# NFU MUTUAL INVESTMENT SERVICES LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

Registered Number: 01860029

**Registered Office:** 

Tiddington Road, Stratford-upon-Avon, Warwickshire, CV37 7BJ



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# **FOR THE YEAR ENDED 31 DECEMBER 2019**

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#### STRATEGIC REPORT

#### **FOR THE YEAR ENDED 31 DECEMBER 2019**

The directors present the Strategic Report and audited financial statements of NFU Mutual Investment Services Limited (the Company) for the year ended 31 December 2019.

#### REVIEW OF THE BUSINESS

In 2020, the outbreak of Coronavirus and its spread from China into the wider world has had a significant impact on businesses, including the Company and its customer. The Company is part of NFUM Group which initiated its Financial Risk Response Plan and actions were taken to ensure the position of the Group and that of its subsidiary companies remains resilient and retains the ability to provide a service to its customer.

The principal activity of the Company is the investment management of the NFU Mutual Retirement Benefit Scheme (NFUM RBS) as at the period end.

During 2019 NFU Mutual Investment Services Limited (the Company) recorded a loss before taxation of £147,131 (2018 profit: £217,837). The loss was driven by a £350,000 compensation payment to the NFUM RBS. The net assets of the company as at the balance sheet date were £2,138,659 (2018: £2,257,835).

The Coronavirus outbreak has led to substantial market falls in early 2020. However, the impact on the Company's capital position has been limited due to the nature of the assets held and the capital position remains within its risk appetite. However the market falls, if they persist, will impact expected revenue in 2020.

#### **KEY PERFORMANCE INDICATORS**

|                                             | <u>2019</u>    | <u>2018</u>    |
|---------------------------------------------|----------------|----------------|
| Management fee income                       | £422,021       | £425,648       |
| (Loss)/Profit for the financial year        | £(119,176)     | £176,459       |
| Return on assets ((loss)/profit/net assets) | (5.6)%         | 7.8%           |
| Net assets                                  | £2,138,659     | £2,257,835     |
| Funds under management                      | £1,129,540,813 | £1,019,986,682 |

#### PRINCIPAL RISKS AND UNCERTAINTIES

#### Coronavirus

The risk associated with the worldwide outbreak of Coronavirus is seen as an additional risk, which has arisen since the year end, but will have impacts long into the future. The risk has been considered by the Group, further details are shown in the Group Annual Report.

# **Operational Risk**

There is a risk that internal processes and procedures fail, resulting in the recording of the Company's income and expenses being incorrect. This could lead to the Company incurring financial losses as a result of these failures. Capital required to cover operational risk is held at a Group level. A letter of guarantee from the Parent Company, the National Farmers Union Mutual Insurance Society Limited, is in place covering the 15 months starting 1 January 2020. This states that the Parent Company would reimburse the costs of any operational risk failure in the eventuality that MISCO is unable to meet that requirement.

#### **STRATEGIC REPORT (continued)**

#### FOR THE YEAR ENDED 31 DECEMBER 2019

#### Financial Risk Management

The Company is exposed to financial risk through its financial assets and financial liabilities. In particular, the key risks relate to credit and market risk.

#### **Credit Risk**

There is a risk that interest or principal will not be returned on the firm's cash deposits placed with financial institutions. This is considered a low risk owing to the capital regime to which the institutions selected are subject.

A further risk is from the non-payment of fees by the NFUM Retirement pension scheme administered at the period end. This risk is mitigated through credit control and invoicing arrangements with the individual client.

In accordance with the rules of the Financial Conduct Authority, the Company has published information on its risk management objectives and policies, methods of mitigation and its regulatory capital requirements and resources. These disclosures can be found on pages 19-21.

#### **Market Risk**

The Company's income is derived in part from a management service charge levied based on the fund values of the NFU Mutual Retirement Benefit Scheme. It follows that if the values of these funds go down then the income level within the Company will diminish. The management considers this risk to be insignificant due to the Company having sufficient reserves to ensure that a fall in income will be absorbed.

#### Liquidity Risk

The Company's income is dependent upon prompt settlement of charges levied upon clients in order to meet its financial and regulatory obligations. This position is managed by ensuring that cash on short term deposits is sufficient to cover the Company's obligations as they fall due.

# **FUTURE OUTLOOK**

Looking into 2020 the Company expects the levels of income to continue for the foreseeable future as the company continues to provide investment management services to the NFU Mutual Retirement Benefit Scheme.

# SECTION 172

S. 172 of the Companies Act 2006 requires directors to act in a way which they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole. In doing this, directors should take into account factors which will affect the success of the company such as the long term consequences of any decision, the interests of employees, the needs of its customers, relationships with suppliers, regulators and other stakeholders and the wider community and the company's reputation.

#### **STRATEGIC REPORT (continued)**

#### **FOR THE YEAR ENDED 31 DECEMBER 2019**

The company's key stakeholders and the principal ways it engages with them are:

- People The Board receives regular updates on the engagement of employees through the
  annual engagement survey. In addition, the Group had formal and informal consultation
  forums which support employee engagement with effective communication and help
  provide an employee voice. Through these groups employees are involved in the review
  and development of workforce policies and procedures and two-way dialogue is
  encouraged.
- Suppliers The Group works with its suppliers to ensure performance and to identify
  opportunities for enhanced value and innovation. Business Relationship Managers hold
  regular meetings with key suppliers to ensure there is regular engagement in line with our
  procurement policies and practices.
- Customers the Board regularly engages with its customer, the Retirement Benefit Scheme
  of the National Farmers Union Mutual Insurance Society Limited. The Board provides
  regular updates on the investment market and the performance of the scheme's assets to
  the Trustees and receives regular reports on the Trustees' views, expectations and future
  intentions with respect to its investment manager.
- Regulators There is regular dialogue with all relevant regulators concerning regulatory matters relevant to the business.

The relevance of each stakeholder group will be different for each issue considered by the Board. Therefore, it is important that the Board understands the needs of each stakeholder group during its discussions and as part of its decision making. Together with the consideration of the long term consequences and the maintenance of our reputation for high standards of business conduct, this is integral to the way the Board operates.

The views of stakeholders are heard by the Board through information provided by management and by Directors' direct engagement with stakeholders. Consideration of stakeholders is at the heart of what we do as a business. The Group's customers are at the heart of its strategy and the strategic objectives directly link into the requirements under s.172.

- To deliver Sustainable Profitable Growth requires the Group to consider the long term consequences of decisions and the needs of our customers
- To be a Great Company to do Business With requires the Group to put its customers at the heart of what we do; it also ensures that suppliers and business partners are fully considered
- To be a Great Place to Work requires the Group to consider the needs and expectations of employees, including their engagement

During the year the Board considered the impact on people and its customers of changes to the Group's investment strategy including the outsourcing of the investment of some of its international equities.

On behalf of the Board

J. Priestley Director

24 April 2020

# **DIRECTORS' REPORT**

# **FOR THE YEAR ENDED 31 DECEMBER 2019**

The directors present their report and audited financial statements of the Company for the year ended 31 December 2019.

#### PRINCIPAL ACTIVITIES

The principal activity of the Company is the investment management of the NFU Mutual Retirement Benefit Scheme.

# **DIVIDENDS AND TRANSFERS TO RESERVES**

The directors do not recommend the payment of a dividend (2018: nil). The loss for the financial year of £119,176 (2018 profit: £176,459) will be transferred to reserves.

#### **DIRECTORS**

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

N. D. Bryan

P. A. Glover

C. Judd

J. Priestley

The Company Secretary during the year and up to the date of signing the financial statements was:

#### J. D. Creechan

The Parent Company, The National Farmers Union Mutual Insurance Society Limited, has put in place deeds of indemnity for the benefit of the Directors and Company Secretary of the Parent Company and of its associated Companies. The deeds of indemnity are qualifying third party indemnity provisions in accordance with the Companies Act 2006. The indemnity provisions were in force throughout the financial year and at the date the financial statements were approved.

#### FINANCIAL RISK MANAGEMENT

See Strategic Report on page 2.

# **FUTURE OUTLOOK**

See Strategic Report on page 3.

#### **DIRECTORS' REPORT (continued)**

#### **FOR THE YEAR ENDED 31 DECEMBER 2019**

#### GOING CONCERN BASIS OF ACCOUNTING

The accounts have been prepared on a going concern basis.

The Directors have reviewed the Company's business activities, financial position, principal risks and uncertainties, financial commentary as set out in the Strategic Report on pages 1 and its liquidity and operational resilience as part of the NFUM Group response to the outbreak of Coronavirus in early 2020. Further details are shown in the Group Annual Report.

The Directors consider that the Company has adequate resources and continues to have a strong capital position which remained within the Company's risk appetite as at 31 March 2020 to continue in operation and are satisfied that it is appropriate to continue to adopt the going concern basis in preparing the financial statements.

#### EVENTS AFTER REPORTING DATE

Events after the reporting date are shown in Note 11 on page 18. There have been no other post balance sheet events that require disclosure in the financial statements, we have considered likely future events in the strategic report.

#### STATEMENT OF DISCLOSURE OF INFORMATION TO INDEPENDENT AUDITORS

The auditors, Deloitte LLP have indicated their willingness to continue in office and a resolution that they be reappointed will be proposed at the Annual General Meeting.

Each of the directors at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the director has taken all the steps that they ought to have taken as director in order to make them self-aware of any relevant audit information and to establish that the Company's auditors are aware of that information:

The confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

On behalf of Board

J. Priestley Director

24 April 2020

James Pruly

# STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

#### FOR THE YEAR ENDED 31 DECEMBER 2019

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

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

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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements:
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for 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.

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

On behalf of the Board

J. Priestley

Director 24 April 2020

# Independent auditor's report to the members of NFU Mutual Investment Services Limited

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

#### **Opinion**

In our opinion the financial statements of NFU Mutual Investments Services Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 11.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

#### 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 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, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

# Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

# <u>Independent auditor's report to the members of NFU Mutual Investment Services Limited</u> (Continued)

#### Other information

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

#### Responsibilities of directors

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

#### 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: <a href="www.frc.org.uk/auditorsresponsibilities">www.frc.org.uk/auditorsresponsibilities</a>. This description forms part of our auditor's report.

#### Report on other legal and regulatory requirements

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

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

# <u>Independent auditor's report to the members of NFU Mutual Investment Services Limited</u> (Continued)

- 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 company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

# Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.

#### Use of our report

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 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Mark McQueen (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London
24 April 2020

# PROFIT AND LOSS ACCOUNT

# FOR THE YEAR ENDED 31 DECEMBER 2019

|                                        | <u>Note</u> | <u>2019</u><br>£ | <u>2018</u><br>£ |
|----------------------------------------|-------------|------------------|------------------|
| TURNOVER                               | 4           | 422,021          | 425,648          |
| Administrative expenses                |             | (584,552)        | (220,307)        |
| OPERATING (LOSS)/PROFIT                |             | (162,531)        | 205,341          |
| Interest receivable and similar income |             | 15,400           | 12,496           |
| (LOSS)/PROFIT BEFORE TAXATION          | 5           | (147,131)        | 217,837          |
| Tax on (loss)/profit                   | 6           | 27,955           | (41,378)         |
| (LOSS)/PROFIT FOR THE FINANCIAL YEAR   |             | (119,176)        | 176,459          |

All results are derived from continuing operations.

The Company has no other comprehensive income other than in the profit above, and therefore no separate statement of other comprehensive income has been presented.

The notes on pages 14-18 form an integral part of these financial statements.

# **BALANCE SHEET**

# **AS AT 31 DECEMBER 2019**

|                                                | <u>Note</u> | <u>2019</u><br><u>£</u> | <u>2018</u><br>£ |
|------------------------------------------------|-------------|-------------------------|------------------|
| CURRENT ASSETS                                 |             |                         |                  |
| Debtors                                        | 7           | 58,436                  | 42,845           |
| Deposits with credit institutions              |             | 2,000,000               | 2,000,000        |
| Cash at bank and in hand                       |             | 671,404                 | 486,740          |
|                                                |             | 2,729,840               | 2,529,585        |
| LIABILITIES                                    |             |                         |                  |
| Creditors: Amounts falling due within one year | 8           | (591,181)               | (271,750)        |
| NET CURRENT ASSETS                             |             | 2,138,659               | 2,257,835        |
| TOTAL ASSETS LESS CURRENT LIABILITIES          |             | 2,138,659               | 2,257,835        |
| CAPITAL AND RESERVES                           |             |                         |                  |
| Called up share capital                        | 9           | 100,000                 | 100,000          |
| Retained earnings                              |             | 2,038,659               | 2,157,835        |
| TOTAL EQUITY                                   |             | 2,138,659               | 2,257,835        |

The financial statements on pages 11 to 18 were approved and authorised for issue by the Board of directors on 24 April 2020 and were signed on its behalf by:

James Miny

J. Priestley Director 24 April 2020

NFU MUTUAL INVESTMENT SERVICES LIMITED

Company Number: 01860029

The notes on pages 14 to 18 form an integral part of these financial statements.

# STATEMENT OF CHANGES IN EQUITY

# FOR THE YEAR ENDED 31 DECEMBER 2019

|                                  | Called up Share Capital | Retained Earnings | Total Equity 2019 £ | Total Equity 2018 £ |
|----------------------------------|-------------------------|-------------------|---------------------|---------------------|
| Balance at 1 January             | 100,000                 | 2,157,835         | 2,257,835           | 2,081,376           |
| (Loss)/Profit for financial year | -                       | (119,176)         | (119,176)           | 176,459             |
| Balance at 31 December           | 100,000                 | 2,038,659         | 2,138,659           | 2,257,835           |

#### NOTES TO FINANCIAL STATEMENTS

#### **FOR THE YEAR ENDED 31 DECEMBER 2019**

#### 1 ACCOUNTING POLICIES

NFU Mutual Investment Services Limited is a private Company limited by shares and incorporated in the United Kingdom. The registered address is: Tiddington Road, Stratford Upon Avon, Warwickshire, CV37 7BJ.

These financial statements have been prepared on the going concern basis, under the historical cost convention, and in compliance with the Companies Act 2006 and applicable accounting standards and accounting policies in the United Kingdom, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" (FRS102).). The going concern assessment has taken into account the impact of the Coronavirus outbreak in early 2020 and details can be found in the Directors' Report on page 6. Accounting policies have been applied consistently to all years presented unless otherwise stated.

The principal accounting policies, which have been applied consistently throughout the year, are set out below.

#### a) Going concern

The Company made a loss on ordinary activities before taxation in the year of £147,131 (2018 profit: £217,837), and has total shareholders' funds of £2,138,659 (2018: £2,257,835) and a positive cash position. The Directors consider that the Company has adequate resources to continue in operational existence for a period of at least 12 months from the date of approval of the financial statements. For this reason they continue to adopt the going concern basis in preparing the financial statements.

#### b) Turnover

Turnover represents management fee income and is recognised on an accruals basis. It relates entirely to services provided in the UK.

#### c) Debtors

Debtors are amounts due from customers and other receivables arising from trading and services performed in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets. Debtors are recognised initially at fair value less any associated impairment.

# d) Deposits with Credit Institutions

Deposits with credit institutions represent deposits with qualifying credit institutions subject to time restrictions or penalties for early withdrawal.

#### e) Cash at bank and in hand

Cash at bank and in hand comprises cash in hand, demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

#### f) Called up share capital

Ordinary shares are classified as equity.

#### NOTES TO FINANCIAL STATEMENTS (Continued)

#### **FOR THE YEAR ENDED 31 DECEMBER 2019**

#### g) Retained earnings

Retained earnings represent accumulated comprehensive income for the year and prior periods.

#### h) Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Creditors are recognised initially at fair value less any associated impairment.

#### i) Current and Deferred Taxation

The tax expense for the period comprises current and deferred tax where applicable. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company generates taxable income. A taxation credit is recognised where losses are utilised within the Group. The Company receives cash in respect of these losses.

# j) Administrative Expenses

Administrative expenses are recognised on an accruals basis in the period to which the services or goods received relate.

#### k) Interest Receivable and similar income

Interest receivable represents interest earned on cash at bank and on short term deposits and is recognised on an accruals basis.

#### 2 CASH FLOW STATEMENT AND RELATED PARTY DISCLOSURES

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with. The Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate Parent Company, The National Farmers Union Mutual Insurance Society Limited, includes the Company's cash flows in its own consolidated financial statements. The National Farmers Union Mutual Insurance Society Limited consolidated financial statements are publicly available (see note 10).

In accordance with FRS 102 33.1A, the Company does not disclose transactions with members of The National Farmers Union Mutual Insurance Society Limited Group that are wholly owned. The Company does however disclose transactions with related parties which are not wholly owned within the same group.

The Company manages the investments of a related pension fund, The NFU Mutual Insurance Society Limited Retirement Benefit Scheme, during the year, for which it received investment management fees of £422,021 (2018: £425,648).

The amount outstanding in respect of the management of the investments of the pension fund as at 31st December 2019 was £26,020 (2018: £39,625).

#### **NOTES TO FINANCIAL STATEMENTS (Continued)**

#### FOR THE YEAR ENDED 31 DECEMBER 2019

#### 3 DIRECTORS' EMOLUMENTS AND EMPLOYEE INFORMATION

The directors received no emoluments for the year ended 31 December 2019 (2018: £nil). The Directors are remunerated by the ultimate Parent Company in respect of the services for the entire Group. The Directors' services in respect of the Company were incidental in comparison to their services within the Group, and therefore nil emoluments have been apportioned to the company (2018: £nil). There were no employees during the year ended 31 December 2019 (2018: nil).

# 4 TURNOVER

|                | <u>2019</u> | <u>2018</u> |
|----------------|-------------|-------------|
|                | £           | £           |
| Management fee | 422,021     | 425,648     |

All turnover was generated within the United Kingdom.

# 5 (LOSS)/PROFIT BEFORE TAXATION

| <u> 2019</u> | <u>2018</u> |
|--------------|-------------|
| £            | £           |

The (loss)/profit before taxation is stated after charging:

| Fees payable to the Company's auditors for the audit of |       |       |
|---------------------------------------------------------|-------|-------|
| NFU Mutual Investment Services Limited (excluding VAT)  | 6,890 | 6,500 |

In accordance with SI 2008/489 the Company has not disclosed the fees payable to the Company's auditors for 'Other services' as this information is included in the consolidated financial statements of The National Farmers Union Mutual Insurance Society Limited.

#### 6 TAX ON (LOSS)/PROFIT

|                                                                           | <u>2019</u>    | <u> 2018</u> |
|---------------------------------------------------------------------------|----------------|--------------|
|                                                                           | £              | £            |
| The taxation (credit)/charge on the loss for the year:                    |                |              |
| (Loss)/Profit before taxation                                             | (147,131)      | 217,837      |
| (Loss)/Profit multiplied by rate of Corporation tax in UK 19% (2018: 19%) | (27,955)       | 41,389       |
| Adjustment in respect of prior years                                      | <del>_</del> _ | (11)         |
| Total tax (credit)/charge for the year                                    | (27,955)       | 41,378       |

The tax assessed for the year is the same as (2018: same as) the rate of corporation tax in the UK for the year ended 31 December 2019 of 19% (2018: 19%)

Since 1 April 2017 the UK Corporation Tax rate has been 19%.

# **NOTES TO FINANCIAL STATEMENTS (Continued)**

# FOR THE YEAR ENDED 31 DECEMBER 2019

#### 7 DEBTORS

|                                                  | <u>2019</u><br>₤           | <u>2018</u><br>£      |
|--------------------------------------------------|----------------------------|-----------------------|
| Trade debtors Corporation tax                    | 30,481<br>27,955<br>58,436 | 42,845<br>-<br>42,845 |
| 8 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR | 2019                       | 2018                  |
|                                                  | £                          | £                     |
| Amounts owed to Group undertakings               | 200,000                    | 197,800               |
| Other Creditor                                   | 373,178                    | 14,558                |
| UK Corporation tax                               | -                          | 41,389                |
| Other taxation and social security               | 18,003                     | 18,003                |
|                                                  | 591,181                    | 271,750               |

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand

#### 9 CALLED UP SHARE CAPITAL

| <u>2019</u> | <u> 2018</u> |
|-------------|--------------|
| £           | £            |
|             |              |
| 100,000     | 100,000      |
|             |              |
| 100,000     | 100,000      |
|             | £<br>100,000 |

# 10 IMMEDIATE AND ULTIMATE PARENT UNDERTAKING

The directors consider the immediate Parent Company as NFU Mutual Management Company Limited. The ultimate Parent Company and controlling party is The National Farmers Union Mutual Insurance Society Limited, a Company incorporated in England and Wales, and the only group to consolidate these financial statements. Copies of the consolidated financial statements of the ultimate controlling party can be obtained from the Secretary at the following address:

Tiddington Road, Stratford-upon-Avon, Warwickshire, CV37 7BJ

#### **NOTES TO FINANCIAL STATEMENTS (Continued)**

#### **FOR THE YEAR ENDED 31 DECEMBER 2019**

#### 11 EVENTS AFTER REPORTING DATE

The spread of Coronavirus from China into the wider world in early 2020 has had a significant impact on business, including the Company's and its customers. Due to its economic and financial significance, the emergence of Coronavirus in 2020, is considered to be a non-adjusting post balance sheet event.

Financial markets have fallen around the world as a result of Coronavirus. Given the nature of the Company's business and the type of assets held the impact on its assets and liability values has not been significant. The Company's capital position remained within the Company's risk appetite as at 31 March 2020.

The Group initiated its Financial Risk Response Plan and actions were taken to ensure the Group position remains resilient including that of the Company's operation and its ability to provide services to its customer.

#### CAPITAL REQUIREMENTS DIRECTIVE - PILLAR THREE DISCLOSURE (Unaudited)

#### FOR THE YEAR ENDED 31 DECEMBER 2019

#### **BACKGROUND**

The Capital Requirements Directive (CRD) sets out the regulatory capital framework applicable to financial institutions within the UK and European Union (EU). It requires senior management to assess the nature of risks within their business and to ensure that sufficient capital is available to mitigate those risks. The framework is based upon three pillars:

Pillar 1 – sets out the minimum capital requirement for the Company.

Pillar 2 – requires the firm and its regulatory supervisors to assess whether additional capital should be held to offset risks within the business not sufficiently covered by Pillar 1 capital.

Pillar 3 – firms are required to publish details of their risks, capital and risk management process.

#### **BASIS OF DISCLOSURE**

The FCA rules allow a firm to omit information or disclosures if it believes the information to be immaterial or where it believes the information to be confidential.

# **SCOPE**

NFU Mutual Investment Services Limited is authorised and regulated by the Financial Conduct Authority (FCA) in the UK. It is a wholly owned subsidiary of The National Farmers Union Mutual Insurance Society Limited.

The Company structure and business model is such that it undertakes only limited activities, and can be considered 'simple' when reviewing the nature, size, scope and complexity of its business. It does not trade on its own behalf. There are no plans for changes to the structure or to set up new contracts with any new customers.

# RISK MANAGEMENT OBJECTIVES AND POLICIES

NFU Mutual Investment Services Limited has a low risk appetite. The most significant risks facing the Company are detailed below, both of which may result in reputational damage to the Company.

- a) losses stemming from a failed internal process or procedure
- b) a fall in funds under management resulting in a fall in management charge and therefore income

In order to consider and control such risks, the Company has developed a risk management framework that is governed by both the Board of the Company and Parent Company committees.

Operational risk is the primary risk within the Company and as such is discussed further below.

#### Operational Risk

The largest potential single category of risk faced by the Company is operational risk, in that its actions may result in losses, litigation or reputational damage.

All of the Group's investment activities are undertaken by the Investments Department of The National Farmers Union Mutual Insurance Company Limited, by staff ultimately employed by NFU Mutual (Service Company) Limited. This department undertakes all of the investment activity for Group companies as a part of their daily duties.

# <u>CAPITAL REQUIREMENTS DIRECTIVE - PILLAR THREE DISCLOSURE (Unaudited)</u> (Continued)

#### FOR THE YEAR ENDED 31 DECEMBER 2019

As such it is subject to an established regime of Limits of Authority, Periodic Review and Board Reporting designed to mitigate the majority of risks associated with these activities.

The operational risk remains within the Parent Company, The National Farmers Union Mutual Insurance Society Limited, which is assessed as part of the Parent Company's overall group-wide operational risk assessment, which includes the collective activities of The National Farmers Union Mutual Insurance Society Limited's Investment Department.

The group-wide assessment has identified two individual risks relating to investment transactions (covering both fraud and a breakdown in controls). The group does not, at this point, attempt to allocate its operational risk capital assessment beyond its insurance businesses and so capital required to cover operational risk is held at a Group level. A letter of guarantee from the Parent Company is in place covering the 15 months starting 1 January 2020. This states that the Parent Company would reimburse the costs of any operational risk failure in the eventuality that NFU Mutual Investment Services Limited is unable to meet that requirement.

NFU Mutual Investment Services Limited therefore concludes its operational risk requirement to be zero.

#### Counterparty / Credit Risk

Owing to the nature of the business undertaken, and the specific arrangements made with regard to the movement of client funds, there is very little credit risk.

The only significant risks are from the non-payment of fees by the scheme administered, which is a group scheme. This risk is mitigated through credit control and invoicing.

Equally, there is a risk that interest or principal will not be returned on the firm's cash deposits placed with financial institutions. This too is considered a low risk owing to the capital and client money regimes to which that organisation is subject.

As per FCA guidance the Company assigns internal capital equating to 8% of the exposure to counterparties and clients.

# Market Risk

NFU Mutual Investment Services Limited has no direct exposure to market risk, since it holds no investments against which Market Risk might be applied.

The Company's exposure to market risk arises as a result of its charging structure for work undertaken. Ultimately the amount of fee income received would fall to the extent that a financial market downturn would result in a fall in funds under management upon which the fee income is calculated.

Sensitivity testing has shown that market risk is not material and therefore the Company assigns no capital to this exposure.

# <u>CAPITAL REQUIREMENTS DIRECTIVE - PILLAR THREE DISCLOSURE (Unaudited)</u> (Continued)

#### **FOR THE YEAR ENDED 31 DECEMBER 2019**

#### Liquidity Risk

NFU Mutual Investment Services Limited has few items of external cash-flow throughout the year, limiting its exposure to liquidity risk. The major items of external cash-flow that need to be met relate to taxation and to regulatory fees and levies. The advantage in assessing cash-flow relating to these items is that they will be paid on a known future date, and their planning is not therefore subject to any doubt or estimation.

Liquidity risk is not considered to be material and the Company assigns no capital to this exposure.

#### CAPITAL RESOURCES DISCLOSURE

#### Capital Resources

NFU Mutual Investment Services Limited is classified for regulatory and capital purposes as an IFPRU 125k Limited License Firm. In accordance with the rules (calculation of variable capital requirement for an IFPRU firm), the Company's Pillar I capital requirement has been determined as being the greater of the fixed overhead requirement and the credit risk capital requirement.

As at 31 December 2019, the greater of the two requirements was the Fixed Overhead Requirement (FOR) which based on the 2018 audited fixed costs was £55k (2018: £46k), against which the Company held total capital resources of £2.1m (2018: £2.3m). In 2020 the FOR is expected to increase slightly to £59k based on 2019 audited fixed costs.

# Pillar 2 requirement

As required by the FCA, NFU Mutual Investment Services Limited has assessed the adequacy of its internal capital by undertaking the Internal Capital Adequacy Assessment Process (ICAAP) and producing a report on the Company's business and risk environment. The ICAAP is founded upon the existing risk framework taking into account future projections, sensitivity analysis and stress testing.

Through analysis and discussions with the Board of Directors as part of the ICAAP process, it was determined that Pillar I capital is sufficient to manage the business given the Company's risk appetite and the level of risk within the business. Therefore NFU Mutual Investment Services Limited will continue to maintain its capital position equal or greater than its variable capital requirement.

# **Current Capital Position**

NFU Mutual Investment Services Limited capital position for the purposes of regulatory reporting as at 31 December 2019 was as follows:

| Tier One Capital |                                   | 2019      | 2018      |
|------------------|-----------------------------------|-----------|-----------|
| -                |                                   | £         | £         |
|                  | - Called up share capital         | 100,000   | 100,000   |
|                  | - Audited profit and loss account | 2,038,659 | 2,157,835 |
|                  | Total Tier One Capital            | 2,138,659 | 2,257,835 |

The Company currently holds ample Tier 1 capital to cover its capital requirement, and its recent forecasts and stress testing indicate that this position will remain unthreatened.