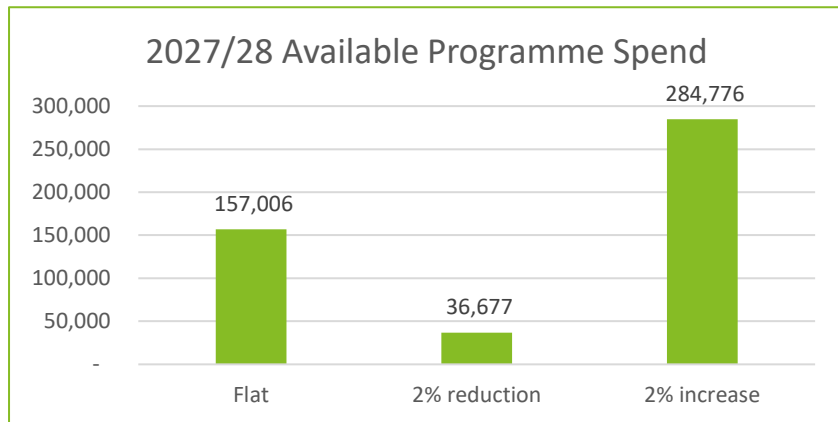
- Uncertainty over changes to the future responsibilities of the SLC, particularly in relation to changes in policy
- Changes in Board appointments or failure to recruit in a timely manner may disrupt governance
- Adherence to the allocated budget, with SLC ensuring that appropriate authorisation procedures and close monitoring of spend / profiled spend is in place.

3.2.2 Wider scope requirements (continued)

Financial sustainability

Medium-to-long term financial planning

SLC's Medium-Term Financial Plan (MTFP) covers the period 2022/23 – 2027/28. This included scenarios analysis based on the continuation of a 'flat cash' settlement, a 2% reduction and 2% increase in Grant-In-Aid, as illustrated below.



The SLC has concluded the following:

- Based on our current split of fixed/flexible costs it would be able to continue to operate with a flat cash scenario but with reduced staff numbers from 2024/25 and would need to reduce our delivery accordingly.
- By 2027/28 a flat cash scenario would have reduced the ability of the Commission to operate its current model which combines in-house expertise with the ability to contract research and specialist expertise. It would not have resource to commission research, analysis or specialist advice, however core services would remain.

- If a 2% cut is applied to our grant-in-aid, the Commission can adjust over two years by reducing delivery but if applied year on year it would be able to meet its core activities but would have significantly reduced resource for additional project spend. It would no longer have resource to commission or bring in expertise and capacity in addition to reducing staff numbers.
- A 2% increase in grant-in-aid has a significant impact in the SLC's delivery capacity. It would be able to retain current staffing capacity enabling continuation of its practice programme and policy advice and enabling the flexibility needed to deliver on emerging government priorities.

In all scenarios SLC would be able to deliver its core services, however the available programme spend would vary significantly. SLC had also identified flexibility in efficiencies and level of output to respond to funding pressures. While we are of the view that SLC is financially sustainable, there is significant challenge with regards to available additional programme spend in future years.

3.2.3 Wider scope requirements (continued)

Financial sustainability

Medium-to-long term financial planning

SLC prepared the below analysis for the scenario of a flat GIA of £1.55m with costs rising at 5% year on year.

	22/23	23/24	24/25	25/26	26/27	27/28
Grant-in-Aid	1,550,000	1,550,000	1,550,000	1,550,000	1,550,000	1,550,000
Staff costs (permanent)	859,615	902,592	947,726	995,112	1,044,867	1,097,111
Staff costs (fixed term)	172,114	172,806	37,067			
Commissioner costs	58,000	60,900	63,945	67,142	70,499	74,024
Other fixed costs	173,832	182,524	191,650	201,232	211,294	221,859
Total fixed costs	1,263,561	1,318,822	1,240,388	1,263,486	1,326,660	1,392,994
Available programme spend	286,439	231,178	309,612	286,514	223,240	157,006

It is clear from this analysis that with the flat GIA matched with rising costs that SLC would be able to deliver core services, but there is a significant reduction in available programme spend.

Furthermore, the expected introduction of the Land Reform Bill could have an impact on the dynamics of SLC's relationships with stakeholders, as SLC will go through a period of uncertainty about what the Bill will introduce. The Commission has undertaken a proactive programme of stakeholder engagement and has committed to continue to keep their approach under review and seek to work openly with all parties.

Deloitte view – Financial sustainability

SLC has set a balanced budget for 2023/24 and holds reserves of £55,000 at 31 March 2023 and is therefore financially sustainable in the short term. While core operations are financially sustainable in the medium to long term, it is faced with significant financial challenges with regards to additional available programme spend. SLC have identified efficiencies and changes to delivery of services in order to adapt to funding challenges. It is critical that savings plans are developed and agreed to demonstrate how available programme spend will be sustained in future years.

3.3 Wider scope requirements (continued)

Best value

Requirements

The Scottish Public Finance Manual (SPFM) explains that Accountable Officers have a specific responsibility to ensure that arrangements have been made to secure Best Value (BV).

Ministerial guidance to Accountable Officers for public bodies sets out their duty to ensure that arrangements are in place to secure Best Value in public services. As part of our wider scope audit work, we have considered whether there are organisational arrangements in place in this regard.

The duty of BV in Public Services is as follows:

- To make arrangements to secure continuous improvement in performance whilst maintaining an appropriate balance between quality and cost; and in making those arrangements and securing that balance;
- To have regard to economy, efficiency, effectiveness, the equal opportunities requirements, and to contribute to the achievement of sustainable development.
- BV characteristics have been recently regrouped to reflect the key themes which will support the development of an effective organisational context from which public services can deliver key outcomes and ultimately achieve best value:
 - Vision and Leadership
 - Governance and Accountability
 - Use of resources
 - Partnership and collaborative working
 - Working with Communities
 - Sustainability
 - Fairness and equality

Conclusions

SLC has a number of arrangements in place to secure best value. They have developed a medium term financial plan with suggested solutions to address potential funding gaps in the future, such as;

- *Staff Turnover* – flexibility in fixed term posts allowing consideration of necessity of position.
- *Efficiency Savings* – review opportunities on renewal of contracts for further efficiency savings.
- *Partnership & Collaboration* – pool resources effectively.

However, significant work is still required to make the level of lasting long-term financial planning and savings plan in the future needed to ensure financial sustainability.

Deloitte view – Best Value

SLC has sufficient arrangements in place to secure best value. It has a clear understanding of areas which require further development. Financial sustainability remains a key risk.

4.1 Purpose of our report and responsibility statement

Our report is designed to help you meet your governance duties

What we report

Our report is designed to help the Audit and Risk Committee and the Commission discharge their governance duties. It also represents one way in which we fulfil our obligations under ISA (UK) 260 to communicate with you regarding your oversight of the financial reporting process and your governance requirements. Our report includes:

- Results of our work on key audit judgements and our observations on the quality of your Annual Report.
- Our internal control observations
- Other insights we have identified from our audit.

The scope of our work

Our observations are developed in the context of our audit of the Annual Report and Accounts.

We described the scope of our work in our audit plan.

Use of this report

This report has been prepared for the Commission, as a body, and we therefore accept responsibility to you alone for its contents. We accept no duty, responsibility or liability to any other parties, since this report has not been prepared, and is not intended, for any other purpose.

What we don't report

As you will be aware, our audit was not designed to identify all matters that may be relevant to the Commission.

Also, there will be further information you need to discharge your governance responsibilities, such as matters reported on by management or by other specialist advisers.

Finally, our views on internal controls and business risk assessment should not be taken as comprehensive or as an opinion on effectiveness since they have been based solely on the audit procedures performed in the audit of the financial statements and the other procedures performed in fulfilling our audit plan.

We welcome the opportunity to discuss our report with you and receive your feedback.



Deloitte LLP

Glasgow | 14 September 2023

Appendices



5.1 Action Plan

We have followed up the recommendations made in by the previous auditors. We are pleased to note that the recommendation has been fully. No further points have been added for the 2022/21 audit.

Recommendation	Management Response	Priority	Management update 2022/23
<p>1. Compliance with FReM</p> <p>The Commission should ensure it is familiar with the requirements of the Financial Reporting Manual when preparing the annual report and accounts.</p>	<p>Going forward a meeting will be held with the Commission’s accountants to discuss updates/changes to the FReM and its full requirements prior to the drafting of the working papers and accounts. This will happen prior to year-end around February/ early March.</p> <p>Responsible officer: Finance and Business Systems Manager</p> <p>Agreed date: 31 March 2023</p>	High	<p>SLC reached out to their accountants, Wylie & Bisset on 10 March 2023 and arranged a meeting with them to talk through the requirements of the FReM, ensuring that the production of SLC’s annual accounts for 2022/23 were compliant</p> <p>Fully implemented</p>

5.2 Audit adjustments

Unadjusted misstatements

No unadjusted misstatements have been identified as a result of our procedures to date

Corrected misstatements

No corrected misstatements have been identified as a result of our procedures to date

Disclosures

No disclosure misstatements have been identified as a result of our procedures to date

5.3 Our other responsibilities explained

Fraud responsibilities and representations



Responsibilities:

The primary responsibility for the prevention and detection of fraud rests with management and those charged with governance, including establishing and maintaining internal controls over the reliability of financial reporting, effectiveness and efficiency of operations and compliance with applicable laws and regulations. As auditors, we obtain reasonable, but not absolute, assurance that the financial statements as a whole are free from material misstatement, whether caused by fraud or error.

Required representations:

We have asked SLC to confirm in writing that you have disclosed to us the results of your own assessment of the risk that the financial statements may be materially misstated as a result of fraud and that you are not aware of any fraud or suspected fraud that affects the entity.

We have also asked SLC to confirm in writing their responsibility for the design, implementation and maintenance of internal control to prevent and detect fraud and error and their belief that they have appropriately fulfilled those responsibilities.



Audit work performed:

In our planning we identified the risk of fraud in operating within expenditure resource limits and management override of controls as key audit risks.

During course of our audit, we have had discussions with management and those charged with governance.

In addition, we have reviewed management's own documented procedures regarding fraud and error in the financial statements.

We have reviewed the paper prepared by management for the Audit and Risk Committee on the process for identifying, evaluating and managing the system of internal financial control. We will explain in our audit report (for all entities subject to audit) how we considered the audit capable of detecting irregularities, including fraud. In doing so, we will describe the procedures we performed in understanding the legal and regulatory framework and assessing compliance with relevant laws and regulations.

Concerns:

No issues or concerns have been identified in relation to fraud

5.4 Independence and fees

As part of our obligations under International Standards on Auditing (UK), we are required to report to you on the matters listed below:

Independence confirmation We confirm the audit engagement team, and others in the firm as appropriate, Deloitte LLP and, where applicable, all Deloitte network firms are independent of the Commission and our objectivity is not compromised.

Fees The expected fee for 2022/23, as communicated by Audit Scotland in August 2023, which we note is different to the original audit plan due to Audit Scotland clarifying the treatment for less complex bodies. The agreed fee is analysed below:

	£
Auditor remuneration	34,760
Audit Scotland fixed charges:	
• Pooled costs	(550)
• Audit support costs	990
• Sectoral cap adjustment	(1,390)
Total expected fee	33,810

Non-audit services In our opinion there are no inconsistencies between the FRC's Ethical Standard and the Commission's policy for the supply of non-audit services or any apparent breach of that policy. We continue to review our independence and ensure that appropriate safeguards are in place including, but not limited to, the rotation of senior partners and professional staff and the involvement of additional partners and professional staff to carry out reviews of the work performed and to otherwise advise as necessary.

Relationships We have no other relationships with the Commission, its directors, senior managers and affiliates, and have not supplied any services to other known connected parties.



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