Registered number: 1211673

LOCKTON COMPANIES INTERNATIONAL LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 2016

LOCKTON COMPANIES INTERNATIONAL LIMITED

COMPANY INFORMATION

Directors	D Gee D Whitewood W Humphrey III N Nimmo
Company secretary	S Jeffs
Registered number	1211673
Registered office	The St Botolph Building 138 Houndsditch London EC3A 7AG
Independent auditors	KPMG LLP 15 Canada Square London E14 5GL

LOCKTON COMPANIES INTERNATIONAL LIMITED

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STRATEGIC REPORT
FOR THE YEAR ENDED 30 APRIL 2016

Introduction

The directors present their strategic report for the year ended 30 April 2016.

Business review

Principal activities

The principal activities of the Company were that of an intermediate holding company within the LIH UK Topco Limited group of companies ('Lockton Group') and being a Designated Member of Lockton Companies LLP ('LC LLP'). LC LLP is a limited liability partnership of which the Company and Salisbury Insurance Brokers Limited are the Designated Members. The principal activity of LC LLP is insurance broking.

Results and financial position

The profit for the year, after taxation, amounted to £7,604,236 (2015 : £15,494,516). The Lockton Group has a cash settled share based payment scheme in operation for members of LC LLP and during the prior period another group company, Salisbury Insurance Brokers Limited agreed to assume the responsibility for liabilities in respect of the cash settled share based payment scheme (Partner Units).

A dividend of £11,766,648 was paid during the current financial year (2015: £4,693,599).

During the year the company made the transition to Financial Reporting Standard 102. There were no measurement or recognition adjustments were made as a result of the transition.

The Company is the corporate member of LC LLP. Profit distribution from LC LLP is recognised when the right to receive the profit allocation is established. This is established when LC LLP's profits are decided by the Remuneration Committee of LC LLP.

The Company's share of profits from LC LLP for the year ended 30 April 2016 are not determined until after the year end and accordingly will be recognised in the 2017 accounts of the Company. An amount of £19,282,102 (2015: £13,639,315) was recognised in this year in respect of profits allocated for the year ended 30 April 2015 during June 2015.

As at 30 April 2016 the Company balance sheet shows net current liabilities of £3,351,874 (2015 : £304,494) and net assets of £32,197,000 (2015 £36,359,412).

During January 2016 the Company increased its investment in Lockton Re LP for a total consideration of £7,018,300. The full carrying value of the investment in Lockton Re LP was subsequently written down to £Nil following the annual impairment review.

Principal risks and uncertainties

Overview

As the corporate member of LC LLP, the majority of the risks affecting this Company relate to its participation in the results of LC LLP. As detailed below, these risks are mostly managed by LC LLP. The Company's own role in managing this risk is limited to the performance monitoring of LC LLP.

Legal and regulatory risk

LC LLP is exposed to various actual and potential claims, lawsuits and other proceedings relating to alleged errors and omissions, or non-compliance with laws and regulations including those required by the FCA, in the conduct of its ordinary course of business.

The regulatory risks vary from the ability for systems and procedures to be changed in response to regulatory changes made by the FCA, the safeguarding of client money and the monitoring of solvency to satisfy FCA rules. The designated members are satisfied based on present information that LC LLP has appropriate arrangements in place to manage these risks including assessed probability of claims and has adequate insurance programmes and provisions in place to meet such claims. However, like all businesses of similar type, the risk exists that significant adverse developments in past claims, or a significant increase in the frequency or severity of future claims for errors and omissions, could have a material effect on LC LLP's reported results.

Financial risk

LC LLP is exposed to financial risk through its financial assets and financial liabilities. The components of the financial risk are market, currency, credit, liquidity and interest rate risk. The extent of the exposure to each of these components varies depending on the specific financial instrument.

Market risk

Market risk is the risk that the value of a financial instrument will fluctuate, principally as a result of changes in equity market conditions, interest rates and foreign currency exchange rates. There is no direct market risk exposure to LC LLP in respect of assets relating to insurance operations as these assets are matched to corresponding insurer liabilities. Cash holdings are not directly exposed to market risk however market risk can impact the value of current asset investments, therefore these investments are regularly monitored and managed.

Interest rate risk

LC LLP's income and operating cash flows were substantially independent of changes in market interest rates, except for interest income on cash balances, which is sensitive to short-term interest rates.

Foreign currency risk

Foreign currency risk is the risk that the value of a financial instrument or the quantum of the future income derived from a foreign source, will fluctuate resulting from changes in foreign exchange rates. LC LLP was exposed to foreign currency risk arising from various currency exposures. In particular, the London-based wholesale insurance broking business had a Sterling cost base, but derives a significant proportion of its insurance broking income in US dollars.

During the year LC LLP had a policy of forward selling the US Dollar denominated brokerage income of the UK business on a rolling 12-month basis. The policy has been established to limit the variability in cash flows and profits arising from fluctuations between the US Dollar and Sterling on brokerage income earned by LC LLP's business.

Credit risk

Credit risk is the risk that a counter party to a financial transaction will be unable to pay amounts in full when due.

Credit risk of insurers and clients

To minimise credit risk LC LLP's business had a general policy of not funding payment of claims on behalf of insurers or payment of premiums on behalf of the clients. However, LC LLP had established a strict authorisation policy whereby management may in certain circumstances authorise funding. Consequently, there is not significant exposure to credit risk deriving from insurers and clients in this respect. At the same time, the LC LLP monitored the financial condition of insurers and reinsurers on an ongoing basis. LC LLP has a Market Security Committee that evaluates, approves and monitors both insurance and reinsurance markets of the group companies conducting insurance operations and reports back to the LLP with recommendations accordingly. Such Committee decisions are supported by both local and international professional rating agencies data and the involvement of the insurance regulatory bodies in United Kingdom (namely the Financial Conduct Authority), Global Credit Rating Companies and legal opinion and other professional advice is sought, where necessary.

Other credit risks

Cash is held by high credit quality financial institutions. There are no significant concentrations of credit risk in respect of other receivables reflected in LC LLP's balance sheet.

Liquidity risk

Liquidity risk management implies maintaining sufficient cash and ensuring the availability of funding through an adequate amount of cash resources and credit facilities. LC LLP has approved a formal treasury policy and procedures manual to closely monitor approved banks, concentration risk and management of cash balances, which includes the Client Money Resource test. This test represents both a requirement by LC LLP's regulator and a process of cash flow monitoring. Further, LC LLP has a funding policy as described under the credit risk section above. The funding requirements and cash flows of the Company are closely and regularly monitored.

Investment in subsidiaries, carrying value risk

A principal risk of LCIL as a holding Company is the trading performance of its subsidiaries. Poor trading performance of subsidiaries could create the need for impairment leading to a reduction in net assets and distributable reserves of the Company. Each subsidiary sets performance targets for the year ahead and performance is reviewed regularly against these targets. Reasons for under performance are monitored and mitigating actions are taken. Investments are reviewed for impairment to ensure the appropriate carrying value for each investment in the holding company accounts. During the current period the company invested a further £7,018,300 in Lockton Re LP and impaired its carrying value of investments by £7,018,920.

Operational risk

Operational risk is the risk of loss due to factors such as inadequate systems, management failure, inadequate internal controls, fraud or human error. LC LLP mitigates these risks through the EWRM (Enterprise Wide Risk Management) framework, systems of internal controls, internal audit and compliance functions and other measures such as back-up procedures, contingency planning and insurance. The loss of key brokers is a key risk to LC LLP. This is mitigated by competitive remuneration, participative interest in the business and the alignment of goals through the establishment of LC LLP.

STRATEGIC REPORT (continued)
FOR THE YEAR ENDED 30 APRIL 2016

Defined benefit pension scheme

The Company has an ongoing commitment together with LC LLP and LIGS Limited to fund the UK Groups' defined benefit pension scheme. Future changes in the underlying valuation of the scheme's assets and liabilities could impact the level of future funding required. To mitigate part of this risk the Trustees of the scheme entered into a pension buy in arrangement with a third party to insure a substantial part of the scheme's liabilities.

Group Risk
LC LLP currently utilises a number of services provided by other Lockton group companies. The future operation of LC LLP is dependent upon ongoing trading activities of the Lockton group, any decline in the trading activities would present a significant risk to LC LLP. Given the current performance of the Lockton International Group this risk is currently deemed remote.

EU Referendum
On the 23 June 2016 the UK held an EU referendum to determine whether the UK should remain part of the EU or not. The outcome was a 52% to 48% result for the UK to leave the EU. The process to leave the EU will be time consuming and complicated and could result in shocks to the economy. The vote to leave the EU was not anticipated by financial markets and so has led to a period of increased volatility in financial markets as the news has been priced in and the political consequences unfolded (with numerous personnel changes in the Government and Opposition party). The longer term implications of leaving the EU are not clear at this stage but the increased uncertainty means that the level of financial, market, interest rate and foreign currency risk could be higher in the year ahead than in the previous year and it could remain higher for the foreseeable future.

STRATEGIC REPORT (continued)
FOR THE YEAR ENDED 30 APRIL 2016

Financial key performance indicators

As the Corporate Member of LC LLP the KPI's will be those of the LC LLP and are as follows:

	Year ended 2016	Year ended 2015**
Total income* growth rate in %	12%	12%
Total income growth in £'s	£17,374,966	£14,722,183
Net profit margin before members remuneration against turnover	38%	37%
Solvency Capital as a multiple of FCA recommended capital	5.8	6.36

* Total income comprises turnover, operating income, interest receivable, less net foreign exchange movements.
** 2015 KPI's have been calculated inclusive of adjustments in respect of FRS 102.

The directors of LIH UK Topco Limited manage the group's operations on an individual basis. The development, performance and position of the LIH UK Topco Limited group, which includes the Company, is discussed in LIH UK Topco Limited's annual report.

Another key performance indicator for this company is the carrying value of its subsidiaries, as these are the main assets of the Company. As discussed in the principal risks and uncertainties section above, the performance of the subsidiary undertakings will determine whether an impairment to the carrying value is required and this is tested on a regular basis.

There were impairment charges of £7,018,920 for the year ended 30 April 2016 (2015: nil). This related to the impairment of the investment made during the year in the Company's subsidiary Lockton Re LP.

Future Developments

It is intended that the Company will continue in its present capacity in the coming year

This report was approved by the board on 5 July 2016 and signed on its behalf.

S Jeffs
Secretary

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 APRIL 2016

The directors present their report and the financial statements for the year ended 30 April 2016.

Results and dividends

The profit for the year, after taxation, amounted to £7,604,236 *(2015 : £15,494,516).*

A dividend of £11,766,648 was paid during the current financial year (2015: £4,693,599)

Directors

The directors who served during the year were:

M Frost (resigned 30 April 2016)
D Gee
M Hammond (resigned 30 April 2016)
D Whitewood
W Humphrey III (appointed 30 April 2016)
N Nimmo (appointed 30 April 2016)

Political contributions

There were £nil political contributions made in the year (2015: £nil). There were also £nil charitable contributions made in the year (2015: £nil).

Going Concern

The directors consider that it remains appropriate to prepare the financial statements on a going concern basis, despite the Company having a net current liability position. The rationale for this decision is provided in the Accounting Policies note 1.2 within the accounts

Future developments

Likely future developments are discussed in the Strategic Report.

Financial risk management objectives and policies

The directors have considered the exposure to market, credit and liquidity risk for the financial instruments held by the Company which is further discussed in the Strategic Report. Exposure to interest rate risk is noted below. The Company does not hold equity instruments. The financial assets and liabilities are in the majority Sterling denominated and these are mainly represented by financial assets receivable from and payable to subsidiary group undertakings and related parties of the Lockton Group. The Company has balances in other currencies, but has decided not to hedge any currency risk and instead take the resulting gain or loss to the profit and loss account as it is incurred.

The company's exposure to interest rate risk is a function of interest rate and the net balance outstanding. Details of interest rate and balances are discussed below. The Company has decided not to hedge floating LIBOR for fixed interest rate.

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 APRIL 2016

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Post balance sheet events

On 23 June 2016 the LC LLP Remuneration Committee approved the allocation of the share of LC LLP's profits to the individual members of £30,466,051 and to the Company (being the Corporate Member) of £24,740,734. This amount will be recognised in the year ended 30th April 2017 in accordance with the company's accounting policy.

Auditors

Under section 487(2) of the Companies Act 2006, KPMG LLP will be deemed to have been reappointed as auditors to the Company and will continue in office.

This report was approved by the board on 5 July 2016 and signed on its behalf.

S Jeffs
Secretary

DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 30 APRIL 2016

The directors are responsible for preparing the Strategic report, the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. *In preparing these financial statements, the directors are required to:*

- select suitable accounting policies for the Company financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF LOCKTON COMPANIES INTERNATIONAL LIMITED

We have audited the financial statements of Lockton Companies International Limited for the year ended 30 April 2016, set out on pages 11 to 34. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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

Respective responsibilities of Directors and Auditor

As explained more fully in the Directors' responsibilities statement on Page 8, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 April 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion 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..

Matters on which we are required to report by exception

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

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

Mark Taylor (Senior statutory auditor)

for and on behalf of KPMG LLP, Statutory Auditor

15 Canada Square
London
E14 5GL

5 July 2016

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 APRIL 2016

	Note	2016 £	*2015* *£*
Administrative expenses	3	**(189,737)**	*4,215,789*
Other operating income	4	**19,282,102**	*13,639,315*
Operating profit	5	**19,092,365**	*17,855,104*
Amounts written off from investments	11	**(7,018,920)**	-
Interest receivable and similar income	8	**7,168**	-
Interest payable and similar charges	9	-	*(93,913)*
Profit on ordinary activities before tax		**12,080,613**	*17,761,191*
Tax on profit	10	**(4,476,377)**	*(2,266,675)*
Profit for the year		**7,604,236**	*15,494,516*
Total comprehensive income for the year		**7,604,236**	*15,494,516*

The notes on pages 15 to 34 form part of these financial statements.

There was no other comprehensive income for 2016 or 2015.

All amounts relate to continuing operations.

BALANCE SHEET
AS AT 30 APRIL 2016

	Note		2016 £		*2015 £*
Fixed assets					
Investments	11		**36,209,587**		*36,663,906*
			36,209,587		*36,663,906*
Current assets					
Debtors	12	**9,715,869**		*6,347,459*	
Cash at bank and in hand	13	**19,154**		*36,322*	
		9,735,023		*6,383,781*	
Creditors: amounts falling due within one year	14	**(13,086,897)**		*(6,688,275)*	
Net current liabilities			**(3,351,874)**		*(304,494)*
Total assets less current liabilities			**32,857,713**		*36,359,412*
Creditors: amounts falling due after more than one year	15		**(660,713)**		-
Net assets			**32,197,000**		*36,359,412*
Capital and reserves					
Called up share capital	18		**4,000,001**		*4,000,001*
Share premium account	19		**9,999,999**		*9,999,999*
Profit and loss account	19		**18,197,000**		*22,359,412*
Equity Shareholders' funds			**32,197,000**		*36,359,412*

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 5 July 2016.

D Whitewood
Director

The notes on pages 15 to 34 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 APRIL 2016

	Share capital	Share premium	Retained earnings	Total equity
	£	£	£	£
At 1 May 2015	4,000,001	9,999,999	22,359,412	36,359,412
Comprehensive income for the year				
Profit for the year	-	-	7,604,236	7,604,236
Total comprehensive income for the year	-	-	7,604,236	7,604,236
Dividends: Equity capital (see note 19)	-	-	(11,766,648)	(11,766,648)
Total transactions with owners	-	-	(11,766,648)	(11,766,648)
At 30 April 2016	4,000,001	9,999,999	18,197,000	32,197,000

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 APRIL 2015

	Share capital	Share premium	Retained earnings	Total equity
	£	£	£	£
At 1 May 2014	**4,000,001**	**9,999,999**	**11,558,495**	**25,558,495**
Comprehensive income for the year				
Profit for the year	-	-	15,494,516	15,494,516
Total comprehensive income for the year	-	-	15,494,516	15,494,516
Dividends: Equity capital (see note 19)	-	-	(4,693,599)	(4,693,599)
Total transactions with owners	-	-	(4,693,599)	(4,693,599)
At 30 April 2015	4,000,001	9,999,999	22,359,412	36,359,412

The notes on pages 15 to 34 form part of these financial statements.

1. Accounting policies

1.1 *Basis of preparation of financial statements*

Lockton Companies International Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK.

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ("FRS 102") and Companies Act 2006. The financial statements have been prepared under the historical cost basis except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below.

The presentation currency of these financial statements is sterling.

In the transition to FRS 102 from old UK GAAP, the Company has made no measurement or recognition adjustments.

The Company's intermediate parent undertaking, LIH UK Topco Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of LIH UK Topco are prepared in accordance with FRS 102 and are publicly available. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Cash Flow Statement and related notes;
- Financial instrument disclosures;
- Key Management Personnel compensation; and
- Related party transactions.

Under section 400 of the Companies Act 2006, the Company has claimed the exemption to not prepare consolidated accounts as the Company is a wholly-owned subsidiary of LIH UK Topco Limited, a company registered in England and Wales, for which consolidated accounts are prepared and within which the Company is included.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year is discussed in note 2.

1. Accounting policies (continued)

1.2 Going concern

Notwithstanding the net current liabilities of £3,351,874 (2015: £227,187) the directors consider the going concern basis to be appropriate for the following reasons:-

The directors have reviewed relevant budget and cash flow forecasts for a period of not less than 12 months from the date of approving these financial statements and are satisfied that the company will have sufficient resources available to meet liabilities as they fall due.

As part of the review undertaken the directors have taken into account the funding that has been made available to the Company from parent undertakings and from the group's intercompany credit facility with Lockton Inc.

Intra-group creditors comprise a significant proportion of creditors and an agreement has been made between major Lockton Group companies that no intra-group creditors may take action to cause any intra-group financial indebtedness of any group undertaking to become due or to be paid unless the group undertaking has sufficient readily available cash to pay the sum which is due or demanded.

The directors therefore consider that it remains appropriate to prepare the financial statements on a going concern basis.

1.3 Other Operating Income

Other operating income comprises distribution of profit share from LC LLP, of which the Company is a Corporate Member. Profit distribution from LC LLP is recognised when the right to receive the profit allocation is established through approval from the Remuneration Committee of LC LLP.

1.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Profit and loss account for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Investments in listed company shares are remeasured to market value at each Balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairments are calculated such that the carrying value of the fixed asset investment is the lower of its cost or recoverable amount. Recoverable amount is the higher of its net realisable value and its value in use.

1. Accounting policies (continued)

1.5 Impairment of fixed assets

Impairment of financial assets
A financial asset not carried at fair value through statement of comprehensive income is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the LLP would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in statement of comprehensive income. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through the profit or loss.

Impairment of non-financial assets
The carrying amounts of the Company's non-financial assets, other than are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash generating unit"). The goodwill acquired in a business combination, for the purpose of impairment *testing is allocated to cash-generating units, or ("CGU") that are expected to benefit from the* synergies of the combination. For the purpose of goodwill impairment testing, if goodwill cannot be allocated to individual CGUs or groups of CGUs on a non-arbitrary basis, the impairment of goodwill is determined using the recoverable amount of the acquired entity in its entirety, or if it has been integrated then the entire entity into which it has been integrated.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in statement of comprehensive income. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit on a pro rata basis.

1. Accounting policies (continued)

1.6 Impairment of fixed assets

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

Impairment of financial assets
A financial asset not carried at fair value through statement of comprehensive income is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the LLP would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in statement of comprehensive income. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Impairment of non-financial assets
The carrying amounts of the Company's non-financial assets, other than are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing is allocated to cash-generating units, or ("CGU") that are expected to benefit from the synergies of the combination. For the purpose of goodwill impairment testing, if goodwill cannot be allocated to individual CGUs or groups of CGUs on a non-arbitrary basis, the impairment of goodwill is determined using the recoverable amount of the acquired entity in its entirety, or if it has been integrated then the entire entity into which it has been integrated.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in statement of comprehensive income. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit on a pro rata basis.

1. Accounting policies (continued)

1.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

1.9 Basic Financial Instruments

Trade and other debtors / creditors
Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Interest-bearing borrowings classified as basic financial instruments
Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Cash and cash equivalents
Cash and cash equivalents comprise of cash balances held with highly rated financial institutions.

1.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

1. Accounting policies (continued)

1.11 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Profit and loss account except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Profit and loss account within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Profit and loss account within 'other operating income'.

1.12 Finance costs

Finance costs are charged to the Profit and loss account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.13 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

1.14 Interest income

Interest income is recognised in the Profit and loss account using the effective interest method.

1. Accounting policies (continued)

1.15 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Profit and loss account, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Company can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. Judgments in applying accounting policies and key sources of estimation uncertainty

Preparation of the financial statements requires management to make significant judgments and estimates. The items in the financial statements where these judgements and estimates have been made include:

Impairment of non-financial assets
Where there are indicators of impairment of individual assets, the Company performs impairment tests based on fair value less costs to sell or a value in use calculation. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction on similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet permitted to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as he expected future cash flows and the growth rate used for extrapolation purposes.

Taxation
Provision is made for current taxation based on assessment of the profits chargeable to tax and the tax rate in operation. The tax rate is used based on tax rates that have been enacted or substantially enacted at the balance sheet. Management's estimation is required to determine the amount of deferred tax assets that can be recognised, based upon likely timing and level of future taxable profits.

Recoverability of inter-company debt
When producing the financial statements the recoverability of inter-company debt is considered. In particular, the net current assets and net assets of the debtor are reviewed as well as any existing letters of support/arrangements with the other group companies.

3. Administrative Expenses

Administrative expenses include a credit amount of £Nil (2015 £4,215,789) being the reversal of the cash settled share based payment scheme liability for partner units following the transfer of the obligation to another group company.

4. Income from other fixed asset investments

	2016	***2015***
	£	**£**
Distribution of profit share from LC LLP	**19,282,102**	*13,639,315*
	19,282,102	*13,639,315*

On 23 June 2016 the LC LLP Remuneration Committee approved the allocation of the share of profit £24,740,734 (2015: £19,282,102) for distribution to the Company as the Company is the corporate member of LC LLP. This will be recognised in the 2017 accounts of the Company.

5. Operating profit

The operating profit is stated after charging:

	2016 £	*2015* *£*
Exchange differences	**(160,728)**	*(23,209)*

The audit fees for the current period, which amounted to £15,000 (2015 £10,000) were borne by a fellow group undertaking LIGS Limited.

6. Employees

The company has no employees.

7. Directors' remuneration

Messrs Frost, Gee, Hammond, Whitewood, Humphrey III and Nimmo received no remuneration for their services to the company or any of its subsidiary undertakings.

Mr Gee is also a director of Lockton International Holdings Limited. A company controlled by Mr Gee received payments from the Group for consultancy services provided and details of these amounts are disclosed in that company.

Messrs Hammond, Nimmo and Whitewood are also individual members of LC LLP and have received a discretionary share of the profit of LC LLP. Details of their remuneration can be found in the accounts of LIH UK Topco Limited.

8. Interest receivable and similar income

	2016 £	*2015* *£*
Other interest receivable	**7,168**	-
	7,168	-

9. Interest payable and similar charges

	2016 £	*2015 £*
Other loan interest payable	-	*93,913*
	-	*93,913*

10. Taxation

	2016 £	*2015 £*
Corporation tax		
Current tax on profits for the year	**4,554,349**	*2,658,076*
Adjustments in respect of previous periods	**410,241**	*995,721*
	4,964,590	*3,653,797*
Total current tax	**4,964,590**	*3,653,797*
Deferred tax		
Current Period	**(1,091,726)**	*(935,233)*
Effect of change in UK corporation tax rate on deferred tax balances	**247,407**	*206,952*
Deferred tax adjustments in respect of prior periods	**356,106**	*(658,841)*
Total deferred tax	**(488,213)**	*(1,387,122)*
Taxation on profit on ordinary activities	**4,476,377**	*2,266,675*

10. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than *(2015 - lower than)* the standard rate of corporation tax in the UK of 20% *(2015 - 20.92%)*. The differences are explained below:

	2016 £	*2015* *£*
Profit on ordinary activities before tax	**12,080,613**	*17,761,191*
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2015 - 20.92%)	**2,416,123**	*3,715,252*
Effects of:		
Expenses not deductible for tax purposes	**1,574,343**	*(1,085,690)*
Other assessable income	**3,197**	*71,504*
Adjustments to tax charge in respect of prior periods	**766,347**	*336,880*
Tax rate change on deferred tax balances	**247,407**	*206,952*
Group relief claimed	**(1,147,836)**	*(2,319,788)*
Payment for group relief	**616,796**	*1,341,565*
Total tax charge for the year	**4,476,377**	*2,266,675*

Factors that may affect future tax charges

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. An additional reduction to 17% (effective from 1 April 2020) was announced in the Budget on 16 March 2016. This will reduce the company's future current tax charge accordingly.

11. Fixed asset investments

	£
Cost or valuation	
At 1 May 2015	**36,663,906**
Additions	**7,035,117**
Change in deferred consideration	**(470,516)**
At 30 April 2016	**43,228,507**
Impairment	
At 1 May 2015	**-**
Charge for the period	**7,018,920**
At 30 April 2016	**7,018,920**
Net book value	
At 30 April 2016	**36,209,587**
At 30 April 2015	*36,663,906*

11. Fixed asset investments (continued)

Acquisition of shares

Fitzsam Investments Limited
On 1 June 2014 the Company acquired the entire share capital of Fitzsam Investments Limited (Fitzsam). Fitzsam owned MIS Motorsport Limited (MIS), a specialist motorsport insurance broker based in the North of England.

The initial consideration paid was £2,446,000. A net asset payment based on the Consolidated Completion Financial Statements was made for £904,382. Additional deferred consideration of up to a further £1,000,000 may be payable in each of the 2017 and 2019 calendar years. These amounts are subject to the performance of the acquired business during the periods from acquisition date to 31 May 2017 and 31 May 2019. Based upon current expectations these additional amounts of deferred consideration have been estimated at £660,713 (2015 £1,046,041). During the financial year the NPV of the contingent consideration was reduced by £470,516.

On 8 November 2014 all business, assets and liabilities were transferred to LC LLP. The consideration payable from LC LLP to MIS was £2,446,000 plus such further sum as may be payable by the Company under the terms of the share purchase agreement therefore mirroring the arrangement the company has with the vendors. The Company made a capital contribution of £5,000,000 to LC LLP to facilitate this purchase.

Mapledown AS
In August 2014 the Company acquired the share capital of Mapledown A.S. a company incorporated in Norway for £2,832. A further recapitalisation was undertaken during the current period, the amount of capital injected in November 2015 was £16,817.

Lockton Re LP
During January 2016 the Company increased its investment in Lockton Re LP for a total consideration of £7,018,300, this provided additional capital to Lockton Re LP. As a result of the annual impairment review, the investment in Lockton Re LP was written down by £7,018,920 to a carrying value of £Nil.

11. Fixed asset investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Lockton Companies (Shanghai) Insurance Brokers Limited	People's Republic of China	Ordinary	100 %	
Lockton Companies LLP	England & Wales	Ordinary	100 %	
Lockton SPV Limited	England & Wales	Ordinary	100 %	
Lockton Re LP	USA	Ordinary	50 %	
Lockton Specialities, LLC	USA	Ordinary	50 %	
Lockton Companies AS	Norway	Ordinary	100 %	
Mapledown AS	Norway	Ordinary	100 %	
Fitzsam Investments Limited *	Ireland	Ordinary	100 %	

* Fitzsam Investments Limited is the parent company and owns 100% of the shareholding of MIS Motorsport Limited a company incorporated in England & Wales.

In the opinion of the directors, the individual carrying value of the above assets consisting of shares in the Company's subsidiary is not less than the individual amounts at which those assets are stated in the Company's balance sheet.

12. Debtors

	2016 £	*2015* £
Amounts owed by group undertakings	**5,015,130**	*2,134,933*
Deferred taxation (see note 17)	**4,700,739**	*4,212,526*
	9,715,869	*6,347,459*

All amounts owed by group undertakings are current, repayable on demand, and non-interest bearing.

13. Cash and cash equivalents

	2016 £	*2015* *£*
Cash at bank and in hand	**19,154**	*36,322*
	19,154	*36,322*

14. Creditors: Amounts falling due within one year

	2016 £	*2015* *£*
Amounts owed to group undertakings	**10,753,262**	*4,233,366*
Corporation tax	**2,333,635**	*1,316,511*
Other creditors	**-**	*1,138,398*
	13,086,897	*6,688,275*

All amounts owed to group undertakings are current, repayable on demand, and non-interest bearing.

15. Creditors: Amounts falling due after more than one year

	2016 £	*2015* *£*
Deferred consideration	**660,713**	*-*
	660,713	*-*

Deferred consideration of £660,713 (2015: £1,138,398 in creditors falling due within one year) relates to the acquisition of MIS Motorsport Limited.

16. Financial instruments

	2016 £	*2015 £*
Financial assets		
Financial assets measured at amortised cost	**5,034,284**	*2,171,255*
	5,034,284	*2,171,255*
Financial liabilities		
Financial liabilities measured at amortised cost	**(11,413,975)**	*(5,371,765)*
	(11,413,975)	*(5,371,765)*

	2016 £	*2015 £*
Financial assets measured at amortised cost		
Amounts owed by group companies	**5,015,130**	*2,134,933*
Cash at bank	**19,154**	*36,322*
	5,034,284	*2,171,255*

	2016 £	*2015 £*
Financial liabilities measured at amortised cost		
Amounts owed to group companies	**(10,753,262)**	*(4,233,366)*
Other creditors	**-**	*(1,138,399)*
Long term contingent consideration	**(660,713)**	*-*
	(11,413,975)	*(5,371,765)*

17. Deferred taxation

	Deferred tax £
At 1 May 2015	**4,212,526**
Charged to the profit or loss	**488,213**
At 30 April 2016	**4,700,739**

The deferred tax asset is made up as follows:

	2016 £	*2015 £*
At 1 May 2015	**4,212,526**	*2,825,404*
Deferred tax credit in the profit and loss account	**488,213**	*1,387,122*
	4,700,739	*4,212,526*

Deferred tax is recognised to the extent that the realisation of the related tax benefit through future taxable profits is probable.

18. Share capital

	2016 £	*2015 £*
Allotted, called up and fully paid		
4,000,001 Ordinary shares of £1 each	**4,000,001**	*4,000,001*

19. Reserves

	Share premium account £	*Profit and loss account £*
Profit and loss account		
At May 2015	**9,999,999**	*22,359,411*
Profit for the financial year	-	*7,604,237*
Dividends Paid : (294p per share)	-	*(11,766,648)*
At 30 April 2016	**9,999,999**	*18,197,000*

A dividend of £11,766,648 was paid to Lockton UK Limited during the current financial year (2015: £4,693,599)

20. Contingent liabilities

Credit facility

Pursuant to Lockton International Holdings Limited ("LIHL"), a group subsidiary, entering into a £32,500,000 Credit Facility Agreement with Lloyds Banking Group in April 2013, LIHL, LC LLP, LIGS Limited, the Company, Lockton UK Limited, LIH UK Topco Limited, Lockton International Limited and Lockton Overseas Limited (subsidiaries) have given first fixed and floating charges over their assets and shares they own in other Group companies as security for the payment of all liabilities arising from the credit facility to Lloyds Banking Group. The credit facility consists of a five year £20,000,000 term loan, a three year £10,000,000 revolving credit facility and an annually renewable £2,500,000 overdraft facility. As at 30 April 2016 the amount drawn down on the Lloyds Banking Group credit facility was £Nil (2015: £5,000,000).

In relation to the guarantees given for the facility, the aggregate liabilities of LC LLP and the Company are limited to a maximum of £20,000,000 plus accrued interest and other amounts e.g. fees due under the Finance documents.

The credit facility with Lloyds Banking Group was repaid in May 2015 and replaced with an intercompany credit facility with Lockton Inc. The charges listed above remain in place as the charges were shared with the group's NH4 Pension Scheme.

Pension guarantees

Covenant obligations have been established on the Company, LC LLP and LIGS Limited which if breached and not rectified within 30 days following a request from the Trustee to do so requires the Company, LC LLP and LIGS Limited to fund the total future outstanding sums in respect of the scheme's funding deficit calculated on the scheme specific basis at the date of the last valuation. In May 2011 a guarantee was signed by the Company and LC LLP which provides for funding on a buy out basis if there is an event of default which has not been remedied in accordance with the provisions of the guarantee.

The Company together with LC LLP and LIGS Limited has undertaken to pay amounts stated within a funding plan agreed with the Trustees, in addition to the usual contributions special contributions of £5m in 2015/16, £5m in 2016/17, £5m in 2017/18 and £4.17m in 2018/19 have been agreed. In the event that LIGS Limited ("the Employer") fails to make a due payment to the Scheme, the Company and LC LLP have agreed to make such payment within 5 days of receiving a demand from the Trustee of the Scheme for payment. If the Company and LC LLP have failed to make a due payment after receiving a notice (this is considered a breach for purposes of the guarantee) or if the Trustee has provided 5 days notice that the Scheme has commenced winding up, or if there is an event of default, the Company and LC LLP are required to make an immediate payment equal to the estimated buyout deficit, which will subsequently be increased to the actual buyout basis deficit if higher.

Covenant obligations have been established which if breached and not rectified following a request from the Trustee to do so require the Company and LC LLP to fund the total future outstanding sums in respect of the Scheme's funding deficit calculated on the scheme specific basis at the date of the last valuation.

The surplus of the Scheme, on an FRS102 basis, at 30 April 2016 was £5,500,000 (2015: £1,800,000 surplus – which was derecognised as the scheme is closed to future accrual).

Pension Protection Fund Guarantee

The Company has given a guarantee to the Pension Protection Fund which irrevocably and unconditionally:

(a) guarantees to the Trustees punctual performance by the Company of all its Guaranteed Obligations;
(b) undertakes with the Trustees that, whenever the Company does not pay any amount when due in respect of its guaranteed obligations, it must immediately on demand by the Trustees pay that amount as if it were the principal obligor; and

(c) indemnifies the Trustees immediately on demand against any cost, loss or liability suffered by the Trustees if any payment obligation guaranteed by it is or becomes unenforceable, invalid or illegal; the amount of the loss or liability under this indemnity will be equal to the amount the Trustees would otherwise have been entitled to recover.

The guarantee extends to the ultimate balance of all sums payable by the Company in respect of its guaranteed obligations and continues in full force and effect and may not be terminated by the Guarantors until all amounts which may be or become payable by the Company to the Scheme have been irrevocably paid in full.

E & O Claims

The Company has been indemnified by LC LLP as part of the business transfer agreement signed on the 1 November 2010 for any E&O exposure for business which had been completed before the transfer of business to LC LLP. The estimated exposure has been provided for in the financial statements of LC LLP at year end. If LC LLP fails to honour any E&O claims which materialise in future, the Company will be legally liable for the liability.

21. Related party transactions

The Company is a wholly owned subsidiary within the LIH UK Topco Limited Group and advantage has been taken of the exemption not to disclose any transactions with entities that are part of that group, as the accounts of LIH UK Topco Limited Group are publicly available.

22. Post balance sheet events

On 23 June 2016 the LC LLP Remuneration Committee approved the allocation of the share of LC LLP's profits to the individual members of £30,466,051 and to the Company (being the Corporate Member) of £24,740,734. This amount will be recognised in the year ended 30th April 2017 in accordance with the company's accounting policy.

23. Controlling party

The Company's immediate parent company and controlling party is Lockton UK Limited a company that is registered in England and Wales. The Company's ultimate parent company and controlling party is Lockton Inc., a company incorporated in the United States.

The largest group in which the results of the Company are consolidated is that headed by Lockton Inc., incorporated in the United States. These consolidated financial statements are not publicly available.

The smallest group in which they are consolidated is that headed by LIH UK Topco Limited, incorporated in England and Wales. No other group financial statements include the results of the Company. These consolidated financial statements are available to the public and may be obtained from The St Botolph Building, 138 Houndsditch, London, EC3A 7AG.