

# Financial statements

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## Directors' statement of responsibilities

The Directors are responsible for preparing the Annual Report, the Remuneration report and the Group and parent company financial statements in accordance with applicable law and regulations.

UK company law requires the Directors to prepare financial statements for each financial year. The Directors are required to prepare the Group consolidated financial statements in accordance with UK-adopted international accounting standards in conformity with the requirements of the Companies Act 2006 and the IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB). The Directors have elected to prepare the parent company financial statements in accordance with United Kingdom Accounting Standards and applicable law (United Kingdom Generally Accepted Accounting Practice) (Financial Reporting Standard 101 Reduced Disclosure Framework). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and its profit or loss for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state that the Group financial statements comply with IFRS, as issued by the IASB and in conformity with the requirements of the Companies Act 2006;
- state with regard to the parent company financial statements that applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the parent company financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Group and the parent company will continue in business.

In preparing the Group financial statements, International Accounting Standard 1 requires that directors properly select and apply accounting policies; present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information; provide additional disclosures when compliance with the specific requirements in IFRS Standards are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and make an assessment of the company's ability to continue as a going concern.

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

The Group financial statements for the year ended 31 December 2025, comprising principal statements and supporting notes, are set out in the 'Financial statements' on pages 186 to 273 of this report. The parent company financial statements for the year ended 31 December 2025, comprising the balance sheet and the statement of changes in equity for the year ended 31 December 2025 and supporting notes, are set out on pages 274 to 278.

The responsibilities of the auditor in relation to the financial statements are set out in the Independent Auditor's report on pages 174 to 185.

The financial statements for the year ended 31 December 2025 are included in the Annual Report, which is published in printed form and made available on our website. The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Each of the current Directors, whose names and functions are listed in the Corporate Governance section of the Annual Report 2025 confirms that, to the best of his or her knowledge:

- the Group financial statements, which have been prepared in accordance with the applicable set of accounting standards and in conformity with the requirements of Companies Act 2006, give a true and fair view of the assets, liabilities, financial position and profit of the Group;
- the Strategic report and risk sections of the Annual Report, which represent the management report, include a fair review of the development and performance of the business and the position of the company and the Group taken as a whole, together with a description of the principal risks and uncertainties that it faces; and
- the Annual Report and financial statements, taken as a whole, are fair, balanced and understandable and provide the information necessary for shareholders to assess the company's position and performance, business model and strategy.

## Directors' statement of responsibilities continued

### Disclosure of information to auditor

The Directors in office at the date of this Annual Report have each confirmed that:

- so far as he or she is aware, there is no relevant audit information of which the company's auditor is unaware; and
- he or she has taken all the steps that he or she ought to have taken as a Director to make himself or herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

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

### Going concern basis

Pages 80 to 107 and pages 69 to 75 contain information on the performance of the Group, its financial position, cash flows, net debt position, borrowing facilities and climate-related risks. Further information, including Treasury risk management policies, exposures to market and credit risk and hedging activities, is given in Note 43, 'Financial instruments and related disclosures' to the financial statements. Having assessed the principal risks and other matters considered in connection with the viability statement, the Directors considered it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

### Internal control

The Board, through the Audit & Risk Committee, has reviewed the assessment of risks and the internal control framework that operates in GSK and has considered the effectiveness of the system of internal control in operation in the Group for the year covered by this Annual Report and up to the date of its approval by the Board of Directors. Further detail on the review of internal controls is set out in the Governance report on page 136.

### The UK Corporate Governance Code

The Board considers that GSK plc applies the principles and complies with the provisions of the UK Corporate Governance Code maintained by the Financial Reporting Council, as described in the Corporate Governance section including Remuneration on pages 109 to 170. The Board further considers that the Annual Report, taken as a whole, is fair, balanced and understandable, and provides the information necessary for shareholders to assess the Group's position and performance, business model and strategy.

As required by the Financial Conduct Authority's Listing Rules, the auditor has considered the Directors' statement of compliance in relation to those points of the UK Corporate Governance Code which are specified for their review.

### Annual Report

The Annual Report for the year ended 31 December 2025, comprising the Report of the Directors, the Remuneration report, the Financial statements and Additional information for investors, has been approved by the Board of Directors and signed on its behalf by

### Sir Jonathan Symonds

Chair  
4 March 2026

# Independent Auditor's report to the members of GSK plc

## Report on the audit of the financial statements

### 1. Opinion

In our opinion:

- The financial statements of GSK plc (the 'Parent company') and its subsidiaries (the 'Group') give a true and fair view of the state of the Group's and of the Parent company's affairs as at 31 December 2025 and of the Group's profit for the year then ended;
- The Group financial statements have been properly prepared in accordance with United Kingdom adopted international accounting standards and IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB);
- The Parent company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- The financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise the

#### Group

- Consolidated income statement;
- Consolidated statement of comprehensive income;
- Consolidated balance sheet;
- Consolidated statement of changes in equity;
- Consolidated cash flow statement; and
- Notes 1 to 47 to the financial statements, which includes the material accounting policy information.

#### Parent company

- Company balance sheet;
- Company statement of changes in equity; and
- Notes A to K to the company balance sheet, which include the company material accounting policy information.

The financial reporting framework that has been applied in the preparation of the Group financial statements is applicable law, United Kingdom adopted international accounting standards and IFRS Accounting Standards as issued by the IASB. The financial reporting framework that has been applied in the preparation of the Parent company financial statements is applicable law and United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

### 2. Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Group and the Parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard as applied to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. The non-audit services provided to the Group and Parent company for the year are disclosed in the Audit & Risk Committee report within the Corporate Governance section of the Annual Report on page 134 and Note 8 to the financial statements. We confirm that we have not provided any non-audit services prohibited by the FRC's Ethical Standard to the Group or the Parent company.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### 3. Summary of our audit approach

#### Significant changes in our approach

Following the settlement of *Zantac* product litigation matter in 2024 and its subsequent payment of £1.8 billion we have not included the valuation of provisions and contingent liabilities for significant legal proceedings as a key audit matter for the current year audit.

#### Key audit matters

The key audit matters that we identified in the current year were:

- Valuation of US Returns and Rebates (RAR) accruals
- Valuation of the ViiV Healthcare Shionogi contingent consideration liability
- Valuation of other intangible assets
- Valuation of uncertain tax positions, including transfer pricing

#### Materiality

- The materiality that we used for the group financial statements was £350 million (2024: £300 million) which was determined on the basis of Profit before tax, Core profit before tax, Revenue and Net cash flows from operations.

#### Scoping

The following components were subject to audit procedures as well as the assessment of the effectiveness of internal controls over financial reporting: Belgium, Canada, China, France, Germany, Italy, Japan, Spain, United Kingdom and United States, as well as Australia which was brought into scope in the current year.

Our audit scope addressed 81% (2024: 80%) of the Group's revenue, 85% (2024: 79%) of the Group's profit before tax and 84% (2024: 87%) of the Group's total assets.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

#### 4. Audit scope and execution

The design of our audit approach reflects the group structure, utilising data extracted from the company's ERP system, to effectively address risks of material misstatement as well as fulfil our responsibilities around the direction, supervision and review of the audit work performed by component teams. Our audit approach can be summarised into the following areas that enabled us to obtain the evidence required to form an opinion on the Group and Parent company financial statements:

**Use of audit technology.** The central control and common systems throughout the Group enables us to deploy and utilise process and data analytics across the breadth of the Group, providing a more detailed understanding of the flow of transactions, enabling us to focus our risk assessment and design targeted audit testing procedures.

We embed technology throughout our audit to improve quality and effectiveness, including in the areas of planning and scoping, project management, risks and controls assessment, substantive testing and reporting insights to management and the Audit & Risk Committee. At planning stage, we use our automated scoping tool to identify any unusual trends or fluctuations within account balances and geographies, particularly within untested balances to reduce the risk of material misstatement to an acceptably low level.

To support our iterative risk assessment process, across all significant account balances, we have used web scanning technology. This assists with identifying additional information regarding industry matters in the jurisdictions in which GSK operates as well as any unusual trends or account balances that might indicate a risk of material misstatement, supporting our judgement in analysing residual untested balances. We have factored the impact of this information into our risk assessment and design of substantive procedures within the relevant account balances and other aspects of the audit, including going concern and post balance sheet events.

Our data analytical tools allow us to scrutinise large transactional data sets for unusual trends, characteristics, outliers or transaction flows to support our identification of audit risks. For example, we analysed US RAR data by product and payment channel to identify products where; there are high values of total rebate deductions recognised, there are significant differences on rebate rates offered between payers or where qualitative factors impacted the brands (see Section 5 - Valuation of US Returns and Rebates (RAR) accruals). We also used data analytics to determine products and regions where the valuation of the ViiV Healthcare Shionogi contingent consideration liability was most sensitive to the assumptions used (see Section 5 - Valuation of the ViiV Healthcare Shionogi contingent consideration liability).

We have continued to leverage process analytics to perform substantive procedures on revenue at a Group level by automatically matching key revenue data points across sales orders, invoices and shipping documents generated during the revenue process. In addition, we used profiling technology to identify journal entries that exhibit potential fraud characteristics in testing the appropriateness of journal entries and other adjustments.

**Audit planning and risk assessment at a Group level.** Our risk assessment procedures considered, amongst other factors, the impact of climate change and the wider macroeconomic environment on the account balances, disclosures and company practices.

Partners from the Group audit team led the global audit of the operating segments (Commercial Operations and Research and Development); in addition, partners were responsible for the component and legal entity audits in each country. These segment partners met regularly with senior segment management to understand the strategy, performance and other matters which arose throughout the year that could have impacted the financial reporting. In addition, we held regular meetings with members of Internal Audit, internal Legal Counsel and the Global Ethics & Compliance teams to understand their work and to review their reports to enhance our risk assessment. We also used output from data analytics to perform fact-based risk assessment and pinpoint identification of audit risks as noted above.

GSK operate on an ERP system, with automated controls supporting the IT infrastructure. We have tested these automated controls, including segregation of duties and controls configurations. This testing is integrated into our audit risk assessment to ensure only relevant controls are tested, and direct testing on exceptions identified.

**Audit work performed at global shared service centres.** A significant amount of the Group's operational processes that cover financial reporting is undertaken in shared service centres. Our Group audit team included senior individuals responsible for each of the global processes who coordinated our audit work at the shared service centres utilising a live global project management platform. This structure enabled us to develop our understanding of the end-to-end processes that supported material account balances, classes of transactions and disclosures within the Group financial statements. We then evaluated the effectiveness of internal controls over financial reporting for these processes and considered the implications for the remainder of our audit work. As part of supervising the work of the shared service centre audits, senior Group audit team members visited Costa Rica, India and Poland.

**Audit work executed at component level and individual legal entities.** The following components were subject to audit procedures as well as the assessment of the effectiveness of internal controls over financial reporting: Belgium, Canada, China, France, Germany, Italy, Japan, Spain, Australia, United Kingdom and the United States. The Group audit team was in active dialogue throughout the audit with the component audit teams in order to determine whether their work was planned and performed in accordance with the overall Group audit strategy and the instructions provided to the components. As part of supervising the work of the components, senior Group audit team members visited component teams in Belgium, France, United States, Japan, UK and China. To satisfy ourselves that our oversight and supervision was appropriate we performed reviews of audit working papers, increasing the frequency and length of those reviews depending on the significance and risk of the component, and continued to attend the component planning and clearance meetings, joined by local management.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

**Audit procedures undertaken at the Group level and on the Parent company.** In addition to the above, we also performed audit work on the Group and Parent company financial statements, including but not limited to: the consolidation of the Group's results, the preparation of the financial statements, certain disclosures within the Directors' Remuneration report, litigation provisions and exposures, and entity level and oversight controls relevant to financial reporting. The component or legal entity account balances not covered by our audit scope were subject to analytical procedures confirming that there were no significant risks of material misstatement in the aggregated financial information.

**Internal controls testing approach.** We tested the effectiveness of internal controls over financial reporting across all in-scope entities and entity level controls at the Group level. Common systems allowed for relevant IT controls to be tested centrally across all components. We were able to place reliance on controls where planned.

Our reliance on management controls testing has increased in 2025 enhancing the overall effectiveness of the audit. We have expanded our scope to incorporate business processes including Pensions, US RAR, and Share-Based Payments (SBP), and have increased the reliance on controls within both the vaccines and consolidation and external reporting processes.

The remaining controls are comprised of controls associated with significant risk process, controls involving high levels of judgments and estimates, physical verification of assets, and annual disclosure review controls for which there is limited scope for reliance on management control testing.

Our audit scope consisting of audit procedures on one or more classes of transactions, account balances, disclosures, or specified audit procedures addressed 81% (2024: 80%) of the Group's revenue, 85% (2024: 79%) of the Group's profit before tax and 84 % (2024: 87%) of the Group's total assets.

**Impact of climate change on our audit.** Climate change has the potential to impact the Group in a number of ways as set out in the Strategic Report on pages 69 to 76 of the Annual Report and Note 17, 19 and 20 on page 213, 215 and 216 of the financial statements. The Group has committed to net zero greenhouse gas emissions across the Group's full value chain by 2045.

In the planning of our audit, we have considered the potential impact of climate change on the Group's business and its financial statements.

We have sought to understand the Group's identification and assessment of the potential impacts of climate change, how

these risks influence the Group's strategy, and their implications on the financial statements.

The Group's assessment focused on the impacts of more frequent extreme weather conditions, water scarcity and changes in the political landscape. The assessment has also focused on changes in consumer and market behaviour as well as volatility in the costs and availability of materials and resources that could impact future financial performance and asset valuations.

In consultation with our climate change specialists, we:

- Conducted detailed risk assessment procedures across all in-scope balances and transactions to determine any risks of material misstatement in the financial statements by applying the expected impact of climate change to our understanding of the business;
- Evaluated the appropriateness of the Group's assessment of the potential impact of climate change and the impact of these on the financial statements, including in the area of intangible assets; and
- Used our own assessment of the impact of climate change to challenge the Group's assessment of going concern, including considering the potential impact on future performance and availability of financing.

As part of our audit procedures, we are required to read and consider these disclosures to consider whether they are materially inconsistent with the financial statements or knowledge obtained in the audit. We did not identify any material inconsistencies as a result of these procedures.

## 5. Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on the overall audit strategy, the allocation of resources in the audit and directing the efforts of the engagement team.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

#### Key audit matter description

##### Valuation of US Returns and Rebates (RAR) accruals

In the United States (US), the Group sells to customers under various commercial and government mandated contracts and reimbursement arrangements that include rebates, chargebacks and a right of return for certain pharmaceutical products. Returns, chargebacks and rebates provided to customers under these arrangements are accounted for as variable consideration and recognised as a reduction to revenue in the form of gross-to-net sales adjustments. These adjustments are known as the US Returns and Rebates ("US RAR") accruals and are a source of significant estimation uncertainty which could have a material impact on reported revenue.

The US RAR balance sheet accrual at 31 December 2025 amounted to £4,891 million (2024: £5,235 million).

The five most significant buying groups to which the RAR accrual relates are Managed Care, Medicaid, Ryan White, Medicare Part D, and the Medicare Part D Manufacturer Discount Program.

The two main causes of significant estimation uncertainty are:

The utilisation rate, which is the portion of total sales that will be made into each buying group, estimated in recording the accruals. The utilisation assumption is the most challenging of the key assumptions used to derive the accrual given that it is influenced by historical trends, projected market conditions and other factors outside the control of the Group; and

The time lag between the point of sale and the point at which exact rebate amounts are known to the Group upon receipt of a claim. Those buying groups with the longest time lag result in a greater accrued period, and therefore, a greater level of estimation uncertainty in estimating the period-end accrual.

The level of estimation uncertainty is also impacted by significant shifts in channel mix driven by changes in the competitive landscape, including competitor and generic product launches, changes in government legislation, pricing agreements and other macroeconomic factors. Further, where relevant, the Group makes specific period-end adjustments to the US RAR accruals. These adjustments reflect updates made to the initial assumptions included within the forecasted US RAR rates and, in our view, present the greatest opportunity for fraud in revenue recognition (notwithstanding the existence of internal controls).

We have identified a key audit matter relating to the valuation of the US RAR balance sheet accrual, including both the utilisation rate assumptions and period-end adjustments.

US Commercial Operations returns and rebates are disclosed as a key source of estimation uncertainty in Note 3 of the Group financial statements with further disclosures provided in Note 28. The matter is also discussed in the Audit & Risk Committee report within the Corporate Governance section of the Annual Report.

#### How the scope of our audit responded to the key audit matter

##### Audit procedures performed

We performed the following audit procedures, amongst others, related to estimates in the US RAR accruals:

- Tested the controls over the key inputs and assumptions used in the valuation of US RAR accruals. These included review controls over forecasting of utilisation rates, period-end adjustments and the month-end accrual reviews;
- Tested management's process to develop the estimate by evaluating assumptions for a selection of utilisation rates, focusing on certain products where we concluded the accrual is most sensitive to these assumptions. Our procedures included comparison to the historical utilisation rates, consideration of the historical accuracy of management's assumptions and an assessment of whether projected market conditions are appropriately reflected in the RAR accruals. Such conditions included the impact of competition, new product launches, changes in government legislation, pricing agreements and macroeconomic factors;
- Tested management's estimate by developing an independent expectation of the accrual balance for each of the key segments and products. The expectation was developed using data on historical claims received adjusted to reflect market changes in the period, third party information on inventory held by customers, and an assessment of the time lag between the initial point of sale and the claim receipt. We then compared this independent expectation to those recorded claims to evaluate the appropriateness of the year-end accrual position;
- Performed a retrospective review of the historical accuracy of management's forecast assumptions and where actual claims have differed to these assumptions, we have evaluated whether this has been appropriately reflected in subsequent accruals for a sample of claims;
- Evaluated the accuracy and completeness of period-end adjustments to the liability made as part of the Group's ongoing review of the estimated accrual; and
- Performed audit procedures over the actual rebate payments made in the year by agreeing to the relevant contract to assess whether the rebate payments were in line

##### Key observations communicated to the Audit & Risk Committee

We are satisfied that the estimated liability of the RAR accruals at the year-end is appropriate. We observed a level of prudence in the estimate when assessing against our own independent expectations, which is in accordance with the requirements of IFRS 15 Revenue from contracts with customers to limit the risk of a significant reversal of revenue.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

#### Key audit matter description

##### Valuation of the ViiV Healthcare Shionogi contingent consideration liability

The Group has completed a number of significant transactions which resulted in the recognition of material contingent consideration liabilities, which are a key source of estimation uncertainty. The most significant of these liabilities is the ViiV Healthcare Shionogi Contingent Consideration Liability (ViiV CCL).

The Group completed the acquisition of the remaining 50% interest in the Shionogi-ViiV Healthcare joint venture in 2012. Upon completion, the Group recognised a contingent consideration liability for the fair value of the expected future payments to be made to Shionogi. As at 31 December 2025 the liability was valued at £5,433 million (2024: £6,061 million).

We identified the ViiV CCL as a key audit matter because of the significant estimates and assumptions relating to the HIV treatment and prevention markets sales forecasts used in valuing the ViiV CCL, and the sensitivity of the valuation to these inputs. The most significant of these relate to sales forecasts in the United States (US) on certain products in the treatment, and prevention portfolio. Such forecasts are based on an assessment of the expected launch dates for pipeline assets, the ability to shift market practice and prescriber behaviour towards long-acting injectable treatments and 2-drug regimens, the size of the long-acting prevention market and subsequent sales volumes. The sales forecasts also required significant audit effort to perform appropriate audit procedures to challenge and evaluate the reasonableness of those forecasts.

Contingent consideration liabilities, including the ViiV CCL, are disclosed as a key source of estimation uncertainty in note 3 of the Group financial statements with further disclosures provided in notes 32. The matter is also discussed in the Audit & Risk Committee report within the Corporate Governance section of the Annual Report.

#### How the scope of our audit responded to the key audit matter

##### Audit procedures performed

We performed the following audit procedures, amongst others, related primarily to the sales forecasts:

- Tested the controls over the key inputs and assumptions used in the valuation of the contingent consideration liability, including review controls over the sales forecasts of the treatment product portfolio used to value the ViiV CCL;
- Obtained the Group's assessment of the key inputs and assumptions used in the sales forecasts and evaluated their reasonableness, including through enquiries of key individuals from the senior leadership team, commercial strategy team and key personnel involved in the budgeting and forecasting process, and inspection of supporting evidence;
- Evaluated the US volume assumptions made by the Group to estimate sales forecasts. This involved benchmarking forecast market share data against external data, such as total prescription volumes and new patient prescription volumes, in order to assess for any sources of contradictory evidence;
- Evaluated the reasonableness of US pricing assumptions used by the Group, by comparing the forecasted Returns and Rebates rate by product against the current rate, and assessing the forecasted Returns and Rebates against comparable products and taking into account expected changes in payer policy, changes in government legislation and pricing agreements;
- Considered the results of clinical studies undertaken in the year by the Group and key competitors in order to assess whether these are corroborative or contradictory to assumptions used in the product portfolio sales forecasts in the US;
- Benchmarked the Group's sales forecasts against those included in reports from 7 analysts and considered sales forecasts on both a total ViiV basis and an individual product basis, assessing against identified contradictory data; and
- Together with our fair valuation specialists, assessed the reasonableness of the overall valuation methodology, including testing the valuation model for mechanical accuracy.

##### Key observations communicated to the Audit & Risk Committee

The sales forecasts used in the valuation are reasonable and in line with relevant supporting information. We are satisfied that the sales forecasts appropriately reflect trends in the overall HIV treatment and prevention markets including the impacts of competition, healthcare reform and a predicted shift towards long-acting injectable products.

The approach to valuing the ViiV CCL was consistent with prior periods and overall we are satisfied that the valuation liability is reasonable and consistent with IFRS Accounting Standards.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

#### Key audit matter description

##### Valuation of other intangible assets

As at 31 December 2025, the Group held £16,141 million (2024: £14,936 million) of other intangible assets (including licenses, patents, trademarks, and trade names, but excluding goodwill and computer software). This includes intangible assets acquired as part of the acquisitions of IDRx, Inc. and BP Asset IX, Inc. during the year.

Intangible assets which are in development and not available for use should be tested at least annually for impairment irrespective of whether an indication of impairment exists.

When the carrying amount of an individual intangible asset, or cash-generating unit to which an intangible asset belongs, exceeds its recoverable amount, an impairment should be recorded. Recoverability of an intangible asset is derived from certain assumptions and estimates of future trading performance which create significant estimation uncertainty.

The underlying assumptions used, for both acquired intangibles and impairment of existing intangibles, include forecast sales pricing, volume, growth rates, profit margin, and the probability of technical and regulatory success of ongoing clinical trials. This includes assumptions on timing of cash flows determined by anticipated launch year, peak year sales, subsequent sales erosion due to generic product competition, and profit margin levels.

During 2025, impairment charges of £880 million (2024: £314 million) were recorded. These were primarily full impairments due to the cessation of research and development dictated by negative clinical trial readouts or lack of commercial attractiveness.

We identified the valuation of other intangible assets as a key audit matter due to the inherent judgements involved in estimating future cash flows. Auditing such assumptions and estimates required extensive audit effort to evaluate the reasonableness of forecasts and management judgements.

Other intangible assets are disclosed as a key source of estimation uncertainty in note 3 of the Group financial statements with further disclosures provided in Notes 20 and 40. The matter is also discussed in the Audit & Risk Committee report within the Corporate Governance section of the Annual Report.

#### How the scope of our audit responded to the key audit matter

##### Audit procedures performed

We performed the following audit procedures, amongst others, over the forecast sales pricing, volume, growth rates, probability of technical and regulatory success, and profit margin levels, used in the assessment of the valuation of other intangible assets:

- Tested review controls over the key inputs and assumptions used in the valuation of other intangible assets. The controls encompass the review of the valuation models, which contain a number of assumptions such as the probability of technical and regulatory success, launch dates, plus other revenue and cost assumptions;
- Inquired with key individuals from the corporate development team, commercial forecasting leads, and key personnel involved in the assets research and development process. We used the outcome of these inquiries to evaluate the Group's evidence to support key assumptions such as overall sales forecasts, peak year sales (including anticipated market share, volume and uptake alongside price points where required), the foreseeable competitive landscape, growth rates, probability of regulatory and technical success and margins;
- Evaluated the key inputs and assumptions applied in estimating sales and profit margin forecasts, including benchmarking of forecasts against external market data. This included independent market research of therapeutic area price points, price growth rates, and anticipated competitor market landscape, both current and at the time of forecast regulatory approval, plus assessment of any sources of contradictory evidence;
- Compared the forecast sales and profit margin levels to the Plan data (asset by asset internal forecasts) approved by the GSK Leadership Team and the Board of Directors, where the in-development intangible asset is forecast to launch within the next 3-year period;
- Assessed the historical accuracy of sales forecasts by performing retrospective reviews across marketed assets within the business;
- Using web scanning technology, identified and considered whether events or transactions that occurred after the balance sheet date, but before the reporting date, affect the conclusions reached on the carrying values of the assets and associated disclosures. We also use this output to evaluate any contradictory evidence compared to managements' forecasted assumptions; and
- Engaged our fair valuation specialists to assess the reasonableness of the valuation methodology applied as well as performing mechanical accuracy checks.

##### Key observations communicated to the Audit & Risk Committee

For those intangible assets which were acquired during the period as part of the IDRx and Boston Pharma business combinations, we concluded that the assumptions underpinning the fair value of intangible assets reflected in the purchase price allocations were reasonable and in accordance with IFRS Accounting Standards.

For those in-development intangible assets subject to impairment reviews we concluded that the judgements made by management were reasonable and in accordance with IFRS Accounting Standards.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

#### Key audit matter description

##### Valuation of uncertain tax positions, including transfer pricing

The Group operates in numerous jurisdictions and there are open tax and transfer pricing matters and exposures with UK, US and overseas tax authorities that give rise to uncertain tax positions. There is a wide range of possible outcomes for provisions and contingencies. Certain judgements in respect of estimates of tax exposures and contingencies are required in order to assess the adequacy of tax provisions, which are sometimes complex as a result of the considerations required by differing tax laws and regulations.

At 31 December 2025, the Group has recorded provisions of £649 million (2024: £636 million) in respect of uncertain tax positions.

Valuation of uncertain tax positions is disclosed as a key source of estimation uncertainty in note 3 of the Group financial statements with further disclosures included in note 14. The matter is also discussed in the Audit & Risk Committee report within the Corporate Governance section of the Annual Report.

#### How the scope of our audit responded to the key audit matter

##### Audit procedures performed

With the support of our tax specialists, we assessed the appropriateness of the uncertain tax provisions, focused on those jurisdictions where the Group has the greatest potential exposure and where the highest level of judgement is required, by performing the following audit procedures amongst others:

- Tested key controls over preparation, review and reporting of judgmental tax balances and transactions, which include provisions for uncertain tax provisions;
- Assessed the assumptions and judgements that are required to determine the range of possible outcomes for recognition and measurement of provisions for uncertain tax positions in compliance with the requirements of IFRIC 23 *Uncertainty over Income Tax Treatments*;
- Engaged our transfer pricing specialists to evaluate the transfer pricing methodology of the Group and associated approach to provision recognition and measurement; and
- Considered evidence such as the actual results from the recent tax authority audits and enquiries, third-party tax advice obtained by the Group and our tax specialists' own knowledge of market practice in relevant jurisdictions.

##### Key observations communicated to the Audit & Risk Committee

We are satisfied that the estimates in relation to uncertain tax positions and the related disclosures are in accordance with IFRS Accounting Standards. From our work we concluded that a consistent approach has been applied to estimating uncertain tax provisions which is appropriate and in accordance with IFRIC 23.

## 6. Conclusions relating to going concern

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.

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

- Enquiries of the Group directors and management regarding the assumptions used in the going concern models, including the potential impact of macroeconomic and geopolitical uncertainty including the impact of tariffs and pricing strategy, and climate change;
- Evaluating the Group's existing access to sources of financing, including undrawn committed bank facilities;
- Reading analyst reports, industry data and other external information to determine if it provided corroborative or contradictory evidence in relation to assumptions used;
- Comparing forecasted sales to recent historical financial information;

- Testing the underlying product-level forecasts and associated sensitivities which support the overall Group's business forecast used to prepare the going concern assessment and assessing whether these underlying assumptions are reasonable;
- Using web scanning technology to identify any external matters that may cause doubt on the Group's ability to continue as a going concern; and
- Evaluating the appropriateness of Group's disclosures on going concern.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's and Parent 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 relation to the reporting on how the Group has applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the directors' statement in the financial statements about whether the directors considered it appropriate to adopt the going concern basis of accounting.

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

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

## 7. Our application of materiality

We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

	Group financial statements	Parent company financial statements										
Materiality	£350 million (2024: £300 million)	£350 million (2024: £300 million)										
Basis for determining materiality	In determining our benchmark for materiality, we considered the metrics used by investors and other readers of the financial statements. In particular, we considered: Profit before tax, Core profit before tax, Revenue and Net cash flows from operations.  Using professional judgement, we have determined materiality to be £350 million. See below for how our materiality compares to our benchmark metrics.	Materiality was determined using the total assets benchmark capped at 100% (2024: 100%) of Group materiality. Our materiality represents 0.78% (2024: 0.63%) of total assets										
	<table border="1"> <thead> <tr> <th>Metric</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Profit before tax</td> <td>4.86% (2024: 8.70%)</td> </tr> <tr> <td>Core profit before tax*</td> <td>3.37% (2024: 3.48%)</td> </tr> <tr> <td>Revenue</td> <td>1.09% (2024: 0.95%)</td> </tr> <tr> <td>Net cash inflow from operating activities</td> <td>4.81% (2024: 4.58%)</td> </tr> </tbody> </table> <p>* A reconciliation between the Profit before tax and Core profit before tax is detailed in the Adjusting Items section of the strategic report.</p>	Metric	%	Profit before tax	4.86% (2024: 8.70%)	Core profit before tax*	3.37% (2024: 3.48%)	Revenue	1.09% (2024: 0.95%)	Net cash inflow from operating activities	4.81% (2024: 4.58%)	
Metric	%											
Profit before tax	4.86% (2024: 8.70%)											
Core profit before tax*	3.37% (2024: 3.48%)											
Revenue	1.09% (2024: 0.95%)											
Net cash inflow from operating activities	4.81% (2024: 4.58%)											
Rationale for the benchmark applied	Given the importance of the above metrics used by investors and other readers of the financial statements, we considered Profit before tax, Core profit before tax, Revenue and Net cash inflow from operating activities, in determining materiality.  The component performance materiality allocated to the in-scope components (excluding the parent company which has been addressed above) ranged between £73.5 million and £147 million (2024: between £63 million and £126 million).	The strength of the balance sheet is the key measure of financial health that is important to shareholders since the primary concern for the parent company is the payment of dividends. Using a benchmark of total assets is therefore the appropriate metric.  Where account balances are audited for the purposes of the consolidated financial statements, a lower component performance materiality is used.										

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements as a whole. Group and Parent company performance materiality was set at 70% of Group and Parent company materiality respectively for the 2025 audit (2024: 70%). In determining performance materiality, we considered factors including:

- Our risk assessment, including our assessment of the Group's overall control environment and that we consider it appropriate to rely on controls over a number of business processes; and

- Our past experience, which has indicated a low number of corrected and uncorrected misstatements identified in prior periods.

We agreed with the Audit & Risk Committee that we would report to the Committee all audit differences in excess of £15 million (2024: £10 million) as well as any differences below this threshold, which in our view, warranted reporting on qualitative grounds. We also report to the Audit & Risk Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

## 8. Other information

The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual Report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge

obtained in the course of the audit, or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We summarise below our work in relation to areas of the other information including those areas upon which we are specifically required to report:

### Matters we are specifically required to report

Our responsibility	Our reporting
<p><b>Principal risks and viability statement</b></p> <p>Review the principal risk summary on page 289 and viability statement on page 78 in the light of the knowledge gathered during the audit, such as through considering the directors' processes to support the statements made, challenging key judgements and estimates, consideration of historical forecasting accuracy and evaluating macro-economic assumptions.</p> <p>Consider if the statements are aligned with the relevant provisions of the Code.</p>	<p>As set out in the "Corporate Governance Statement" section, we have nothing material to report, add or draw attention to in respect of these matters.</p>
<p><b>Directors' Remuneration Report</b></p> <p>Report whether the part of the Directors' Remuneration Report to be audited is properly prepared and the disclosures specified by the Companies Act have been made.</p>	<p>As set out in the 'Opinions on other matters prescribed by the Companies Act 2006' section, in our opinion, the part of the Directors' Remuneration report to be audited has been prepared in accordance with the Companies Act 2006.</p>
<p><b>Strategic Report and Directors' Report</b></p> <p>Report whether they are consistent with the audited financial statements and are prepared in accordance with applicable legal requirements.</p> <p>Report if we have identified any material misstatements in either report in the light of the knowledge and understanding of the Group and of the Parent company and their environment obtained in the course of the audit.</p>	<p>As set out in the "Opinions on other matters prescribed by the Companies Act 2006" section, in our opinion, based on the work undertaken in the course of the audit, the information in these reports is consistent with the audited financial statements and has been prepared in accordance with applicable legal requirements.</p> <p>As referenced on page 76, we have provided limited assurance in accordance with International Standards for Assurance Engagements (ISAE) 3000 and ISAE 3410 over selected metrics on page 76.</p>

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

#### Other reporting on other information

Our responsibility	Our reporting
<p><b>Alternative Performance Measures (APMs)</b></p> <p>APMs are measures that are not defined by generally accepted accounting practice (GAAP) and therefore are not typically included in the financial statement part of the Annual Report. The Group use APMs, such as core operating profit, free cash flow and constant currency growth rates in its reporting of financial performance.</p> <p>We have reviewed and assessed the calculation and reporting of these metrics to assess consistency with the Group's published definitions and policies for these items.</p> <p>We have also considered and assessed whether the use of APMs in the Group's reporting results is consistent with the guidelines produced by regulators such as the European Securities and Markets Authority (ESMA) guidelines on the use of APMs and the FRC Alternative Performance Measures Thematic Review published in October 2021.</p> <p>We also considered whether there was an appropriate balance between the use of statutory metrics and APMs, in addition to whether clear definitions and reconciliation for APMs used in financial reporting have been provided.</p>	<p>In our opinion:</p> <ul style="list-style-type: none"> <li>– The use, calculation and disclosure of APMs is consistent with the Group's published definitions and policies;</li> <li>– The use of APMs in the Group's reporting results is consistent with the guidelines produced by ESMA and FRC; and</li> <li>– There is an appropriate balance between the use of statutory metrics and APMs, together with clear definitions and reconciliation for APMs used in financial reporting.</li> </ul>
<p><b>Dividends and distribution policy</b></p> <p>Consider whether the dividends policy is transparent, and the dividends paid are consistent with the policy, as outlined in the Strategic Report on page 94.</p>	<p>In our opinion the dividends policy is appropriately disclosed, and dividends paid are consistent with the policy.</p>

## 9. Responsibilities of directors

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

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

## 10. Auditor's responsibilities for the audit of the financial statements

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

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 auditor's report.

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

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

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

##### Identifying and assessing potential risks related to irregularities

In identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- The nature of the industry and sector, control environment and business performance including the design of the Group's remuneration policies, key drivers for directors' remuneration, bonus levels and performance targets;
- The Group's own assessment of the risks that irregularities may occur either as a result of fraud or error;
- Results of our enquiries of the senior leadership team, internal audit, the directors, and the Audit & Risk Committee about their own identification and assessment of the risk of irregularities, including those that are specific to the Group's sector;
- Any matters we identified having obtained and reviewed the Group's documentation of their policies and procedures relating to:
  - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
  - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud; and
  - the internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations.
- The matters discussed among the audit engagement team including component audit teams and relevant internal specialists, including tax, valuations, pensions, financial instruments, IT, ESG and industry specialists regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

We also obtained an understanding of the legal and regulatory frameworks that the Group operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the provisions of the UK Companies Act, pensions legislation and tax legislation. We have also considered key laws and regulations that had a fundamental effect on the Group's ability to operate or avoid a material penalty, including the Good Clinical Practice, the FDA regulations, General Data Protection requirements, the Foreign Corrupt Practices Act, Good Manufacturing Practices, Food and Drugs Act, Pharmaceutical Price Regulation Scheme and German Supply Chain Act.

##### Audit response to risks identified

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following area: Valuation of US Returns and Rebates accruals, which was identified as key audit matter. The key audit matters section of our report explains the matter in more detail and also describes the specific procedures in response to that key audit matter.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

Our procedures to respond to risks identified included the following:

- Reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- Enquiring of the senior leadership team, the Audit & Risk Committee and in-house and external legal counsel concerning actual and potential litigation and claims;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- Reading minutes of meetings of those charged with governance, reviewing internal audit reports and correspondence with regulators; and
- In addressing the risk of fraud through management override of controls, identifying journal entries that exhibit potential fraud characteristics and testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and component audit teams and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

##### Report on other legal and regulatory requirements

#### 12. Opinions on other matters prescribed by the Companies Act 2006

In our opinion, the part of the Directors' Remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006.

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

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

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

## Independent Auditor's report continued

### Report on the audit of the financial statements continued

#### 13. Corporate governance statement

The Listing Rules require us to review the directors' statement in relation to going concern, longer-term viability and that part of the Corporate Governance Statement relating to the Group's compliance with the provisions of the UK Corporate Governance Code specified for our review.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the financial statements and our knowledge obtained during the audit:

- The directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on page 173
- The directors' explanation as to its assessment of the Group's prospects, the period this assessment covers and why the period is appropriate is set out on page 78
- The directors' statement on fair, balanced and understandable as set out on page 139
- The board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on pages 63 to 68
- the section of the Annual Report that describes the review of effectiveness of risk management and internal control systems set out on page 136; and
- the section describing the work of the Audit & Risk committee set out on page 134 to 139.

#### 14. Matters on which we are required to report by exception

##### **Adequacy of explanations received and accounting records**

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

- We have not received all the information and explanations we require for our audit; or
- Adequate accounting records have not been kept by the Parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- The Parent company financial statements are not in agreement with the accounting records and returns.

**We have nothing to report in respect of these matters.**

##### **Directors' remuneration**

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of directors' remuneration have not been made or the part of the directors' remuneration report to be audited is not in agreement with the accounting records and returns.

**We have nothing to report in respect of these matters.**

#### 15. Other matters which we are required to address

##### **Auditor tenure**

Following the recommendation of the Audit & Risk Committee, with effect from 1 January 2018 we were appointed by the Board of Directors to audit the financial statements for the year ended 31 December 2018 and subsequent financial periods. The period of total uninterrupted engagement of the firm is eight years.

##### **Consistency of the audit report with the additional report to the Audit & Risk Committee**

Our audit opinion is consistent with the additional report to the Audit & Risk Committee we are required to provide in accordance with ISAs (UK).

#### 16. Use of our report

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

As required by the Financial Conduct Authority (FCA) Disclosure Guidance and Transparency Rule (DTR) 4.1.15R – DTR 4.1.18R, these financial statements will form part of the Electronic Format Annual Financial Report filed on the National Storage Mechanism of the FCA in accordance with DTR 4.1.15R – DTR 4.1.18R. This auditor's report provides no assurance over whether the Electronic Format Annual Financial Report has been prepared in compliance with DTR 4.1.15R – DTR 4.1.18R. We have been engaged to provide assurance on whether the Electronic Format Annual Financial Report has been prepared in compliance with DTR 4.1.15R – DTR 4.1.18R and will publicly report separately to the members on this.

The Parent company has passed a resolution in accordance with section 506 of the Companies Act 2006 that the senior statutory auditor's name should not be stated.

##### **Deloitte LLP**

Statutory Auditor  
London, United Kingdom  
4 March 2026

## Consolidated income statement

for the year ended 31 December 2025

	Notes	2025 £m	2024 £m	2023 £m
Turnover	6	32,667	31,376	30,328
Cost of sales		(9,017)	(9,048)	(8,565)
Gross profit		23,650	22,328	21,763
Selling, general and administration		(9,088)	(11,015)	(9,385)
Research and development		(7,525)	(6,401)	(6,223)
Royalty income		879	639	953
Other operating income/(expense)	7	16	(1,530)	(363)
<b>Operating profit</b>	8	7,932	4,021	6,745
Finance income	11	169	122	115
Finance expense	12	(701)	(669)	(792)
Share of after tax profit/(loss) of associates and joint ventures	13	1	(3)	(5)
Profit/(loss) on disposal of interests in associates and joint ventures		–	6	1
<b>Profit before taxation</b>		7,401	3,477	6,064
Taxation	14	(1,112)	(526)	(756)
<b>Profit after taxation</b>		6,289	2,951	5,308
Profit attributable to non-controlling interests		573	376	380
Profit attributable to shareholders		5,716	2,575	4,928
		6,289	2,951	5,308
Basic earnings per share (pence)	15	141.1	63.2	121.6
Diluted earnings per share (pence)	15	138.8	62.2	119.9

## Consolidated statement of comprehensive income

for the year ended 31 December 2025

	Notes	2025 £m	2024 £m	2023 £m
Total profit for the year		6,289	2,951	5,308
<b>Other comprehensive income/(expense) for the year</b>				
Items that may be reclassified subsequently to income statement:				
Exchange movements on overseas net assets and net investment hedges	37	231	(392)	(22)
Reclassification of exchange movements on liquidation or disposal of overseas subsidiaries and associates	37	(12)	(87)	(34)
Fair value movements on cash flow hedges		(41)	–	(1)
Cost of hedging		4	(4)	–
Reclassification of cash flow hedges to income statement		36	4	4
Deferred tax on fair value movements on cash flow hedges		(2)	1	1
		216	(478)	(52)
Items that will not be reclassified to income statement:				
Exchange movements on overseas net assets of non-controlling interests	37	(18)	(4)	(25)
Fair value movements on equity investments		215	(100)	(244)
Tax on fair value movements on equity investments		(20)	17	14
Fair value movements on cash flow hedges		–	8	(40)
Remeasurement gains/(losses) on defined benefit plans		133	506	71
Tax credit/(charge) on remeasurement of defined benefit plans		(33)	(122)	(41)
		277	305	(265)
<b>Other comprehensive income/(expense) for the year</b>	37	493	(173)	(317)
<b>Total comprehensive income for the year</b>		6,782	2,778	4,991
Total comprehensive income for the year attributable to:				
Shareholders		6,227	2,406	4,636
Non-controlling interests		555	372	355
<b>Total comprehensive income for the year</b>		6,782	2,778	4,991

# Consolidated balance sheet

## for the year ended 31 December 2025

	Notes	2025 £m	2024 £m
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	17	9,322	9,227
Right of use assets	18	726	846
Goodwill	19	7,018	6,982
Other intangible assets	20	16,748	15,515
Investments in associates and joint ventures	21	89	96
Other investments	22	1,037	1,100
Deferred tax assets	14	6,520	6,757
Derivative financial instruments	43	–	1
Other non-current assets	23	2,148	1,942
<b>Total non-current assets</b>		<b>43,608</b>	<b>42,466</b>
<b>Current assets</b>			
Inventories	24	5,924	5,669
Current tax recoverable	14	288	489
Trade and other receivables	25	7,471	6,836
Derivative financial instruments	43	121	109
Liquid investments	29	9	21
Cash and cash equivalents	26	3,397	3,870
Assets held for sale	27	300	3
<b>Total current assets</b>		<b>17,510</b>	<b>16,997</b>
<b>Total assets</b>		<b>61,118</b>	<b>59,463</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Short-term borrowings	29	(3,012)	(2,349)
Contingent consideration liabilities	32	(1,348)	(1,172)
Trade and other payables	28	(15,381)	(15,335)
Derivative financial instruments	43	(75)	(192)
Current tax payable	14	(498)	(703)
Short-term provisions	31	(938)	(1,946)
Liabilities relating to assets held for sale	27	(139)	–
<b>Total current liabilities</b>		<b>(21,391)</b>	<b>(21,697)</b>
<b>Non-current liabilities</b>			
Long-term borrowings	29	(14,708)	(14,637)
Deferred tax liabilities	14	(291)	(382)
Pensions and other post-employment benefits	30	(1,687)	(1,864)
Derivative financial instruments	43	(67)	–
Other provisions	31	(610)	(589)
Contingent consideration liabilities	32	(5,385)	(6,108)
Other non-current liabilities	33	(1,023)	(1,100)
<b>Total non-current liabilities</b>		<b>(23,771)</b>	<b>(24,680)</b>
<b>Total liabilities</b>		<b>(45,162)</b>	<b>(46,377)</b>
<b>Net assets</b>		<b>15,956</b>	<b>13,086</b>
<b>Equity</b>			
Share capital	36	1,349	1,348
Share premium	36	3,498	3,473
Retained earnings	37	10,209	7,796
Other reserves	37	1,321	1,054
<b>Shareholders' equity</b>		<b>16,377</b>	<b>13,671</b>
Non-controlling interests		(421)	(585)
<b>Total equity</b>		<b>15,956</b>	<b>13,086</b>

The financial statements on pages 186 to 273 were approved by the Board on 4 March 2026 and signed on its behalf by

**Sir Jonathan Symonds**

Chair

# Consolidated statement of changes in equity

## for the year ended 31 December 2025

	Shareholders' equity					Non-controlling interests £m	Total equity £m
	Share capital £m	Share premium £m	Retained earnings £m	Other reserves* £m	Total £m		
At 31 December 2022	1,347	3,440	4,363	1,448	10,598	(502)	10,096
Profit for the year	–	–	4,928	–	4,928	380	5,308
Other comprehensive income/(expense) for the year	–	–	(45)	(247)	(292)	(25)	(317)
<b>Total comprehensive income/(expense) for the year</b>	<b>–</b>	<b>–</b>	<b>4,883</b>	<b>(247)</b>	<b>4,636</b>	<b>355</b>	<b>4,991</b>
Distributions to non-controlling interests	–	–	–	–	–	(412)	(412)
Contributions from non-controlling interests	–	–	–	–	–	7	7
Dividends to shareholders	–	–	(2,247)	–	(2,247)	–	(2,247)
Realised after tax gains/(losses) on disposal or liquidation of equity investments	–	–	(26)	26	–	–	–
Share of associates and joint ventures realised gains/(losses) on disposal of equity investments	–	–	(7)	7	–	–	–
Shares issued	1	9	–	–	10	–	10
Write-down of shares held by ESOP Trusts	–	–	(324)	324	–	–	–
Shares acquired by ESOP Trusts	–	2	283	(285)	–	–	–
Share-based incentive plans	–	–	307	–	307	–	307
Hedging gain/(loss) after taxation transferred to non-financial assets	–	–	–	36	36	–	36
Tax on share-based incentive plans	–	–	7	–	7	–	7
At 31 December 2023	1,348	3,451	7,239	1,309	13,347	(552)	12,795
Profit for the year	–	–	2,575	–	2,575	376	2,951
Other comprehensive income/(expense) for the year	–	–	(83)	(86)	(169)	(4)	(173)
<b>Total comprehensive income/(expense) for the year</b>	<b>–</b>	<b>–</b>	<b>2,492</b>	<b>(86)</b>	<b>2,406</b>	<b>372</b>	<b>2,778</b>
Distributions to non-controlling interests	–	–	–	–	–	(416)	(416)
Contributions from non-controlling interests	–	–	–	–	–	9	9
Changes to non-controlling interests	–	–	–	–	–	4	4
Dividends to shareholders	–	–	(2,444)	–	(2,444)	–	(2,444)
Deconsolidation of former subsidiary	–	–	–	–	–	(2)	(2)
Realised after tax gains/(losses) on disposal or liquidation of equity investments	–	–	14	(14)	–	–	–
Share of associates and joint ventures realised gains/(losses) on disposal of equity investments	–	–	52	(52)	–	–	–
Shares issued	–	20	–	–	20	–	20
Write-down of shares held by ESOP Trusts	–	–	(362)	362	–	–	–
Shares acquired by ESOP Trusts	–	2	457	(459)	–	–	–
Share-based incentive plans	–	–	344	–	344	–	344
Hedging gain/(loss) after taxation transferred to non-financial assets	–	–	–	(6)	(6)	–	(6)
Tax on share-based incentive plans	–	–	4	–	4	–	4
At 31 December 2024	1,348	3,473	7,796	1,054	13,671	(585)	13,086
Profit for the year	–	–	5,716	–	5,716	573	6,289
Other comprehensive income/(expense) for the year	–	–	323	188	511	(18)	493
<b>Total comprehensive income/(expense) for the year</b>	<b>–</b>	<b>–</b>	<b>6,039</b>	<b>188</b>	<b>6,227</b>	<b>555</b>	<b>6,782</b>
Distributions to non-controlling interests	–	–	–	–	–	(391)	(391)
Dividends to shareholders	–	–	(2,564)	–	(2,564)	–	(2,564)
Realised after tax gains/(losses) on disposal or liquidation of equity investments	–	–	(66)	66	–	–	–
Share of associates and joint ventures realised gains/(loss) on disposal of equity investments	–	–	58	(58)	–	–	–
Shares issued	1	14	–	–	15	–	15
Purchase of treasury shares	–	–	(1,377)	–	(1,377)	–	(1,377)
Write-down on shares held by ESOP Trusts	–	–	(467)	467	–	–	–
Shares acquired by ESOP Trusts	–	11	385	(396)	–	–	–
Share-based incentive plans	–	–	374	–	374	–	374
Tax on share-based incentive plans	–	–	31	–	31	–	31
<b>At 31 December 2025</b>	<b>1,349</b>	<b>3,498</b>	<b>10,209</b>	<b>1,321</b>	<b>16,377</b>	<b>(421)</b>	<b>15,956</b>

\* An analysis of Other reserves is presented as part of Note 37, 'Movements in equity'.

# Consolidated cash flow statement

## for the year ended 31 December 2025

	Notes	2025 £m	2024 £m	2023 £m
<b>Cash flow from operating activities</b>				
Profit after tax		6,289	2,951	5,308
Adjustments reconciling profit after tax to operating cash flows	41	2,654	4,910	2,788
Cash generated from operations		8,943	7,861	8,096
Taxation paid		(1,202)	(1,307)	(1,328)
<b>Total net cash inflow/(outflow) from operating activities</b>		<b>7,741</b>	<b>6,554</b>	<b>6,768</b>
<b>Cash flow from investing activities</b>				
Purchase of property, plant and equipment		(1,348)	(1,399)	(1,314)
Proceeds from sale of property, plant and equipment		24	65	28
Purchase of intangible assets		(1,637)	(1,583)	(1,030)
Proceeds from sale of intangible assets		115	131	12
Purchase of equity investments		(92)	(103)	(123)
Proceeds from sale of equity investments		189	2,356	1,832
Share transactions with non-controlling interests		–	(1)	–
Purchase of businesses, net of cash acquired	40	(1,692)	(805)	(1,457)
Investments in associates and joint ventures		–	(43)	–
Proceeds from disposal of associates and joint ventures		–	–	1
Contingent consideration paid		(17)	(19)	(11)
Disposal of businesses	40	(27)	(18)	49
Interest received		154	138	115
(Increase)/decrease in liquid investments		11	21	72
Dividends from joint ventures and associates		67	15	11
Dividend and distributions from investments		20	16	220
<b>Total net cash inflow/(outflow) from investing activities</b>		<b>(4,233)</b>	<b>(1,229)</b>	<b>(1,595)</b>
<b>Cash flow from financing activities</b>				
Issue of share capital	36	15	20	10
Repayment of long-term loans		(1,400)	(1,615)	(2,260)
Issue of long-term notes		1,979	1,075	223
Net increase/(decrease) in short-term loans		1,085	(811)	(333)
Increase in other short-term loans		130	266	–
Repayment of other short-term loans		(288)	(81)	–
Repayment of lease liabilities		(241)	(226)	(197)
Interest paid		(679)	(632)	(766)
Dividends paid to shareholders		(2,564)	(2,444)	(2,247)
Purchase of treasury shares		(1,377)	–	–
Distribution to non-controlling interests		(391)	(416)	(412)
Contributions from non-controlling interests		–	9	7
Other financing items		46	129	334
<b>Total net cash inflow/(outflow) from financing activities</b>		<b>(3,685)</b>	<b>(4,726)</b>	<b>(5,641)</b>
<b>Increase/(decrease) in cash and bank overdrafts in the year</b>	42	<b>(177)</b>	<b>599</b>	<b>(468)</b>
Cash and bank overdrafts at the beginning of the year		3,403	2,858	3,425
Exchange adjustments		(19)	(54)	(99)
Increase/(decrease) in cash and bank overdrafts in the year		(177)	599	(468)
<b>Cash and bank overdrafts at the end of the year</b>		<b>3,207</b>	<b>3,403</b>	<b>2,858</b>
Cash and bank overdrafts at end of the year comprise:				
Cash and cash equivalents		3,397	3,870	2,936
Bank overdrafts		(190)	(467)	(78)
		<b>3,207</b>	<b>3,403</b>	<b>2,858</b>

# Notes to the financial statements

## 1. Presentation of the financial statements

### Description of business

GSK is a global biopharma group which prevents and treats disease with specialty medicines, vaccines and general medicines. GSK focuses on the science of the immune system and advanced technologies, investing in four core therapeutic areas: respiratory, immunology and inflammation; oncology; HIV; and infectious diseases.

### Compliance with applicable law and IFRS

The consolidated financial statements have been prepared in accordance with UK-adopted international accounting standards in conformity with the requirements of the Companies Act 2006 and the IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

### Composition of the consolidated financial statements

The consolidated financial statements are for the Group consisting of GSK plc and its subsidiaries. The consolidated financial statements are drawn up in Sterling, the functional currency of GSK plc, and in accordance with the presentation requirements of IFRS Accounting Standards. The consolidated financial statements comprise:

- Consolidated income statement
- Consolidated statement of comprehensive income
- Consolidated balance sheet
- Consolidated statement of changes in equity
- Consolidated cash flow statement
- Notes to the financial statements

### Composition of the Group

A list of the subsidiaries and associates which, in the opinion of the Directors, principally affected the amount of profit or net assets of the Group is given in Note 45, 'Principal Group companies'.

### Financial period

These consolidated financial statements cover the financial year from 1 January to 31 December 2025, with comparative figures for the financial years from 1 January to 31 December 2024 and, where appropriate, from 1 January to 31 December 2023.

### Accounting principles and policies

The Directors have, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, the financial statements have been prepared on a going concern basis and using the historical cost convention, modified to include revaluation to fair value of certain financial instruments, contingent consideration liabilities, pension assets and liabilities and employee share plans, as stated in the accounting policies.

The consolidated financial statements have been prepared in accordance with the Group's accounting policies approved by the Board as described in Note 2, 'Accounting principles and policies'.

The preparation of the consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Note 3, 'Critical accounting judgments and key sources of estimation uncertainty' provides details on the critical judgements that management have applied that have the most significant effect on the consolidated financial statements and the key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year.

In preparing the consolidated financial statements, the Group has evaluated the potential effects of both physical and transition climate-related risks, along with planned mitigation efforts, on the valuation of assets and liabilities; with consideration of the risks outlined in our climate-related financial disclosures.

As of 31 December 2025, the Group has determined that climate-related risks do not have a material impact on the significant judgements and estimates and, as a result, the valuation of the assets or liabilities have not been impacted. The Group has reviewed the recoverable values of key assets impacted such as property, plant and equipment, inventories, goodwill, and intangible assets given their potential exposure to climate-related risks, as well as the Group's planned transition efforts.

Among the risks identified is our reliever MDI medication (*Ventolin*). The Group is responding to this risk by transitioning to a lower-carbon propellant. This transition is not anticipated to materially affect the recoverable amounts, or estimated useful lives, of related property, plant and equipment. Additional information can be found in Note 17, 'Property, plant and equipment'.

While the Group does not foresee any significant medium-term impact at present, it remains aware of the evolving nature of climate-related risks. The Group continues to evaluate the implications on judgements and estimates, as well as on any potential effects on the preparation of the consolidated financial statements.

### Parent company financial statements

The financial statements of the parent company, GSK plc ('the Company'), have been prepared in accordance with FRS 101 'Reduced Disclosure Framework' and the Companies Act 2006. The Company balance sheet is presented on page 274 and the accounting policies are given on pages 275 to 278.

## Notes to the financial statements continued

# 2. Accounting principles and policies

### Consolidation

The consolidated financial statements include:

- the assets and liabilities, and the results and cash flows, of the company and its subsidiaries, including ESOP Trusts;
- the Group's share of the results and net assets of associates and joint ventures; and
- the Group's share of assets, liabilities, revenue and expenses of joint operations

The financial statements of entities consolidated are made up to 31 December each year.

Entities over which the Group has control are accounted for as subsidiaries and consolidated in the Group financial statements. Control is achieved when an entity in the Group:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns

This is generally through control over the financial and operating policies of the subsidiary.

Where the Group has the ability to exercise joint control over, and rights to, the net assets of entities, the entities are accounted for as joint ventures. Where the Group has the ability to exercise joint control over an arrangement, but has rights to specified assets and obligations for specified liabilities of the arrangement, the arrangement is accounted for as a joint operation. Where the Group has the ability to exercise significant influence over entities, they are accounted for as associates. The results, assets and liabilities of associates and joint ventures are incorporated into the consolidated financial statements using the equity method of accounting. The assets, liabilities, revenue and expenses of joint operations are included in the consolidated financial statements in accordance with the Group's rights and obligations. Interests acquired in entities are consolidated from the date the Group acquires control and interests sold are deconsolidated from the date control ceases.

Transactions and balances between subsidiaries are eliminated and no profit before tax is taken on sales between subsidiaries until the products are sold to customers outside the Group. The relevant proportion of profits on transactions with joint ventures, joint operations and associates is also deferred until the products are sold to third parties. Transactions with non-controlling interests are recorded directly in equity. Deferred tax relief on unrealised intra-Group profit is accounted for only to the extent that it is considered recoverable.

### Business combinations

Business combinations are accounted for using the acquisition accounting method. Identifiable assets, liabilities and contingent liabilities acquired are measured at fair value at acquisition date. The consideration transferred is measured at fair value and includes the fair value of any contingent consideration.

The fair value of contingent consideration liabilities is reassessed at each balance sheet date with changes recognised in the income statement. Payments of contingent consideration reduce the balance sheet liability and as a result are not recorded in the income statement.

The part of each payment relating to the original estimate of the fair value of the contingent consideration on acquisition is reported within investing activities in the cash flow statement and the part of each payment relating to the increase in the liability since the acquisition date is reported within operating cash flows.

Where fair value of the consideration transferred, together with the non-controlling interest, exceeds the fair value of the assets, liabilities and contingent liabilities acquired, the excess is recorded as goodwill. The costs of effecting an acquisition are charged to the income statement in the period in which they are incurred.

Goodwill is capitalised as a separate item in the case of subsidiaries and as part of the cost of investment in the case of joint ventures and associates. Goodwill is denominated in the currency of the operation acquired.

Where fair value of the consideration transferred is below the Group's interest in the net assets acquired, the difference is recognised directly in the income statement.

Where not all of the equity of a subsidiary is acquired, the non-controlling interest is recognised either at fair value or at the non-controlling interest's share of the net assets of the subsidiary, on a case-by-case basis. Changes in the Group's ownership percentage of subsidiaries where control is not lost are accounted for within equity.

### Foreign currency translation

Foreign currency transactions are booked in the functional currency of the Group company at the exchange rate ruling on the date of transaction. Foreign currency monetary assets and liabilities are retranslated into the functional currency at rates of exchange ruling at the balance sheet date. Exchange differences are included in the income statement.

On consolidation, assets and liabilities, including related goodwill, of overseas subsidiaries, associates and joint ventures, are translated into Sterling at rates of exchange ruling at the balance sheet date. The results and cash flows of overseas subsidiaries, associates and joint ventures are translated into Sterling using average rates of exchange which approximate to the actual exchange rates on the date of the transactions.

Exchange adjustments arising when the opening net assets and the profits for the year retained by overseas subsidiaries, associates and joint ventures are translated into Sterling, less exchange differences arising on related foreign currency borrowings which hedge the Group's net investment in these operations are recognised in other comprehensive income and accumulated in a separate component of equity within retained earnings. Foreign currency borrowings used to hedge net investments in foreign operations are accounted for in accordance with IFRS 9, with hedge documentation and effectiveness testing maintained as required.

When translating into Sterling the assets, liabilities, results and cash flows of overseas subsidiaries, associates and joint ventures which are reported in currencies of hyper-inflationary economies, adjustments are made where material to reflect current price levels. Any gain or loss on net monetary position is charged to the consolidated income statement.

## Notes to the financial statements continued

### 2. Accounting principles and policies continued

#### Revenue

##### Turnover

The Group receives revenue for supply of goods to external customers against orders received. The majority of contracts that GSK enters into relate to sales orders containing single performance obligations for the delivery of pharmaceutical and vaccine products. The average duration of a sales order is less than 12 months so there is no significant element of financing.

Revenue from the product sales is recognised when control of the goods is passed to the customer. The point at which control passes is determined by each customer arrangement, but generally occurs on delivery to the customer.

Revenue from the product sales represents net invoice value including fixed and variable consideration. Variable consideration arises on the sale of goods as a result of discounts and allowances given and accruals for estimated future returns and rebates. Revenue is not recognised in full until it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The methodology and assumptions used to estimate rebates and returns are monitored and adjusted regularly in the light of contractual and legal obligations, historical trends, past experience and projected market conditions. Estimates associated with returns and rebates are revisited at each reporting date or when they are resolved and revenue is adjusted accordingly. Please refer to Note 3, 'Critical accounting judgements and key sources of estimation uncertainty' for the details on rebates, discounts and allowances.

The Group has entered into collaboration agreements, typically with other pharmaceutical or biotechnology companies to develop, produce and market medicines and vaccines that do not qualify as joint arrangements. When GSK has control over the commercialisation activities and considers itself as a principal in the arrangement, the Group recognises turnover and cost of sales on a gross basis. Profit sharing amounts and royalties due to the counterparty are recorded within cost of sales. Cost of sales includes net recoveries of cost of £1 million (2024: cost of £7 million; 2023: net recoveries of cost of £45 million) from profit sharing arrangements and royalties due to the counterparty. When the counterparty controls the commercialisation activities and records the sale, the Group is not the principal in the customer contract and instead records its share of gross profit as co-promotion income, on a net basis, within turnover. The nature of co-promotion activities is such that the Group records no costs of sales. Reimbursements to and from the counterparty under collaboration agreements for 'selling, general and administration' and 'research and development' costs are recorded net in the respective lines in the income statement.

##### Other operating income and royalty income

GSK enters into development and marketing collaborations and out-licenses of the Group's compounds or products to other parties. These contracts give rise to fixed and variable consideration from upfront payments, development milestones, sales-based milestones and royalties.

Income dependent on the achievement of a development milestone is recognised when it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur, which is usually when the related event occurs. Sales-based milestone income is recognised when it is highly probable that the sales threshold will be reached.

Sales-based royalties on a licence of intellectual property are not recognised until the relevant product sale occurs.

For all revenue, if the time between the recognition of revenue and payment from the customer is expected to be more than one year and the impact is material, the amount of consideration is discounted using appropriate discount rates.

Value added tax and other sales taxes are excluded from revenue.

#### Expenditure

Expenditure is recognised in respect of goods and services received when supplied in accordance with contractual terms in the period to which they relate. Provision is made when an obligation exists for a future liability in respect of a past event, the amount of the obligation can be reliably estimated and it is probable that an outflow of economic benefits will be required to settle the obligation.

Manufacturing start-up costs between validation and the achievement of normal production are expensed as incurred.

Advertising and promotion expenditure is charged to the income statement as incurred.

Shipment costs on inter-company transfers are charged to cost of sales; distribution costs on sales to customers are included in selling, general and administration expenditure.

Restructuring costs are recognised and provided for, where appropriate, in respect of the direct expenditure of a business reorganisation where the plans are sufficiently detailed and well advanced, and where appropriate communication to those affected has been undertaken.

Software as a service (SaaS) configuration costs are expensed as they are incurred where the software being configured is controlled by the SaaS provider.

#### Research and development

Research and development expenditure is charged to the income statement in the period in which it is incurred. Development expenditure is capitalised when the criteria for recognising an asset are met, usually when a regulatory filing has been made in a major market and approval is considered highly probable. Intangible assets and property, plant and equipment used for research and development are capitalised and amortised/depreciated in accordance with the Group's policy.

## Notes to the financial statements continued

### 2. Accounting principles and policies continued

#### Legal and other disputes

Provision is made for the anticipated settlement costs of legal or other disputes against the Group where an outflow of resources is considered probable and a reliable estimate can be made of the likely outcome. In respect of product liability claims related to certain products, provision is made when there is sufficient history of claims made and settlements to enable management to make a reliable estimate of the provision required to cover asserted and unasserted claims.

In certain cases, an incurred but not reported (IBNR) actuarial technique is used to determine this estimate. In addition, provision is made for legal or other expenses arising from claims received or other disputes.

The Group may become involved in legal proceedings, in respect of which it is not possible to meaningfully assess whether the outcome will result in a probable outflow, or to quantify or reliably estimate the liability. In these cases, appropriate disclosure about such cases is included but no provision is made.

Costs associated with claims made by the Group against third parties are charged to the income statement as they are incurred.

#### Pensions and other post-employment benefits

The costs of providing pensions under defined benefit schemes are calculated using the projected unit credit method and spread over the period during which benefit is expected to be derived from the employees' services, consistent with the advice of qualified actuaries.

Pension obligations are measured as the present value of estimated future cash flows discounted at rates reflecting the yields of high-quality corporate bonds. Pension scheme assets are measured at fair value at the balance sheet date.

The costs of other post-employment liabilities are calculated in a similar way to defined benefit pension schemes and spread over the period during which benefit is expected to be derived from the employees' services, in accordance with the advice of qualified actuaries.

The service cost of providing retirement benefits to employees during the year, cost of plans, net interest (income)/cost and the cost of any curtailment, is charged to operating profit in the year.

Actuarial gains and losses and the effect of changes in actuarial assumptions are recognised in the statement of comprehensive income in the year in which they arise.

The Group's contributions to defined contribution plans are charged to the income statement as incurred.

#### Employee share plans

Incentives in the form of shares are provided to employees under share option and share award schemes.

The fair values of these options and awards are calculated at their grant dates using a Black-Scholes option pricing model and charged to the income statement over the relevant vesting periods after adjusting for expected forfeitures and any non-market based performance conditions.

The Group provides finance to ESOP Trusts to purchase Company shares to meet the obligation to provide shares when employees exercise their options or awards. Costs of running the ESOP Trusts are charged to the income statement.

Shares held by the ESOP Trusts are deducted from other reserves. A transfer is made between other reserves and retained earnings over the vesting periods of the related share options or awards to reflect the ultimate proceeds receivable from employees on exercise.

#### Property, plant and equipment

Property, plant and equipment (PP&E) is stated at the historical cost of purchase or construction, less accumulated depreciation and accumulated impairment. Financing costs are capitalised within the cost of qualifying assets under construction.

Subsequent costs are added in the asset's carrying amount or recognised as a separate asset, as appropriate, only if the spending results in a real enhancement in the value, capacity, performance or useful economic life of the asset. All other repairs and maintenance are charged to the income statement during the reporting period in which they are incurred.

Depreciation is calculated to write off the cost less residual value of PP&E, excluding freehold land and assets under construction, using the straight-line basis over the expected useful life. Residual values and expected useful lives are reviewed, and where appropriate adjusted annually. The normal expected useful lives of the major categories of PP&E are:

Freehold buildings	20 to 50 years
Leasehold land and buildings	Lease term or 20 to 50 years
Plant and machinery	10 to 20 years
Equipment and vehicles	3 to 10 years

On disposal of PP&E, the cost and related accumulated depreciation and impairments are removed from the financial statements and the net amount, less any proceeds, is taken to the income statement.

## Notes to the financial statements continued

### 2. Accounting principles and policies continued

#### Leases

The Group recognises right of use assets under lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. Rights to use assets owned by third parties under lease agreements are capitalised at the inception of the lease and recognised on the balance sheet. Right of use assets are initially measured at the amount of the corresponding lease liability plus lease payments made at or before the commencement day, initial incremental direct costs, asset retirement obligations and less any lease incentives received. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The corresponding liability to the lessor is recognised as a lease obligation within short- and long-term borrowings. The lease liability is initially measured at the discounted present value of the lease payments that are not paid at the commencement date. The carrying amount of the lease liability is subsequently increased to reflect interest on the liability and reduced by lease payments made.

For calculating the discounted lease liability on leases with annual payments of £2 million or more, or a non-cancellable term of more than 10 years, the implicit rate in the lease is used. If this is not available, the incremental borrowing rate with a lease specific adjustment is used. If neither of these is available, and for leases with annual payments of less than £2 million, or a non-cancellable term of 10 years or less, the incremental borrowing rate is used. The incremental borrowing rate is the rate of interest at which GSK would have been able to borrow for a similar term and with a similar security the funds necessary to obtain a similar asset in a similar market.

Finance costs are charged to the income statement so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

Variable rents which are not linked to an index or a rate are not part of the lease liability and the right of use asset. These payments are charged to the income statement as incurred. Lease rental costs for short-term and low-value leases which are not capitalised are also charged to the income statement as incurred.

Non-lease components are accounted for separately from the lease components in plant and equipment leases. For land and buildings or vehicle leases the lease and non-lease components are accounted for together in the lease when the non-lease components can be reliably determined in advance and are charged directly by the lessor.

If modifications or reassessments of lease obligations occur, the lease liability and right of use asset are remeasured.

Right of use assets where title is expected to pass to GSK at a point in the future are depreciated on a basis consistent with similar owned assets. In other cases, right of use assets are depreciated over the shorter of the useful life of the asset or the lease term.

#### Goodwill

Goodwill is stated at cost less accumulated impairments. Goodwill is deemed to have an indefinite useful life and is tested for impairment at least annually.

Where the fair value of the interest acquired in an entity's assets, liabilities and contingent liabilities exceeds the consideration paid, this excess is recognised immediately as a gain in the income statement.

#### Other intangible assets

Intangible assets have a finite life and are stated at cost less accumulated amortisation and accumulated impairments.

Licences, patents, know-how and marketing rights separately acquired or acquired as part of a business combination are amortised over their estimated useful lives, generally not exceeding 30 years, using the straight-line basis, from the time they are available for use. The estimated useful lives for determining the amortisation charge take into account patent lives (exclusivity period), where applicable, as well as the value obtained from periods of non-exclusivity. For Pharmaceutical intangible assets, depending on the characteristics, competitive environment and estimated long-term profits of the asset, between 80% to 90% of the book value is amortised over the exclusivity period on a straight-line basis and the remaining book value is amortised over a non-exclusivity period of 5-15 years on a straight-line basis. For Vaccines intangible assets, cost is usually amortised over the patent period plus 10 years, or 30 years if no patent is granted, on a straight-line basis. Asset lives are reviewed, and where appropriate adjusted, annually.

Contingent milestone payments are recognised at the point that the contingent event becomes probable. Any development costs incurred by the Group subsequent to the acquisition of licences, patents, know-how or marketing rights are written off to the income statement when incurred, unless the criteria for recognition of an internally generated intangible asset are met, usually when a regulatory filing has been made in a major market and approval is considered highly probable.

Acquired in-process R&D and marketed products are valued independently as part of the fair value of businesses acquired from third parties where they have a value which is substantial and long term and where the assets either are contractual or legal in nature or can be sold separately from the rest of the businesses acquired.

The costs of acquiring and developing computer software for internal use are capitalised as other intangible assets where the software supports a significant business system and the expenditure leads to the creation of a durable asset controlled by the Group. ERP systems software is amortised over 7-10 years and other computer software over 2-5 years using the straight-line basis.

The Group capitalises certain implementation costs related to cloud computing arrangements when it has control over the underlying software.

#### Impairment of non-current assets

The carrying amounts of all non-current assets are reviewed for impairment, either on a stand-alone basis or as part of a larger cash generating unit, when there is an indication that the assets might be impaired. Additionally, goodwill and intangible assets which are not yet available for use are tested for impairment annually. Any provision for impairment is charged to the income statement in the year concerned.

Impairments of goodwill are not reversed. Impairment losses on other non-current assets are only reversed if there has been a change in estimates used to determine recoverable amounts and only to the extent that the revised recoverable amounts do not exceed the carrying amounts that would have existed, net of depreciation or amortisation, had no impairments been recognised.

## Notes to the financial statements continued

### 2. Accounting principles and policies continued

#### Investments in associates, joint ventures and joint operations

Investments in associates and joint ventures are carried in the consolidated balance sheet at the Group's share of their net assets at date of acquisition and of their post-acquisition retained profits or losses and other comprehensive income together with any goodwill arising on the acquisition. Distributions received/receivable from the associates are accounted for as a reduction in the investment in associates carrying amount. The Group recognises the assets, liabilities, revenue and expenses of joint operations in accordance with its rights and obligations.

#### Inventories

Inventories are included in the consolidated financial statements at the lower of cost (including raw materials, direct labour, other direct costs and related production overheads) and net realisable value. Cost is generally determined on a first in, first out basis. Pre-launch inventory is held as an asset when there is a high probability of regulatory approval for the product. Before that point a provision is made against the carrying amount to reduce it to its net realisable value; the provision is then reversed at the point when a high probability of regulatory approval is determined.

#### Financial instruments

##### Financial assets

Financial assets are measured at amortised cost, fair value through other comprehensive income (FVTOCI) or fair value through profit or loss (FVTPL). The measurement basis is determined by reference to both the business model for managing the financial asset and the contractual cash flow characteristics of the financial asset. For financial assets other than trade receivables a 12-month expected credit loss (ECL) allowance is recorded on initial recognition. If there is subsequent evidence of a significant increase in the credit risk of an asset, the allowance is increased to reflect the full lifetime ECL. If there is no realistic prospect of recovery, the asset is written off.

Expected credit losses are recognised in the income statement on financial assets measured at amortised cost and at fair value through other comprehensive income apart from equity investments.

##### Other investments

Other investments comprise equity investments and investments in limited life funds. The Group has elected to designate the majority of its equity investments as measured at FVTOCI. They are initially recorded at fair value plus transaction costs and then remeasured at subsequent reporting dates to fair value. Unrealised gains and losses are recognised in other comprehensive income. On disposal of the equity investment, gains and losses that have been deferred in other comprehensive income are transferred directly to retained earnings.

Investments in limited life funds are measured at FVTPL. They are initially recorded at fair value and then remeasured at subsequent reporting dates to fair value. Unrealised gains and losses are recognised in the income statement.

Dividends on equity investments and distributions from funds are recognised in the income statement when the Group's right to receive payment is established.

Purchases and sales of other investments are generally accounted for on the settlement date, except for regular-way purchases and sales of listed investments traded on a regulated stock exchange, which are accounted for on the trade date.

##### Trade receivables

Trade receivables are measured in accordance with the business model under which each portfolio of trade receivables is held. The Group has portfolios in each of the three business models under IFRS 9: to collect the contractual cash flows where there is no factoring agreement in place (measured at amortised cost); to sell the contractual cash flows where the trade receivables will be sold under a factoring agreement (measured at FVTPL); and both to collect and to sell the contractual cash flows where the trade receivables may be sold under a factoring arrangement (measured at FVTOCI). Trade receivables measured at amortised cost are carried at the original invoice amount less allowances for expected credit losses.

In accordance with IFRS 9, trade receivables under factoring arrangements are derecognised when the Group has transferred substantially all the risks and rewards of the receivables, including credit risk. Consistent with the underlying nature of the activity, the cash inflows from factoring arrangements are recognised within cash flows from operating activities.

Expected credit losses are calculated in accordance with the simplified approach permitted by IFRS 9, using a provision matrix applying lifetime historical credit loss experience to the trade receivables. The expected credit loss rate varies depending on whether, and the extent to which, settlement of the trade receivables is overdue and it is also adjusted as appropriate to reflect current economic conditions and estimates of future conditions. For the purpose of determining credit loss rates, customers are classified into groupings that have similar loss patterns. The key drivers of the loss rate are the nature of the business unit and the location and type of customer.

When a trade receivable is determined to have no reasonable expectation of recovery it is written off, firstly against any expected credit loss allowance available and then to the income statement.

Subsequent recoveries of amounts previously provided for or written off are credited to the income statement. Long-term receivables are discounted where the effect is material.

##### Cash and cash equivalents

Cash comprises cash in hand and on-demand deposits at bank.

Cash equivalents include cash in transit, deposits made with banks or financial institutions with a maturity of three months or less from the date of acquisition and are measured at amortised cost. Investments in money market funds are held at fair value through profit or loss because the funds fail the solely payments of principal and interest on principal outstanding (SPPI) test.

## Notes to the financial statements continued

### 2. Accounting principles and policies continued

#### Borrowings

All borrowings are initially recorded at fair value, being the amount of proceeds received, net of directly attributable transaction costs. Borrowings are subsequently carried at amortised cost, using the effective interest method. Borrowing costs (including the amortisation of transaction costs) are recognised in profit or loss over the term of the borrowing, except to the extent that they are directly attributable to the acquisition, construction, or production of a qualifying asset, in which case they are capitalised as part of the cost of that asset.

#### Derivative financial instruments

Derivative financial instruments are used to manage exposure to market risks. The principal derivative instruments used by GSK are foreign currency swaps, interest rate swaps, foreign exchange forward contracts and options. The Group does not hold or issue derivative financial instruments for trading or speculative purposes.

Derivative financial assets and liabilities, including derivatives embedded in host contracts which have been separated from the host contract, are measured at fair value. Changes in the fair value of any derivative instruments that do not qualify for hedge accounting are recognised immediately in the income statement.

#### Hedge accounting

Derivatives designated as hedging instruments are classified at the inception of the hedge relationship as cash flow hedges, net investment hedges or fair value hedges. At inception, the Group documents the relationship between the hedging instrument and the hedged item, the risk management objective and the strategy for undertaking the hedge. Hedge effectiveness is assessed on an ongoing basis to ensure the hedge continues to meet IFRS 9 criteria.

Changes in the fair value of derivatives designated as cash flow hedges are recognised in other comprehensive income to the extent that the hedges are effective and accumulated in the cash flow hedge reserve. Ineffective portions are recognised in profit or loss immediately. Amounts deferred in the cash flow hedge reserve are reclassified to the income statement when the hedged item affects profit or loss, or if the hedged forecast transaction is to purchase a non-financial asset, the amount deferred in the cash flow hedge reserve is transferred directly from equity and included in the carrying amount of the recognised non-financial asset.

Net investment hedges are accounted for in a similar way to cash flow hedges. Amounts deferred in the net investment hedge reserve are only reclassified to the income statement on disposal (or partial disposal) of the foreign operation.

Changes in the fair value of derivatives designated as fair value hedges are recorded in the income statement, together with the changes in the fair value of the hedged asset or liability.

Hedge accounting is discontinued when the hedging instrument expires, is sold, is terminated, or no longer qualifies for hedge accounting.

#### Taxation

Current tax is provided at the amounts expected to be paid, applying tax rates that have been enacted or substantively enacted by the balance sheet date. The tax charge for the period is recognised in the consolidated income statement, the consolidated statement of comprehensive income or directly in equity, according to the accounting treatment of the related transaction.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax is provided on temporary differences arising on investments in subsidiaries, associates and joint ventures, except where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax is provided using rates of tax that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same tax authority and the company and its subsidiaries intend to settle their current tax assets and liabilities on a net basis.

Deferred tax assets and liabilities are not recognised if the temporary differences arise from the initial recognition of goodwill or from the initial recognition of other assets and liabilities in a transaction (other than a business combination) that affects neither the accounting nor the taxable profit or loss. The exception to this is situations where there are equal taxable and deductible temporary differences arising from the same transaction. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Where an uncertain tax position is identified, management will make a judgement as to what the probable outcome will be, assuming the relevant tax authority has full knowledge of the situation. Where it is assessed that an economic outflow is probable to arise, a provision is made for the best estimate of the liability. In estimating any such liability GSK applies a risk-based approach which takes into account, as appropriate, the probability that the Group would be able to obtain compensatory adjustments under international tax treaties. These estimates take into account the specific circumstances of each dispute and relevant external advice.

#### Restructuring

Costs of restructuring arise from restructuring programmes that are planned and controlled by the Group. A provision for restructuring is recognised when there is a detailed formal plan in place, and management has created a valid expectation by announcing the main features of the plan to those affected by it, or has started implementation.

#### Discounting

Where the time value of money is material, balances are discounted to current values using appropriate discount rates. The unwinding of the discounts is recorded in finance income and finance expense.

## Notes to the financial statements continued

### 2. Accounting principles and policies continued

#### Assets and liabilities held for sale or distribution and discontinued operations

Non-current assets or disposal groups are classified as held for sale or distribution if their carrying amount will be recovered principally through sale or a distribution to shareholders rather than through continuing use, they are available for immediate sale or distribution in their present condition and the sale or distribution is considered highly probable and expected to be completed within one year. Assets classified as held for sale or distribution are measured at the lower of their carrying amount and fair value less costs to sell or distribute. Assets classified as held for sale or distribution are not depreciated or amortised. Assets and liabilities classified as held for sale or distribution are presented in current assets and current liabilities separately from the other assets and liabilities in the balance sheet.

A discontinued operation is a component of the Group that has been disposed of, distributed or is classified as held for sale or distribution and that represents a separate major line of business or geographical area of operations. The results of discontinued operations are presented separately in the consolidated income statement, the consolidated statement of comprehensive income and the consolidated statement of cash flows and comparatives are restated on a consistent basis.

#### Share buyback

Where the Group purchases the Company's equity instruments, for example as a result of a share buyback programme, the consideration paid, including any directly attributable incremental costs (net of income taxes), is deducted from retained earnings as Treasury shares until the shares are cancelled or re-issued. Where such ordinary shares are subsequently re-issued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in shareholders' equity. Where it is determined that the terms and conditions of a contract to purchase the Company's shares results in the Group being unable to cancel the obligation arising under the contract, a financial liability is recognised for the unavoidable obligation.

## Notes to the financial statements continued

### 3. Critical accounting judgements and key sources of estimation uncertainty

In preparing the financial statements, management is required to make judgements about when or how items should be recognised in the financial statements and estimates and assumptions that affect the amounts of assets, liabilities, revenue and expenses reported in the financial statements. Actual amounts and results could differ from those estimates. The following are considered to be the critical accounting judgements and key sources of estimation uncertainty.

#### Turnover

Reported Group turnover for 2025 was £32,667 million (2024: £31,376 million).

#### Estimate

Gross turnover is reduced by rebates, discounts, allowances and product returns given or expected to be given, which vary by product arrangements and buying groups. These arrangements with purchasing organisations are dependent upon the submission of claims some time after the initial recognition of the sale. Accruals are made at the time of sale for the estimated rebates, discounts or allowances payable or returns to be made, based on available market information and historical experience.

Sales of pharmaceutical and vaccine products in the US have complex arrangements for rebates, discounts and allowances. Turnover of Commercial Operations products in the US for 2025 of £16,859 million (2024: £16,384 million) was after recording deductions of £15,427 million (2024: £14,100 million) for rebates, allowances, returns and other discounts. At 31 December 2025, the total accrual amounted to £4,891 million (2024: £5,235 million). Due to the nature of these accruals it is not practicable to give meaningful sensitivity estimates due to the large volume of variables that contribute to the overall rebates, chargebacks, returns and other revenue accruals.

As there can be significant variability in final outcomes, the Group applies a constraint when measuring the variable element within revenue, so that revenue is recognised at a suitably cautious amount. The objective of the constraint is to ensure that it is highly probable that a significant reversal of revenue will not occur when the uncertainties are resolved. The constraint is applied by making suitably cautious estimates of the inputs and assumptions used in estimating the variable consideration. Because the amounts are estimated they may not fully reflect the final outcome, and the amounts are subject to change dependent upon, amongst other things, the types of buying group and product sales mix. The constraints applied in recognising revenue mean that the risk of a material downward adjustment to revenue in the next financial year is low.

The level of accrual for rebates and returns is reviewed and adjusted regularly in the light of contractual and legal obligations, historical trends, past experience and projected market conditions. Market conditions are evaluated using wholesaler and other third-party analyses, market research data and internally generated information. It is reasonably possible that there could be a significant adjustment within the next 12 months to recognise additional revenue, if actual outcomes are better than the cautious constrained estimates.

Revenue is not recognised in full until it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The amount of turnover recognised in the year from performance obligations satisfied in previous periods is set out in Note 6, 'Turnover and segment information', and is an indication of the level of sensitivity in the estimate.

Future events could cause the assumptions on which the accruals are based to change, which could materially affect the future results of the Group.

#### Taxation

The tax charge for the year was £1,112 million (2024: £526 million). At 31 December 2025, current tax payable was £498 million (2024: £703 million), and current tax recoverable was £288 million (2024: £489 million).

#### Judgement and estimate

The Group has open tax issues with a number of revenue authorities. Management makes a judgement of whether there is sufficient information to be able to make a reliable estimate of the outcome of the dispute. If insufficient information is available, no provision is made.

If sufficient information is available, in estimating a potential tax liability GSK applies a risk-based approach which takes into account, as appropriate, the probability that the Group would be able to obtain compensatory adjustments under international tax treaties. These estimates take into account the specific circumstances of each dispute and relevant external advice, are inherently judgemental and could change substantially over time as each dispute progresses and new facts emerge.

At 31 December 2025, the Group had recognised provisions of £649 million in respect of uncertain tax positions (2024: £636 million). Due to the number of uncertain tax positions held and the number of jurisdictions to which these relate, it is not practicable to give meaningful sensitivity estimates. No uncertain tax position is individually material to the Group.

Factors affecting the tax charge in future years are set out in Note 14, 'Taxation'. GSK continues to believe that it has made adequate provision for the liabilities likely to arise from open assessments. Where open issues exist, the ultimate liability for such matters may vary from the amounts provided and is dependent upon the outcome of negotiations with the relevant tax authorities or, if necessary, litigation proceedings.

#### Legal and other disputes

Legal costs for the year were £192 million (2024: £1,964 million). At 31 December 2025 provisions for legal and other disputes amounted to £210 million (2024: £1,446 million).

#### Judgement

Management makes a judgement of whether there is sufficient information to be able to make a reliable estimate of the likely outcome of the dispute and the legal and other expenses arising from claims against the Group. If insufficient information is available, no provision is made and disclosure of the claim is given.

## Notes to the financial statements continued

### 3. Critical accounting judgements and key sources of estimation uncertainty continued

The estimated provisions take into account the specific circumstances of each dispute and relevant external advice, are inherently judgemental and could change substantially over time as each dispute progresses and new facts emerge. Details of the status and various uncertainties involved in the significant unresolved disputes are set out in Note 46, 'Legal proceedings'.

The company's Directors, having taken legal advice, have established provisions after taking into account the relevant facts and circumstances of each matter and in accordance with accounting requirements. In respect of product liability claims related to certain products, there is sufficient history of claims made and settlements to enable management to make a reliable estimate of the provision required to cover unasserted claims.

The Group may become involved in legal proceedings, in respect of which it is not possible to meaningfully assess whether the outcome will result in a probable outflow, or to quantify or reliably estimate the liability. In these cases, appropriate disclosure about such cases would be provided, but no provision would be made and no contingent liability can be quantified.

The ultimate liability for legal claims may vary from the amounts provided and is dependent upon the outcome of litigation proceedings, investigations and possible settlement negotiations. The position could change over time and, therefore, there can be no assurance that any losses that result from the outcome of any legal proceedings will not exceed the amount of the provisions reported in the Group's financial statements by a material amount.

#### Contingent consideration

The 2025 income statement charge for contingent consideration was £556 million (2024: £1,762 million).

At 31 December 2025, the liability for contingent consideration amounted to £6,733 million (2024: £7,280 million). Of this amount, £5,433 million (2024: £6,061 million) related to the acquisition of the former Shionogi-ViiV Healthcare joint venture in 2012.

#### Estimate

Any contingent consideration included in the consideration payable for a business combination is recorded at fair value at the date of acquisition. These fair values are generally based on risk-adjusted future cash flows discounted using appropriate post-tax discount rates. The fair values are reviewed on a regular basis, and any changes are reflected in the income statement. The key sources of estimation uncertainty are sales forecasts and discount rate. Refer to Note 32, 'Contingent consideration liabilities' for further information and sensitivity analysis.

#### Pensions and other post-employment benefits

##### Judgement

Where a surplus on a defined benefit scheme arises, or there is potential for a surplus to arise from committed future contributions, the rights of the Trustees to prevent the Group obtaining a refund of that surplus in the future are considered in determining whether it is necessary to restrict the amount of the surplus that is recognised. Three UK schemes are in surplus (2024: three), with a combined surplus of £848 million at 31 December 2025 (2024: £725 million). There are further recognised pension surpluses totalling £267 million spread across six countries (2024: £173 million across five countries). GSK has made the judgement that these amounts would be recoverable.

##### Estimate

The costs of providing pensions and other post-employment benefits are assessed on the basis of assumptions selected by management. These assumptions include future earnings and pension increases, discount rates, expected long-term rates of return on assets and mortality rates. The key source of estimation uncertainty is the discount rate. Refer to Note 30, 'Pensions and other post-employment benefits' for further information and sensitivity analysis.

#### Impairment of intangible assets

The Group's intangible assets primarily comprise acquired licences, patents, amortised brands, and product development costs. At 31 December 2025, these assets have a carrying amount of £16,141 million (2024: £14,936 million). Intangible assets are tested for impairment when indicators of impairment arise, or annually where the asset is not yet in use.

##### Estimate

The recoverable amount of intangible assets is determined as the higher of their fair value less costs of disposal and their value in use. Given the inherent uncertainty in pharmaceutical development and commercialisation, there is significant estimation involved in determining the recoverable amount of intangible assets. The value in use is estimated using discounted cash flow models, which require estimates such as future sales forecasts, discount rates, probability of technical and regulatory success (PTRS) and the results from research and development activities. The key sources of estimation uncertainty are sales forecasts and PTRS. The key sources of estimation uncertainty are in relation to the portfolio of intangible assets as a whole and based on the number of assets held and the different assumptions for each asset, it is not practicable to give a meaningful sensitivity analysis.

## Notes to the financial statements continued

### 4. New accounting requirements

#### Amendments to IFRS Accounting Standards applicable from 1 January 2025

GSK has adopted the following amendments to IFRS Accounting Standards, with no material impact to the Group in the year ended 31 December 2025:

- Lack of Exchangeability - Amendments to IAS 21.

#### New IFRS Accounting Standards and amendments issued but not yet effective

Certain amendments to IFRS Accounting Standards and interpretations have been published that are not mandatory for the 31 December 2025 reporting period and have not been early adopted by the Group. The amendments and interpretations that are not expected to have a material impact on the results or financial position of the Group in future reporting periods are:

- Annual Improvements to IFRS Accounting Standards - Volume 11 (effective from 1 January 2026, endorsed by the United Kingdom Endorsement Board (UKEB));
- Classification and Measurement of Financial Instruments - Amendments to IFRS 9 and IFRS 7 (effective from 1 January 2026, endorsed by the UKEB);
- Contracts Referencing Nature-dependent Electricity - Amendments to IFRS 9 and IFRS 7 (effective from 1 January 2026, endorsed by the UKEB);
- IFRS 19 Subsidiaries without Public Accountability: Disclosures (effective from 1 January 2027, not yet endorsed by the UKEB).

IFRS 18 'Presentation and Disclosure in Financial Statements' was issued by the IASB in April 2024 and has been endorsed by the UKEB. IFRS 18 replaces IAS 1 'Presentation of Financial Statements' and introduces new presentation and disclosure requirements, particularly for the income statement. IFRS 18 does not affect the recognition or measurement of items in the financial statements.

The requirements are effective for periods beginning on or after 1 January 2027, with retrospective application required, including specified reconciliations for comparative periods.

The Group is currently assessing the impact of IFRS 18 on presentation and disclosures in the consolidated financial statements. Although the adoption of IFRS 18 will have no impact on the Group's profit after taxation, there will be an impact on presentation of the primary financial statements and certain disclosures. To date, the following potential impacts have been identified:

- items of income and expenses presented in the Consolidated income statement will be grouped into the new categories: operating, investing, financing, income taxes, and discontinued operations;
- an additional mandatory subtotal for 'Profit/ (loss) before financing and income taxes' will be presented;
- the enhanced principles on aggregation and disaggregation, and the 'useful structured summary' concept, will require some changes to line items presented in the primary financial statements, however this change is not expected to be significant;
- certain new or enhanced disclosures will be required for:
  - management-defined performance measures (MPMs), most of which are currently disclosed in the Group Financial Review;
  - a breakdown of the nature of expenses for line items presented by function in the operating category of the Consolidated income statement;
  - a reconciliation for each line item in the Consolidated income statement between the restated amounts and amounts previously published upon transition from IAS 1 to IFRS 18;
- there will be a minor impact on the presentation of the Consolidated statement of cash flows as the starting point for the cash flow statement will be the 'Operating profit/ (loss)' subtotal

The Group intends to adopt IFRS 18 for the reporting period commencing 1 January 2027. Preparatory activities are underway to ensure readiness for adoption, including updates to reporting systems and chart of accounts.

### 5. Exchange rates

The Group uses the average of exchange rates prevailing during the period to translate the results and cash flows of overseas subsidiaries, joint ventures and associates into Sterling and period end rates to translate the net assets of those entities. The currencies which most influence these translations and the relevant exchange rates were:

	2025	2024	2023
<b>Average rates:</b>			
US\$/£	1.31	1.28	1.24
Euro/£	1.17	1.18	1.15
Yen/£	198	193	175

	2025	2024	2023
<b>Period end rates:</b>			
US\$/£	1.35	1.25	1.27
Euro/£	1.15	1.20	1.15
Yen/£	211	197	180

## Notes to the financial statements continued

### 6. Turnover and segment information

Operating segments are reported based on the financial information provided to the Chief Executive Officer, who is the Chief Operating Decision Maker, and the responsibilities of the Executive Committee (ExCom). GSK reports under two segments; Commercial Operations and Total R&D. Members of the ExCom are responsible for each segment.

R&D investment is essential for the sustainability of the business. However, for segment reporting the Commercial Operating profits exclude allocations of globally funded R&D.

The Total R&D segment is the responsibility of the Chief Scientific Officer and is reported as a separate segment. The operating costs of this segment include R&D activities across Specialty Medicines, including HIV and Vaccines. It includes R&D and some Selling, General and Administrative (SG&A) costs relating to regulatory and other functions.

The Group's management reporting process allocates intra-Group profit on a product sale to the segment in which that sale is recorded, and the profit analyses below have been presented on that basis.

Turnover by segment	2025 £m	2024 £m	2023 £m
Commercial Operations	32,667	31,376	30,328
	32,667	31,376	30,328

Product sales are reported within three product groups: Specialty Medicines, Vaccines and General Medicines.

Commercial Operations	2025 £m	2024 £m	2023 £m
HIV	7,687	7,089	6,444
Respiratory, Immunology & Inflammation	3,810	3,299	3,025
Oncology	1,977	1,410	731
	13,474	11,798	10,200
Pandemic	–	12	44
Specialty Medicines	13,474	11,810	10,244
Shingles	3,558	3,364	3,446
Meningitis	1,583	1,437	1,260
RSV (Arexvy)	593	590	1,238
Influenza	303	408	504
Established Vaccines	3,120	3,339	3,266
	9,157	9,138	9,714
Pandemic Vaccines	–	–	150
Vaccines	9,157	9,138	9,864
Respiratory	7,068	7,213	6,825
Other General Medicines	2,968	3,215	3,395
General Medicines	10,036	10,428	10,220
Total Commercial Operations	32,667	31,376	30,328

Turnover by region	2025 £m	2024 £m	2023 £m
UK (the Group's country of domicile)	683	708	693
US	16,859	16,384	15,820
Europe	6,850	5,958	5,871
International	8,275	8,326	7,944
Total Commercial Operations	32,667	31,376	30,328

## Notes to the financial statements continued

### 6. Turnover and segment information continued

During 2025, sales were made to three US wholesalers of £5,345 million (2024: £4,538 million; 2023: £4,494 million), £4,802 million (2024: £4,792 million; 2023: £4,498 million) and £3,206 million (2024: £3,366 million; 2023: £3,531 million) respectively, after allocating final-customer discounts to the wholesalers.

Revenue recognised in the year from performance obligations satisfied in previous periods impacting turnover arises from changes to prior year estimates of returns and rebates accruals of £873 million (2024: £740 million).

Segment profit	2025 £m	2024 £m	2023 £m
Commercial Operations	16,260	15,335	14,656
Research and Development	(6,251)	(5,845)	(5,607)
Segment profit	10,009	9,490	9,049
Corporate and other unallocated costs	(226)	(342)	(263)
Other reconciling items between segment profit and operating profit	(1,851)	(5,127)	(2,041)
Total Operating profit	7,932	4,021	6,745
Finance income	169	122	115
Finance costs	(701)	(669)	(792)
Share of after tax profit/(loss) of associates and joint ventures	1	(3)	(5)
Profit/(loss) on disposal of interests in associates and joint ventures	–	6	1
Profit before taxation	7,401	3,477	6,064
Taxation	(1,112)	(526)	(756)
Profit after taxation for the year	6,289	2,951	5,308

Other reconciling items between segment profit and operating profit comprise items not specifically allocated to segment profit. These include intangible asset amortisation (2025: £808 million; 2024: £1,002 million; 2023: £719 million), intangible asset impairment (2025: £880 million; 2024: £314 million; 2023: £398 million), major restructuring (2025: £109 million; 2024: £353 million; 2023: £382 million), transaction-related items (2025: £507 million; 2024: £1,881 million; 2023: £572 million) and significant legal, divestments and other items (2025: £453 million gain; 2024: £1,577 million loss; 2023: £30 million gain).

Depreciation and amortisation by segment	2025 £m	2024 £m	2023 £m
Commercial Operations	874	906	893
Research and Development	553	569	572
Segment depreciation and amortisation	1,427	1,475	1,465
Corporate and other unallocated depreciation and amortisation	79	74	110
Other reconciling items between segment depreciation and amortisation and total depreciation and amortisation	808	1,002	719
Total depreciation and amortisation	2,314	2,551	2,294

PP&E, intangible asset and goodwill impairment by segment	2025 £m	2024 £m	2023 £m
Commercial Operations	149	102	27
Research and Development	49	22	13
Segment impairment	198	124	40
Corporate and other unallocated impairment	36	11	35
Other reconciling items between segment impairment and total impairment	880	302	432
Total impairment	1,114	437	507

PP&E and intangible asset impairment reversals by segment	2025 £m	2024 £m	2023 £m
Commercial Operations	(9)	(28)	(16)
Research and Development	(3)	(2)	(9)
Segment impairment reversals	(12)	(30)	(25)
Corporate and other unallocated impairment reversals	(1)	(3)	(14)
Other reconciling items between segment impairment reversals and total impairment reversals	(3)	–	–
Total impairment reversals	(16)	(33)	(39)

## Notes to the financial statements continued

### 6. Turnover and segment information continued

	2025 £m	2024 £m
<b>Net operating assets by segment</b>		
Commercial Operations	13,286	12,501
Research and Development	9,637	7,459
Segment net operating assets	22,923	19,960
Corporate and other unallocated net operating assets	1,099	43
Net operating assets	24,022	20,003
Net debt	(14,453)	(13,095)
Investments in associates and joint ventures	89	96
Derivative financial instruments	(21)	(82)
Current and deferred taxation	6,019	6,161
Assets held for sale (excluding cash and cash equivalents)	300	3
Net assets	15,956	13,086

The Commercial Operations segment includes the Shionogi-ViiV Healthcare contingent consideration liability of £5,433 million (2024: £6,061 million) and the Pfizer put option of £822 million (2024: £915 million).

### Geographical information

	2025 £m	2024 £m
<b>Non-current assets by location of subsidiary</b>		
UK	8,466	7,803
US	14,522	13,977
Belgium	5,453	5,378
Rest of World	5,532	5,588
Non-current assets	33,973	32,746

Non-current assets by location exclude amounts relating to other investments, deferred tax assets, derivative financial instruments, pension assets, amounts receivable under insurance contracts and certain other non-current receivables. There are no other countries with individually material non-current assets.

## Notes to the financial statements continued

## 7. Other operating income/(expense)

	2025 £m	2024 £m	2023 £m
Fair value remeasurements of equity investments	(24)	51	(122)
Disposal of businesses and assets	106	246	61
Fair value remeasurements on contingent consideration recognised in business combinations <sup>(1)</sup>	(581)	(1,751)	(791)
Remeasurement of ViiV Healthcare put option liabilities and preferential dividends	93	(67)	245
Fair value adjustments on derivative financial instruments	–	–	7
Other income/(expense)	422	(9)	237
	16	(1,530)	(363)

(1) Fair value remeasurements on contingent consideration disclosed above includes the fair value movements on related hedging contracts.

Disposal of businesses and assets in 2025, 2024 and 2023 primarily included milestone and royalty income.

Fair value remeasurements on contingent consideration recognised as business combinations included: a net charge of £649 million (2024: £1,533 million, 2023: £934 million) related to the acquisition of the former Shionogi-ViiV Healthcare joint venture; a net credit of £254 million (2024: £22 million, 2023: net charge £44 million) relating to the acquisition of Affinivax; and a net charge of £171 million (2024: £206 million, 2023: net credit £187 million) payable to Novartis related to the Vaccines acquisition, together with fair value movements on related hedging contracts.

Other income in 2025 included £367 million (\$500 million) of cash settlement from CureVac. Other income in 2023 primarily included net income from dividends related to investments.

## Notes to the financial statements continued

## 8. Operating profit

The following items have been included in operating profit:	2025 £m	2024 £m	2023 £m
Employee costs (Note 9)	8,772	8,759	8,473
Advertising	738	851	835
Distribution costs	202	198	199
Depreciation of property, plant and equipment	850	886	892
Impairment of property, plant and equipment, net of reversals	193	88	17
Depreciation of right of use assets	206	211	190
Impairment of right of use assets, net of reversals	17	(1)	10
Amortisation of intangible assets	1,258	1,454	1,212
Impairment of intangible assets, net of reversals	888	317	418
Impairment of tangible and intangible assets held for sale, net of reversals	–	–	23
Net foreign exchange (gains)/losses	(9)	13	11
Inventories:			
Cost of inventories included in cost of sales	6,362	6,495	6,576
Write-down of inventories	1,064	1,046	979
Reversal of prior year write-down of inventories	(575)	(630)	(598)

The reversals of prior year write-downs of inventories principally arise from the reassessment of usage or demand expectations prior to inventory expiration.

Net foreign exchange (gains)/losses include a net gain of £12 million (2024: £87 million; 2023: £34 million) arising from the recycling of exchange on liquidation or disposal of overseas subsidiaries. The recycling of exchange on disposal of overseas associates is £nil (2024: £nil).

Included within operating profit are Major restructuring charges of £109 million (2024: £353 million; 2023: £382 million), see Note 10, 'Major restructuring costs'.

Fees payable to the company's auditor and its associates:	2025 £m	2024 £m	2023 £m
Audit of parent company and consolidated financial statements including attestation under s.404 of Sarbanes-Oxley Act 2002	10.9	10.8	10.2
Audit of the company's subsidiaries	10.0	10.3	10.2
Total audit services	20.9	21.1	20.4
Audit-related and other assurance services	1.9	2.2	1.6
Total audit services, audit-related and other assurance services	22.8	23.3	22.0

The other assurance services provided by the auditor related to agreed-upon procedures and other assurance services outside of statutory audit requirements.

In addition to the above, fees paid to the auditor in respect of the GSK pension schemes were:

	2025 £m	2024 £m	2023 £m
Audit	0.2	0.2	0.2

## Notes to the financial statements continued

### 9. Employee costs

	2025 £m	2024 £m	2023 £m
Wages and salaries	6,843	6,750	6,706
Social security costs	865	862	818
Pension and other post-employment costs, including augmentations (Note 30)	300	368	356
Cost of share-based incentive plans	390	347	321
Severance and other costs from integration and restructuring activities	374	432	272
	<b>8,772</b>	<b>8,759</b>	<b>8,473</b>

The Group provides benefits to employees, commensurate with local practice in individual countries, including in some markets, healthcare insurance, subsidised car schemes and personal life assurance.

The cost of share-based incentive plans is analysed as follows:

	2025 £m	2024 £m	2023 £m
Share Value Plan	288	260	244
Performance Share Plan	75	67	58
Share option plans	6	6	5
Cash settled and other plans	21	14	14
	<b>390</b>	<b>347</b>	<b>321</b>

The average number of persons employed by the Group (including Directors) during the year:

	2025 Number	2024 Number	2023 Number
Manufacturing	22,686	23,206	23,209
Selling, general and administration	32,743	33,503	34,446
Research and development	12,878	12,596	12,589
Total	<b>68,307</b>	<b>69,305</b>	<b>70,244</b>

The average monthly number of Group employees excludes temporary and contract staff. The numbers of Group employees at the end of each financial year are given in the financial record on page 282.

The compensation of the Directors and senior management (members of the Executive Committee, formerly known as the GSK Leadership Team) in aggregate, was as follows:

	2025 £m	2024 £m	2023 £m
Wages and salaries	34	32	37
Social security costs	6	6	4
Pension and other post-employment costs	2	1	1
Cost of share-based incentive plans	39	38	32
	<b>81</b>	<b>77</b>	<b>74</b>

Further information on the remuneration of the Directors is given in the sections of the Annual Report on remuneration labelled as audited within pages 147 to 149.

## Notes to the financial statements continued

### 10. Major restructuring costs

Within the pharmaceuticals sector, the highly regulated manufacturing operations and supply chains and long lifecycle of the business mean that restructuring programmes, particularly those that involve the rationalisation or closure of manufacturing or R&D sites, are likely to take several years to complete.

Major restructuring costs are those related to specific Board-approved Major restructuring programmes, including integration costs following material acquisitions, which are structural and are of a significant scale where the costs of individual or related projects exceed £25 million.

In 2022, the Board approved a Major restructuring programme for the integration of significant acquisitions designed to integrate and achieve synergies. Costs of significant acquisitions relate to integration costs of Affinivax Inc. acquired in Q3 2022, BELLUS Health Inc. acquired in Q2 2023, Aiolos Bio Inc. acquired in Q1 2024, IDRx, Inc acquired in Q1 2025 and BP Asset IX, Inc. acquired to access efimosfermin in Q3 2025.

The total restructuring costs of £109 million in 2025 (2024: £353 million; 2023: £382 million) were incurred in the following areas:

- Restructuring costs for separation of GSK into two companies aiming to provide a robust and sustainable state for the pharmaceutical organisation which is now largely complete
- The integration of acquisitions
- Continued transformation of central functions, including GSK technology platforms and interfaces, to deliver greater digital synergies, simplification of applications and staff reductions

The analysis of the costs charged to operating profit under these programmes was as follows:

	2025 £m	2024 £m	2023 £m
Increase in provision for Major restructuring programmes (see Note 31)	67	195	172
Amount of provision reversed unused (see Note 31)	(51)	(51)	(55)
Impairment (reversals)/losses recognised	4	(12)	33
Other non-cash charges	18	58	86
Other cash costs	71	163	146
	<b>109</b>	<b>353</b>	<b>382</b>

Provision reversals of £51 million mainly relate to the Separation restructuring programme. Asset impairment of £4 million and other non-cash charges of £18 million principally comprised fixed asset write-downs of manufacturing and accelerated depreciation where asset lives have been shortened in the supply chain manufacturing network as a result of the Major restructuring programmes. All other charges have been or will be settled in cash and include site closure costs, consultancy and project management costs.

The analysis of Major restructuring charges by programme was as follows:

	2025		
	Cash £m	Non-cash £m	Total £m
Separation restructuring programme	48	14	62
Significant acquisitions	26	–	26
Legacy programmes	13	8	21
	<b>87</b>	<b>22</b>	<b>109</b>
			2024
	Cash £m	Non-cash £m	Total £m
Separation restructuring programme	200	36	236
Significant acquisitions	59	1	60
Legacy programmes	48	9	57
	<b>307</b>	<b>46</b>	<b>353</b>

The analysis of Major restructuring charges by income statement line was as follows:

	2025 £m	2024 £m	2023 £m
Cost of sales	48	163	164
Selling, general and administration	44	160	216
Research and development	17	9	2
Other operating expense	–	21	–
	<b>109</b>	<b>353</b>	<b>382</b>

## Notes to the financial statements continued

### 11. Finance income

	2025 £m	2024 £m	2023 £m
Finance income arising from:			
Financial assets measured at amortised cost	56	60	48
Financial assets mandatorily measured at fair value through profit or loss	91	72	60
Net gains/(losses) arising from net investment hedge relationships <sup>(1)</sup>	15	(16)	–
Other finance income	7	6	7
	<b>169</b>	<b>122</b>	<b>115</b>

(1) Net gains/(losses) arising from net investment hedge relationships relates to forward points which are excluded from the hedge relationship and taken directly to the income statement (2024 : £1 million; 2023: £nil) and contains £nil gains or losses relating to ineffectiveness on net investment hedges (2024: £15 million loss; 2023: £nil).

### 12. Finance expense

	2025 £m	2024 £m	2023 £m
Finance expense arising on:			
Financial liabilities at amortised cost	(612)	(569)	(672)
Net losses arising from:			
Financial instruments mandatorily measured at fair value through profit or loss	337	(262)	(23)
Retranslation of loans	(338)	266	25
Reclassification of hedges from other comprehensive income	(4)	(4)	(4)
Unwinding of discounts on provisions	(29)	(25)	(15)
Finance expense arising on lease liabilities	(46)	(46)	(38)
Other finance expense	(9)	(29)	(65)
	<b>(701)</b>	<b>(669)</b>	<b>(792)</b>

### 13. Associates and joint ventures

The Group's share of after-tax profits and losses of associates and joint ventures is set out below:

	2025 £m	2024 £m	2023 £m
Share of after tax profit/(loss) of associates	1	(3)	(2)
Share of after tax profit/(loss) of joint ventures	–	–	(3)
	<b>1</b>	<b>(3)</b>	<b>(5)</b>

Aggregated financial information in respect of GSK's share of other associated undertakings and joint ventures is set out below:

	2025 £m	2024 £m	2023 £m
Share of after tax profit/(loss)	1	(3)	(5)
Share of other comprehensive income/(expense)	56	21	7
Share of total comprehensive income/(expense)	<b>57</b>	<b>18</b>	<b>2</b>

The Group's sales to associates and joint ventures were £nil in 2025 (2024: £nil; 2023: £nil).

Please refer to the balance sheet information in Note 21, 'Investments in associates and joint ventures'.

## Notes to the financial statements continued

### 14. Taxation

The Group's tax charge is the sum of the total current and deferred tax expense.

Taxation charge based on profits for the year	2025 £m	2024 £m	2023 £m
UK current year charge	181	186	207
Rest of World current year charge	1,263	1,458	1,371
Charge/(credit) in respect of prior periods	(49)	(92)	43
Current taxation	1,395	1,552	1,621
Deferred taxation	(283)	(1,026)	(865)
	1,112	526	756

In 2025, GSK made corporate income tax payments globally of £1.2 billion (2024: £1.3 billion), of which £164 million (2024: £106 million) was UK corporation tax paid to HMRC. These amounts relate to corporate income tax only and do not include the various other business taxes borne by GSK each year.

The deferred tax credits in each period reflect current year losses where offset against taxable profits in future periods is probable, and the release of deferred tax liabilities, primarily in respect of temporary differences arising as a result of historic business combinations.

The following table reconciles the tax charge calculated at the UK statutory rate on Group profit before tax with the actual tax charge for the year.

Reconciliation of taxation on Group profits	2025 £m	2025 %	2024 £m	2024 %	2023 £m	2023 %
Profit before tax	7,401		3,477		6,064	
UK statutory rate of taxation	1,850	25.0	869	25.0	1,425	23.5
Differences in overseas taxation rates	(20)	(0.3)	179	5.1	159	2.6
Benefit of intellectual property incentives	(756)	(10.2)	(602)	(17.3)	(696)	(11.5)
R&D credits	(80)	(1.1)	(89)	(2.6)	(121)	(2.0)
Pillar Two tax	169	2.3	6	0.2	—	—
Other permanent differences	33	0.5	304	8.8	112	1.9
Re-assessments of prior year current tax estimates	(49)	(0.7)	(92)	(2.6)	43	0.7
Re-assessments of prior year deferred tax estimates	(97)	(1.3)	(40)	(1.2)	(147)	(2.4)
Changes in tax rates	62	0.8	(9)	(0.3)	(19)	(0.3)
Tax charge/tax rate	1,112	15.0	526	15.1	756	12.5

As a global biopharmaceutical company, we have a substantial business and employment presence in many countries. The impact of differences in overseas taxation rates arose from profits being earned in countries with tax rates differing from the UK statutory rate, the most significant of which in 2025 was the US. This favourable impact was complemented by the benefit of intellectual property incentives such as the UK Patent Box and Belgian Innovation Income Deduction (IID) regimes, which provide a reduced rate of corporation tax on profits earned from qualifying patents. We claim these incentives in the manner intended by the relevant statutory or regulatory framework. Global minimum corporate income tax rules in the UK and Belgium (in line with the OECD's Pillar Two framework) reduced the benefit of these incentives by £169 million.

Other permanent differences includes the impact of non-taxable revaluations of contingent consideration liabilities associated with recent acquisitions.

The Group's tax rate is also influenced by updates to estimates of prior period tax liabilities following closure of open issues with tax authorities in various jurisdictions, and by changes in tax rates.

Future tax charges, and therefore our effective tax rate, may be affected by factors such as acquisitions, disposals, restructuring, the location of research and development activity, tax regime reforms and resolution of open matters as we continue to bring our tax affairs up to date around the world.

## Notes to the financial statements continued

### 14. Taxation continued

	2025 £m	2024 £m	2023 £m
<b>Tax on items charged to equity and statement of comprehensive income</b>			
Current taxation			
Share-based payments	(4)	(4)	(1)
Defined benefit plans	–	–	(143)
Fair value movements on cash flow hedges	–	–	–
Fair value movements on equity investments	11	4	(6)
	7	–	(150)
Deferred taxation			
Share-based payments	(27)	–	(6)
Defined benefit plans	33	122	184
Fair value movements on cash flow hedges	2	(1)	(1)
Fair value movements on equity investments	9	(21)	(8)
	17	100	169
<b>Total charge/(credit) to equity and statement of comprehensive income</b>	<b>24</b>	<b>100</b>	<b>19</b>

All of the above items have been charged to the statement of comprehensive income except for tax on share-based payments.

### Issues relating to taxation

We are subject to taxation throughout our supply chain. The worldwide nature of our operations means that our cross-border supply routes, necessary to ensure supplies of medicines into numerous countries, can result in conflicting claims from tax authorities as to the profits to be taxed in individual countries. This can lead to double taxation (with the same profits taxed in more than one country). To mitigate the risk of double taxation, profits are recognised in territories by reference to the activities performed there and the value they generate. To ensure the profits recognised in jurisdictions are aligned to the activity undertaken there, and in line with current OECD guidelines, we base our transfer pricing policy on the arm's length principle and support our transfer prices with economic analysis and reports. The Group also has open items in several jurisdictions concerning such matters as the deductibility of particular expenses and the tax treatment of certain business transactions. GSK applies a risk-based approach to determine the transactions most likely to be subject to challenge and the probability that the Group would be able to obtain compensatory adjustments under international tax treaties.

The calculation of the Group's total tax charge therefore necessarily involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. At 31 December 2025, the Group had recognised provisions of £649 million in respect of such uncertain tax positions (2024: £636 million). The increase in recognised provisions during 2025 was driven by the reassessment of estimates, net of the impact of agreement of a number of open issues with tax authorities in various jurisdictions. Whilst the ultimate liability for such matters may vary from the amounts provided and is dependent upon the outcome of agreements with the relevant tax authorities, or litigation where appropriate, the Group continues to consider that it has made appropriate provision for periods which are open and not yet agreed by the tax authorities.

A provision for deferred tax liabilities of £178 million as at 31 December 2025 (2024: £159 million) has been made in respect of taxation that would be payable on the remittance of profits by certain overseas subsidiaries. Whilst the aggregate amount of unremitted profits at the balance sheet date was approximately £18 billion (2024: £18 billion), the majority of these unremitted profits would not be subject to tax (including withholding tax) on repatriation, as UK legislation relating to company distributions provides for exemption from tax for most overseas profits, subject to certain exceptions. Deferred tax is not provided on temporary differences of £739 million (2024: £696 million) arising on unremitted profits as management has the ability to control any future reversal and does not consider such a reversal to be probable.

## Notes to the financial statements continued

## 14. Taxation continued

## Movement in deferred tax assets and liabilities

	Accelerated capital allowances £m	Intangible assets £m	Contingent consideration £m	Intra-Group profit £m	Pensions & other post employment benefits £m	Tax losses £m	Share option and award schemes £m	Other net temporary differences £m	Total
At 1 January 2024	26	(676)	921	1,252	571	1,994	74	1,576	5,738
Exchange adjustments	9	(37)	2	(10)	(5)	–	–	11	(30)
Credit/(charge) to income statement	97	197	50	32	(103)	455	(8)	306	1,026
Credit/(charge) to statement of comprehensive income	–	–	–	–	(122)	–	–	22	(100)
Acquisitions/disposals	–	(190)	–	–	–	–	–	–	(190)
R&D credits utilisation	–	–	–	–	–	–	–	(69)	(69)
At 31 December 2024	132	(706)	973	1,274	341	2,449	66	1,846	6,375
Exchange adjustments	(5)	111	(1)	(56)	(8)	(1)	(3)	(116)	(79)
Credit/(charge) to income statement	77	50	(90)	(292)	(50)	493	3	92	283
Credit/(charge) to statement of comprehensive income	–	–	–	–	(28)	–	17	(6)	(17)
Acquisitions/disposals	5	(417)	–	–	14	67	–	10	(321)
Transfer of assets held for sale/distribution	18	7	–	–	–	–	–	(37)	(12)
At 31 December 2025	227	(955)	882	926	269	3,008	83	1,789	6,229

Deferred tax liabilities in relation to intangible assets predominantly relate to temporary differences arising as a result of historic business combinations. Acquisitions within the year predominantly relate to IDRx, Inc. and BP Asset IX, Inc. (see Note 40, 'Acquisitions and disposals').

The Group continues to recognise deferred tax assets on future obligations in respect of contingent consideration amounts payable to minority shareholders. These payments are tax deductible at the point in time at which payment is made.

A deferred tax asset is recognised on intra-Group profits arising on inter-company inventory which are eliminated within the consolidated accounts. As intra-Group profits are not eliminated from the individual entities' tax returns a temporary difference arises that will reverse at the point in time inventory is sold externally.

The deferred tax asset of £3,008 million (2024: £2,449 million) recognised on tax losses relates to trading losses. Such deferred tax assets are only recognised to the extent Group long-range forecasts indicate sufficient future taxable profits will be available to utilise such assets (forecast by around 2030). Other net temporary differences included accrued expenses for which a tax deduction is only available on a paid basis. The Group has adopted the mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules, as required under IAS 12.

Deferred tax asset and liabilities are recognised on the balance sheet as follows:

	2025 £m	2024 £m
Deferred tax assets	6,520	6,757
Deferred tax liabilities	(291)	(382)
	6,229	6,375

	2025		2024	
	Tax losses £m	Unrecognised deferred tax asset £m	Tax losses £m	Unrecognised deferred tax asset £m
<b>Unrecognised tax losses and attributes</b>				
Trading losses and attributes expiring:				
Within 10 years	1,625	154	1,034	145
More than 10 years	1,150	66	1,598	84
Available indefinitely	241	50	693	161
At 31 December	3,016	270	3,325	390
Capital losses expiring:				
Available indefinitely	2,250	564	2,253	565
At 31 December	2,250	564	2,253	565

Deferred tax assets are only recognised where it is probable that future taxable profit will be available to utilise losses.

## Notes to the financial statements continued

## 15. Earnings per share

	2025 pence	2024 pence	2023 pence
Basic earnings per share	141.1	63.2	121.6
Diluted earnings per share	138.8	62.2	119.9

Basic earnings per share has been calculated by dividing the profit attributable to shareholders by the weighted average number of shares in issue during the period after deducting shares held by the ESOP Trusts for the future exercise of share options and share awards and Treasury shares, including shares acquired in the share buyback programme. The trustees have waived their rights to cash dividends on the GSK shares held by the ESOP Trusts.

Diluted earnings per share has been calculated after adjusting the weighted average number of shares used in the basic calculation to assume the conversion of all potentially dilutive shares. A potentially dilutive share forms part of the employee share schemes where its exercise price is below the average market price of GSK shares during the period and any performance conditions attaching to the scheme have been met at the balance sheet date.

The numbers of shares used in calculating basic and diluted earnings per share are reconciled below:

Weighted average number of shares in issue	2025 millions	2024 millions	2023 millions
Basic	4,051	4,077	4,052
Dilution for share options and awards	66	65	59
Diluted	4,117	4,142	4,111

## 16. Dividends

	2025			2024			2023		
	Paid/payable	Dividend per share (pence)	Total dividend £m	Paid	Dividend per share (pence)	Total dividend £m	Paid	Dividend per share (pence)	Total dividend £m
First interim	10 July 2025	16.00	650	11 July 2024	15.00	612	13 July 2023	14.00	567
Second interim	9 October 2025	16.00	646	10 October 2024	15.00	612	12 October 2023	14.00	568
Third interim	8 January 2026	16.00	643	9 January 2025	15.00	612	11 January 2024	14.00	568
Fourth interim	9 April 2026	18.00	722	10 April 2025	16.00	656*	11 April 2024	16.00	652**
Total		66.00	2,661		61.00	2,492		58.00	2,355

\* The estimate for the fourth interim dividend for 2024 disclosed in the 2024 Annual Report was £653 million, £3 million less than the dividend that was ultimately paid.

\*\* The estimate for the fourth interim dividend for 2023 disclosed in the 2023 Annual Report was £649 million, £3 million less than the dividend that was ultimately paid.

Under IFRS Accounting Standards, interim dividends are only recognised in the financial statements when paid and not when declared. GSK normally pays a dividend two quarters after the quarter to which it relates and one quarter after it is declared. The 2025 financial statements recognise those dividends paid in 2025, namely the third and fourth interim dividends for 2024, and the first and second interim dividends for 2025.

The amounts recognised in each year were as follows:

	2025 £m	2024 £m	2023 £m
Cash dividends to shareholders	2,564	2,444	2,247

## Notes to the financial statements continued

## 17. Property, plant and equipment

	Land and buildings £m	Plant, equipment and vehicles £m	Assets in construction £m	Total £m
Cost at 1 January 2024	6,455	10,704	2,120	19,279
Exchange adjustments	(141)	(233)	(51)	(425)
Additions	42	166	1,185	1,393
Capitalised borrowing costs	–	–	20	20
Disposals and write-offs	(144)	(381)	(5)	(530)
Reclassifications	179	762	(949)	(8)
Transfer to assets held for sale	(16)	(3)	–	(19)
Cost at 31 December 2024	6,375	11,015	2,320	19,710
Exchange adjustments	26	99	25	150
Additions	7	132	1,234	1,373
Capitalised borrowing costs	–	–	15	15
Disposals and write-offs	(36)	(485)	(26)	(547)
Reclassifications	(26)	1,027	(1,027)	(26)
Transfer to assets held for sale	(189)	(242)	(30)	(461)
Cost at 31 December 2025	6,157	11,546	2,511	20,214
Depreciation at 1 January 2024	(3,323)	(6,311)	–	(9,634)
Exchange adjustments	76	139	–	215
Charge for the year	(211)	(675)	–	(886)
Disposals and write-offs	121	325	–	446
Transfer to assets held for sale	14	2	–	16
Reclassifications	(27)	26	–	(1)
Depreciation at 31 December 2024	(3,350)	(6,494)	–	(9,844)
Exchange adjustments	(16)	(56)	–	(72)
Charge for the year	(195)	(655)	–	(850)
Disposals and write-offs	19	406	–	425
Transfer to assets held for sale	100	112	–	212
Reclassifications	157	(175)	–	(18)
Depreciation at 31 December 2025	(3,285)	(6,862)	–	(10,147)
Impairment at 1 January 2024	(237)	(360)	(28)	(625)
Exchange adjustments	3	5	1	9
Disposals and write-offs	22	55	3	80
Impairment losses	(27)	(84)	(5)	(116)
Reversal of impairments	4	23	1	28
Reclassifications	(24)	(13)	22	(15)
Impairment at 31 December 2024	(259)	(374)	(6)	(639)
Exchange adjustments	(4)	(6)	–	(10)
Disposals and write-offs	21	74	26	121
Impairment losses	(81)	(102)	(25)	(208)
Reversal of impairments	(1)	16	–	15
Transfer to assets held for sale	5	2	–	7
Reclassifications	(10)	(23)	2	(31)
Impairment at 31 December 2025	(329)	(413)	(3)	(745)
Total accumulated depreciation and impairment at 31 December 2024	(3,609)	(6,868)	(6)	(10,483)
Total accumulated depreciation and impairment at 31 December 2025	(3,614)	(7,275)	(3)	(10,892)
Net book value at 1 January 2024	2,895	4,033	2,092	9,020
Net book value at 31 December 2024	2,766	4,147	2,314	9,227
Net book value at 31 December 2025	2,543	4,271	2,508	9,322

## Notes to the financial statements continued

### 17. Property, plant and equipment continued

The weighted average interest rate for capitalised borrowing costs in the year was 4% (2024: 4%). Disposals and write-offs in the year included a number of assets with nil net book value that are no longer in use in the business.

The impairment losses principally arose from decisions to rationalise facilities and were calculated based on fair value less costs of disposal. The fair value less costs of disposal valuation methodology uses significant inputs which are not based on observable market data, and therefore this valuation technique is classified as Level 3 of the fair value hierarchy. These calculations determine the net present value of the projected risk-adjusted, post-tax cash flows of the relevant asset or cash generating unit, applying a discount rate of the Group post-tax weighted average cost of capital (WACC) of 7.5% (2024: 7.5%), adjusted where appropriate for specific segment, country and currency risk.

Assets that continue to be used by the Group are generally assessed as part of their associated cash generating unit on a value in use basis. For value in use calculations, the post-tax cash flows do not include the impact of future uncommitted restructuring plans or improvements. Where an impairment is indicated and a pre-tax cash flow calculation is expected to give a materially different result, the test would be reperformed using pre-tax cash flows and a pre-tax discount rate. The Group WACC is equivalent to a pre-tax discount rate of approximately 9% (2024: 9%).

Net impairment losses have been charged to cost of sales: £125 million (2024: £62 million), R&D: £22 million (2024: £15 million) and SG&A: £46 million (2024: £11 million). This included reversal of impairments of £3 million (2024: £10 million) arising from the Major restructuring programmes.

Reversal of impairments arose from subsequent reviews of the impaired assets where the conditions which gave rise to the original impairments were deemed no longer to apply. £13 million (2024: £15 million) of the impairment reversal has been credited to cost of sales and £2 million (2024: £13 million) of the impairment reversal has been credited to SG&A.

During 2025, £78 million (2024: £65 million) of computer software was reclassified from assets in construction to intangible assets on becoming ready for use.

The Group has evaluated both the qualitative and quantitative effects of climate-related risks on the recoverable amounts of assets and has determined that there are no material impairments. As of 31 December 2025, £152 million (2024: £97 million) has been capitalised in property, plant and equipment regarding the transition to a lower-carbon propellant.

## 18. Right of use assets

The table below provides information about the Group's right of use assets:

	Land and buildings £m	Plant and equipment £m	Vehicles £m	Total £m
Net book value at 1 January 2024	751	4	182	937
Exchange adjustments	(5)	–	(4)	(9)
Additions	107	6	117	230
Depreciation	(126)	(2)	(83)	(211)
Disposals	(92)	–	(10)	(102)
Net impairment reversals	1	–	–	1
Net book value at 31 December 2024	636	8	202	846
Exchange adjustments	(17)	–	–	(17)
Additions	81	1	99	181
Depreciation	(113)	(3)	(90)	(206)
Disposals	(23)	–	(22)	(45)
Net impairment loss	(17)	–	–	(17)
Transfer to assets held for sale	(16)	–	–	(16)
Net book value at 31 December 2025	531	6	189	726

Commitments for future payments related to leases not yet commenced but which we have committed to, leases of low-value assets and leases which are less than 12 months are not material.

An analysis of lease liabilities is set out in Note 29, 'Net debt'.

## Notes to the financial statements continued

### 19. Goodwill

	2025 £m	2024 £m
Cost at 1 January	6,982	6,811
Exchange adjustments	(276)	(39)
Additions through business combinations (Note 40)	342	210
Transfer to assets held for sale	(30)	–
Cost at 31 December	7,018	6,982
Net book value at 1 January	6,982	6,811
Net book value at 31 December	7,018	6,982

All goodwill is allocated to the Group's segments as follows:

	2025 £m	2024 £m
Commercial Operations	6,091	6,076
Research and Development	927	906
Net book value at 31 December	7,018	6,982

The recoverable amounts of the cash generating units are assessed using a fair value less costs of disposal model. Fair value less costs of disposal is calculated using a discounted cash flow approach, with a post-tax discount rate applied to the projected risk-adjusted post-tax cash flows and terminal value.

The discount rate used is based on the Group WACC of 7.5% (2024: 7.5%), as most cash generating units have integrated operations across large parts of the Group. The discount rate is adjusted where appropriate for specific segment, country and currency risks. The valuation methodology uses significant inputs which are not based on observable market data, therefore this valuation technique is classified as Level 3 in the fair value hierarchy.

The Total R&D segment is evaluated on an arm's length pricing model, see assumptions below.

Details relating to the discounted cash flow models used in the impairment tests are as follows:

Valuation basis	Fair value less costs of disposal		
Key assumptions	Sales growth rates Profit margins Terminal growth rate Discount rate Taxation rate		
Determination of assumptions	Growth rates are internal forecasts based on both internal and external market information. Margins reflect past experience, adjusted for expected changes. Terminal growth rates based on management's estimate of future long-term average growth rates. Discount rates based on Group WACC, adjusted where appropriate. Taxation rates based on appropriate rates for each jurisdiction.		
Period of specific projected cash flows	Five years		
Terminal growth rate and discount rate		Terminal growth rate	Discount rate
	2025		
	Commercial Operations	1% p.a.	7.5% p.a.
	Research and Development	1% p.a.	7.5% p.a.
	2024		
	Commercial Operations	1% p.a.	7.5% p.a.
	Research and Development	1% p.a.	7.5% p.a.

The terminal growth rate does not exceed the long-term projected growth rates for relevant markets, reflects the impact of future generic competition and takes account of new product launches. Goodwill is monitored for impairment at the segmental level and the valuations indicated sufficient headroom such that a reasonably possible change to key assumptions is unlikely to result in an impairment of the related goodwill.

The Group has assessed the qualitative and quantitative impact of climate-related risks on asset recoverable amounts and concluded that there are no material impairments.

## Notes to the financial statements continued

## 20. Other intangible assets

	Computer software £m	Licences, patents, amortised brands £m	Total £m
Cost at 1 January 2024	1,984	27,363	29,347
Exchange adjustments	(8)	(176)	(184)
Capitalised development costs	–	246	246
Additions through business combinations	–	913	913
Other additions	166	1,270	1,436
Disposals and asset write-offs	(39)	(140)	(179)
Reclassifications	65	(5)	60
Cost at 31 December 2024	2,168	29,471	31,639
Exchange adjustments	(20)	(475)	(495)
Capitalised development costs	–	323	323
Additions through business combinations	–	1,985	1,985
Other additions	195	1,086	1,281
Disposals and asset write-offs	(117)	(953)	(1,070)
Other movements <sup>(1)</sup>	–	(4,534)	(4,534)
Transfer to Assets Held for Sale	(12)	–	(12)
Reclassifications	78	7	85
Cost at 31 December 2025	2,292	26,910	29,202
Amortisation at 1 January 2024	(1,307)	(10,007)	(11,314)
Exchange adjustments	7	83	90
Charge for the year	(211)	(1,243)	(1,454)
Disposals and asset write-offs	33	47	80
Reclassifications	(1)	(13)	(14)
Amortisation at 31 December 2024	(1,479)	(11,133)	(12,612)
Exchange adjustments	11	106	117
Charge for the year	(220)	(1,038)	(1,258)
Disposals and asset write-offs	106	209	315
Other movements <sup>(1)</sup>	–	2,008	2,008
Transfer to Assets Held for Sale	6	–	6
Reclassifications	(2)	14	12
Amortisation at 31 December 2025	(1,578)	(9,834)	(11,412)
Impairment at 1 January 2024	(75)	(3,190)	(3,265)
Exchange adjustments	(1)	4	3
Impairment losses	(6)	(314)	(320)
Reversal of impairments	3	–	3
Disposals and asset write-offs	5	84	89
Reclassifications	(36)	14	(22)
Impairment at 31 December 2024	(110)	(3,402)	(3,512)
Exchange adjustments	1	99	100
Impairment losses	(8)	(880)	(888)
Reversal of impairments	–	–	–
Disposals and asset write-offs	10	744	754
Other movements <sup>(1)</sup>	–	2,526	2,526
Reclassifications	–	(22)	(22)
Impairment at 31 December 2025	(107)	(935)	(1,042)
Total accumulated amortisation and impairment at 31 December 2024	(1,589)	(14,535)	(16,124)
Total accumulated amortisation and impairment at 31 December 2025	(1,685)	(10,769)	(12,454)
Net book value at 1 January 2024	602	14,166	14,768
Net book value at 31 December 2024	579	14,936	15,515
Net book value at 31 December 2025	607	16,141	16,748

(1) Other movements reflected the derecognition of historical intangible assets with a £nil net book value that are either no longer in use or for which the Group no longer holds the rights.

The weighted average interest rate for capitalised borrowing costs in the year was 4% (2024: 4%).

The net book value of computer software included £197 million (2024: £231 million) of internally generated costs.

## Notes to the financial statements continued

### 20. Other intangible assets continued

The carrying amount at 31 December 2025 of intangible assets after which impairments have been charged in the year was £102 million (2024: £427 million), resulting from the appraisal of GSK's assumptions and programme updates related to in-licences and collaboration agreements. The carrying amount at 31 December 2025 of intangible assets, after which impairment reversals have been charged in the year, was £nil (2024: £nil).

The impairment charge includes £471m related to the full impairment of the belrestotug development programme (anti-TIGIT mAb) due to its termination. There was no other individual intangible asset that accounted for a material impairment.

The patent expiry dates of the Group's most significant assets, where relevant, are set out on pages 287 to 288. Please refer to Note 2, 'Accounting principles and policies' for the Group's accounting policy and estimate of the useful life for intangible assets.

Amortisation and impairment losses net of reversals have been charged in the income statement as follows:

	Amortisation		Net impairment losses	
	2025 £m	2024 £m	2025 £m	2024 £m
Cost of sales	757	982	22	–
Selling, general and administration	73	84	8	6
Research and development	428	388	858	311
	1,258	1,454	888	317

Licences, patents and amortised brands include a large number of acquired licences, patents, know-how agreements and marketing rights, which are either marketed or in use, or still in development. Note 40, 'Acquisitions and disposals' gives details of additions through business combinations in the year. The carrying amounts of the individual largest items are as follows:

	2025 £m	2024 £m
Tesaro Assets	2,119	2,350
Meningitis Portfolio Assets	1,445	1,473
Bellus Health Assets (Camlipixant)	1,438	1,438
Affinivax Assets	1,353	1,452
Sierra Oncology Assets (Momelotinib)	1,252	1,408
BP Asset IX Assets	1,107	–
Dolutegravir (including Cabotegravir)	873	967
Aiolos Assets	826	887
IDRx Assets	826	–
CureVac Assets	601	535
Hengrui Pharma Assets	373	–
Alector Assets	371	371
Hansoh Pharma Assets	326	247
Shingrix	282	277
Benlysta	238	298
Iteos Assets	–	471
Others	2,711	2,762
Total	16,141	14,936

On 21 February 2025, GSK completed the acquisition of IDRx, Inc. This acquisition includes lead molecule IDRX-42.

On 7 July 2025, GSK completed the acquisition of BP Asset IX, Inc. The main asset acquired is efimosfermin alfa.

During 2025, GSK entered into an agreement with Hengrui Pharma to develop up to 12 medicines in Respiratory Immunology & Inflammation (RI&I) and Oncology, including a licence for potential best-in-class PDE3/4 inhibitor in clinical development for treatment of COPD.

The Group has evaluated both the qualitative and quantitative effects of climate-related risks on the recoverable amounts of assets and has determined that there are no material impairments.

## Notes to the financial statements continued

## 21. Investments in associates and joint ventures

	Associates £m	Joint ventures £m	2025 Total £m	Associates £m	Joint ventures £m	2024 Total £m
1 January	96	–	96	55	–	55
Exchange adjustments	3	–	3	(3)	–	(3)
Additions	–	–	–	43	–	43
Disposals	–	–	–	(2)	–	(2)
Distributions received	(67)	–	(67)	(15)	–	(15)
Net fair value movements through other comprehensive income	56	–	56	21	–	21
Profit/(loss) after tax recognised in the consolidated income statement	1	–	1	(3)	–	(3)
31 December	89	–	89	96	–	96

Please refer to the income statement information in Note 13, 'Associates and joint ventures'.

## 22. Other investments

	Investments designated as measured at FVTOCI £m	Investments measured at FVTPL £m	2025 Total £m	Investments designated as measured at FVTOCI £m	Investments measured at FVTPL £m	2024 Total £m
<b>Non-current</b>						
1 January	843	257	1,100	931	206	1,137
Exchange adjustments	(73)	(17)	(90)	4	4	8
Additions	97	56	153	70	38	108
Net fair value movements through OCI	157	–	157	(107)	–	(107)
Net fair value movements through profit or loss	–	(27)	(27)	–	29	29
Disposals	(236)	(20)	(256)	(55)	(20)	(75)
31 December	788	249	1,037	843	257	1,100

Non-current other investments comprise non-current equity investments which are recorded at fair value at each balance sheet date. For investments traded in an active market, the fair value is determined by reference to the relevant stock exchange quoted bid price. For other investments, the fair value is estimated by management with reference to relevant available information, including the current market value of similar instruments, recent financing rounds and discounted cash flows of the underlying net assets. Other investments include listed investments of £592 million (2024: £646 million).

GSK has elected to designate the majority of its equity investments as measured at fair value through other comprehensive income. The most significant of these investments held at 31 December 2025 were in Wave Life Sciences Ltd, which had a fair value at 31 December 2025 of £231 million (2024: £165 million) and Crispr Therapeutics AG which had a fair value at 31 December 2025 of £126 million (2024: £101 million). The other investments include equity stakes in companies with which GSK has research collaborations and in companies which provide access to biotechnology developments of potential interest.

On disposal of equity investments measured at FVTOCI, the accumulated fair value movements are reclassified from the fair value reserve to retained earnings. Investments measured at FVTOCI with a fair value of £236 million (2024: £55 million) were disposed of during the year. The cumulative loss on these investments after tax was £66 million (2024: profit of £14 million).

Certain other investments, such as investments in funds with limited lives and investments acquired with an intention to sell, are measured at fair value through profit or loss. The most significant of these investments held at 31 December 2025 was SR One Capital Fund I-B, LP which had a fair value at 31 December 2025 of £120 million (2024: £135 million).

## Notes to the financial statements continued

### 23. Other non-current assets

	2025 £m	2024 £m
Amounts receivable under insurance contracts	953	957
Pension schemes in surplus (Note 30)	1,115	898
Other receivables	80	87
	<b>2,148</b>	<b>1,942</b>

Amounts receivable under insurance contracts are held at cash surrender value with movements through profit or loss.

Within the other receivables of £80 million (2024: £87 million), £16 million (2024: £36 million) is classified as financial assets of which £14 million (2024: £31 million) is classified as fair value through profit or loss. On the remaining balance of £2 million (2024: £5 million), the expected credit loss allowance was immaterial at 31 December 2025 and 2024.

Other receivables include £10 million relating to nature-based carbon credits projects (2024: £7 million).

### 24. Inventories

	2025 £m	2024 £m
Raw materials and consumables	608	1,361
Work in progress	3,699	2,683
Finished goods	1,617	1,625
	<b>5,924</b>	<b>5,669</b>

The Group has evaluated both the qualitative and quantitative effects of climate-related risks on the recoverable amounts of inventories, in particular in relation to the metered dose inhaler (MDI), and has determined that there is no material impact.

### 25. Trade and other receivables

	2025 £m	2024 £m
Trade receivables, net of loss allowance	5,913	5,563
Accrued income	13	18
Prepayments	385	390
Interest receivable	2	1
Employee loans and advances	11	7
Other receivables	1,147	857
	<b>7,471</b>	<b>6,836</b>

There were no trade or other receivable balances (2024: £nil) due from associates and joint ventures. The most significant component of other receivables comprises receivables for indirect and other taxes of £511 million (2024: £447 million). The other significant balance within other receivables is royalties receivable of £217 million (2024: £164 million).

Trade receivables loss allowance	2025 £m	2024 £m
1 January	99	85
Exchange adjustments	–	(2)
Charge for the year	49	34
Transfer to assets held for sale	–	(1)
Subsequent recoveries of amounts provided for	(65)	(12)
Utilised	(8)	(5)
At 31 December	<b>75</b>	<b>99</b>

Of the total trade receivables balance, £13 million (2024: £13 million) is considered credit impaired, against which a £4 million (2024: £5 million) expected credit loss allowance has been applied. No amount was purchased or originated credit impaired.

## Notes to the financial statements continued

### 25. Trade and other receivables continued

Within the other receivables of £1,147 million (2024: £857 million), £554 million (2024: £360 million) is classified as financial assets of which £15 million (2024: £2 million) is classified as held at fair value through profit or loss. At 31 December 2025, an expected credit loss allowance of £11 million (2024: £9 million) was recognised in respect of financial assets, with a release in expected credit loss allowance of £2 million (2024: £6 million) reported in profit or loss during the year.

For more discussion on credit risk practices, please refer to Note 43, 'Financial instruments and related disclosures'.

## 26. Cash and cash equivalents

	2025 £m	2024 £m
Cash at bank and in hand	761	943
Cash equivalents	2,636	2,927
	<b>3,397</b>	<b>3,870</b>

Cash and cash equivalents included £247 million (2024: £177 million) not available for general use due to restrictions applicable in the subsidiaries where it is held. Restrictions include exchange controls and taxes on repatriation.

## 27. Assets and liabilities held for sale

	2025 £m	2024 £m
Goodwill	30	–
Property, plant and equipment	239	3
Other assets	31	–
Assets held for sale	<b>300</b>	<b>3</b>
Lease liabilities	(139)	–
Liabilities relating to assets held for sale	<b>(139)</b>	<b>–</b>

Non-current assets, liabilities and disposal groups are classified as assets held for sale and liabilities relating to assets held for sale when it is expected that their carrying amounts will be recovered principally through disposal and a sale is considered highly probable. They are held at the lower of carrying amount and fair value less costs to sell.

Assets held for sale and liabilities relating to assets held for sale primarily related to the disposal group arising from GSK's definitive agreement with Samsung Biologics for the sale of 100% of its equity investment in Human Genome Sciences, announced in December 2025. The disposal group principally including the Rockville site, and completion of the transaction is anticipated toward the end of Q1 2026. See Note 40, 'Acquisitions and disposals'.

## Notes to the financial statements continued

## 28. Trade and other payables

	2025 £m	2024 £m
Trade payables	3,535	3,462
Wages and salaries	1,513	1,465
Social security	138	125
ViiV Healthcare put option	822	915
Other payables	438	420
Deferred income	153	171
Customer return and rebate accruals and payables	6,450	6,486
Other accruals	2,332	2,291
	15,381	15,335

Trade and other payables include £nil (2024: £nil) due to associates and joint ventures. The Group provides limited supplier financing arrangements to certain suppliers. The amounts involved at 31 December 2025 were not material.

Revenue recognised in the year that was included in deferred income at 1 January 2025 was £127 million (2024: £176 million).

Customer rebate and return accruals and payables primarily comprise accruals that are provided for by the Group at the point of sale in respect of estimated rebates, discounts or allowances payable to customers. For more information refer to the Group financial review on page 106. At 31 December 2025, customer rebate and return accruals and payables included £4,891 million (2024: £5,235 million) in respect of US Commercial Operations. Accruals are made at the time of sale but the actual amounts paid are based on claims made some time after the initial recognition of the sale. As the accruals are estimated, they may not fully reflect the final outcome and are subject to change dependent upon, amongst other things, the types of buying group and product sales mix. The level of accrual is reviewed and adjusted quarterly in light of historical experience of actual amounts paid and any changes in arrangements. Future events could cause the assumptions on which the accruals are based to change, which could affect the future results of the Group. Customer return and rebate accruals and payables also includes an immaterial payables balance, where claims have been processed but not yet paid. The estimation uncertainty described above does not apply to the payables balance.

At 31 December 2025, Pfizer's put option over its shareholding in ViiV Healthcare was exercisable. While the option is exercisable, Pfizer may request an IPO of ViiV Healthcare at any time and if either GSK does not consent to such IPO or an offering is not completed within nine months, Pfizer could require GSK to acquire its shareholding. The amount of the liability for this put option, which is carried at amortised cost and is held on the gross redemption basis, is derived from an internal valuation of the ViiV Healthcare business, utilising a discounted forecast future cash flow methodology. On 19 January 2026, GSK reached agreement with Pfizer and Shionogi for the 11.7% economic interest in ViiV Healthcare currently held by Pfizer to be replaced with an investment by Shionogi. Completion of the transaction is subject to certain regulatory clearances in relevant markets and is expected to occur during Q1 2026. On completion, GSK will extinguish the Pfizer put option liability through retained earnings. See Note 47, 'Post balance sheet events' for further information.

The table below shows on an indicative basis the income statement and balance sheet sensitivity of the Pfizer put option to reasonably possible changes in key assumptions, as at 31 December 2025.

Increase/(decrease) in financial liability and loss/(gain) in income statement	2025 £m	2024 £m
10% increase in sales forecasts*	88	92
15% increase in sales forecasts*	132	139
10% decrease in sales forecasts*	(87)	(92)
15% decrease in sales forecast*	(131)	(138)
1% (100 basis points) increase in discount rate	(16)	(22)
1.50% (150 basis points) increase in discount rate	(24)	(32)
1% (100 basis points) decrease in discount rate	18	23
1.50% (150 basis points) decrease in discount rate	27	34
10 cent appreciation of US Dollar	56	62
15 cent appreciation of US Dollar	86	97
10 cent depreciation of US Dollar	(47)	(53)
15 cent depreciation of US Dollar	(68)	(76)
10 cent appreciation of Euro	18	20
15 cent appreciation of Euro	28	31
10 cent depreciation of Euro	(14)	(17)
15 cent depreciation of Euro	(21)	(24)

\* The sales forecast is for ViiV Healthcare sales only in respect of the ViiV Healthcare put option.

An explanation of the accounting for ViiV Healthcare is set out on page 86.

Other accruals includes interest accrued on financial liabilities at amortised cost of £161 million (2024: £162 million).

## Notes to the financial statements continued

## 29. Net debt

	Listing exchange	2025 £m	2024 £m
Current assets:			
Liquid investments		9	21
Cash and cash equivalents		3,397	3,870
		<b>3,406</b>	<b>3,891</b>
Short-term borrowings:			
Commercial paper		(1,078)	–
Bank loans, overdrafts and other		(314)	(762)
4.000% € Euro Medium Term Note 2025	London Stock Exchange	–	(622)
3.625% US\$ US Medium Term Note 2025	New York Stock Exchange	–	(797)
1.250% € Euro Medium Term Note 2026	London Stock Exchange	(873)	–
1.000% € Euro Medium Term Note 2026	London Stock Exchange	(610)	–
Lease liabilities		(137)	(168)
		<b>(3,012)</b>	<b>(2,349)</b>
Long-term borrowings:			
1.250% € Euro Medium Term Note 2026	London Stock Exchange	–	(829)
1.000% € Euro Medium Term Note 2026	London Stock Exchange	–	(581)
4.315% US\$ US Medium Term Note 2027	New York Stock Exchange	(297)	–
SOFR + 0.500% US\$ US Medium Term Note 2027	New York Stock Exchange	(445)	–
3.000% € Euro Medium Term Note 2027	London Stock Exchange	(436)	(414)
3.375% £ Euro Medium Term Note 2027	London Stock Exchange	(307)	(307)
3.875% US\$ US Medium Term Note 2028	New York Stock Exchange	(1,299)	(1,393)
0.883% ¥ Euro Medium Term Note 2028	London Stock Exchange	(201)	(216)
1.250% £ Euro Medium Term Note 2028	London Stock Exchange	(747)	(746)
3.375% US\$ US Medium Term Note 2029	New York Stock Exchange	(739)	(792)
1.375% € Euro Medium Term Note 2029	London Stock Exchange	(435)	(414)
4.500% US\$ US Medium Term Note 2030	New York Stock Exchange	(627)	–
1.750% € Euro Medium Term Note 2030	London Stock Exchange	(654)	(621)
2.875% € Euro Medium Term Note 2031	London Stock Exchange	(607)	(576)
3.125% € Euro Medium Term Note 2032	London Stock Exchange	(608)	(577)
5.250% £ Euro Medium Term Note 2033	London Stock Exchange	(568)	(567)
5.375% US\$ US Medium Term Note 2034	London Stock Exchange	(370)	(396)
4.875% US\$ US Medium Term Note 2035	New York Stock Exchange	(551)	–
1.625% £ Euro Medium Term Note 2035	London Stock Exchange	(745)	(745)
3.250% € Euro Medium Term Note 2036	London Stock Exchange	(520)	(494)
6.375% US\$ US Medium Term Note 2038	New York Stock Exchange	(2,028)	(2,176)
6.375% £ Euro Medium Term Note 2039	London Stock Exchange	(627)	(627)
5.250% £ Euro Medium Term Note 2042	London Stock Exchange	(472)	(472)
4.200% US\$ US Medium Term Note 2043	New York Stock Exchange	(365)	(392)
4.250% £ Euro Medium Term Note 2045	London Stock Exchange	(366)	(366)
Other long-term borrowings		(1)	(2)
Lease liabilities		(693)	(934)
		<b>(14,708)</b>	<b>(14,637)</b>
Liabilities relating to assets held for sale:			
Lease liabilities		(139)	–
		<b>(139)</b>	<b>–</b>
<b>Net debt</b>		<b>(14,453)</b>	<b>(13,095)</b>

## Notes to the financial statements continued

### 29. Net debt continued

#### Current assets

Liquid investments are classified as financial assets at amortised cost. At 31 December 2025, they included US Treasury Notes and other government bonds. The effective interest rate on liquid investments at 31 December 2025 was approximately 5.6% (2024: approximately 4.3%). Liquid investment balances at 31 December 2025 earning interest at floating rates amount to £1 million (2024: £11 million). Liquid investment balances at 31 December 2025 earning interest at fixed rates amount to £8 million (2024: £10 million).

Balances reported within cash and cash equivalents have an original maturity of three months or less. The effective interest rate on cash and cash equivalents at 31 December 2025 was approximately 3.8% (2024: approximately 4.8%). Cash and cash equivalents at 31 December 2025 earning interest at floating and fixed rates amounted to £3,242 million and £1 million respectively (2024: £3,746 million and £1 million) and non-interest bearing holdings amounted to £154 million (2024: £123 million).

GSK's policy regarding the credit quality of cash and cash equivalents is set out in Note 43, 'Financial instruments and related disclosures'.

#### Short-term borrowings

GSK has access to short-term finance under a \$10 billion (£7.4 billion) US commercial paper programme; \$1,450 million (£1,078 million) was in issue at 31 December 2025 (2024: nil). GSK has access to short-term finance under a £5 billion Euro commercial paper programme. There was no Euro commercial paper in issue at 31 December 2025 (2024: nil). GSK has £1.6 billion of three-year committed facilities and \$2.2 billion (£1.6 billion) of 364 day committed facilities. In August 2025 GSK cancelled both these facilities and replaced them with new revolving facilities of equivalent size with maturities of September 2028 for the three-year facility and September 2026 for the 364-day facility. All facilities were undrawn at 31 December 2025. GSK considers this level of committed facilities to be adequate, given current liquidity requirements.

The weighted average interest rate on commercial paper borrowings at 31 December 2025 was 3.8%. There was no commercial paper in issue at 31 December 2024.

The weighted average interest rate on current bank loans and overdrafts at 31 December 2025 was 5.0% (2024: 3.4%).

The average effective pre-swap interest rate of notes classified as short-term at 31 December 2025 was 1.2% (2024: 3.9%).

#### Long-term borrowings

At 31 December 2025 GSK had long-term borrowings of £14.7 billion (2024: £14.6 billion), of which £8.1 billion (2024: £8.4 billion) fell due in more than five years.

The average effective pre-swap interest rate of all notes in issue at 31 December 2025 was approximately 3.8% (2024: approximately 3.8%).

Long-term borrowings repayable after five years carry interest at effective rates between 1.7% and 6.6% (2024: 1.7% and 6.4%), with repayment dates ranging from 2031 to 2045 (2024: 2030 to 2045).

#### Pledged assets

The Group held pledged investments in US Treasury Notes with a par value of \$12 million (£9 million), (2024: \$26 million (£21 million)) as security against irrevocable letters of credit issued on the Group's behalf in respect of the Group's self-insurance activity. Provisions in respect of self-insurance are included within the provisions for legal and other disputes discussed in Note 31, 'Other provisions'.

#### Lease liabilities

The total cash outflow for leases for the year ended 31 December 2025 was £260 million (2024: £256 million).

The maturity analysis of discounted lease liabilities recognised on the Group balance sheet is as follows:

	2025 £m	2024 £m
Rental payments due within one year	137	168
Rental payments due between one and two years	217	222
Rental payments due between two and three years	108	146
Rental payments due between three and four years	71	109
Rental payments due between four and five years	50	73
Rental payments due after five years	247	384
<b>Total lease liabilities</b>	<b>830</b>	<b>1,102</b>

## Notes to the financial statements continued

## 30. Pensions and other post-employment benefits

	2025 £m	2024 £m	2023 £m
<b>Pension and other post-employment costs</b>			
UK pension schemes	83	120	96
US pension schemes	27	40	56
Other overseas pension schemes	130	151	146
Unfunded post-retirement healthcare schemes	60	57	58
	<b>300</b>	<b>368</b>	<b>356</b>
Analysed as:			
Funded defined benefit/hybrid pension schemes	83	132	134
Unfunded defined benefit pension schemes	27	29	35
Unfunded post-retirement healthcare schemes	60	57	58
Defined benefit schemes	170	218	227
Defined contribution pension schemes	130	150	129
	<b>300</b>	<b>368</b>	<b>356</b>

The costs of the defined benefit pension and post-retirement healthcare schemes are charged in the income statement as follows:

	2025 £m	2024 £m	2023 £m
Cost of sales	69	87	94
Selling, general and administration	69	92	91
Research and development	32	39	42
	<b>170</b>	<b>218</b>	<b>227</b>

GSK entities operate pension arrangements which cover the Group's material obligations to provide pensions to retired employees. These arrangements have been developed in accordance with local practices in the countries concerned. Pension benefits can be provided by state schemes; by defined contribution schemes, whereby retirement benefits are determined by the value of funds arising from contributions paid in respect of each employee; or by defined benefit schemes, whereby retirement benefits are based on factors such as employee pensionable remuneration and length of service.

Pension costs of defined benefit schemes for accounting purposes have been calculated using the projected unit credit method. In certain countries pension benefits are provided on an unfunded basis, some administered by trustee companies. Formal, independent actuarial valuations of the Group's main plans are undertaken regularly, normally at least every three years.

Remeasurement movements in the year are recognised through the statement of comprehensive income. Discount rates are derived from AA-rated corporate bond yields except in countries where there is no deep market in corporate bonds where government bond yields are used. Discount rates are selected to reflect the term of the expected benefit payments. Projected inflation rates and pension increases are long-term predictions based on the yield gap between long-term index-linked and fixed interest government bonds. In the UK, mortality rates are determined by adjusting the SAPS S3 standard mortality tables to reflect recent scheme experience. These rates are then projected to reflect improvements in life expectancy in line with the CMI 2024 projections with a long-term rate of improvement of 1.0% per year for both males and females. In the US, mortality rates are calculated using the PRI-2012 white collar table adjusted to reflect recent experience. These rates are projected using MP-2020 to allow for future improvements in life expectancy.

The average life expectancy assumed now for an individual at the age of 60 and projected to apply in 2045 for an individual then at the age of 60 is as follows:

	UK		US	
	Male Years	Female Years	Male Years	Female Years
Current	27.1	28.4	27.5	28.8
Projected for 2045	28.2	29.7	29.0	30.3

## Notes to the financial statements continued

### 30. Pensions and other post-employment benefits continued

The assets of funded schemes are generally held in separately administered trusts, either as specific assets or as a proportion of a general fund, or are insurance contracts. Assets are invested in different classes in order to maintain a balance between risk and return. Investments are diversified to limit the financial effect of the failure of any individual investment. The target exposure for three of the four UK plans is split 31% to return-seeking assets and 69% to liability-matching assets. During 2019, a buy-in insurance contract was purchased to cover substantially all of the obligations of the other UK plan. At 31 December 2025, the value of the insurance contract was £345 million (2024: £340 million). The asset allocation of the US plan is currently set at 25% return-seeking assets and 75% liability-matching assets.

The pension plans are exposed to risk that arises because the market value of the plans' assets might decline or the estimated value of the plans' liabilities might increase.

Within the broad investment strategy outlined above, the return-seeking assets are primarily intended to generate future returns while the liability-matching assets are intended to match future pension obligations. Each pool invests across a broad range of assets. The main risks within the portfolios are against credit risk, interest rates, long-term inflation, equities, property, currency and bank counterparty risk.

The plan liabilities are a series of future cash flows with relatively long duration. On an IAS 19 basis, these cash flows are sensitive to changes in the expected long-term inflation rate and the discount rate (AA corporate bond yield curve) where an increase in long-term inflation corresponds with an increase in the liabilities, and an increase in the discount rate corresponds with a decrease in the liabilities.

For the UK plans, there is an interest rate and inflation hedging strategy in place. The targets are based on an economic measure of the plan liabilities. The interest rate risk in the US is partially hedged with the target based on an accounting measure of the plan liabilities.

Climate-related impacts, along with other environmental, social and governance (ESG) considerations, can be financially material with regard both to expected returns and to risk implications. The incorporation of such considerations into investment policy is subject to local regulations and fiduciary obligations.

In the UK, the defined benefit pension schemes operated for the benefit of former Glaxo Wellcome employees and former SmithKline Beecham employees remain separate. These schemes were closed to new entrants in 2001 and subsequent UK employees are entitled to join a defined contribution scheme. In addition, the Group operates a number of post-retirement healthcare schemes, the principal one of which is in the US.

The UK defined benefit plans closed to future accrual effective from 31 March 2022. As a result, post closure the accrued benefits of active participants are revalued in line with inflation (RPI for the legacy Glaxo Wellcome plans and CPI for the legacy SmithKline Beecham plans subject to the relevant caps for each arrangement) rather than capped pay increases. From 1 April 2022, former defined benefit plans employees were transferred to the defined contribution plans.

The US cash balance pension plan closed to future accrual from 1 January 2021.

The Group has applied the following financial assumptions in assessing the defined benefit liabilities:

	UK			US			Rest of World		
	2025 % pa	2024 % pa	2023 % pa	2025 % pa	2024 % pa	2023 % pa	2025 % pa	2024 % pa	2023 % pa
Rate of increase of future earnings	n/a	n/a	n/a	n/a	n/a	n/a	3.20	3.20	3.20
Discount rate	5.50	5.50	4.60	5.10	5.50	5.00	4.00	3.30	3.10
Expected pension increases	2.70	2.90	2.90	n/a	n/a	n/a	2.40	2.40	2.50
Cash balance credit/conversion rate	n/a	n/a	n/a	4.80	4.80	4.00	2.10	1.10	0.60
Inflation rate	2.70	2.90	2.90	2.50	2.50	2.50	2.00	1.90	2.00

The liability for the US post-retirement healthcare scheme has been assessed using the same assumptions as for the US pension scheme, together with the assumption for future medical inflation of 7.00% in 2026 grading down to 5.0% in 2034 and thereafter (2024: 6.50% in 2025, grading down to 5.0% in 2031 and thereafter).

Sensitivity analysis detailing the effect of changes in assumptions is provided on page 232. The analysis provided reflects the assumption changes which have the most material impact on the results of the Group.

## Notes to the financial statements continued

### 30. Pensions and other post-employment benefits continued

The amounts recorded in the income statement and statement of comprehensive income for the three years ended 31 December 2025 in relation to the defined benefit pension and post-retirement healthcare schemes were as follows:

				Pensions	Post-retirement benefits
	UK £m	US £m	Rest of World £m	Group £m	Group £m
<b>2025</b>					
Amounts charged to operating profit					
Current service cost	–	3	89	92	17
Past service cost	2	1	–	3	2
Net interest (income)/cost	(30)	17	9	(4)	41
Gains from settlements	–	–	–	–	–
Expenses	13	6	–	19	–
	(15)	27	98	110	60
Remeasurement gains/(losses) recorded in the statement of comprehensive income	80	42	26	148	(15)

				Pensions	Post-retirement benefits
	UK £m	US £m	Rest of World £m	Group £m	Group £m
<b>2024</b>					
Amounts charged to operating profit					
Current service cost	–	3	94	97	14
Past service cost	18	–	–	18	–
Net interest (income)/cost	(15)	26	14	25	43
Gains from settlements	–	–	(2)	(2)	–
Expenses	12	11	–	23	–
	15	40	106	161	57
Remeasurement gains/(losses) recorded in the statement of comprehensive income	237	90	129	456	50

				Pensions	Post-retirement benefits
	UK £m	US £m	Rest of World £m	Group £m	Group £m
<b>2023</b>					
Amounts charged to operating profit					
Current service cost	–	5	91	96	12
Past service cost/(credit)	3	–	–	3	–
Net interest (income)/cost	(5)	35	16	46	47
Gains from settlements	–	–	(6)	(6)	–
Expenses	14	16	–	30	(1)
	12	56	101	169	58
Remeasurement gains/(losses) recorded in the statement of comprehensive income	28	45	38	111	(40)

Past service cost in the UK included £2 million (2024: £18 million; 2023: £3 million) of augmentation costs which arose from Major restructuring programmes.

## Notes to the financial statements continued

### 30. Pensions and other post-employment benefits continued

A summarised balance sheet presentation of the Group defined benefit pension schemes and other post-retirement benefits is set out in the table below:

	2025 £m	2024 £m	2023 £m
Recognised in other non-current assets (Note 23):			
Pension schemes in surplus	1,115	898	634
Recognised in pensions and other post-employment benefits:			
Pension schemes in deficit	(886)	(1,001)	(1,397)
Post-retirement benefits	(801)	(863)	(943)
	<b>(1,687)</b>	<b>(1,864)</b>	<b>(2,340)</b>

In the event of a plan wind-up, GSK believes the UK pension scheme rules provide the company with the right to a refund of surplus assets following the full settlement of plan liabilities. As a result, the net surplus in the UK defined benefit pension schemes is recognised in full.

The fair values of the assets and liabilities of the UK and US defined benefit pension schemes, together with aggregated data for other defined benefit pension schemes in the Group, are as follows:

At 31 December 2025		UK £m	US £m	Rest of World £m	Group £m
Equities:	– listed	1,376	508	395	2,279
	– unlisted	–	–	–	–
Multi-asset funds		867	–	–	867
Property:	– listed	–	–	–	–
	– unlisted	413	78	24	515
Corporate bonds:	– listed	1,491	755	233	2,479
	– unlisted	–	–	–	–
Government bonds:	– listed	4,553	739	456	5,748
Insurance contracts		878	–	889	1,767
Other (liabilities)/assets		(759)	90	88	(581)
Fair value of assets		8,819	2,170	2,085	13,074
Present value of scheme obligations		(8,130)	(2,391)	(2,324)	(12,845)
Net surplus/(obligation)		689	(221)	(239)	229
Included in other non-current assets		848	–	267	1,115
Included in pensions and other post-employment benefits		(159)	(221)	(506)	(886)
		689	(221)	(239)	229
Actual return/(loss) on plan assets		538	215	(10)	743

The multi-asset funds comprise investments in pooled investment vehicles that are invested across a range of asset classes, increasing diversification within the growth portfolio.

The 'Other (liabilities)/assets' category comprises cash and mark to market values of derivative positions.

Index-linked gilts held as part of a UK repo programme are included in government bonds. The related loan of £1,857 million at 31 December 2025 (2024: £1,634 million; 2023: £1,853 million) is deducted within 'Other (liabilities)/assets'.

## Notes to the financial statements continued

## 30. Pensions and other post-employment benefits continued

At 31 December 2024		UK £m	US £m	Rest of World £m	Group £m
Equities:	– listed	1,669	472	364	2,505
	– unlisted	–	–	2	2
Multi-asset funds		923	–	–	923
Property:	– listed	–	–	–	–
	– unlisted	407	99	24	530
Corporate bonds:	– listed	2,104	739	208	3,051
	– unlisted	–	–	15	15
Government bonds:	– listed	4,107	772	489	5,368
Insurance contracts		883	–	822	1,705
Other (liabilities)/assets		(1,291)	125	81	(1,085)
Fair value of assets		8,802	2,207	2,005	13,014
Present value of scheme obligations		(8,241)	(2,596)	(2,280)	(13,117)
Net surplus/(obligation)		561	(389)	(275)	(103)
Included in other non-current assets		725	–	173	898
Included in pensions and other post-employment benefits		(164)	(389)	(448)	(1,001)
		561	(389)	(275)	(103)
Actual return/(loss) on plan assets		(213)	132	121	40
At 31 December 2023		UK £m	US £m	Rest of World £m	Group £m
Equities:	– listed	1,647	447	349	2,443
	– unlisted	–	–	2	2
Multi-asset funds		852	–	–	852
Property:	– listed	–	–	–	–
	– unlisted	467	119	24	610
Corporate bonds:	– listed	2,019	698	205	2,922
	– unlisted	–	–	15	15
Government bonds:	– listed	4,897	774	527	6,198
Insurance contracts		990	–	771	1,761
Other (liabilities)/assets		(1,374)	104	89	(1,181)
Fair value of assets		9,498	2,142	1,982	13,622
Present value of scheme obligations		(9,222)	(2,757)	(2,406)	(14,385)
Net surplus/(obligation)		276	(615)	(424)	(763)
Included in Other non-current assets		457	–	177	634
Included in Pensions and other post-employment benefits		(181)	(615)	(601)	(1,397)
		276	(615)	(424)	(763)
Actual return on plan assets		647	196	138	981

## Notes to the financial statements continued

## 30. Pensions and other post-employment benefits continued

				Pensions	Post-retirement benefits
	UK £m	US £m	Rest of World £m	Group £m	Group £m
<b>Movements in fair values of assets</b>					
Assets at 1 January 2023	9,014	2,260	1,870	13,144	–
Exchange adjustments	–	(125)	(84)	(209)	–
Interest income	430	111	60	601	–
Expenses	(14)	(16)	–	(30)	–
Settlements and curtailments	–	–	2	2	–
Remeasurement	217	85	78	380	–
Employer contributions	363	125	118	606	98
Scheme participants' contributions	–	–	11	11	18
Benefits paid	(512)	(298)	(73)	(883)	(116)
Assets at 31 December 2023	9,498	2,142	1,982	13,622	–
Exchange adjustments	–	37	(116)	(79)	–
Interest income	426	102	59	587	–
Expenses	(12)	(11)	–	(23)	–
Settlements and curtailments	–	–	(1)	(1)	–
Remeasurement	(639)	30	62	(547)	–
Employer contributions	63	179	109	351	94
Scheme participants' contributions	–	–	11	11	18
Benefits paid	(534)	(272)	(101)	(907)	(112)
Assets at 31 December 2024	8,802	2,207	2,005	13,014	–
Exchange adjustments	–	(153)	57	(96)	–
Interest income	469	111	65	645	–
Expenses	(13)	(6)	–	(19)	–
Settlements and curtailments	–	–	–	–	–
Remeasurement	69	104	(75)	98	–
Employer contributions	33	128	122	283	87
Scheme participants' contributions	–	–	12	12	18
Benefits paid	(541)	(221)	(101)	(863)	(105)
Assets at 31 December 2025	8,819	2,170	2,085	13,074	–

During 2025, the Group made £nil (2024: £30 million) deficit reduction contributions to the UK pension schemes. The Group made a contribution to the US Cash Balance Plan of £100 million (2024: £150 million).

Employer contributions for 2026 are estimated to be approximately £170 million in respect of defined benefit pension schemes and £70 million in respect of other post-retirement benefits.

Effective from January 2026, contributions to the GSK Pension Scheme defined contributions section, ordinarily payable by the Group, will be met from surplus assets in the GSK Pension Scheme defined benefits section, provided certain conditions are met.

## Notes to the financial statements continued

## 30. Pensions and other post-employment benefits continued

				Pensions	Post-retirement benefits
	UK £m	US £m	Rest of World £m	Group £m	Group £m
<b>Movements in defined benefit obligations</b>					
Obligations at 1 January 2023	(9,117)	(3,031)	(2,352)	(14,500)	(994)
Exchange adjustments	–	166	87	253	53
Service cost	–	(5)	(91)	(96)	(13)
Past service cost	(3)	–	–	(3)	–
Interest cost	(425)	(145)	(76)	(646)	(47)
Settlements and curtailments	–	–	4	4	–
Remeasurement	(189)	(40)	(40)	(269)	(40)
Scheme participants' contributions	–	–	(11)	(11)	(18)
Benefits paid	512	298	73	883	116
Obligations at 31 December 2023	(9,222)	(2,757)	(2,406)	(14,385)	(943)
Exchange adjustments	–	(40)	133	93	(7)
Service cost	–	(3)	(94)	(97)	(14)
Past service cost	(18)	–	–	(18)	–
Interest cost	(411)	(128)	(73)	(612)	(43)
Settlements and curtailments	–	–	3	3	–
Remeasurement	876	60	67	1,003	50
Scheme participants' contributions	–	–	(11)	(11)	(18)
Benefits paid	534	272	101	907	112
Obligations at 31 December 2024	(8,241)	(2,596)	(2,280)	(13,117)	(863)
Exchange adjustments	–	178	(71)	107	50
Service cost	–	(3)	(89)	(92)	(17)
Past service cost	(2)	(1)	–	(3)	(2)
Interest cost	(439)	(128)	(74)	(641)	(41)
Settlements and curtailments	–	–	–	–	–
Remeasurement	11	(62)	101	50	(15)
Scheme participants' contributions	–	–	(12)	(12)	(18)
Benefits paid	541	221	101	863	105
Obligations at 31 December 2025	(8,130)	(2,391)	(2,324)	(12,845)	(801)

## Notes to the financial statements continued

### 30. Pensions and other post-employment benefits continued

The defined benefit pension obligation is analysed as follows:

	2025 £m	2024 £m	2023 £m
Funded	(12,323)	(12,564)	(13,782)
Unfunded	(522)	(553)	(603)
	(12,845)	(13,117)	(14,385)

At 31 December 2025, the US post-retirement healthcare scheme obligation was £684 million (2024: £748 million; 2023: £785 million). Post-retirement benefits are unfunded.

The movement in the net defined benefit liability is as follows:

	2025 £m	2024 £m	2023 £m
At 1 January	(103)	(763)	(1,356)
Exchange adjustments	11	14	44
Service cost	(92)	(97)	(96)
Past service cost	(3)	(18)	(3)
Interest income/(cost)	4	(25)	(45)
Settlements and curtailments	–	2	6
Remeasurements:			
Return on plan assets, excluding amounts included in interest	98	(547)	380
Gain/(loss) from change in demographic assumptions	(62)	90	135
Gain/(loss) from change in financial assumptions	211	890	(137)
Experience gain/(loss)	(99)	23	(267)
Employer contributions	283	351	606
Transfer to assets held for sale/distribution	–	–	–
Expenses	(19)	(23)	(30)
At 31 December	229	(103)	(763)

The remeasurements included within post-retirement benefits are detailed below:

	2025 £m	2024 £m	2023 £m
Gain from change in demographic assumptions	–	7	7
Gain/(loss) from change in financial assumptions	(1)	44	(43)
Experience gain/(loss)	(14)	(1)	(4)
	(15)	50	(40)

The defined benefit pension obligation analysed by membership category is as follows:

	2025 £m	2024 £m	2023 £m
Active	2,232	1,418	1,508
Retired	8,215	8,147	8,730
Deferred	2,398	3,552	4,147
	12,845	13,117	14,385

The post-retirement benefit obligation analysed by membership category is as follows:

	2025 £m	2024 £m	2023 £m
Active	270	277	277
Retired	530	586	666
Deferred	1	–	–
	801	863	943

The weighted average duration of the defined benefit obligation is as follows:

	2025 years	2024 years	2023 years
Pension benefits	10	11	11
Post-retirement benefits	9	9	10

## Notes to the financial statements continued

### 30. Pensions and other post-employment benefits continued

#### Sensitivity analysis

The effect of changes in assumptions used on the benefit obligations and on the 2025 annual defined benefit pension and post-retirement costs are detailed below. This information has been determined by taking into account the duration of the liabilities and the overall profile of the plan memberships.

	0.25% increase £m	0.25% decrease £m
Discount rate		
(Decrease)/increase in annual pension cost	(17)	15
Increase/(decrease) in annual post-retirement benefits cost	1	(1)
(Decrease)/increase in pension obligation	(289)	303
(Decrease)/increase in post-retirement benefits obligation	(16)	17
	0.75% increase £m	0.75% decrease £m
(Decrease)/increase in annual pension cost	(51)	44
Increase/(decrease) in annual post-retirement benefits cost	2	(2)
(Decrease)/increase in pension obligation	(836)	950
(Decrease)/increase in post-retirement benefits obligation	(46)	51
	0.25% increase £m	0.25% decrease £m
Inflation rate		
Increase/(decrease) in annual pension cost	15	(16)
Increase/(decrease) in pension obligation	237	(229)
	0.75% increase £m	0.75% decrease £m
Increase/(decrease) in annual pension cost	44	(47)
Increase/(decrease) in pension obligation	712	(689)
	1 year increase £m	
Life expectancy		
Increase in annual pension cost	19	
Increase in annual post-retirement benefits cost	1	
Increase in pension obligation	403	
Increase in post-retirement benefits obligation	28	
	1% increase £m	
Rate of future healthcare inflation		
Increase in annual post-retirement benefits cost	1	
Increase in post-retirement benefits obligation	21	

## Notes to the financial statements continued

## 31. Other provisions

	Legal and other disputes £m	Major restructuring programmes £m	Employee-related provisions £m	Other provisions £m	Total £m
At 1 January 2025	1,446	273	426	390	2,535
Exchange adjustments	(84)	1	2	(2)	(83)
Charge for the year	148	67	391	234	840
Reversed/unused	(11)	(51)	(59)	(27)	(148)
Unwinding of discount	24	1	3	–	28
Utilised	(1,313)	(110)	(121)	(107)	(1,651)
Transfer to assets held for sale/distribution	–	–	–	(1)	(1)
Additions through business combinations	–	–	23	–	23
Reclassifications and other movements	–	6	9	(8)	7
Transfer to pension obligations	–	(2)	–	–	(2)
At 31 December 2025	210	185	674	479	1,548
To be settled within one year	189	100	370	279	938
To be settled after one year	21	85	304	200	610
At 31 December 2025	210	185	674	479	1,548

## Legal and other disputes

The Group is involved in a substantial number of legal and other disputes, including notification of possible claims, as set out in Note 46, 'Legal proceedings'. Provisions for legal and other disputes include amounts relating to product liability, anti-trust, government investigations, contract terminations and self insurance.

The Group may become involved in significant legal proceedings in respect of which it is not possible to meaningfully assess whether the outcome will result in a probable outflow, or to quantify or reliably estimate the liability, if any, that could result from ultimate resolution of the proceedings. In these cases, the Group would provide appropriate disclosures about such cases, but no provision would be made.

The net charge for the year of £137 million (including reversals and estimated insurance recoveries) primarily reflects provisions for product liability cases, commercial disputes and various other government investigations.

The effect of unwinding the discount on the provision is £24 million in 2025 (2024:£18 million). The discount was calculated using risk-adjusted projected cash flows and risk-free rates of return.

During the year, provisions of £1,313 million were utilised, primarily reflecting the *Zantac* settlement payments of £1,195 million made during the year.

In respect of product liability claims related to certain products, provision is made when there is sufficient history of claims made and settlements to enable management to make a reliable estimate of the provision required to cover unasserted claims, and to determine the probability of the outflow of cash. The ultimate liability for such matters may vary from the amounts provided and is dependent upon the outcome of litigation proceedings, investigations and possible settlement negotiations.

The Group's position could change over time and therefore, there can be no assurance that any losses that result from the

outcome of any legal proceedings will not exceed by a material amount the amount of the provisions reported in the Group's financial statements.

It is in the nature of the Group's business that a number of these matters may be the subject of negotiation and litigation over many years. Litigation proceedings, including the various appeal procedures, often take many years to reach resolution, and out-of-court settlement discussions can also often be protracted. Indemnified disputes will result in a provision charge and a corresponding receivable.

The Group is in potential settlement discussions in a number of the disputes for which amounts have been provided and, based on its current assessment of the progress of these disputes, estimates that £189 million of the amount provided at 31 December 2025 will be settled within one year. For a discussion of legal issues, see Note 46, 'Legal proceedings'.

## Major restructuring programmes

During 2025, the Group had two ongoing major restructuring programmes: the Separation restructuring programme which focused on the separation of GSK into two companies and is largely complete, plus the Significant Acquisitions programme which is focused on the integration of recent acquisitions.

Restructuring provisions primarily include severance costs when management has made a formal decision to eliminate certain positions and this has been communicated to the groups of employees affected and appropriate consultation procedures completed, where appropriate. No provision is made for staff severance payments that are paid immediately.

The effect of unwinding the discount on the provision is £1 million in 2025 (2024: increased by £1 million).

Transfer to pension obligations reflects augmentation costs of £2 million relating to defined benefit plans arising from staff redundancies, as shown in Note 30, 'Pensions and other post-employment benefits'.

## Notes to the financial statements continued

### 31. Other provisions continued

#### Employee-related provisions

Employee-related provisions include obligations for certain medical benefits to disabled employees and their spouses in the US.

At 31 December 2025, the provision for these benefits amounted to £41 million (2024: £46 million). Other employee benefits reflect a variety of provisions for severance costs, jubilee awards and other long-service benefits.

Given the nature of these provisions, the amounts are likely to be settled over many years.

#### Other provisions

Included in other provisions are provisions for onerous contracts, insurance provisions and a number of other provisions including vehicle insurance, environmental remediation and regulatory matters.

## 32. Contingent consideration liabilities

The consideration for certain acquisitions includes amounts contingent on future events such as development milestones or sales performance. The Group has provided for the fair value of this contingent consideration as follows:

	Shionogi-ViiV Healthcare £m	Novartis Vaccines £m	BP Asset IX £m	Affinivax £m	Other £m	Total £m
At 1 January 2023	5,890	673		501	4	7,068
Remeasurement through income statement	934	(210)		44	–	768
Exchange movement through reserves	–	–		(29)	–	(29)
Initial recognition from business combinations	–	–		–	–	–
Cash payments: operating cash flows	(1,106)	(28)		–	–	(1,134)
Cash payments: investing activities	–	(11)		–	–	(11)
At 31 December 2023	5,718	424		516	4	6,662
Initial recognition from business combinations	–	–		–	104	104
Remeasurement through income statement	1,533	215		(22)	36	1,762
Exchange movement through reserves	–	–		8	(2)	6
Cash payments: operating cash flows	(1,190)	(45)		–	–	(1,235)
Cash payments: investing activities	–	(19)		–	–	(19)
At 31 December 2024	6,061	575	–	502	142	7,280
Initial recognition from business combinations	–	–	222	–	58	280
Remeasurement through income statement	649	146	7	(254)	8	556
Exchange movement through reserves	–	–	2	(29)	(9)	(36)
Cash payments: operating cash flows	(1,277)	(53)	–	–	–	(1,330)
Cash payments: investing activities	–	(17)	–	–	–	(17)
At 31 December 2025	5,433	651	231	219	199	6,733

Contingent consideration payable of £222 million was recognised at acquisition for the purchase of 100% of BP Asset IX, Inc. a subsidiary of Boston Pharmaceuticals which provides access to efimosfermin alfa. Contingent consideration payable of £58 million was recognised at acquisition for the purchase of IDRx, Inc. and Cellphenomics GmbH. Further information on the acquisitions is provided in Note 40, 'Acquisitions and disposals'.

Of the contingent consideration payable at 31 December 2025, £1,348 million (2024: £1,172 million) is expected to be paid within one year.

The consideration payable for the acquisition of the Shionogi-ViiV Healthcare joint venture, Affinivax, the Novartis Vaccines business and BP Asset IX, are expected to be paid over a number of years. As a result, the total estimated liabilities are discounted to their present values, shown above. The Shionogi-ViiV Healthcare contingent consideration liability is discounted at 8% (2024: 8%), the Affinivax contingent consideration liability is discounted at 9.0% (2024: 9.0%), Novartis Vaccines contingent consideration liability is discounted at 8.0% (2024: 8.0%) for commercialised products and at 9.0% (2024: 9.0%) for pipeline assets, and the BP Asset IX contingent consideration liability is discounted at 9.0%.

The Shionogi-ViiV Healthcare and Novartis Vaccines contingent consideration liabilities are calculated principally based on the forecast sales performance of specified products over the lives of those products.

The Affinivax contingent consideration is based upon one potential milestone payment of \$0.6 billion (£0.4 billion) which will be paid if certain paediatric clinical development milestones are achieved.

The BP Asset IX contingent consideration is based upon three milestone payments, totalling \$0.8 billion (£0.6 billion), which will be paid if certain clinical development and regulatory milestones are achieved.

## Notes to the financial statements continued

### 32. Contingent consideration liabilities continued

The table below shows on an indicative basis the income statement and balance sheet sensitivity to reasonably possible changes in key inputs to the valuations of the largest contingent consideration liabilities.

Increase/(decrease) in financial liability and loss/(gain) in income statement	2025				2024		
	Shionogi-ViiV Healthcare £m	Novartis Vaccines £m	Affinivax £m	BP Asset IX £m	Shionogi-ViiV Healthcare £m	Novartis Vaccines £m	Affinivax £m
10% increase in sales forecasts*	508	92	n/a	n/a	573	83	n/a
15% increase in sales forecasts*	762	137	n/a	n/a	857	125	n/a
10% decrease in sales forecasts*	(510)	(92)	n/a	n/a	(572)	(83)	n/a
15% decrease in sales forecasts*	(764)	(137)	n/a	n/a	(856)	(125)	n/a
1% (100 basis points) increase in discount rate	(144)	(41)	(7)	(8)	(180)	(38)	(14)
1.5% (150 basis points) increase in discount rate	(213)	(59)	(10)	(12)	(267)	(55)	(20)
1% (100 basis points) decrease in discount rate	152	47	7	9	194	43	14
1.5% (150 basis points) decrease in discount rate	233	73	11	13	298	67	21
10 cent appreciation of US Dollar	360	15	18	19	431	14	43
15 cent appreciation of US Dollar	562	24	27	29	677	22	68
10 cent depreciation of US Dollar	(311)	(13)	(15)	(16)	(368)	(12)	(37)
15 cent depreciation of US Dollar	(451)	(19)	(22)	(23)	(533)	(17)	(54)
10 cent appreciation of Euro	73	24	n/a	n/a	77	22	n/a
15 cent appreciation of Euro	116	38	n/a	n/a	123	35	n/a
10 cent depreciation of Euro	(61)	(20)	n/a	n/a	(65)	(19)	n/a
15 cent depreciation of Euro	(91)	(29)	n/a	n/a	(95)	(27)	n/a
10% increase in probability of milestone success	n/a	22	68	24	n/a	22	73
10% decrease in probability of milestone success	n/a	(11)	(32)	(31)	n/a	(11)	(73)

\* The sales forecast is for ViiV Healthcare sales only in respect of the Shionogi-ViiV Healthcare contingent consideration. An explanation of the accounting for ViiV Healthcare is set out on page 86.

## 33. Other non-current liabilities

	2025 £m	2024 £m
Accruals	6	6
Deferred income	121	165
Other payables	896	929
	<b>1,023</b>	<b>1,100</b>

Other payables includes a number of employee-related liabilities, including employee savings plans.

## 34. Contingent liabilities

At 31 December 2025, contingent liabilities where GSK has a present obligation as a result of a past event, comprising guarantees and other items arising in the normal course of business, amounted to £38 million (2024: £26 million). There are no material amounts of financial assets pledged as collateral for contingent liabilities at 31 December 2025. Provision is made for the outcome of tax, legal and other disputes where it is both probable that the Group will suffer an outflow of funds and it is possible to make a reliable estimate of that outflow. If it is not possible to meaningfully assess whether the outcomes will result in a probable outflow, or to quantify or reliably estimate the liability, if any, no provision is recorded. Descriptions of the significant legal and other disputes to which the Group is a party are set out in Note 46, 'Legal proceedings'.

## Notes to the financial statements continued

### 35. Commitments

Contractual obligations and commitments	2025 £m	2024 £m
Contracted for but not provided in the financial statements:		
Intangible assets	17,048	19,183
Property, plant and equipment	764	754
Investments	175	203
	17,987	20,140

The commitments related to intangible assets include milestone payments, which are dependent on successful clinical development or on meeting specified sales targets, and which represent the maximum that would be paid if all milestones, however unlikely, are achieved. The amounts disclosed are not risk-adjusted or discounted.

The change in intangible asset commitments in 2025 is mainly attributable to a decrease in milestones payable relating to the amendment to GSK's existing agreement with CureVac and certain other project terminations, including the collaboration with iTeos Therapeutics, Inc., as well as the strengthening of GBP against USD. This is partially offset by additions to commitments for new R&D collaborations and acquisitions, including with ABL Bio, Inc., and Jiangsu Hengrui Pharmaceuticals Co., Ltd.

Within intangible assets commitments the Group has disclosed £34 million (2024: £38 million) related to nature-based carbon credit projects, which aligns with GSK's commitments to a net-zero, nature positive world, and within property, plant and equipment commitments of £57 million (2024: £34 million) related to the transition to a lower-carbon propellant solution.

Lease contracts that have not commenced are not disclosed as these are not material.

For the Group's commitments related to interest on debt and future finance charges on leases refer to Note 43, 'Financial instruments and related disclosures'.

The table excludes any amounts already capitalised in the financial statements for the year ended 31 December 2025.

### 36. Share capital and share premium account

	Ordinary shares of 31¼p each		Share premium
	Number	£m	£m
Share capital issued and fully paid:			
At 1 January 2023	4,311,343,341	1,347	3,440
Issued under employee share schemes	802,642	1	9
Ordinary shares acquired by ESOP Trusts	–	–	2
At 31 December 2023	4,312,145,983	1,348	3,451
Issued under employee share schemes	2,157,751	–	20
Ordinary shares acquired by ESOP Trusts	–	–	2
At 31 December 2024	4,314,303,734	1,348	3,473
Issued under employee share schemes	1,141,292	1	14
Ordinary shares acquired by ESOP Trusts	–	–	11
At 31 December 2025	4,315,445,026	1,349	3,498

At 31 December 2025, of the issued share capital, 62,875,215 shares were held in the ESOP Trusts, out of which 62,227,857 shares were held for the future exercise of share awards and 647,358 shares were held for the Executive Supplemental Savings plan. 240,019,489 shares were held as Treasury shares and 4,012,550,322 shares were in free issue. All issued shares are fully paid and there are no shares authorised but not in issue. The nominal, carrying and market values of the shares held in the ESOP Trusts are disclosed in Note 44, 'Employee share schemes'.

During the year ended 31 December 2025, the Group purchased 93 million ordinary shares, representing approximately —% of the issued ordinary share capital at 31 December 2025, at an average price of £14.73 pence per share, and an aggregate cost of £1.4 billion including directly attributable transaction costs of £8 million under the 2025 share buyback programme.

## Notes to the financial statements continued

### 36. Share capital and share premium account continued

The monthly breakdown of all shares purchased and the average price paid per share (excluding expenses) in relation to Tranche 1 of the 2025 share buyback programme of up to £700 million, which began in February 2025 and was completed in June 2025, were as follows:

Period	Number of shares purchased under share buyback programme	Average price paid	Total cost	Authorised purchases unutilised at month end
	Number	£ per share	£m	£m
February 25	3,953,602	14.65	58	642
March 25	14,283,285	15.00	214	428
April 25	17,492,918	13.63	238	189
May 25	12,351,970	14.13	175	15
June 25	982,305	15.08	15	–
<b>Total</b>	<b>49,064,080</b>	<b>14.27</b>	<b>700</b>	<b>–</b>

The monthly breakdown of all shares purchased and the average price paid per share (excluding expenses) in relation to Tranche 2 of the 2025 share buyback programme of up to £450 million, which began in June 2025 and was completed in September 2025, were as follows:

Period	Number of shares purchased under share buyback programme	Average price paid	Total cost	Authorised purchases unutilised at month end
	Number	£ per share	£m	£m
June 25	8,038,188	14.57	117	333
July 25	10,871,850	13.99	152	181
August 25	7,364,050	14.19	105	76
September 25	3,056,373	14.73	45	–
<b>Total</b>	<b>29,330,461</b>	<b>14.28</b>	<b>419</b>	<b>–</b>

The monthly breakdown of all shares purchased and the average price paid per share (excluding expenses) in relation to Tranche 3 of the 2025 share buyback programme of up to £300 million, which began in September 2025 and was completed in December 2025, were as follows:

Period	Number of shares purchased under share buyback programme	Average price paid	Total cost	Authorised purchases unutilised at month end
	Number	£ per share	£m	£m
September 25	305,000	15.49	5	295
October 25	6,998,500	16.39	115	181
November 25	3,840,233	17.86	68	112
December 25	3,410,912	18.18	62	–
<b>Total</b>	<b>14,554,645</b>	<b>17.18</b>	<b>250</b>	<b>–</b>

## Notes to the financial statements continued

### 37. Movements in equity

Retained earnings and other reserves amounted to £11,530 million at 31 December 2025 (2024: £8,850 million; 2023: £8,548 million) of which £444 million (2024: £452 million; 2023: £451 million) related to associates and joint ventures.

The cumulative translation exchange in equity is as follows:

	Net translation exchange included in:			Total translation exchange £m
	Retained earnings £m	Fair value reserve £m	Non-controlling interests £m	
At 1 January 2023	(429)	(5)	(97)	(531)
Exchange movements on overseas net assets and net investment hedges	(41)	19	(25)	(47)
Reclassification of exchange movements on liquidation or disposal of overseas subsidiaries and associates	(34)	–	–	(34)
At 31 December 2023	(504)	14	(122)	(612)
Exchange movements on overseas net assets and net investment hedges	(380)	(12)	(4)	(396)
Reclassification of exchange movements on liquidation or disposal of overseas subsidiaries and associates	(87)	–	–	(87)
At 31 December 2024	(971)	2	(126)	(1,095)
Exchange movements on overseas net assets and net investment hedges	235	(4)	(18)	213
Reclassification of exchange movements on liquidation or disposal of overseas subsidiaries and associates	(12)	–	–	(12)
At 31 December 2025	(748)	(2)	(144)	(894)

The analysis of other comprehensive income by equity category is as follows:

	Retained earnings £m	Other reserves £m	Non-controlling interests £m	Total £m
<b>2025</b>				
Items that may be subsequently reclassified to income statement:				
Exchange movements on overseas net assets and net investment hedges	235	(4)	–	231
Reclassification of exchange movements on liquidation or disposal of subsidiaries and associates	(12)	–	–	(12)
Fair value movements on cash flow hedges	–	(41)	–	(41)
Cost of hedging	–	4	–	4
Reclassification of cash flow hedges to income statement	–	36	–	36
Deferred tax on fair value movements on cash flow hedges	–	(2)	–	(2)
Items that will not be reclassified to income statement:				
Exchange movements on overseas net assets of non-controlling interests	–	–	(18)	(18)
Fair value movements on equity investments	–	215	–	215
Tax on fair value movements on equity investments	–	(20)	–	(20)
Remeasurement on defined benefit plans	133	–	–	133
Tax on remeasurement defined benefit plans	(33)	–	–	(33)
Fair value movements on cash flow hedges	–	–	–	–
Total other comprehensive income/(expense) for the year	323	188	(18)	493

## Notes to the financial statements continued

## 37. Movements in equity continued

2024	Retained earnings £m	Other reserves £m	Non- controlling interests £m	Total £m
Items that may be subsequently reclassified to income statement:				
Exchange movements on overseas net assets and net investment hedges	(380)	(12)	–	(392)
Reclassification of exchange movements on liquidation or disposal of subsidiaries and associates	(87)	–	–	(87)
Fair value movements on cash flow hedges	–	–	–	–
Deferred tax on fair value movements on cash flow hedges	–	1	–	1
Cost of hedging	–	(4)	–	(4)
Reclassification of cash flow hedges to income statement	–	4	–	4
Items that will not be reclassified to income statement:				
Exchange movements on overseas net assets of non-controlling interests	–	–	(4)	(4)
Fair value movements on equity investments	–	(100)	–	(100)
Tax on fair value movements on equity investments	–	17	–	17
Remeasurement on defined benefit plans	506	–	–	506
Tax on remeasurement defined benefit plans	(122)	–	–	(122)
Fair value movements on cash flow hedges	–	8	–	8
<b>Total other comprehensive income/(expense) for the year</b>	<b>(83)</b>	<b>(86)</b>	<b>(4)</b>	<b>(173)</b>
<hr/>				
2023	Retained earnings £m	Other reserves £m	Non- controlling interests £m	Total £m
Items that may be subsequently reclassified to income statement:				
Exchange movements on overseas net assets and net investment hedges	(41)	19	–	(22)
Reclassification of exchange movements on liquidation or disposal of subsidiaries and associates	(34)	–	–	(34)
Fair value movements on cash flow hedges	–	(1)	–	(1)
Deferred tax on fair value movements on cash flow hedges	–	1	–	1
Reclassification of cash flow hedges to income statement	–	4	–	4
Items that will not be reclassified to income statement:				
Exchange movements on overseas net assets of non-controlling interests	–	–	(25)	(25)
Fair value movements on equity investments	–	(244)	–	(244)
Tax on fair value movements on equity investments	–	14	–	14
Remeasurement on defined benefit plans	71	–	–	71
Tax on remeasurement defined benefit plans	(41)	–	–	(41)
Fair value movements on cash flow hedges	–	(40)	–	(40)
<b>Total other comprehensive income/(expense) for the year</b>	<b>(45)</b>	<b>(247)</b>	<b>(25)</b>	<b>(317)</b>

## Notes to the financial statements continued

### 37. Movements in equity continued

Information on net investment hedges is provided in part (d) of Note 43 'Financial instruments and related disclosures'.

The analysis of other reserves is as follows:

	ESOP Trust shares £m	Fair value reserve £m	Cash flow hedge reserve and cost of hedging reserve £m	Other reserves £m	Total £m
At 1 January 2023	(353)	(308)	(20)	2,129	1,448
Exchange adjustment	26	(5)	(2)	–	19
Transferred to Retained earnings in the year on disposals of equity investments	–	33	–	–	33
Reclassification of cash flow hedges to income statement	–	–	4	–	4
Hedging gain/loss transferred to non-financial assets	–	–	36	–	36
Net fair value movement in the year (including tax)	–	(230)	(40)	–	(270)
Ordinary shares acquired by ESOP Trusts	(285)	–	–	–	(285)
Write-down of shares held by ESOP Trusts	324	–	–	–	324
At 31 December 2023	(288)	(510)	(22)	2,129	1,309
Exchange adjustment	(12)	–	–	–	(12)
Transferred to Retained earnings in the year on disposals of equity investments	–	(66)	–	–	(66)
Reclassification of cash flow hedges to income statement	–	–	4	–	4
Hedging gain/loss transferred to non-financial assets	–	–	(6)	–	(6)
Cost of hedging	–	–	(4)	–	(4)
Net fair value movement in the year (including tax)	–	(83)	9	–	(74)
Ordinary shares acquired by ESOP Trusts	(459)	–	–	–	(459)
Write-down of shares held by ESOP Trusts	362	–	–	–	362
At 31 December 2024	(397)	(659)	(19)	2,129	1,054
Exchange adjustments	44	(50)	–	–	(6)
Transferred to retained earnings in the year on disposal of equity investments	–	8	–	–	8
Reclassification of cash flow hedges to income statement	–	–	36	–	36
Cost of hedging	–	–	4	–	4
Net fair value movement in the year (including tax)	–	195	(41)	–	154
Ordinary shares acquired by ESOP Trusts	(396)	–	–	–	(396)
Write-down of shares held by ESOP Trusts	467	–	–	–	467
At 31 December 2025	(282)	(506)	(20)	2,129	1,321

Other reserves include various non-distributable merger and pre-merger reserves amounting to £1,849 million at 31 December 2025 (2024: £1,849 million; 2023: £1,849 million). Other reserves also include the capital redemption reserve created as a result of the previous share buyback programme amounting to £280 million at 31 December 2025 (2024: £280 million; 2023: £280 million) which ceased in 2014. Under the current share buyback programme initiated in 2025, the repurchased shares are held as Treasury shares and not cancelled, and so no capital redemptive reserve transfers have been made.

## Notes to the financial statements continued

### 38. Non-controlling interests

Total non-controlling interests includes the following individually material non-controlling interests. Other non-controlling interests are individually not material.

#### ViiV Healthcare

GSK holds 78.3% of the ViiV Healthcare sub-group, giving rise to a material non-controlling interest. Summarised financial information available at the latest practicable date in respect of the ViiV Healthcare sub-group is as follows:

	2025 £m	2024 £m	2023 £m
Turnover	7,458	7,023	6,308
Profit after taxation	2,862	1,619	2,034
Other comprehensive income/(expense)	(11)	7	(19)
Total comprehensive income	2,851	1,626	2,015

	2025 £m	2024 £m
Non-current assets	2,571	2,649
Current assets	3,710	3,479
Total assets	6,281	6,128
Current liabilities	(4,321)	(4,218)
Non-current liabilities	(7,486)	(8,566)
Total liabilities	(11,807)	(12,784)
Net liabilities	(5,526)	(6,656)

	2025 £m	2024 £m	2023 £m
Net cash inflow from operating activities	3,042	2,554	2,192
Net cash outflow from investing activities	(149)	(106)	(2)
Net cash outflow from financing activities	(2,452)	(2,518)	(2,463)
Increase/(decrease) in cash and bank overdrafts in the year	441	(70)	(273)

The above financial information relates to the ViiV Healthcare group on a stand-alone basis, before the impact of Group-related adjustments, primarily related to the recognition of preferential dividends. The profit after taxation of £2,862 million (2024: £1,619 million; 2023: £2,034 million) is stated after charging preferential dividends payable to GSK and Pfizer and after a charge of £623 million (2024: £1,377 million; 2023: £858 million) for remeasurement of contingent consideration payable. This consideration is expected to be paid over a number of years.

The following amounts attributable to the ViiV Healthcare group are included in GSK's consolidated financial statements:

	2025 £m	2024 £m	2023 £m
Share of profit for the year attributable to non-controlling interest	552	357	373
Dividends paid to non-controlling interest	374	392	398
Non-controlling interest in the consolidated balance sheet	(515)	(683)	(648)

### 39. Related party transactions

At 31 December 2025, there were no outstanding loans due to GSK (2024: £0.8 million with Index Ventures and 2024: £2.3 million with Medicxi Ventures I LP). Cash distributions were received from the investments in Medicxi Ventures I LP of £62 million (2024: £15.3 million), Index Ventures I LP of £2.3 million (2024: £nil) and Kurma Biofund II FCPR of £2.3 million (2024: £nil).

The Group had no other significant related party transactions which might reasonably be expected to influence decisions made by the users of these financial statements.

The aggregate compensation of the Directors and senior management (members of the Executive Committee, formerly known as the GSK Leadership Team) is given in Note 9, 'Employee costs'.

## Notes to the financial statements continued

### 40. Acquisitions and disposals

Details of the acquisition and disposal of significant subsidiaries, associates, joint ventures and other businesses are given below:

#### 2025

On 21 February 2025, GSK completed the acquisition of 100% of IDRx, Inc, a Boston-based, clinical stage biopharmaceutical company dedicated to developing precision therapies for the treatment of gastrointestinal stromal tumours (GIST). The acquisition includes a lead molecule, IDRx-42, a highly selective investigational tyrosine kinase inhibitor (TKI) that is designed to improve the outcomes for patients with GIST. The consideration for the acquisition comprised an upfront payment of US\$1.1 billion (£840 million) as adjusted for working capital acquired paid upon closing and up to US\$150 million (£119 million) as an additional success-based regulatory milestone payment. The estimated fair value of the contingent consideration payable was US\$56 million (£45 million). In addition, GSK will also be responsible for success-based milestone payments as well as tiered royalties for IDRx-42 owed to Merck KGaA, Darmstadt, Germany.

On 7 July 2025, GSK completed the acquisition of 100% of BP Asset IX, Inc. a subsidiary of Boston Pharmaceuticals which provides access to efimosfermin alfa. Efimosfermin is a phase III-ready, potential best-in-class, investigational speciality medicine to treat and prevent progression of steatotic liver disease (SLD). The consideration for the acquisition comprised an upfront payment of US\$1.2 billion (£906 million) as adjusted for working capital acquired paid upon closing and up to US\$800 million (£588 million) in certain success-based regulatory milestone payments. The estimated fair value of the contingent consideration payable was US\$302 million (£222 million).

During the period to 31 December 2025, no sales arising from the IDRx or BP Asset IX's businesses were included in Group turnover and no revenue is expected until regulatory approval is received on the respective acquired assets.

GSK continues to support the ongoing development of the acquired assets and consequently these assets will be loss making until regulatory approval on these assets is received. The development of these assets has been integrated into the Group's existing R&D activities, so it is impracticable to quantify these development costs or the impact on Total profit after taxation for the period ended 31 December 2025.

Goodwill of £315 million (£109 million for IDRx and £206 million for BP Asset IX) has been recognised. The goodwill represents specific synergies available to GSK from the business combinations. The goodwill has been allocated to the Group's Commercial Operations and Total R&D segments (refer to Note 19, 'Goodwill' for allocation methodology). None of the goodwill is expected to be deductible for tax purposes.

	IDRx Inc £m	BP Asset IX £m	Total £m
Net assets acquired			
Intangible assets	882	1,088	1,970
Trade and other receivables	5	–	5
Cash and cash equivalents	48	30	78
Trade and other payables	(31)	(8)	(39)
Taxation	(128)	(188)	(316)
	776	922	1,698
Goodwill	109	206	315
Total consideration	885	1,128	2,013

Of the total £2.0 billion consideration (£0.9 billion for IDRx and £1.1 billion for BP Asset IX), £267 million (£45 million for IDRx and £222 million for BP Asset IX) of the contingent consideration recognised at acquisition was unpaid as at 31 December 2025. As at 31 December 2025, the present value of the contingent consideration payable was £45 million for IDRx and £231 million for BP Asset IX.

On 15 January 2025, GSK completed the acquisition of a Berlin based private company, Cellphenomics GmbH, which has developed proprietary capabilities in developing durable organoid models, for a total cash consideration of up to €44 million (approximately £37 million) of which €15 million (£13 million) was unpaid as at 31 December 2025. The acquisition is accounted for as a business combination but is not considered a significant acquisition for the Group.

#### Business disposals

GSK completed no material business disposals in 2025.

#### Associates and joint ventures

GSK completed no material investments or disposals of associates or joint ventures during the year.

## Notes to the financial statements continued

### 40. Acquisitions and disposals continued

#### Cash flows

	Business acquisitions £m	Business disposals £m
Cash consideration paid	(1,755)	(24)
Net deferred consideration paid	(15)	(3)
Transaction costs	(23)	–
Cash and cash equivalents acquired	78	–
Cash outflow	(1,715)	(27)

#### 2024

On 9 January 2024, GSK announced it had entered into an agreement to acquire 100% of Aiolos Bio, Inc. (Aiolos), a clinical stage biopharmaceutical company focused on addressing the unmet treatment needs of patients with certain respiratory and inflammatory conditions, for a total cash consideration of US\$1,004 million (£800 million) as adjusted for working capital acquired paid upon closing and up to US\$400 million (£319 million) in certain success-based regulatory milestone payments. The estimated fair value of the contingent consideration payable was US\$120 million (£96 million). In addition, GSK will also be responsible for success-based milestone payments as well as tiered royalties owed to Jiangsu Hengrui Pharmaceuticals Co., Ltd. (Hengrui). The acquisition completed on 14 February 2024.

During 2024, no sales arising from the Aiolos business were included in Group turnover and no revenue is expected until regulatory approval is received on the acquired asset.

GSK continues to support the ongoing development of the acquired asset and consequently this asset will be loss making until regulatory approval on this asset is received. The development of this asset has been integrated into the Group's existing R&D activities, so it is impracticable to quantify these development costs or the impact on Total profit after taxation for the period ended 31 December 2024.

Goodwill of £191 million has been recognised. The goodwill represents specific synergies available to GSK from the business combination. The goodwill has been allocated to the Group's R&D segment. None of the goodwill is expected to be deductible for tax purposes.

	Total £m
Net assets acquired:	
Intangible assets	886
Trade and other receivables	10
Cash and cash equivalents	23
Trade and other payables	(26)
Deferred tax liabilities	(188)
	705
Goodwill	191
Total consideration	896

On 6 June 2024, GSK announced that it had acquired Elsie Biotechnologies, a San Diego-based private biotechnology company dedicated to unlocking the full potential of oligonucleotide therapeutics, for a total consideration of up to US\$51 million (approximately £40 million), including up to US\$10 million (£8 million) in certain success-based development and regulatory milestone payments. The key assets and liabilities recognised at acquisition include goodwill of US\$23 million (£19 million), intangible assets of US\$35 million (£27 million) and a deferred tax liability of US\$7 million (£6 million). The acquisition is accounted for as a business combination but is not considered a significant acquisition for the Group. This agreement is not subject to closing conditions and the acquisition has been completed.

#### Business disposals

GSK completed no material business disposals in 2024.

#### Associates and joint ventures

GSK completed no material investments or disposals of associates or joint ventures during the year.

## Notes to the financial statements continued

### 40. Acquisitions and disposals continued

#### Cash flows

	Business acquisitions £m	Business disposals £m
Cash consideration paid	(773)	–
Net deferred consideration paid	(57)	(18)
Transaction costs	(5)	–
Cash and cash equivalents acquired	25	–
Cash outflow	(810)	(18)

## 2023

### Business acquisitions

On 28 June 2023, GSK completed the acquisition of BELLUS Health Inc. ("Bellus") which was effected through a Plan of Arrangement (the "Arrangement") pursuant to the Canada Business Corporations Act. The Arrangement was approved by Bellus' shareholders on 16 June 2023. Upon completion, GSK acquired all outstanding common shares of Bellus for US\$14.75 per common share in cash, representing a total equity value of US\$2 billion (£1.6 billion). The acquisition provides GSK access to camlipixant, a potential best-in-class and highly selective P2X3 antagonist currently in phase III development for the first-line treatment of adult patients with refractory chronic cough (RCC).

	Total £m
Net assets acquired:	
Intangible assets	1,438
Non-current equity investments	2
Right of use assets	1
Trade and other receivables	96
Investments held as current assets	51
Cash and cash equivalents	148
Lease liabilities	(1)
Trade and other payables	(103)
Deferred tax liabilities	(136)
	1,496
Non-controlling interest	–
Goodwill	109
Total consideration	1,605

In 2023, the provisional values of the identifiable assets and liabilities acquired in the Affinivax, Inc. business combination were updated for the finalisation of the fair value of intangible assets, resulting in an increase in intellectual property of £39 million, a decrease to goodwill of £31 million and a decrease to deferred tax of £8 million. The amounts recognised at 31 December 2022 have not been restated on the basis of materiality.

### Business disposals

GSK completed no material business disposals in 2023.

### Associates and joint ventures

GSK completed no material investments or disposals of associates or joint ventures during the year.

#### Cash flows

	Business acquisitions £m	Business disposals £m
Cash consideration (paid)/received	(1,605)	68
Net deferred consideration paid	–	(19)
Transaction costs	(17)	–
Cash and cash equivalents acquired/(divested)	148	–
Cash (outflow)/inflow	(1,474)	49

## Notes to the financial statements continued

## 41. Adjustments reconciling profit after tax to operating cash flows

	2025 £m	2024 £m	2023 £m
Total profit after tax from operations	6,289	2,951	5,308
Tax on profits	1,112	526	756
Share of after tax (profits)/losses of associates and joint ventures	(1)	3	5
Finance expense net of finance income	532	547	677
Depreciation	1,056	1,097	1,082
Amortisation of intangible assets	1,258	1,454	1,212
Impairment and assets written off	1,098	408	467
Loss on sale of businesses	9	11	–
Profit on sale of intangible assets	(49)	(170)	(12)
Profit on sale of investments in associates	–	(6)	(1)
Profit on sale of equity investments	(4)	(10)	–
Changes in working capital:			
Decrease/(increase) in inventories	(140)	(294)	(424)
Decrease/(increase) in trade receivables	(613)	298	(794)
Increase/(decrease) in trade payables	131	(179)	(15)
Contingent consideration paid (see Note 32)	(1,330)	(1,235)	(1,134)
Other non-cash increase in contingent consideration liabilities	465	1,834	492
Decrease/(increase) in other receivables	(484)	42	145
Increase/(decrease) in other payables	343	(610)	689
Increase/(decrease) in pension and other provisions	(1,139)	999	(457)
Share-based incentive plans	374	344	307
Fair value adjustments	45	(39)	(107)
Other	(9)	(110)	(100)
Total adjustments	2,654	4,910	2,788
Total cash generated from operations	8,943	7,861	8,096

## Notes to the financial statements continued

## 42. Reconciliation of net cash flow to movement in net debt

	2025 £m	2024 £m	2023 £m
Net debt, at beginning of year	(13,095)	(15,040)	(17,197)
Increase/(decrease) in cash and bank overdrafts	(177)	599	(468)
Decrease in liquid investments	(11)	(21)	(72)
Repayment of long-term loans <sup>(1)</sup>	1,400	1,615	2,260
Issue of long-term notes	(1,979)	(1,075)	(223)
Net decrease/(increase) in short-term loans	(1,085)	811	333
Increase in other short-term loans <sup>(2)</sup>	(130)	(266)	–
Repayment of other short-term loans <sup>(2)</sup>	288	81	–
Repayment of lease liabilities	241	226	197
Net investments/(debt) of subsidiary undertakings acquired	(1)	–	50
Exchange adjustments	241	117	554
Other non-cash movements	(145)	(142)	(474)
Decrease/(increase) in net debt	(1,358)	1,945	2,157
Total net debt at end of year	(14,453)	(13,095)	(15,040)

(1) Repayment of long-term loans includes the current portion of long-term borrowings which are classified as short-term borrowings on the balance sheet. This change in presentation was made in 2024. Previously, the repayment of short-term borrowings was presented as repayment of short-term loans (2023: £2,116 million)

(2) Other short-term loans include bank loans presented within short-term borrowings on the balance sheet, with an initial maturity of greater than three months

	At 1 January 2025 £m	Exchange £m	Other £m	Interest expense £m	Change in fair value £m	Reclass- ifications £m	Cash flow £m	At 31 December 2025 £m
<b>Analysis of changes in net debt</b>								
Liquid investments	21	(1)	–	–	–	–	(11)	9
Cash and cash equivalents	3,870	(22)	–	–	–	–	(451)	3,397
Bank overdrafts	(467)	3	–	–	–	–	274	(190)
	3,403	(19)	–	–	–	–	(177)	3,207
Debt due within one year:								
Commercial paper	–	7	–	–	–	–	(1,085)	(1,078)
European/US MTN & Bank facilities	(1,419)	(43)	35	–	–	(1,456)	1,400	(1,483)
Lease liabilities	(168)	6	19	–	–	(233)	241	(135)
Other	(295)	51	(38)	–	–	–	158	(124)
	(1,882)	21	16	–	–	(1,689)	714	(2,820)
Debt due after one year:								
European/US MTN & Bank facilities	(13,703)	222	–	(11)	–	1,456	(1,979)	(14,015)
Lease liabilities	(934)	26	(18)	–	–	233	–	(693)
	(14,637)	247	(18)	(11)	–	1,689	(1,979)	(14,708)
Liabilities relating to assets held for sale	–	–	(139)	–	–	–	–	(139)
Net debt	(13,095)	246	(141)	(11)	1	–	(1,453)	(14,453)
Interest payable	(162)	1	(37)	(642)	–	–	679	(161)
Derivative financial instruments	(82)	–	–	–	15	–	46	(21)
Total liabilities from financing activities*	(16,763)	267	(178)	(653)	16	–	(540)	(17,851)

\* Excluding cash and cash equivalents, overdrafts and liquid investments.

## Notes to the financial statements continued

## 42. Reconciliation of net cash flow to movement in net debt continued

	At 1 January 2024 £m	Exchange £m	Other £m	Interest expense £m	Change in fair value £m	Reclass- ifications £m	Cash flow £m	At 31 December 2024 £m
Analysis of changes in net debt								
Liquid investments	42	–	–	–	–	–	(21)	21
Cash and cash equivalents	2,936	(54)	–	–	–	–	988	3,870
Overdrafts	(78)	–	–	–	–	–	(389)	(467)
	2,858	(54)	–	–	–	–	599	3,403
Debt due within one year:								
Commercial paper	(815)	4	–	–	–	–	811	–
European/US MTN & Bank facilities	(1,651)	51	(20)	–	–	(1,414)	1,615	(1,419)
Lease liabilities	(156)	5	6	–	–	(249)	226	(168)
Other	(113)	(11)	14	–	–	–	(185)	(295)
	(2,735)	49	–	–	–	(1,663)	2,467	(1,882)
Debt due after one year:								
European/US MTN & Bank facilities	(14,154)	127	–	(15)	–	1,414	(1,075)	(13,703)
Lease liabilities	(1,051)	5	(137)	–	–	249	–	(934)
	(15,205)	132	(137)	(15)	–	1,663	(1,075)	(14,637)
Net debt	(15,040)	127	(137)	(15)	–	–	1,970	(13,095)
Interest payable	(162)	–	(30)	(602)	–	–	632	(162)
Derivative financial instruments	16	–	–	–	31	–	(129)	(82)
Total liabilities from financing activities*	(18,086)	181	(167)	(617)	31	–	1,895	(16,763)

\* Excluding cash and cash equivalents, overdrafts and liquid investments.

For further information on significant changes in net debt see Note 29, 'Net debt'.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures

The objective of GSK's Treasury activities is to minimise the net cost of financial operations and reduce its volatility to benefit earnings and cash flows. GSK uses a variety of financial instruments to finance its operations and derivative financial instruments to manage market risks from these operations. Derivatives principally comprise foreign exchange forward contracts and swaps which are used to swap borrowings and liquid assets into currencies required for Group purposes as well as interest rate swaps and cross currency swaps which are used to manage exposure to financial risks from changes in interest rates. These financial instruments reduce the uncertainty of foreign currency transactions and interest payments.

Derivatives are used exclusively for hedging purposes in relation to underlying business activities and not as trading or speculative instruments.

#### Capital management

GSK's financial strategy supports the Group's strategic priorities and is regularly reviewed by the Board. GSK manages the capital structure of the Group through an appropriate mix of debt and equity.

The capital structure of the Group consists of net debt of £14.5 billion (2024: £13.1 billion) (see Note 29, 'Net debt') and total equity, including items related to non-controlling interests, of £16.0 billion (2024: £13.1 billion) (see 'Consolidated statement of changes in equity' on page 188). Total capital, including that provided by non-controlling interests, is £30.5 billion (2024: £26.2 billion).

The Group continues to manage its financial policies to a credit profile that particularly targets ratings of at least A2/A (Moody's/S&P), through the cycle. The Group's long-term credit rating with S&P is A (stable outlook) and with Moody's is A2 (stable outlook). The Group's short-term credit ratings are A-1 and P-1 with S&P and Moody's respectively.

#### Liquidity risk management

GSK's policy is to borrow centrally in order to meet anticipated funding requirements. The strategy is to diversify liquidity sources using a range of facilities and to maintain broad access to financial markets. Each day, GSK sweeps cash to or from a number of global subsidiaries and central Treasury accounts for liquidity management purposes. GSK utilises both physical and notional cash pool arrangements as appropriate by location and currency. For notional cash pools, liquidity is drawn against foreign currency balances to provide both local funding and central liquidity as required and with balances actively managed and maintained to appropriate levels. As balances in notional pooling arrangements are not settled across currencies, gross cash and overdraft balances are reported.

At 31 December 2025, GSK had £3.0 billion (2024: £2.3 billion) of borrowings repayable within one year and held £3.4 billion (2024: £3.9 billion) of cash and cash equivalents and liquid investments of which £2.6 billion (2024: £3.1 billion) was held centrally.

GSK has access to short-term finance under a \$10 billion (£7.4 billion) US commercial paper programme; \$1,450 million (£1,078 million) was in issue at 31 December 2025 (2024: \$nil (£nil)). Maximum drawdowns under the US commercial paper programme during the year were \$1,450 million (£1,078 million) (2024: \$1,315 million (£1,048 million)). GSK has access to short-term finance under a £5 billion Euro commercial paper programme. There was no Euro commercial paper in issue at 31 December 2025 (2024: €nil (£nil)). Maximum drawdowns under the Euro commercial paper programme during the year were €750 million (£642 million) (2024: €170 million (£145 million)).

GSK has £1.6 billion of three-year and \$2.2 billion (£1.6 billion) of 364-day committed facilities. In August 2025 GSK cancelled both these committed facilities and replaced them with new revolving facilities of equivalent size with maturities of September 2028 for the three-year facility and September 2026 for the 364-day facility. These committed facilities were undrawn at 31 December 2025. GSK considers this level of committed facilities to be adequate, given current liquidity requirements.

GSK has a £20 billion Euro Medium Term Note programme and at 31 December 2025, £8.8 billion of notes were in issue under this programme. The Group also had \$9.0 billion (£6.7 billion) of notes in issue at 31 December 2025 under a US shelf registration. GSK's borrowings mature at dates between 2026 and 2045.

#### Market risk

##### Interest rate risk management

GSK's objective is to minimise the effective net interest cost and to balance the mix of debt at fixed and floating rates over time.

The Group's main interest rate risk arises from borrowings and investments with floating rates and refinancing of maturing fixed rate debt where any changes in interest rates will affect future cash flows or the fair values of financial instruments. The policy on interest rate risk management limits the net amount of floating rate debt to a specific cap, reviewed and agreed no less than annually by the Board.

The majority of debt is issued at fixed interest rates and changes in the floating rates of interest do not significantly affect the Group's net interest charge. Short-term borrowings including bank facilities are exposed to the risk of future changes in market interest rates as are the majority of cash and liquid investments.

GSK has the ability to further manage interest rate risk through the use of interest rate swaps and cross currency swaps.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

#### Foreign exchange risk management

The Group's objective is to minimise the exposure of overseas operating subsidiaries to transaction risk by matching local currency income with local currency costs where possible. Foreign currency transaction exposures arising on external and internal trade flows are selectively hedged. GSK's internal trading transactions are matched centrally and inter-company payment terms are managed to reduce foreign currency risk. Where possible, GSK manages the cash surpluses or borrowing requirements of subsidiary companies centrally using forward contracts to hedge future repayments back into the originating currency.

In order to reduce foreign currency translation exposure, the Group seeks to denominate borrowings in the currencies of our principal assets and cash flows. These are primarily denominated in US Dollars, Euros and Sterling. Borrowings can be swapped into other currencies as required through the use of cross currency swaps.

Borrowings denominated in, or swapped into, foreign currencies that match investments in overseas Group assets may be treated as a hedge against the relevant assets. Forward contracts in major currencies are also used to reduce exposure to the Group's investment in overseas assets (see 'Net investment hedges' section of this note for further details).

#### Credit risk

Credit risk is the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group and arises on cash and cash equivalents and favourable derivative financial instruments held with banks and financial institutions as well as credit exposures to wholesale and retail customers, including outstanding receivables.

The Group considers its maximum credit risk at 31 December 2025 to be £10,036 million (31 December 2024: £9,986 million) which is the total of the Group's financial assets with the exception of 'Other investments' (comprising equity investments) which bear equity risk rather than credit risk. See page 252 for details on the Group's total financial assets. At 31 December 2025, GSK's greatest concentration of credit risk was £1.3 billion with a wholesaler in the US (2024: £1.1 billion with a wholesaler in the US). See page 250 for further information on the Group's credit risk exposure in respect of the three largest US wholesaler customers.

There has been no change in the estimation techniques or significant assumptions made during the current and prior reporting periods in assessing the loss allowance for financial assets at amortised cost or at FVTOCI.

#### Treasury-related credit risk

GSK sets global counterparty limits for each of GSK's banking and investment counterparties based on long-term credit ratings from Moody's and S&P. Usage of these limits is actively monitored. Credit Support Annexes (CSAs) can be utilised to reduce credit risk on selected trades, taking into consideration impact on current and future liquidity.

GSK actively manages its exposure to credit risk, reducing surplus cash balances wherever possible. This is part of GSK's strategy to regionalise cash management and to concentrate cash centrally as much as possible. The table below sets out the credit exposure to counterparties by rating for liquid investments, cash and cash equivalents and derivatives.

The gross asset position on each derivative contract is considered for the purpose of this table, although, under International Swaps and Derivatives Association (ISDA) agreements, the amount at risk is the net position with each counterparty. Table (e) on page 261 sets out the Group's financial assets and liabilities on an offset basis.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

At 31 December 2025, £51 million (2024: £24 million) of cash is categorised as held with unrated or sub-investment grade rated counterparties (lower than BBB-/Baa3). This exposure is concentrated in overseas banks used for local cash management or investment purposes, including: £29 million with Banco de Galicia Y Buenos Aires in Argentina; £15 million with Halk Bank in Turkey; £4 million in Ecuador held with Banco De La Produccion; and £2 million in Brazil held with Banco Bradesco, Itaú Unibanco, Banco Do Brasil and Caixa Econômica Federal. Of the £69 million (2024: £80 million) of bank balances and deposits held with BBB/Baa rated counterparties, £23 million was held with BBB-/Baa3 rated counterparties, including balances or deposits of £13 million with OTP Bank in Russia; £8 million with ICICI bank in India; and £2 million with State Bank of India in India. These banks are used for local investment purposes, with the exception of Russia where there are no plans for new investments.

GSK measures expected credit losses over cash and cash equivalents as a function of individual counterparty credit ratings and associated 12 month default rates. Expected credit losses over cash and cash equivalents and third-party financial derivatives are deemed to be immaterial and no such loss has been experienced during 2025 or 2024.

Credit ratings are assigned by S&P and Moody's respectively. Where the opinions of the two rating agencies differ, GSK assigns the lower rating of the two to the counterparty. Where local rating agency or Fitch data is the only source available, the ratings are converted to global ratings equivalent to those of S&P or Moody's using published conversion tables. These credit ratings form the basis of the assessment of the expected credit loss on Treasury-related balances held at amortised cost being bank balances and deposits and Government securities.

	AAA/Aaa £m	AA/Aa £m	A/A £m	BBB/Baa £m	BB+/Ba1 and below /unrated £m	Total £m
<b>2025</b>						
Bank balances and deposits	–	48	1,436	69	51	1,604
US Treasury and Treasury repo only money market funds	431	–	–	–	–	431
Liquidity funds	1,362	–	–	–	–	1,362
Government securities	–	9	–	–	–	9
Third-party financial derivatives	–	–	121	–	–	121
<b>Total</b>	<b>1,793</b>	<b>57</b>	<b>1,557</b>	<b>69</b>	<b>51</b>	<b>3,527</b>

	AAA/Aaa £m	AA/Aa £m	A/A £m	BBB/Baa £m	BB+/Ba1 and below /unrated £m	Total £m
<b>2024</b>						
Bank balances and deposits	–	36	2,450	80	24	2,590
US Treasury and Treasury repo only money market funds	300	–	–	–	–	300
Liquidity funds	980	–	–	–	–	980
Government securities	–	21	–	–	–	21
Third-party financial derivatives	–	–	110	–	–	110
<b>Total</b>	<b>1,280</b>	<b>57</b>	<b>2,560</b>	<b>80</b>	<b>24</b>	<b>4,001</b>

GSK's centrally managed cash reserves amounted to £2.6 billion (2024: £3.1 billion) at 31 December 2025, all available within three months. This includes £2.3 billion (2024: £1.9 billion) of cash managed by the Group for Viiv Healthcare, a 78.3% (2024: 78.3%) owned subsidiary. The Group has invested centrally managed liquid assets in bank deposits, Aaa/AAA rated US Treasury and Treasury repo only money market funds and Aaa/AAA rated liquidity funds.

#### Wholesale and retail credit risk

Outside the US, no customer accounts for more than 5% of the Group's trade receivables balance.

In the US, in line with other pharmaceutical companies, the Group sells its products through a small number of wholesalers in addition to hospitals, pharmacies, physicians and other groups. Sales to the three largest wholesalers amounted to approximately 79% (2024: 77%) of the sales of the US Commercial Operations business in 2025.

At 31 December 2025, the Group had trade receivables due from these three wholesalers totalling £3,127 million or 53% of total trade receivables (2024: £2,766 million or 50%). The Group is exposed to a concentration of credit risk in respect of these wholesalers such that, if one or more of them encounters financial difficulty, it could materially and adversely affect the Group's financial results.

This concentration of trade receivables is reflective of standard market practice in the US pharmaceuticals sector where a significant portion of sales are made to these three wholesalers, as disclosed in Note 6, 'Turnover and segment information'. GSK's assessment is that there is limited credit risk associated with these customers.

The Group's credit risk monitoring activities relating to these wholesalers include a review of their quarterly financial information and S&P credit ratings, development of GSK internal risk ratings, and establishment and periodic review of credit limits.

All new customers are subject to a credit vetting process and existing customers are subject to a review at least annually. The vetting process and subsequent reviews involve obtaining information including the customer's status as a government or private sector entity, audited financial statements, credit bureau reports, debt rating agency (e.g. Moody's, S&P) reports, payment performance history (from trade references, industry credit groups) and bank references.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

Trade receivables consist of amounts due from a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, credit insurance is purchased or factoring arrangements put in place.

The amount of information obtained is proportional to the level of exposure being considered. The information is evaluated quantitatively (i.e. credit score) and qualitatively (i.e. judgement) in conjunction with the customer's credit requirements to determine a credit limit.

Trade receivables are grouped into customer segments that have similar loss patterns to assess credit risk while other receivables and other financial assets are assessed individually. Historical and forward-looking information is considered to determine the appropriate expected credit loss allowance.

The Group believes there is no further credit risk provision required in excess of the allowance for expected credit losses (see Note 25, 'Trade and other receivables').

#### Credit enhancements

The Group uses credit enhancements including factoring, letters of credit and credit insurance to minimise the credit risk of the trade receivables in the Group. At 31 December 2025, £211 million (2024: £307 million) of trade receivables were insured in order to protect the receivables from loss due to credit risks such as default, insolvency and bankruptcy.

Each Group entity assesses the credit risk of its private customers to determine if credit insurance is required.

Factoring arrangements are managed locally by entities and are used to mitigate risk arising from large credit risk concentrations. All factoring arrangements are non-recourse. Trade receivables with a carrying amount of £754 million (2024: £846 million), that would otherwise have appeared on the Group balance sheet at 31 December 2025, were derecognised under factoring arrangements.

#### Fair value of financial assets and liabilities excluding lease liabilities

The table on page 252 presents the carrying amounts and the fair values of the Group's financial assets and liabilities excluding lease liabilities at 31 December 2025 and 31 December 2024.

The fair values of the financial assets and liabilities are included at the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions are used to measure the fair values of significant financial instruments carried at fair value on the balance sheet:

- Other investments – equity investments traded in an active market determined by reference to the relevant stock exchange quoted bid price; other equity investments determined by reference to the current market value of similar instruments, recent financing rounds or the discounted cash flows of the underlying net assets
- Trade receivables carried at fair value – based on invoiced amount
- Interest rate swaps, cross currency interest rate swaps, foreign exchange forward contracts, swaps and options – based on the present value of contractual cash flows or option valuation models using market sourced data (for example exchange rates or interest rates) at the balance sheet date
- Cash equivalents carried at fair value – based on net asset value of the funds
- Contingent consideration for business acquisitions and divestments – based on present value of expected future cash flows

The following methods and assumptions are used to estimate the fair values of significant financial instruments which are not measured at fair value on the balance sheet:

- Receivables and payables, excluding put options, carried at amortised cost – approximates to the carrying amount
- Payables relating to put options – approximates to the carrying amount because the Pfizer put option liability is measured on the gross redemption basis derived from an internal valuation of the ViiV Healthcare business, utilising a discounted forecast future cash flow methodology (see Note 28 'Trade and other payables' for further details)
- Liquid investments – approximates to the carrying amount
- Cash and cash equivalents carried at amortised cost – approximates to the carrying amount
- Long-term loans – based on quoted market prices (a Level 1 fair value measurement) in the case of European and US Medium Term Notes; approximates to the carrying amount in the case of other fixed rate borrowings and floating rate bank loans
- Short-term loans, overdrafts and commercial paper – approximates to the carrying amount because of the short maturity of these instruments

## Notes to the financial statements continued

## 43. Financial instruments and related disclosures continued

	Notes	2025		2024	
		Carrying amount £m	Fair value £m	Carrying amount £m	Fair value £m
Financial assets measured at amortised cost:					
Other non-current assets	b	2	2	5	5
Trade and other receivables	b	4,091	4,091	3,733	3,733
Liquid investments		9	9	21	21
Cash and cash equivalents		1,604	1,604	2,590	2,590
Financial assets measured at fair value through other comprehensive income:					
Other investments designated at FVTOCI	a	788	788	843	843
Trade and other receivables	a,b	2,346	2,346	2,163	2,163
Financial assets mandatorily measured at fair value through profit or loss:					
Current equity investments and other investments	a	249	249	257	257
Other non-current assets	a,b	14	14	31	31
Trade and other receivables	a,b	56	56	53	53
Held for trading derivatives that are not in a designated and effective hedging relationship	a,d,e	15	15	75	75
Cash and cash equivalents	a	1,793	1,793	1,280	1,280
Derivatives designated and effective as hedging instruments (fair value movements through other comprehensive income)	a,d,e	106	106	35	35
<b>Total financial assets</b>		<b>11,073</b>	<b>11,073</b>	<b>11,086</b>	<b>11,086</b>
Financial liabilities measured at amortised cost:					
Borrowings excluding obligations under lease liabilities:					
– bonds in a designated hedging relationship	d	(6,524)	(6,388)	(5,346)	(5,278)
– other bonds		(8,973)	(9,104)	(9,774)	(9,597)
– bank loans and overdrafts		(314)	(314)	(762)	(762)
– commercial paper in a designated hedging relationship		–	–	–	–
– other commercial paper		(1,078)	(1,078)	–	–
– other borrowings		(1)	(1)	(2)	(2)
<b>Total borrowings excluding lease liabilities</b>	f	<b>(16,890)</b>	<b>(16,885)</b>	<b>(15,884)</b>	<b>(15,639)</b>
Trade and other payables	c	(13,185)	(13,185)	(13,160)	(13,160)
Other provisions	c	(306)	(306)	(182)	(182)
Other non-current liabilities	c	(13)	(13)	(46)	(46)
Financial liabilities mandatorily measured at fair value through profit or loss:					
Contingent consideration liabilities	a,c	(6,733)	(6,733)	(7,280)	(7,280)
Held for trading derivatives that are not in a designated and effective hedging relationship	a,d,e	(54)	(54)	(35)	(35)
Derivatives designated and effective as hedging instruments (fair value movements through other comprehensive income)	a,d,e	(88)	(88)	(157)	(157)
<b>Total financial liabilities excluding lease liabilities</b>		<b>(37,269)</b>	<b>(37,264)</b>	<b>(36,744)</b>	<b>(36,499)</b>
<b>Net financial assets and financial liabilities excluding lease liabilities</b>		<b>(26,196)</b>	<b>(26,191)</b>	<b>(25,658)</b>	<b>(25,413)</b>

The valuation methodology used to measure fair value in the above table is described and categorised on page 251.

Trade and other receivables, Other non-current assets, Trade and other payables, Other provisions, Contingent consideration liabilities and Other non-current liabilities are reconciled to the relevant Notes on pages 254 to 255.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

#### Fair value of investments in GSK shares

At 31 December 2025, the Employee Share Ownership Plan (ESOP) Trusts held GSK shares with a carrying amount of £282 million (2024: £397 million) and a market value of £1,147 million (2024: £866 million) based on quoted market price. The shares are held by the ESOP Trusts to satisfy future exercises of options and awards under employee incentive schemes. In 2025, the carrying amount, which is the lower of cost or expected proceeds, of these shares has been recognised as a deduction from other reserves. At 31 December 2025, GSK held Treasury shares at a cost of £3,948 million (2024: £2,958 million) which has been deducted from retained earnings.

#### (a) Financial instruments held at fair value

The following tables categorise the Group's financial assets and liabilities held at fair value by the valuation methodology applied in determining their fair value. Where possible, quoted prices in active markets are used (Level 1). Where such prices are not available, the asset or liability is classified as Level 2, provided all significant inputs to the valuation model used are based on observable market data. If one or more of the significant inputs to the valuation model is not based on observable market data, the instrument is classified as Level 3. Other investments classified as Level 3 in the tables below comprise equity investments in unlisted entities with which the Group has entered into research collaborations and investments which provide access to biotechnology developments of potential interest.

At 31 December 2025	Level 1 £m	Level 2 £m	Level 3 £m	Total £m
<b>Financial assets at fair value</b>				
Financial assets measured at fair value through other comprehensive income:				
Other investments designated at FVTOCI	592	–	196	<b>788</b>
Trade and other receivables	–	2,346	–	<b>2,346</b>
Financial assets mandatorily measured at fair value through profit or loss:				
Current equity investments and other investments	–	–	249	<b>249</b>
Other non-current assets	–	–	14	<b>14</b>
Trade and other receivables	–	41	15	<b>56</b>
Held for trading derivatives that are not in a designated and effective hedging relationship	–	15	–	<b>15</b>
Cash and cash equivalents	1,793	–	–	<b>1,793</b>
Derivatives designated and effective as hedging instruments	–	106	–	<b>106</b>
	<b>2,385</b>	<b>2,508</b>	<b>474</b>	<b>5,367</b>
<b>Financial liabilities at fair value</b>				
Financial liabilities mandatorily measured at fair value through profit or loss:				
Contingent consideration liabilities	–	–	(6,733)	<b>(6,733)</b>
Held for trading derivatives that are not in a designated and effective hedging relationship	–	(54)	–	<b>(54)</b>
Derivatives designated and effective as hedging instruments	–	(88)	–	<b>(88)</b>
	–	<b>(142)</b>	<b>(6,733)</b>	<b>(6,875)</b>
<b>At 31 December 2024</b>				
<b>Financial assets at fair value</b>				
Financial assets measured at fair value through other comprehensive income:				
Other investments designated at FVTOCI	646	–	197	<b>843</b>
Trade and other receivables	–	2,163	–	<b>2,163</b>
Financial assets mandatorily measured at fair value through profit or loss:				
Current equity investments and other investments	–	–	257	<b>257</b>
Other non-current assets	–	–	31	<b>31</b>
Trade and other receivables	–	51	2	<b>53</b>
Held for trading derivatives that are not in a designated and effective hedging relationship	–	75	–	<b>75</b>
Cash and cash equivalents	1,280	–	–	<b>1,280</b>
Derivatives designated and effective as hedging instruments	–	35	–	<b>35</b>
	<b>1,926</b>	<b>2,324</b>	<b>487</b>	<b>4,737</b>
<b>Financial liabilities at fair value</b>				
Financial liabilities mandatorily measured at fair value through profit or loss:				
Contingent consideration liabilities	–	–	(7,280)	<b>(7,280)</b>
Held for trading derivatives that are not in a designated and effective hedging relationship	–	(35)	–	<b>(35)</b>
Derivatives designated and effective as hedging instruments	–	(157)	–	<b>(157)</b>
	–	<b>(192)</b>	<b>(7,280)</b>	<b>(7,472)</b>

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

Movements in the year for financial instruments measured using Level 3 valuation methods are presented below:

	2025 £m	2024 £m
At 1 January	(6,793)	(6,248)
Exchange adjustments	13	(1)
Net losses recognised in the income statement	(586)	(1,733)
Net losses recognised in other comprehensive income	(30)	(42)
Contingent consideration related to business acquisitions in the period	(280)	(104)
Settlement of contingent consideration liabilities	1,347	1,254
Additions	172	111
Disposals and settlements	(85)	(30)
Transfers from Level 3	(17)	–
At 31 December	(6,259)	(6,793)

Of the total net losses of £586 million (2024: £1,733 million) attributable to Level 3 financial instruments which were recognised in the income statement, £586 million (2024: £1,733 million) were in respect of financial instruments which were held at the end of the year and were reported in other operating income/expense. Charges of £649 million (2024: £1,533 million) arose from remeasurement of the contingent consideration payable for the acquisition of the former Shionogi-ViiV Healthcare joint venture. A remeasurement charge of £146 million (2024: £215 million) arose from remeasurement of the contingent consideration payable for the acquisition of the Novartis Vaccines business. A gain of £254 million (2024: £22 million) arose on the remeasurement of the Affinivax contingent consideration liability for the year.

Contingent consideration payable for the acquisition of BP Asset IX amounting to £222 million was recognised during the year. Further information on the BP Asset IX acquisition is provided in Note 40, 'Acquisitions and disposals'.

There were transfers of £17 million (2024: £nil) out of Level 3 financial instruments in the year. Movements arising on the translation of overseas net assets for consolidation into the Group accounts are recorded as exchange adjustments. Net gains and losses include the impact of other exchange movements.

Financial liabilities measured using Level 3 valuation methods at 31 December 2025 included £5,433 million (2024: £6,061 million) in respect of contingent consideration payable for the acquisition in 2012 of the former Shionogi-ViiV Healthcare joint venture. This consideration is expected to be paid over a number of years and will vary in line with the future performance of specified products and movements in certain foreign currencies. A further £651 million (2024: £575 million) is in respect of contingent consideration for the acquisition in 2015 of the Novartis Vaccines business. This consideration is expected to be paid over a number of years and will vary in line with the future performance of specified products, the achievement of certain milestone targets and movements in certain foreign currencies. Contingent consideration liabilities for the acquisition of Affinivax in 2022 of £219 million (2024: £502 million) and for the acquisition of BP Asset IX during the year of £231 million are recognised at 31 December 2025. The consideration for both Affinivax and BP Asset IX is expected to be paid over a number of years and will vary in line with the achievement of certain development and regulatory milestones, and movements in the USD/GBP exchange rate. Sensitivity analysis on these liabilities is provided in Note 32, 'Contingent consideration liabilities'.

#### (b) Trade and other receivables and Other non-current assets in scope of IFRS 9

The following table reconciles financial instruments within Trade and other receivables and Other non-current assets which fall within the scope of IFRS 9 to the relevant balance sheet amounts. The financial assets are predominantly non-interest earning. Non-financial instruments include tax receivables, amounts receivable under insurance contracts, pension surplus balances and prepayments, which are outside the scope of IFRS 9.

	2025						2024					
	At FVTPL £m	At FVTOCI £m	Amortised cost £m	Financial instruments £m	Non- financial instruments £m	Total £m	At FVTPL £m	At FVTOCI £m	Amortised cost £m	Financial instruments £m	Non- financial instruments £m	Total £m
Trade and other receivables (Note 25)	56	2,346	4,091	6,493	978	7,471	53	2,163	3,733	5,949	887	6,836
Other non-current assets (Note 23)	14	–	2	16	2,132	2,148	31	–	5	36	1,906	1,942
	70	2,346	4,093	6,509	3,110	9,619	84	2,163	3,738	5,985	2,793	8,778

Trade and other receivables include trade receivables of £5,913 million (2024: £5,563 million). The Group has portfolios in each of the three business models under IFRS 9: £41 million (2024: £51 million), measured at FVTPL, is held to sell the contractual cash flows as the receivables will be sold under a factoring arrangement, £2,346 million (2024: £2,163 million), measured at FVTOCI, is held to either collect or sell the contractual cash flows as the receivables may be sold under a factoring agreement, and £3,526 million (2024: £3,349 million), measured at amortised cost, is held to collect the contractual cash flows and there is no factoring agreement in place.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

#### (c) Trade and other payables, Other provisions, Contingent consideration liabilities and Other non-current liabilities in scope of IFRS 9

The following table reconciles financial instruments within Trade and other payables, Other provisions, Contingent consideration liabilities and Other non-current liabilities which fall within the scope of IFRS 9 to the relevant balance sheet amounts. The financial liabilities are predominantly non-interest bearing. Non-financial instruments include payments on account, tax and social security payables and provisions which do not arise from contractual obligations to deliver cash or another financial asset, which are outside the scope of IFRS 9.

	2025					2024				
	At FVTPL £m	Amortised cost £m	Financial instruments £m	Non- financial instruments £m	Total £m	At FVTPL £m	Amortised cost £m	Financial instruments £m	Non- financial instruments £m	Total £m
Trade and other payables (Note 28)	–	(13,185)	(13,185)	(2,196)	(15,381)	–	(13,160)	(13,160)	(2,175)	(15,335)
Other provisions (Note 31)	–	(306)	(306)	(1,242)	(1,548)	–	(182)	(182)	(2,353)	(2,535)
Contingent consideration liabilities (Note 32)	(6,733)	–	(6,733)	–	(6,733)	(7,280)	–	(7,280)	–	(7,280)
Other non-current liabilities (Note 33)	–	(13)	(13)	(1,010)	(1,023)	–	(46)	(46)	(1,054)	(1,100)
	(6,733)	(13,504)	(20,237)	(4,448)	(24,685)	(7,280)	(13,388)	(20,668)	(5,582)	(26,250)

#### (d) Derivative financial instruments and hedging programmes

Derivatives are only used for economic hedging purposes and not as speculative investments and are measured at FVTPL, other than designated and effective hedging instruments. Derivatives are presented as current assets or liabilities if they are expected to be settled within 12 months after the end of the reporting period, otherwise they are classified as non-current. The Group has the following derivative financial instruments:

	2025 Fair value		2024 Fair value	
	Assets £m	Liabilities £m	Assets £m	Liabilities £m
Non-current:				
Net investment hedges – Cross currency interest rate swaps (net principal amount – £807 million (2024: £nil))	–	(24)	–	–
Cash flow hedges – Cross currency interest rate swaps (net principal amount – £743 million (2024: £nil))	–	(42)	–	–
Fair value hedges – Interest rate swaps (net principal amount – £849 million (2024: £nil))	–	(1)	–	–
Cash flow hedges – Interest rate swaps (net principal amount – £849 million (2024: £nil))	–	–	–	–
Current:				
Net investment hedges – Foreign exchange contracts (net principal amount – £14,720 million (2024: £13,206 million)) <sup>1</sup>	106	(21)	35	(157)
Derivatives designated and effective as hedging instruments	106	(88)	35	(157)
Non-current:				
Foreign exchange contracts (net principal amount – £nil (2024: £35 million))	–	–	1	–
Current:				
Foreign exchange contracts (net principal amount – £9,884 million (2024: £8,676 million))	15	(54)	73	(35)
Embedded and other derivatives	–	–	1	–
Derivatives classified as held for trading	15	(54)	75	(35)
Total derivative instruments	121	(142)	110	(192)

<sup>1</sup> Includes options with net principal amount EUR 1 billion (2024: EUR 1.25 billion).

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

#### Fair value hedges

At 31 December 2025, the Group had designated interest rate swaps as fair value hedges as mentioned below in the Interest rate risk section. At 31 December 2024, the Group had no designated fair value hedges.

#### Net investment hedges

At 31 December 2025, certain foreign exchange contracts were designated as net investment hedges in respect of the foreign currency translation risk arising on consolidation of the Group's net investment in its European (Euro), American (USD), Singaporean (SGD), Canadian (CAD), Chinese (CNH), Swiss Franc (CHF) and Japanese (JPY) foreign operations as shown in the table below.

Additionally, the Group had entered into cross currency interest rate swaps which were designated as net investment hedges and cash flow hedges.

The carrying amount of bonds on page 252 included £4,944 million (2024: £5,346 million) that were designated as hedging instruments in net investment hedges.

#### Cash flow hedges

During 2024 and 2025, the Group entered into forward foreign exchange contracts which have been designated as cash flow hedges. These were entered into to hedge the foreign exchange exposure arising on cash flows from Euro denominated coupon payments relating to notes issued under the Group's European Medium Term Note programme, and to hedge foreign currency payments due on acquisitions, and collaboration or licensing arrangements.

As mentioned above, some of the cross currency interest rate swaps entered into in 2025 were designated as cash flow hedges.

The Group manages its cash flow interest rate risk by using floating-to-fixed interest rate swaps. In addition, the Group carries a balance in reserves that arose from pre-hedging fluctuations in long-term interest rates when pricing bonds issued in prior years and in the current year. The balance is reclassified to finance costs over the life of these bonds.

#### Foreign exchange risk

In the current year, the Group has designated certain foreign exchange forward contracts and swaps as cash flow and net investment hedges. Additionally, the Group has entered into cross currency interest rate swaps which are designated as (a) cash flow hedges of foreign exchange and interest rate risk (floating USD to fixed GBP), (b) net investment hedges as mentioned above (fixed GBP to fixed EUR), and (c) cash flow hedges of foreign exchange risk (fixed USD to fixed GBP). Foreign exchange derivative financial assets and liabilities are presented in the line 'Derivative financial instruments' (either as assets or liabilities) on the consolidated balance sheet. The following tables detail the foreign exchange forward contracts and swaps outstanding at the end of the reporting period, as well as information on the related hedged items.

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument. The Group enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item, and so a qualitative assessment of effectiveness is performed. If changes in circumstances affect the terms of the hedged item such that the critical terms no longer match exactly with the critical terms of the hedging instrument, the Group uses the hypothetical derivative method to assess effectiveness.

The main source of hedge ineffectiveness in these hedging relationships is the effect of the counterparty and the Group's own credit risk on the fair value of the foreign exchange forward contracts and swaps, which is not reflected in the fair value of the hedged item attributable to changes in foreign exchange rates. In 2024 another source of ineffectiveness emerged from these hedging relationships namely the principal amount of USD net investment hedges exceeded the hedged item for a period of ten days owing to an adjustment to the USD net assets of the Group because of a change in the provision for the *Zantac* litigation between quarters but after the financial instruments were entered into with the counterparty. The ineffectiveness recorded for this period was £nil (2024: £15 million). No ineffectiveness was recorded from cash flow hedges in 2025 (2024: £nil). No other ineffectiveness was recorded from net investment hedges in 2025 (2024: £nil).

In 2025, the movement in the time value of options recognised in reserves is £4 million credit (2024: £4 million charge) and is accounted for as a cost of hedging.

## Notes to the financial statements continued

## 43. Financial instruments and related disclosures continued

					2025
	Average exchange rate	Foreign currency	Net notional value £m	Carrying amount £m	Periodic change in value for calculating hedge ineffectiveness £m
<b>Hedging instruments</b>					
Cash flow hedges:					
Cross currency interest rate swaps					
Buy foreign currency:					
Over 12 months	1.29	USD	743	(42)	(42)
<hr/>					
	Average exchange rate	Foreign currency	Net notional value £m	Carrying amount £m	Periodic change in value for calculating hedge ineffectiveness £m
<b>Hedging instruments</b>					
Net investment hedges:					
Foreign exchange contracts:					
Sell foreign currency:					
Less than 3 months	1.14	EUR	8,669	18	(410)
	210.89	JPY	47	–	5
	1.33	USD	4,437	43	216
	8.77	CNH	60	4	2
3 to 6 months	1.28	USD	223	12	12
Over 6 months	1.82	CAD	285	–	7
	1.69	SGD	61	–	3
	1.33	USD	735	8	8
	9.33	CNH	123	(1)	(2)
	1.02	CHF	80	1	–
Cross currency swaps					
Over 12 months	1.19	EUR	807	(24)	(30)
Borrowings:					
Less than 3 months		EUR	–	–	(31)
3 to 6 months		EUR	873	(873)	(43)
Over 6 months		JPY	202	(201)	14
		EUR	3,885	(3,870)	(188)
			20,487	(4,883)	(437)
<hr/>					
	Periodic change in value for calculating hedge ineffectiveness £m	Cumulative balance in cash flow hedge reserve/foreign currency translation reserve for continuing hedges £m	Balance in cash flow hedge reserve arising from hedging relationships for which hedge accounting is no longer applied £m		
<b>Hedged items</b>					
Cash flow hedges:					
Variability in cash flows from foreign exchange exposure and interest rate risk arising on US Dollar denominated floating debt issued					
	28	4	–		
Variability in cash flows from foreign exchange exposure and interest rate risk arising on US Dollar denominated fixed debt issued					
	14	–	–		
Net investment hedges:					
Net investment in foreign operations	437	(648)	–		

## Notes to the financial statements continued

## 43. Financial instruments and related disclosures continued

	2024				
	Average exchange rate	Foreign currency	Net notional value £m	Carrying amount £m	Periodic change in value for calculating hedge ineffectiveness £m
Hedging instruments					
Net investment hedges:					
Foreign exchange contracts:					
Sell foreign currency:					
Less than 3 months	1.20	EUR	8,201	19	359
	197.82	JPY	84	(1)	13
	1.29	USD	2,417	(66)	(56)
	9.26	CNH	61	(1)	(1)
3 to 6 months	1.31	USD	1,827	(75)	(75)
Over 6 months	1.76	CAD	244	2	17
	1.67	SGD	164	–	3
	1.17	EUR	208	–	1
Borrowings:					
Less than 3 months		EUR	–	–	42
3 to 6 months		EUR	623	(622)	28
Over 6 months		JPY	216	(216)	19
		EUR	4,524	(4,508)	157
			18,569	(5,468)	507

	2024		
	Periodic change in value for calculating hedge ineffectiveness £m	Cumulative balance in cash flow hedge reserve/foreign currency translation reserve for continuing hedges £m	Balance in cash flow hedge reserve arising from hedging relationships for which hedge accounting is no longer applied £m
Hedged items			
Net investment hedges:			
Net investment in foreign operations	(522)	(208)	–

£nil (2024: £nil) of balances in the cash flow hedge reserve arise from hedging relationships for which hedge accounting is no longer applied.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

The following table details the effectiveness of the hedging relationships and the amounts reclassified from the hedging reserve to profit or loss:

	2025							2025	
	Hedging gains/(losses) recognised in reserves £m	Amount of hedge ineffectiveness recognised in profit or loss £m	Line item in profit or loss in which hedge ineffectiveness is included	Amount reclassified to profit or loss			Amount transferred to balance sheet via basis adjustment		
				Hedged future cash flows no longer expected to occur £m	Due to hedged item affecting profit or loss £m	Line item in profit or loss in which reclassification adjustment is included	Due to hedged item affecting balance sheet £m	Line item in balance sheet in which reclassification adjustment is included	
Cash flow hedges:									
Variability in cash flows from foreign exchange exposure and interest rate risk arising on US Dollar denominated floating debt issued	(23)	–	Finance income or expense	–	20	Other income or expense	–	–	
Variability in cash flows from foreign exchange exposure and interest rate risk arising on US Dollar denominated fixed debt issued	(14)	–	Finance income or expense	–	13	Other income or expense	–	–	
Net investment hedges:									
Net investment in foreign operations	(437)	–	Finance income	–	3	Other income or expense	–	–	
Time value of options	4	–	Finance income or expense	–	–	Other income or expense	–	–	
2024									
	Hedging gains/(losses) recognised in reserves £m	Amount of hedge ineffectiveness recognised in profit or loss £m	Line item in profit or loss in which hedge ineffectiveness is included	Amount reclassified to profit or loss			Amount transferred to balance sheet via basis adjustment		
				Hedged future cash flows no longer expected to occur £m	Due to hedged item affecting profit or loss £m	Line item in profit or loss in which reclassification adjustment is included	Due to hedged item affecting balance sheet £m	Line item in balance sheet in which reclassification adjustment is included	
Cash flow hedges:									
Variability in cash flows from a highly probable forecast transaction	8	–	Finance income or expense	–	–	–	(6)	Intangible assets	
Net investment hedges:									
Net investment in foreign operations	522	(15)	Finance income	–	5	Other income or expense	–	–	
Time value of options	(4)	–	Finance income or expense	–	–	Other income or expense	–	–	

### Interest rate risk

The Group manages its cash flow interest rate risk by using floating-to-fixed interest rate swaps, where at quarterly intervals the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts are exchanged.

During 2025, cross currency interest rate swaps were entered into, as mentioned above in the Foreign exchange risk section. The floating USD to fixed GBP leg of these were hedges of interest rate risk.

There were no cross currency interest rate swaps or interest rate swaps outstanding at 31 December 2024.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

Additionally, interest rate swaps were entered into in 2025 to minimise the interest cost of existing debt. This involved entering into fixed GBP to floating GBP swaps (designated as fair value hedges) for the full remaining life of the bonds and floating GBP to fixed GBP (designated as cash flow hedges) for a period of five years.

The only other impact on these financial statements of interest rate swaps is where the interest rate risk on an element of future debt issuance has been managed by entering into forward starting interest rate swaps, effectively to lock in the interest rates on the debt in advance. These were closed out at the time of issuing the debt, and the resulting gain or loss held in the cash flow hedge reserve and reclassified to income statement as the interest payments on the debt impacted the income statement.

#### Forward starting interest rate swaps

Forward starting interest rate contracts, exchanging floating interest for fixed interest, were designated as cash flow hedges to hedge the interest variability of the interest cash flows associated with future fixed rate debt.

#### Interest rate swaps

Interest rate swap contract assets and liabilities are presented (when applicable) in the line 'Derivative financial instruments' (either as assets or liabilities) on the consolidated balance sheet.

£16 million (2024: £16 million) of balances in the cash flow hedge reserve arise from hedge relationships for which hedge accounting is no longer applied.

The following tables provide information regarding interest rate swaps and the related hedged items at 31 December 2025. There were none at 31 December 2024.

	2025			
	Average contracted fixed rate %	Notional principal value £m	Change in fair value for recognising hedge ineffectiveness	Fair value assets/ (liabilities)
<b>Hedging instruments</b>				
Cash flow hedges:				
1-5 years	3.67 %	371	–	–
5-10 years	3.70 %	478	–	–
Fair value hedges:				
10-30 years	4.37 %	849	(1)	(1)
			2025	
			Change in fair value for recognising hedge ineffectiveness	Balance in cash flow hedge reserve for continuing hedges
<b>Hedged items</b>				
Variability in fair value of the Sterling external debt attributable to changes in Sterling interest rates			1	–

The following table details the effectiveness of the hedging relationships and the amounts reclassified from the hedging reserve to profit or loss:

	2025					
	Amount reclassified to profit or loss					
	Hedging gains/(losses) recognised in reserves £m	Amount of hedge ineffectiveness recognised in profit or loss £m	Line item in profit or loss in which hedge ineffectiveness is included	Due to hedged future cash flows no longer expected to occur £m	Due to hedged item affecting profit or loss £m	Line item in profit or loss in which reclassification adjustment is included
Cash flow hedges:						
Pre-hedging of long-term interest rates: Matured in the past	(3)	–	Finance income or expense	–	4	Finance income or expense

## Notes to the financial statements continued

## 43. Financial instruments and related disclosures continued

	Amount reclassified to profit or loss					
	Hedging gains/(losses) recognised in reserves £m	Amount of hedge ineffectiveness recognised in profit or loss £m	Line item in profit or loss in which hedge ineffectiveness is included	Due to hedged future cash flows no longer expected to occur £m	Due to hedged item affecting profit or loss £m	Line item in profit or loss in which reclassification adjustment is included
Cash flow hedges:						
Pre-hedging of long-term interest rates:						
Matured in the past	–	–	Finance income or expense	–	4	Finance income or expense

## (e) Offsetting of financial assets and liabilities

Financial assets and liabilities are offset and the net amount reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts, and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. There are also arrangements that do not meet the criteria for offsetting but still allow for the related amounts to be offset in certain circumstances, such as bankruptcy or the termination of a contract.

The following tables set out the financial assets and liabilities that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at 31 December 2025 and 31 December 2024. The column 'Net balance' shows the impact on the Group's balance sheet if all offset rights were exercised.

	Gross financial assets/(liabilities) £m	Gross financial (liabilities)/assets offset £m	Net financial assets/(liabilities) per balance sheet £m	Related amounts not offset in the balance sheet £m	Net balance £m
<b>31 December 2025</b>					
Financial assets:					
Trade and other receivables	6,495	–	6,495	–	6,495
Derivative financial instruments	121	–	121	(63)	58
Financial liabilities:					
Trade and other payables	(13,185)	–	(13,185)	–	(13,185)
Derivative financial instruments	(142)	–	(142)	63	(79)
<b>31 December 2024</b>					
Financial assets:					
Trade and other receivables	5,950	(1)	5,949	–	5,949
Derivative financial instruments	110	–	110	(89)	21
Financial liabilities:					
Trade and other payables	(13,161)	1	(13,160)	–	(13,160)
Derivative financial instruments	(192)	–	(192)	89	(103)

Amounts which do not meet the criteria for offsetting on the balance sheet but could be settled net in certain circumstances principally relate to derivative transactions under ISDA agreements where each party has the option to settle amounts on a net basis in the event of default of the other party. As there is presently not a legally enforceable right of offset, these amounts have not been offset in the balance sheet, but have been presented separately in the table above.

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

#### (f) Debt interest rate repricing table

The following table sets out the exposure of the Group to interest rates on debt, including commercial paper. The maturity analysis of fixed rate debt is stated by contractual maturity and of floating rate debt by interest rate repricing dates. For the purpose of this table, debt is defined as all classes of borrowings other than lease liabilities.

	2025	2024
	Total debt £m	Total debt £m
Floating and fixed rate debt less than one year	(2,875)	(2,181)
Between one and two years	(1,487)	(1,410)
Between two and three years	(2,247)	(721)
Between three and four years	(1,174)	(2,355)
Between four and five years	(1,646)	(1,207)
Between five and ten years	(3,920)	(2,738)
Greater than ten years	(3,541)	(5,272)
<b>Total</b>	<b>(16,890)</b>	<b>(15,884)</b>
Original issuance profile:		
Fixed rate interest	(15,052)	(15,126)
Floating rate interest	(1,838)	(756)
Non-interest bearing	–	(2)
	<b>(16,890)</b>	<b>(15,884)</b>

#### (g) Sensitivity analysis

The tables below illustrate the estimated impact on the income statement and equity as a result of hypothetical market movements in foreign exchange and interest rates in relation to the Group's financial instruments. The range of variables chosen for the sensitivity analysis reflects management's view of changes which are reasonably possible over a one-year period.

##### Foreign exchange sensitivity

The Group operates internationally and is primarily exposed to foreign exchange risk in relation to Sterling against movements in US Dollar, Euro and Japanese Yen. Foreign exchange risk arises from the translation of financial assets and liabilities which are not in the functional currency of the entity that holds them. Based on the Group's net financial assets and liabilities as at 31 December a weakening and strengthening of Sterling against these currencies, with all other variables held constant, is illustrated in the tables below. The tables exclude financial instruments that expose the Group to foreign exchange risk where this risk is fully hedged with another financial instrument.

	2025	2024
	Increase/(decrease) in income £m	Increase/(decrease) in income £m
<b>Income statement impact of non-functional currency foreign exchange exposures</b>		
10 cent appreciation of the US Dollar	38	106
15 cent appreciation of the US Dollar	59	167
10 cent appreciation of the Euro	(10)	(42)
15 cent appreciation of the Euro	(16)	(66)
10 yen appreciation of the Yen	–	–
15 yen appreciation of the Yen	–	–

	2025	2024
	Increase/(decrease) in income £m	Increase/(decrease) in income £m
<b>Income statement impact of non-functional currency foreign exchange exposures</b>		
10 cent depreciation of the US Dollar	(32)	(91)
15 cent depreciation of the US Dollar	(47)	(131)
10 cent depreciation of the Euro	9	36
15 cent depreciation of the Euro	13	51
10 yen depreciation of the Yen	–	–
15 yen depreciation of the Yen	–	–

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

The equity impact, shown below, for foreign exchange sensitivity relates to derivative and non-derivative financial instruments hedging the Group's net investments in its European (Euro) foreign operations and cash flow hedges of its foreign exchange exposure arising on Euro denominated coupon payments relating to notes issued under the Group's European Medium Term Note programme.

	2025	2024
	Increase/(decrease) in equity £m	Increase/(decrease) in equity £m
<b>Equity impact of non-functional currency foreign exchange exposures</b>		
10 cent appreciation of the US Dollar	(373)	(368)
15 cent appreciation of the US Dollar	(584)	(577)
10 cent appreciation of the Euro	(1,297)	(1,188)
15 cent appreciation in Euro	(2,031)	(1,834)

	2025	2024
	Increase/(decrease) in equity £m	Increase/(decrease) in equity £m
<b>Equity impact of non-functional currency foreign exchange exposures</b>		
10 cent depreciation of the US Dollar	322	313
15 cent depreciation of the US Dollar	467	453
10 cent depreciation of the Euro	1,108	958
15 cent depreciation of the Euro	1,581	1,384

The tables below present the Group's sensitivity to a weakening and strengthening of Sterling against the relevant currency based on the composition of net debt as shown in Note 29, 'Net debt', excluding lease liabilities within 'Liabilities relating to assets held for sale' and adjusted for the effects of foreign exchange derivatives that are not part of net debt but affect future foreign currency cash flows.

	2025	2024
	(Increase)/decrease in adjusted net debt £m	(Increase)/decrease in adjusted net debt £m
<b>Impact of foreign exchange movements on adjusted net debt</b>		
10 cent appreciation of the US Dollar	(482)	(555)
15 cent appreciation of the US Dollar	(753)	(870)
10 cent appreciation of the Euro	240	178
15 cent appreciation of the Euro	378	279
10 yen appreciation of the Yen	(5)	(5)
15 yen appreciation of the Yen	(7)	(8)

	2025	2024
	(Increase)/decrease in adjusted net debt £m	(Increase)/decrease in adjusted net debt £m
<b>Impact of foreign exchange movements on adjusted net debt</b>		
10 cent depreciation of the US Dollar	415	473
15 cent depreciation of the US Dollar	602	684
10 cent depreciation of the Euro	(202)	(150)
15 cent depreciation of the Euro	(291)	(217)
10 yen depreciation of the Yen	4	5
15 yen depreciation of the Yen	6	7

## Notes to the financial statements continued

### 43. Financial instruments and related disclosures continued

#### Interest rate sensitivity

The Group is exposed to interest rate risk on its outstanding borrowings and investments where any changes in interest rates will affect future cash flows or the fair values of financial instruments.

The majority of debt is issued at fixed interest rates and changes in the floating rates of interest do not significantly affect the Group's net interest charge, although the majority of cash and liquid investments earn floating rates of interest.

The table below hypothetically shows the Group's sensitivity to changes in interest rates in relation to Sterling, US Dollar and Euro floating rate financial assets and liabilities. A 1% (100 basis points) or 1.5% (150 basis points) movement in Sterling, US Dollar or Euro interest rates is not deemed to have a material effect on equity. A 1% (100 basis points) or 1.5% (150 basis points) decrease in Sterling, US Dollar or Euro interest rates would have an equal and opposite impact to that shown below.

	2025	2024
	Increase/(decrease) in income £m	Increase/(decrease) in income £m
<b>Income statement impact of interest rate movements</b>		
1% (100 basis points) increase in Sterling interest rates	71	72
1.5% (150 basis points) increase in Sterling interest rates	106	108
1% (100 basis points) increase in US Dollar interest rates	(52)	(43)
1.5% (150 basis points) increase in US Dollar interest rates	(77)	(64)
1% (100 basis points) increase in Euro interest rates	(21)	(20)
1.5% (150 basis points) increase in Euro interest rates	(32)	(30)

#### (h) Contractual cash flows for non-derivative financial liabilities and derivative instruments

The following tables provide an analysis of the anticipated contractual cash flows including interest payable for the Group's non-derivative financial liabilities on an undiscounted basis. For the purpose of this table, debt is defined as all classes of borrowings except for lease liabilities and financial liabilities within liabilities relating to assets held for sale. Interest is calculated based on debt held at 31 December without taking account of future issuance. Floating rate interest is estimated using the prevailing interest rate at the balance sheet date. Cash flows in foreign currencies are translated using spot rates at 31 December.

	Debt £m	Interest on debt £m	Lease liabilities £m	Finance charge on lease liabilities £m	Trade payables and other liabilities not in net debt £m	Total £m
<b>At 31 December 2025</b>						
Due in less than one year	(2,879)	(579)	(137)	(56)	(14,733)	(18,384)
Between one and two years	(1,487)	(538)	(217)	(37)	(1,382)	(3,661)
Between two and three years	(2,252)	(477)	(108)	(25)	(1,182)	(4,044)
Between three and four years	(1,180)	(429)	(71)	(20)	(1,352)	(3,052)
Between four and five years	(1,286)	(396)	(50)	(16)	(679)	(2,427)
Between five and ten years	(3,475)	(1,619)	(176)	(39)	(1,929)	(7,238)
Greater than ten years	(4,419)	(954)	(71)	(10)	(1,222)	(6,676)
Gross contractual cash flows	(16,978)	(4,992)	(830)	(203)	(22,479)	(45,482)

	Debt £m	Interest on debt £m	Lease liabilities £m	Finance charge on lease liabilities £m	Trade payables and other liabilities not in net debt £m	Total £m
<b>At 31 December 2024</b>						
Due in less than one year	(2,181)	(540)	(168)	(41)	(14,440)	(17,370)
Between one and two years	(1,411)	(500)	(222)	(34)	(1,247)	(3,414)
Between two and three years	(723)	(484)	(146)	(29)	(1,593)	(2,975)
Between three and four years	(2,362)	(434)	(109)	(23)	(1,461)	(4,389)
Between four and five years	(1,213)	(383)	(73)	(20)	(913)	(2,602)
Between five and ten years	(2,759)	(1,646)	(299)	(53)	(2,318)	(7,075)
Greater than ten years	(5,320)	(1,251)	(85)	(14)	(1,313)	(7,983)
Gross contractual cash flows	(15,969)	(5,238)	(1,102)	(214)	(23,285)	(45,808)

## Notes to the financial statements continued

## 43. Financial instruments and related disclosures continued

The table below provides an analysis of the anticipated contractual cash flows for the Group's derivative instruments excluding equity options which do not give rise to cash flows, and other embedded derivatives, which are not material, using undiscounted cash flows. Cash flows in foreign currencies are translated using spot rates at 31 December. The gross cash flows of foreign exchange contracts are presented for the purpose of this table although, in practice, the Group uses standard settlement arrangements to reduce its liquidity requirements on these instruments.

	2025				2024			
	Gross cash inflows	Gross cash outflows	Net cash inflows	Net cash outflows	Gross cash inflows	Gross cash outflows	Net cash inflows	Net cash outflows
	Foreign exchange forward contracts, swaps and cross currency interest rate swaps £m	Foreign exchange forward contracts, swaps and cross currency interest rate swaps £m	Interest rate swap contracts £m	Interest rate swap contracts £m	Foreign exchange forward contracts and swaps £m	Foreign exchange forward contracts and swaps £m	Interest rate swap contracts £m	Interest rate swap contracts £m
Less than one year	29,815	(29,748)	3	–	28,567	(28,634)	–	–
Between one and two years	1,548	(1,612)	8	(2)	36	(35)	–	–
Between two and three years	–	–	7	(1)	–	–	–	–
Between three and four years	–	–	6	–	–	–	–	–
Between four and five years	–	–	6	–	–	–	–	–
Greater than five years	–	–	6	(49)	–	–	–	–
Gross contractual cash flows	31,363	(31,360)	36	(52)	28,603	(28,669)	–	–

## Notes to the financial statements continued

### 44. Employee share schemes

GSK operates several employee share schemes, including the Share Value Plan, whereby awards are granted to employees to acquire shares or ADS in GSK plc at no cost after a three-year vesting period and the Performance Share Plan, whereby awards are granted to employees to acquire shares or ADS in GSK plc at no cost, subject to the achievement by the Group of specified performance targets. The Group also operates savings-related share option schemes, whereby options are granted to employees to acquire shares in GSK plc at a discounted price.

Grants of restricted share awards are normally exercisable at the end of the three-year vesting or performance period. Awards are normally granted to employees to acquire shares or ADS in GSK plc but in some circumstances may be settled in cash. Grants under savings-related share option schemes are normally exercisable after three years' saving. In accordance with UK practice, the majority of options under the savings-related share option schemes are granted at a price 20% below the market price ruling at the date of grant.

The total charge for share-based incentive plans in 2025 was £390 million (2024: £347 million; 2023: £321 million). Of this amount, £288 million (2024: £260 million; 2023: £244 million) arose from the Share Value Plan. See Note 9, 'Employee costs' for further details.

#### GSK share award schemes

##### Share Value Plan

Under the Share Value Plan, share awards are granted to certain employees at no cost. The awards vest after two-and-a-half to three years and there are no performance criteria attached. The fair value of these awards is determined based on the closing share price on the day of grant, after deducting the expected future dividend yield of 4.0% (2024: 3.4%; 2023: 3.8%) over the duration of the award.

Number of shares and ADS issuable	Shares Number (000)	Weighted fair value	ADS Number (000)	Weighted fair value
At 1 January 2023	27,975		15,429	
Awards granted	11,548	£12.79	6,449	\$31.65
Awards exercised	(8,599)		(4,856)	
Awards cancelled	(1,144)		(797)	
At 31 December 2023	29,780		16,225	
Awards granted	12,023	£15.17	6,431	\$39.49
Awards exercised	(9,384)		(5,199)	
Awards cancelled	(1,225)		(877)	
At 31 December 2024	31,194		16,580	
Awards granted	12,499	£13.15	6,697	\$35.01
Awards exercised	(9,683)		(5,191)	
Awards cancelled	(1,213)		(982)	
At 31 December 2025	32,797		17,104	

##### Performance Share Plan

Under the Performance Share Plan, share awards are granted to Directors and senior executives at no cost. The percentage of each award that vests is based upon the performance of the Group over a defined measurement period with dividends reinvested during the same period. For awards granted in 2020 and 2021, the performance conditions are based on four measures over a three-year performance period. These are adjusted free cash flow (30%), TSR (30%), R&D new product performance (20%) and pipeline progress (20%). For awards granted from 2022 until 2024, the performance conditions are based on five measures over a three-year performance period. These are TSR (30%), pipeline progress (20%), profit measure (20%), sale measure (20%) and ESG environment (10%). For the awards granted from 2025, the performance conditions are based on five measures over a three-year performance period. These are TSR (40%), pipeline progress (17.5%), profit measure (17.5%), sale measure (17.5%) and ESG environment (7.5%).

The fair value of the awards is determined based on the closing share price on the day of grant. For TSR performance elements, this is adjusted by the likelihood of that condition being met, as assessed at the time of grant.

During 2025, awards were granted of 4.9 million shares at a weighted fair value of £10.85 and 1.0 million ADS at a weighted fair value of \$27.46. At 31 December 2025, there were outstanding awards over 15.0 million shares and 2.4 million ADS.

## Notes to the financial statements continued

### 44. Employee share schemes continued

#### Share options and savings-related options

For the purposes of valuing savings-related options to arrive at the share-based payment charge, a Black-Scholes option pricing model has been used. The assumptions used in the model are as follows:

	2025 Grant	2024 Grant	2023 Grant
Risk-free interest rate	3.75%	4.24%	4.57%
Dividend yield	3.6%	4.3%	4.0%
Volatility	27%	34%	34%
Expected life	3 years	3 years	3 years
Savings-related options grant price (including 20% discount)	£14.19	£11.27	£11.20

Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term.

Options outstanding for the Share Save Plan	Savings-related share option schemes	
	Number 000	Weighted exercise price
At 31 December 2025	4,782	£11.79
Range of exercise prices on options outstanding at year end	£10.34	—
Weighted average market price on exercise during year		£14.43
Weighted average remaining contractual life		1.9 years

Options of 0.9 million shares were granted during the year under the savings-related share option scheme at a weighted average fair value of £4.58. At 31 December 2025, 3.9 million of the savings-related share options were not exercisable.

There has been no change in the effective exercise price of any outstanding options during the year.

#### Employee Share Ownership Plan Trusts

The Group sponsors Employee Share Ownership Plan (ESOP) Trusts to acquire and hold shares in GSK plc to satisfy awards made under employee incentive plans. The trustees of the ESOP Trusts purchase shares with finance provided by the Group by way of loans or contributions. The costs of running the ESOP Trusts are charged to the income statement. Shares held by the ESOP Trusts are deducted from other reserves and amortised down to the value of proceeds, if any, receivable from employees on exercise by a transfer to retained earnings. The trustees have waived their rights to dividends on the shares held by the ESOP Trusts.

At 31 December 2025, 62,875,215 shares were held in the ESOP Trusts, out of which 62,227,857 were held for the future exercise of share awards and 647,358 shares were held for the Executive Supplemental Savings Plan.

Shares held for share award schemes	2025	2024
Number of shares (000)	62,875	64,314
	£m	£m
Nominal value	20	20
Carrying amount	282	397
Market value	1,147	866



## Notes to the financial statements continued

### 46. Legal proceedings

The Group is involved in significant legal and administrative proceedings, principally product liability, intellectual property, tax, anti-trust, consumer fraud and governmental investigations. The most significant of these matters, other than tax matters, are described below. The Group makes provision for these proceedings on a regular basis as summarised in Note 2, 'Accounting principles and policies' and Note 31, 'Other provisions'. Note 2 also describes when disclosure is made of proceedings for which there is no provision. Legal expenses incurred and provisions related to legal claims are charged to selling, general and administration costs. The Group does not believe that information about the amount sought by plaintiffs, if that is known, would be meaningful with respect to those legal proceedings. This is due to a number of factors, including, but not limited to, the stage of proceedings, the entitlement of parties to appeal a decision and clarity as to theories of liability, damages and governing law.

At 31 December 2025, the Group's aggregate provision for legal and other disputes (not including tax matters described in Note 14, 'Taxation') was £210 million. There can be no assurance that any losses that result from the outcome of any legal proceedings will not materially exceed the amount of the provisions reported in the Group's financial statements. If this were to happen, it could have a material adverse impact on the results of operations of the Group in the reporting period in which the judgements are incurred or the settlements entered into.

#### Intellectual property

Intellectual property claims include challenges to the validity and enforceability of the Group's patents on various products or processes as well as assertions of non-infringement of those patents. A loss in such cases could result in loss of patent protection for the product at issue. The consequences of any such loss could be a significant decrease in sales of that product and could materially affect future results of operations for the Group.

#### Breo Ellipta

In August 2025, GSK received a paragraph IV letter from Transpire Bio Inc. ("Transpire") relating to Breo. On 25 September 2025, GSK filed a patent and trademark infringement suit against Transpire in the United States District Court for the Southern District of Florida alleging Transpire's proposed generic of Breo infringes GSK patents, trademarks, and trade dress. The court has set a trial date for 2 November 2026.

#### Coreg

In 2014, GSK initiated suit against Teva for inducing infringement of its patent relating to the use of carvedilol (Coreg) in decreasing mortality caused by congestive heart failure. In June 2017, the case proceeded to a jury trial in the US District Court for the District of Delaware. The jury returned a verdict in GSK's favour, awarding GSK lost profits and reasonable royalties for a total award of \$235.51 million. On 29 March 2018, the trial judge ruled on post-trial motions filed by Teva and found that substantial evidence at trial did not support the jury's finding of induced infringement, overturning the jury award. GSK appealed, and on 2 October 2020, the Court of Appeals for the Federal Circuit reversed the district court's ruling and reinstated the jury award in GSK's favour.

On 2 December 2020, Teva filed a petition for rehearing *en banc*. The court granted Teva's petition, but only for a rehearing by the three-member panel that issued the original decision. On 5 August 2021, the original panel issued its rehearing opinion where the majority again reinstated the jury's damages award of \$235.51 million in GSK's favour.

Teva again filed a petition for rehearing *en banc* which was rejected by the Court of Appeals for the Federal Circuit on 11 February 2022. On 11 July 2022, Teva filed a petition for writ of certiorari with the Supreme Court of the United States seeking to overturn the Federal Court decision. On 15 May 2023, the US Supreme Court denied Teva's request. On 9 February 2026, GSK and Teva reached a confidential settlement, resulting in the dismissal of the action with prejudice. This matter is now concluded.

#### mRNA

On 25 April 2024, GSK filed a patent infringement suit against Pfizer Inc. and BioNTech SE in the United States District Court for the District of Delaware alleging infringement of five US GSK patents by the COVID-19 vaccine, COMIRNATY®. On 14 August 2024, GSK filed a First Amended Complaint asserting 3 additional GSK patents against Pfizer/BioNTech bringing the total number of asserted patents to 8. Pfizer/BioNTech filed an Answer and Counterclaims to GSK's First Amended Complaint on 30 August 2024. Trial is scheduled for 7 June 2027.

On 12 October 2024, GSK filed a patent infringement suit against Moderna, Inc. in the United States District Court for the District of Delaware, alleging infringement of 7 GSK patents by the COVID-19 vaccine, SPIKEVAX®. On 4 September 2025, GSK filed a First Amended Complaint asserting that Moderna's COVID-19 vaccine, mNEXSPIKE® also infringes the same 7 GSK patents. Trial is scheduled for 19 July 2027. On 12 October 2024, GSK filed a separate suit in the same court alleging infringement of 6 GSK patents by Moderna's RSV vaccine, mRESVIA®, and trial is scheduled for 23 August 2027.

On 3 July 2025, GSK initiated a patent infringement suit in the Unified Patent Court ("UPC") against Moderna, asserting a single GSK patent and alleging infringement by Moderna's SPIKEVAX®, mNEXSPIKE®, and mRESVIA® RSV vaccine products ("Moderna mRNA Products"). The hearing has been set to commence in a window between 1-3 September 2026. On 4 July 2025, GSK initiated a second patent infringement suit against Moderna in the UPC asserting infringement of additional GSK patents by the Moderna mRNA Products. The hearing has been set to commence in a window between 30 September-2 October 2026. On 13 November 2025, GSK filed two patent infringement actions against Moderna in Spain related to SPIKEVAX® and mRESVIA®. Hearings have yet to be scheduled.

## Notes to the financial statements continued

### 46. Legal proceedings continued

On 3 July 2025, GSK initiated a patent infringement suit in the UPC against Pfizer and BioNTech alleging infringement by Pfizer/BioNTech's COMIRNATY® COVID-19 vaccine products. The hearing has been set to commence in a window between 1-3 September 2026. On 4 July 2025, GSK initiated another patent infringement suit in the UPC against Pfizer and BioNTech asserting additional patents and alleging infringement by Pfizer/BioNTech's COMIRNATY® COVID-19 vaccine products. The hearing has been set to commence in a window between 30 September-2 October 2026. On 7 July 2025, GSK initiated a patent infringement suit related to the COMIRNATY® COVID-19 vaccine products in the Irish High Court against Pfizer and BioNTech. A hearing has yet to be scheduled.

On 5 September 2025, Pfizer and BioNTech initiated a patent revocation suit against GSK in the UK Patents Court seeking revocation of the UK counterparts of the patents that GSK has asserted against them in the UPC and in Ireland. GSK has counterclaimed that Pfizer and BioNTech infringe those patents. A trial has been listed for 22 February 2027.

In January 2026, GSK filed two separate actions in the US, pursuant to 28 U.S.C. § 1782, against Pfizer/BioNTech and Moderna seeking targeted discovery for use in foreign proceedings.

On 2 January 2025, Acuitas Therapeutics Inc. filed a declaratory judgment complaint against GSK, seeking judgment that COMIRNATY® does not infringe five GSK patents. Acuitas also seeks a ruling that the patents are invalid. GSK has moved to dismiss the complaint for lack of subject matter jurisdiction.

#### RSV

On 7 June 2022, Pfizer, Inc. filed suit in the London High Court challenging the validity and requesting revocation of three GSK European patents relating to RSV vaccine technology. Corresponding invalidity suits against additional patents were filed in the District Court of the Hague in the Netherlands in January 2023 and in the Enterprise Court of Brussels in Belgium in March 2023. In each of those matters GSK counterclaimed that Pfizer's RSV vaccine infringes GSK's patents. On 2 August 2023, GSK filed a patent infringement suit against Pfizer in the United States District Court for the District of Delaware alleging infringement of four US GSK patents by Pfizer's RSV vaccine, Abrysvo®. Additional patents have been added to the US litigation. Pfizer counterclaimed in the US that all patents are invalid, and that Pfizer's product does not infringe. On 5 August 2024, GSK filed a patent infringement suit on a fourth European patent in the European Unified Patent Court ("UPC") at the Düsseldorf Local Division. On 14 August 2024, Pfizer filed a patent revocation suit against that same European patent in the UPC.

On 1 April 2025, GSK and Pfizer reached a global settlement of all litigation whereby Pfizer has been granted a worldwide license to certain patents controlled by GSK relating to recombinant RSV prefusion F protein and GSK will receive a royalty stream on sales of Abrysvo®. The pending litigation in the United States District Court for the District of Delaware was dismissed on 4 April 2025. Cases pending in other jurisdictions have also been dismissed. This matter is now concluded.

#### Trelegy Ellipta

On 22 January 2026, GSK received a paragraph IV letter from Transpire relating to *Trelegy*. GSK is currently assessing the letter and considering its options. Under the Hatch-Waxman Act, companies who receive such letters have 45 days to bring a lawsuit against the generic manufacturer.

#### Zejula

In August 2025, GSK received a paragraph IV letter from Sun Pharmaceutical Industries Limited ("Sun") relating to *Zejula*. On 19 September 2025, GSK filed a patent infringement suit against Sun in the United States District Court for the District of Delaware alleging Sun's proposed generic of *Zejula* infringes GSK patents. The court has set a trial date for 24 July 2028.

### Product liability

The Group is currently a defendant in a number of product liability lawsuits.

#### Avandia

There are two pending US class actions (both filed in 2010) by third-party payers which assert claims under the Racketeer Influenced and Corrupt Organizations Act (RICO) and state consumer protection laws. In December 2019, the Third Circuit Court of Appeals reversed the summary judgments granted in favour of the Group and remanded the third-party payer cases back to district court. A hearing on certain *Daubert* motions relating to experts was held on 1 February 2024. On 25 October 2024, the district court granted GSK's motion to exclude plaintiffs' expert on causation, and excluded a portion of plaintiffs' damages expert. A hearing on plaintiffs' motion for class certification was held on 12 March 2025, and a hearing on GSK's motion for summary judgment was held on 21 April 2025. On 22 May 2025, the district court granted the third-party payor plaintiffs' motion for class certification, allowing them to proceed with their claims as a class action. The district court has not yet ruled on GSK's motion for summary judgment. GSK filed a Rule 23(f) petition with the Third Circuit seeking permission to appeal the class certification order. On 7 July 2025, the Third Circuit accepted the appeal. Briefing is complete, and oral argument was held on 26 February 2026. The district court has stayed the proceedings pending the outcome of the appeal.

#### Legacy Talc Products in the US

The Group is defending product liability actions in the United States regarding legacy products that were divested by the Group many years ago. Most of the lawsuits are filed against multiple defendants. The vast majority of cases generally allege that plaintiffs were exposed to asbestos-contaminated talc and developed mesothelioma as a result of use of the products.

GSK is vigorously defending these claims. It has achieved resolution and dismissal of a number of such claims. As of 31 December 2025, there were approximately 830 ongoing product liability actions pending in various state courts. To date, no cases have proceeded to trial.

## Notes to the financial statements continued

### 46. Legal proceedings continued

#### Zantac

The Group has been named in product liability lawsuits on behalf of individuals asserting personal injury claims arising out of the use of *Zantac*. The federal cases are part of a Multidistrict Litigation (MDL) proceeding in the United States District Court for the Southern District of Florida that is pending appeal in the United States Court of Appeals for the Eleventh Circuit. Cases have also been filed in a number of state courts, the majority of which are in Delaware.

As previously disclosed, on 9 October 2024 GSK reached agreements to resolve 93% (approximately 80,000 claimants) of the *Zantac* state court product liability cases pending against GSK in the United States. Since that time, the vast majority of the remaining cases have been resolved or been dismissed such that 13 state court cases remain.

On 9 October 2024, GSK also reached an agreement in principle to pay a total of \$70 million to resolve the *Zantac qui tam* complaint previously filed by Valisure. Both the Department of Justice and the participating State Attorneys General approved the agreement which was signed on 3 April 2025. The *qui tam* complaint has been dismissed.

On 10 July 2025, the Delaware Supreme Court issued its decision, reversing the lower court's decision and concluding that plaintiffs did not establish that their experts' opinions are admissible. After the Delaware Supreme Court issued its decision, GSK and other defendants filed a motion for summary judgment. Plaintiffs then filed a motion to allow supplemental expert disclosures. A hearing on both motions was held on 23 October 2025. On 1 December 2025, the Delaware Superior Court issued its ruling denying plaintiffs' motion for supplemental expert disclosures. The Superior Court requested additional briefing as to which plaintiffs should be bound by that ruling. Briefing on that issue concluded on 30 January 2026. As previously disclosed, approximately 14,000 product liability cases were dismissed following the grant of defendants' *Daubert* motions in December 2022 in the federal MDL proceeding. These are now on appeal by the plaintiffs to the United States Court of Appeals for the Eleventh Circuit, along with appeals in the medical monitoring and consumer class action cases. Oral argument was held on 10 October 2025. A decision is expected in the first half of 2026. GSK remains confident in its position and will continue to vigorously defend against those appeals.

Outside the US, there are two proposed class actions pending against GSK in Ontario and Quebec, Canada along with a class action in Israel. The Ontario action is in the process of being discontinued, and the Quebec action remains dormant. The parties have reached a settlement in the Israel class action and are in the process of seeking final court approval, which is expected in H2 2026 or Q1 2027. There are also approximately 120 individual actions that have been filed in Canada.

On 20 March 2020, the New Mexico Attorney General filed a lawsuit against multiple defendants, including the Group, alleging violations of state consumer protection and false advertising statutes, among other claims. On 11 November 2020, the Mayor & City of Baltimore filed an action against the Group alleging that *Zantac* increased the risk of cancer and/or caused cancer in Baltimore patients, and that the Group failed to warn of or concealed those risks. GSK has resolved both the New Mexico Attorney General and the Mayor & City of Baltimore actions.

On 4 February 2025, a putative securities class action lawsuit was filed in the US District Court for the Eastern District of Pennsylvania against GSK and certain officers on behalf of purchasers of GSK publicly traded securities during the period 5 February 2020 through 14 August 2022. The complaint alleges that defendants made materially false and/or misleading statements or omissions with regard to *Zantac*. On 7 July 2025, plaintiffs filed an amended complaint, removing one of the GSK individually named defendants and changing the class period to 5 February 2020 through 12 August 2022. GSK filed a motion to dismiss the amended complaint. On 4 March 2026, the Court granted GSK's motion and dismissed plaintiffs' amended complaint with prejudice.

#### Zofran

The Group was a defendant in over 400 product liability cases involving *Zofran* pending in a Multidistrict Litigation (MDL) proceeding in the District of Massachusetts. The cases alleged that children suffered birth defects due to their mothers' ingestion of *Zofran* and/or generic ondansetron for pregnancy-related nausea and vomiting. Plaintiffs asserted that the Group sold *Zofran* knowing it was unsafe for pregnant women, failed to warn of the risks and illegally marketed *Zofran* "off-label" for use by pregnant women.

On 1 June 2021, the MDL Court granted the Group's motion for summary judgment on federal pre-emption grounds. The Court found that the FDA was fully informed of all relevant safety information regarding *Zofran* and had repeatedly rejected any attempt to add a birth defect warning to the label. At that time, the Court granted judgment for the Group in all cases pending in the MDL (approximately 431 cases) and closed the MDL proceeding. Plaintiffs appealed this decision and, on 9 January 2023, the United States Court of Appeals for the First Circuit affirmed the district court's decision in favour of the Group.

The one remaining state court case was voluntarily dismissed by the plaintiff in July 2025. Three of the four proposed class actions in Canada have been discontinued. The last remaining class action is not currently active, and is also expected to be discontinued.

### Sales and marketing and regulation

The Group's marketing and promotion of its Pharmaceutical and Vaccine products are the subject of certain governmental investigations and private lawsuits brought by litigants under various theories of law.

#### Flovent – Arizona Attorney General

On 6 February 2025, the Arizona Attorney General filed a lawsuit in Arizona state court alleging violation of the state consumer protection statute. The lawsuit alleges that GSK engaged in deceptive and unfair practices with respect to *Flovent*. GSK removed the case to federal court and filed a motion to dismiss. The plaintiff filed a motion to remand the case to state court. On 26 August 2025, the federal court remanded the case to state court, finding that the case did not state a federal claim over which the court had subject-matter jurisdiction, but did not rule on GSK's pending motion to dismiss. The state court heard oral argument on the motion to dismiss on 23 January 2026.

## Notes to the financial statements continued

### 46. Legal proceedings continued

#### GSK Korea – Proceedings under Fair Trade Laws

In August 2020, GSK Korea was indicted under Korea's Monopoly Regulation and Fair Trade laws in relation to government tenders of HPV (*Cervarix*) and PCV (*Synflorix*) vaccines in 2018 and 2019. The prosecutor alleged that GSK Korea, through the actions of at least one of its employees, interfered with the tender process under the National Immunisation Programme by using "straw bidders".

A former GSK Korea employee was also charged in his individual capacity by the prosecutor in relation to the same matter. Further, a number of wholesalers were co-defendants in the proceedings. On 1 February 2023, the court rendered a guilty verdict in respect of all defendants. GSK Korea was fined KRW70 million which is approximately £45,000. In July 2024, the appellate court rendered a not-guilty verdict for all defendants, overturning the lower court's decision. In December 2025, the Korea Supreme Court affirmed the appellate court's decision. This matter is now concluded.

#### US electronic health records subpoena

On 19 March 2023, the Group received a subpoena from the United States Attorney's Office for the Western District of Virginia, which is working with the United States Department of Justice Civil Division, seeking documents relating to the Group's electronic health record programmes. The Group cooperated with the enquiry.

#### Senate HELP Enquiry

The Group received a letter dated 8 January 2024 from majority members of the US Senate Health, Education, Labor and Pensions ("HELP") Committee initiating an investigation into the pricing of inhalers for the treatment of asthma and COPD. The letter is similar to letters received by a number of other pharmaceutical companies and requests information on pricing, research in the treatment of respiratory diseases, patenting and business practices. The Group cooperated with the enquiry.

#### Anti-trust/competition

Certain governmental actions and private lawsuits have been brought against the Group alleging violation of competition or anti-trust laws.

#### *Lamictal*

Purported classes of direct purchasers filed suit in 2012 in the US District Court for the District of New Jersey alleging that the Group and Teva Pharmaceuticals unlawfully conspired to delay generic competition for *Lamictal*, resulting in overcharges to the purchasers, by entering into an allegedly anti-competitive reverse payment settlement to resolve patent infringement litigation. A separate count accuses the Group of monopolising the market.

On 13 December 2018, the trial judge granted plaintiffs' class certification motion, certifying a class of direct purchasers. The Group filed a Rule 23(f) motion in the Court of Appeals for the Third Circuit, challenging the class certification decision. On 22 April 2020, the Court of Appeals vacated the lower court's grant of class certification and remanded the issue back to the lower court for further analysis.

On 9 October 2020, the district court heard argument on plaintiffs' renewed motion for class certification after remand. On 9 April 2021, the district court denied plaintiffs' motion for class certification of the putative direct purchaser class, leaving a potential class of brand-only purchasers. Plaintiffs moved to supplement their expert report and seek additional discovery to support the addition of certain generic purchasers. On 21 January 2022, the district court denied plaintiffs' motion to supplement their expert report and seek additional discovery and held that the issue of generic purchasers had already been decided and denied in the court's ruling on decertification. The parties conducted briefing on class certification as to the remaining brand-only purchasers, with plaintiffs also seeking to add a smaller category of purchasers.

On 1 February 2023, the district court denied plaintiffs' renewed class certification motion. A series of follow-on complaints have been filed in the US District Court for the Eastern District of Pennsylvania by groups of alleged purchasers. The cases have been consolidated with the previously pending case in the District of New Jersey. Discovery is ongoing.

### Commercial and corporate

The Group is involved in certain contractual and/or commercial disputes.

#### Tesaro, Inc. v. AnaptysBio

On 20 November 2025, GSK subsidiaries Tesaro, Inc., and Tesaro Development, Ltd. (collectively, "Tesaro") initiated litigation against AnaptysBio, Inc. in the Delaware Chancery Court. This action seeks a declaration that Tesaro has not breached the Collaboration and Exclusive License Agreement (the "Agreement") among the parties and that AnaptysBio engaged in conduct that constituted an anticipatory breach of the Agreement with respect to the oncology treatment *Jemperli* (dostarlimab). AnaptysBio filed a lawsuit against Tesaro and GSK later the same day, in the same court, asserting claims that Tesaro materially breached certain provisions of the Agreement or the implied covenant of good faith and fair dealing, and that GSK tortiously interfered with the contract by inducing Tesaro's alleged breaches. Trial is currently set for 14-17 July 2026. AnaptysBio filed a partial motion to dismiss seeking dismissal of Tesaro's anticipatory breach of contract claim, which motion was heard by the court on 4 March 2026. GSK and Tesaro intend to vigorously defend against AnaptysBio's allegations.

#### *Zejula* royalty dispute

In October 2012, Tesaro, Inc. (now a wholly owned subsidiary of GSK) entered into two worldwide patent license agreements with AstraZeneca UK Limited related to niraparib (later approved as *Zejula*). In May 2021, AstraZeneca filed a lawsuit against Tesaro in the High Court, England and Wales alleging that Tesaro failed to pay some of the royalties due under the license agreements. Tesaro has counterclaimed based on a calculated overpayment. Trial was held the week of 6 March 2023 and judgment was entered against the Group on 5 April 2023. On 9 February 2024 the Court of Appeal ruled in the Group's favour, overturning the trial court's judgment and determining that only *Zejula* sales for uses falling within the licensed patents could be deemed royalty-bearing. AstraZeneca requested permission to appeal and on 28 May 2024, the UK Supreme Court rejected AstraZeneca's request. The appropriate quantum of royalties following the Court of Appeal's judgement may be the subject of further proceedings.

## Notes to the financial statements continued

### 47. Post balance sheet events

On 19 January 2026, GSK reached agreement with Pfizer and Shionogi for the 11.7% economic interest in ViiV Healthcare currently held by Pfizer to be replaced with an investment by Shionogi. As a result of this transaction, Shionogi will increase its economic interest to 21.7% and GSK will maintain its 78.3% economic interest. Under the terms of the agreement, ViiV Healthcare will issue new shares to Shionogi for consideration of \$2.125 billion and cancel Pfizer's holding in ViiV Healthcare for a consideration of \$1.875 billion. Additionally, GSK will receive a special dividend of \$0.250 billion (payable in GBP). Completion of the transaction is subject to certain regulatory clearances in relevant markets and is expected to occur during Q1 2026. On completion, GSK will extinguish the Pfizer put option liability through retained earnings. The liability will be remeasured immediately prior to completion, on the same methodology as at 31 December 2025, with any change in the value of the liability recognised as an Adjusting item through other operating income/(expense). The carrying amount of the liability was £822 million as at 31 December 2025.

On 19 January 2026, GSK entered into a definitive agreement to acquire RAPT Therapeutics (RAPT), a California-based, clinical-stage biopharmaceutical company dedicated to developing novel therapies for patients living with inflammatory and immunologic diseases. The acquisition includes ozureprubart, a long-acting anti-immunoglobulin E (IgE) monoclonal antibody, currently in phase IIb clinical development for prophylactic protection against food allergens. Under the terms of the agreement, GSK's subsidiary commenced a tender offer to acquire all outstanding shares of RAPT common stock for \$58.00 per share in cash at closing for an estimated aggregate equity value of \$2.2 billion. Net of cash acquired, GSK's upfront investment is approximately \$1.9 billion. The transaction was subject to customary closing conditions, including the applicable waiting period under the Hart-Scott-Rodino Act in the US, and subsequently closed on 3 March 2026. Given the timing of the closure of the transaction, GSK expects to disclose the provisional accounting for the acquisition in the Q1 2026 Results Announcement.

On 25 February 2026, GSK announced that it has entered an agreement to acquire 100% of the equity of 35Pharma Inc., a Canada-based, private, clinical-stage biopharmaceutical company specialised in the development of novel protein-based therapeutics. The acquisition includes HS235, a potential best-in-class investigational medicine that has completed phase I healthy volunteer clinical trials with studies to start imminently in pulmonary arterial hypertension (PAH) and pulmonary hypertension due to heart failure with preserved ejection fraction (PH-HFpEF). The transaction is subject to customary conditions, including applicable regulatory agency clearances under the Hart-Scott-Rodino Act in the US and the Competition Act in Canada, along with a filing under the Investment Canada Act. Under the terms of the agreement, US\$950 million is payable in cash at closing.

# Company balance sheet – UK GAAP

## 31 December 2025

	Notes	2025 £m	2024 £m
Fixed assets – investments	E	20,383	20,307
Current assets:			
Trade and other receivables	F	24,394	27,111
Cash at bank		12	15
Total current assets		24,406	27,126
Trade and other payables	G	(800)	(645)
Total current liabilities		(800)	(645)
Net current assets		23,606	26,481
Total assets less current liabilities		43,989	46,788
Provisions for liabilities	H	(47)	(20)
Other non-current liabilities	G	(588)	(528)
Net assets		43,354	46,240
Capital and reserves:			
Share capital	I	1,349	1,348
Share premium account	I	3,498	3,473
Other reserves	J	1,420	1,420
Retained earnings	J	37,087	39,999
Equity shareholders' funds		43,354	46,240

The Company's profit for the year was £639 million (2024: £4,035 million).

The financial statements on pages 274 to 278 were approved by the Board on 4 March 2026 and signed on its behalf by

**Sir Jonathan Symonds**  
Chair GSK plc  
Registered number: 3888792

## Company statement of changes in equity

### for the year ended 31 December 2025

	Share capital £m	Share premium account £m	Other reserves £m	Retained earnings £m	Total equity £m
At 1 January 2024	1,348	3,451	1,420	37,938	44,157
Profit and Total comprehensive income attributable to shareholders	–	–	–	4,035	4,035
Treasury shares transferred to the ESOP Trust	–	–	–	459	459
Dividends to shareholders (Note D)	–	–	–	(2,444)	(2,444)
Shares issued under employee share schemes	–	22	–	11	33
At 31 December 2024	1,348	3,473	1,420	39,999	46,240
Profit and Total comprehensive income attributable to shareholders	–	–	–	639	639
Purchase of Treasury shares	–	–	–	(1,377)	(1,377)
Treasury shares transferred to the ESOP Trust	–	–	–	385	385
Dividends to shareholders (Note D)	–	–	–	(2,564)	(2,564)
Shares issued under employee share schemes	1	25	–	5	31
At 31 December 2025	1,349	3,498	1,420	37,087	43,354

# Notes to the Company balance sheet – UK GAAP

(including FRS 101 'Reduced Disclosure Framework')

## A) Presentation of the financial statements

### Description of business

GSK plc is the parent company of GSK, a major global biopharma group which prevents and treats disease with specialty medicines, vaccines and general medicines.

### Preparation of financial statements

The financial statements, which are prepared using the historical cost convention (as modified to include the revaluation of certain financial instruments) and on a going concern basis, are prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) and the Companies Act 2006 as at 31 December 2025, with comparative figures as at 31 December 2024.

As permitted by section 408 of the Companies Act 2006, the income statement of the Company is not presented in this Annual Report.

The Company is included in the Group financial statements of GSK plc, which are publicly available.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share-based payment'
- IFRS 7, 'Financial Instruments – Disclosures'
- Paragraphs 91-99 of IFRS 13, 'Fair value measurement'
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of paragraph 79(a) (iv) of IAS 1
- Paragraphs 10(d), 10(f), 16, 38(A), 38 (B to D), 40 (A to D), 111 and 134 to 136 of IAS 1, 'Presentation of financial statements'
- IAS 7, 'Statement of cash flows'
- Paragraph 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors'
- Paragraph 17 of IAS 24, 'Related party disclosures' and the further requirement in IAS 24 to disclose related party transactions entered into between two or more members of a Group.

### Accounting principles and policies

The preparation of the balance sheet in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the balance sheet. Actual amounts could differ from those estimates.

The balance sheet has been prepared in accordance with the Company's accounting policies approved by the Board and described in Note B. These policies have been consistently applied, unless otherwise stated.

### Key accounting judgements and estimates

No key accounting judgements or estimates were required in the current year.

## B) Accounting policies

### Foreign currency transactions

Foreign currency transactions are recorded at the exchange rate ruling on the date of transaction. Foreign currency monetary assets and liabilities are translated at rates of exchange ruling at the balance sheet date.

### Dividends paid and received

Dividends paid and received are included in the financial statements in the period in which the related dividends are actually paid or received, utilising the Company's current account to fund the payment of dividends.

### Expenditure

Expenditure is recognised in respect of goods and services received when supplied in accordance with contractual terms. Provision is made when an obligation exists for a future liability in respect of a past event and where the amount of the obligation can be reliably estimated.

### Investments in subsidiary companies

Investments in subsidiary companies are held at cost less any provision for impairment and also includes a capital contribution in relation to movements in contingent consideration.

### Impairment of investments

The carrying amount of investments are reviewed at each reporting date, including a comparison to the Company's share of the net assets value of the investments, to determine whether there is an indication of impairment. If such an indication exists, the recoverable amount of the investment is estimated. The recoverable amount is the higher of fair value less costs to sell and value in use. An impairment loss is recognised if the carrying amount of an investment exceeds its estimated recoverable amount. Impairment losses are recognised in the income statement.

### Trade and other receivables

Trade and other receivables are carried at amortised cost less the expected credit loss (ECL) allowance. Expected credit losses are calculated in accordance with the approach permitted by IFRS 9. The majority of the balance within trade and other receivables is amounts owed by Group undertakings. The Company applies a general approach to calculate the expected credit losses. If a receivable is determined to be non-collectable it is written off, firstly against any expected credit loss allowance available and then to the income statement. Subsequent recoveries of amounts previously provided for are credited to the statement of comprehensive income. Long-term receivables are discounted where the effect is material.

### Share-based payments

The Company issues shares to employees under the Share Save Plan and the Deferred Annual Bonus Plan (DABP) on behalf of its subsidiary companies for cash consideration.

## Notes to the Company balance sheet – UK GAAP continued (including FRS 101 'Reduced Disclosure Framework')

### Treasury shares

The purchase price paid for the Treasury shares, including transaction fees, is included within retained earnings. Treasury shares are transferred to the ESOP trust at the fair market price at the date of the transfer for cash consideration. If the proceeds are equal to or less than the purchase price paid by the Company for the shares, the proceeds are treated as a realised loss. If the proceeds exceed the purchase price, the excess over the purchase price is transferred to the share premium account. Where the Company's equity instruments are repurchased, for example as a result of a share buyback programme, the consideration paid, including any directly attributable incremental costs (net of income taxes), is deducted from the shareholders' equity as Treasury shares until the shares are cancelled or reissued. The purchase price paid by the Company for the shares is determined by the use of a weighted average price method.

### Taxation

Current tax is provided at the amounts expected to be paid applying tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are only recognised to the

extent that they are considered recoverable against future taxable profits.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the temporary differences are expected to be realised or settled. Deferred tax liabilities and assets are not discounted.

### Financial guarantees

Liabilities relating to guarantees issued by the Company on behalf of its subsidiaries are initially recognised at fair value and subsequently measured at the higher of:

1. the expected credit loss allowance measured using the general approach; and
2. the amount initially recorded less, when appropriate, accumulated amortisation.

### C) Operating profit

A fee of £15,582 (2024: £15,179) relating to the audit of the Company has been charged in operating profit.

### D) Dividends

In 2025 the Directors declared four interim dividends resulting in a dividend for the year of 66 pence. For further details, see Note 16, 'Dividends' to the Group financial statements.

### E) Fixed assets – investments

	2025 £m	2024 £m
Shares in GlaxoSmithKline Services Unlimited	654	654
Shares in GlaxoSmithKline Holdings (One) Limited	18	18
Shares in GlaxoSmithKline Holdings Limited	17,888	17,888
Shares in GlaxoSmithKline Mercury Limited	33	33
	<b>18,593</b>	18,593
Capital contribution relating to share-based payments	1,139	1,139
Contribution relating to contingent consideration	651	575
	<b>20,383</b>	20,307

Fixed asset investments, including investment in subsidiaries, are stated at cost and reviewed for impairment if there are indications that the carrying amount may not be recoverable. Management evaluates on a case-to-case basis whether any impairment booked for the Group impacts the carrying amount of the investments. Based on the evaluation for the current year, management has not determined any indicators of impairment for investments.

The capital contribution of £1,139 million refers to a historic contribution the Company for share-based payments to employees.

The contingent consideration is in respect of arrangements entered into as part of the ordinary course of the Group's business to which the Company was a signing party.

## Notes to the Company balance sheet – UK GAAP continued (including FRS 101 'Reduced Disclosure Framework')

### F) Trade and other receivables

	2025 £m	2024 £m
Amounts due within one year:		
Other debtors	3	–
Amounts owed by Group undertakings	24,163	26,850
	24,166	26,850
Amounts due after more than one year:		
Amounts owed by Group undertakings	228	261
	24,394	27,111

The amounts owed by Group undertakings due within one year primarily include a call account balance with GSK Finance plc which is unsecured, repayable on demand with interest received at SONIA rate less 0.05% per annum (2024: SONIA rate less 0.05%).

The Directors consider that the carrying amount of amounts owed by Group undertakings approximates to their fair values. The recoverability of these balances has been assessed and no provision for expected credit loss has been recognised. The counterparty has access to sufficient funds and assets to fulfil its future obligations. Amounts owed by Group undertakings are not past due and there is no increased credit risk experienced since initial recognition.

The movement in the amounts owed by/to Group undertakings in the period, as reflected within Notes F and G, primarily reflects the receipt of dividend income from subsidiaries and utilisation of the Company's current account to fund the payment of interim dividends.

### G) Trade and other payables

	2025 £m	2024 £m
Amounts due within one year:		
Other creditors	280	318
Contingent consideration payable	62	47
Corporation tax	247	280
Amounts owed to Group undertakings	211	–
At 31 December	800	645
Amounts due after more than one year:		
Contingent consideration payable	588	528
At 31 December	588	528

The Company has guaranteed debt issued by certain subsidiary companies and for which it receives an annual fee from one of the subsidiaries. In aggregate, the Company has outstanding guarantees over £15.6 billion of debt instruments (2024: £15.2 billion). The financial guarantee contract liability of £263 million (2024: £298 million) is included within other creditors. The amounts due from the subsidiary company in relation to these guarantee fees will be recovered over the life of the bonds and are disclosed within 'Trade and other receivables' (see Note F).

The contingent consideration relates to the amount payable for the acquisition in 2015 of the Novartis Vaccines portfolio. The current year liability is included within 'Trade and other payables' and the amounts due after more than one year are included in 'Other non-current liabilities'. For further details, see Note 32, 'Contingent consideration liabilities' to the Group financial statements.

### H) Provisions for liabilities

	2025 £m	2024 £m
At 1 January	20	20
Charge for the year	72	33
Utilised	(45)	(33)
At 31 December	47	20

The provisions relate to a number of legal and other disputes in which the company is currently involved.

## Notes to the Company balance sheet – UK GAAP continued (including FRS 101 ‘Reduced Disclosure Framework’)

### I) Share capital and share premium account

	Ordinary shares		Share premium account
	Number	£m	£m
<b>Share capital issued and fully paid</b>			
1 January 2025	4,314,303,734	1,348	3,473
Issued under employee share schemes	1,141,292	1	14
Ordinary shares acquired by ESOP Trust	–	–	11
<b>At 31 December 2025</b>	<b>4,315,445,026</b>	<b>1,349</b>	<b>3,498</b>

At 31 December 2025, of the issued share capital, 62,875,215 shares were held in the ESOP Trusts (out of which 62,227,857 were held for future exercise of share options and share awards and 647,358 shares were held for the Executive Supplemental Savings Plan), 240,019,489 shares were held as Treasury shares and 4,012,550,322 shares were in free issue. All issued shares are fully paid and there are no shares authorised but not in issue. The nominal, carrying and market values of the shares held in the ESOP Trusts are disclosed in Note 45, ‘Employee share schemes’.

During the period the Company purchased 93 million of shares to be held as Treasury shares as part of the 2025 share buyback programme. At 31 December 2025, the Company held 240 million Treasury shares at a cost of £3,948 million, of which 147 million shares of £2,571 million were repurchased as part of previous share buyback programmes, which has been deducted from retained earnings.

The monthly breakdown of all shares purchased and the average price paid per share (excluding expenses) in relation to the 2025 share buyback programme are detailed in Note 36, ‘Share capital and share premium account’ of the Group accounts.

### J) Retained earnings and other reserves

The Board reviews the level of distributable reserves of GSK plc annually as per Tech 2/17 Guidance on Realised and Distributable Profits under the Companies Act 2006, and aims to maintain distributable reserves that provide adequate cover for dividend payments.

The availability of distributable reserves in GSK plc is dependent on the ability of the subsidiaries to recover their receivables within a reasonable period of time. The Directors consider that, based on the nature of these receivables and the available cash resources, the distributable reserves at 31 December 2025 amounted to £25,000 million.

The profit of GSK plc for the year was £639 million (2024: £4,035 million). After dividends paid of £2,564 million (2024: £2,444 million) and the effect of £385 million Treasury shares transferred to a subsidiary company (2024: £459 million), retained earnings at 31 December 2025 stood at £37,087 million (2024: £39,999 million), of which £12,087 million is not considered by the Company to be available for distribution (2024: £14,999 million). Dividends to shareholders are paid out of the reserves of the Company considered to be available for distribution, which at 31 December 2025 amounted to £25,000 million (2024: £25,000 million).

Other reserves includes a capital redemption reserve and a reserve reflecting historical contributions of shares in the Company which were issued to satisfy share option awards granted to employees of subsidiary companies.

### K) Group companies

See pages 316 to 323 for a complete list of subsidiaries, associates, joint ventures and other significant shareholdings, which forms part of these financial statements.