

Company registration number: 02368571

Ecclesiastical Underwriting Management Limited
2019 Annual Report & Financial Statements

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Ecclesiastical Underwriting Management Limited

2019 Annual Report

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Ecclesiastical Underwriting Management Limited

Officers and Professional Advisers

Directors	M.C.J. Hews Mrs D.P. Cockrem	Chairman
Company Secretary	Mrs R.J. Hall	
Auditor	Deloitte LLP Statutory Auditor Bristol United Kingdom	
Bankers	National Westminster Bank Plc	
Registered Office	Beaufort House, Brunswick Road, Gloucester, GL1 1JZ	
Company Registration Number	02368571	

Ecclesiastical Underwriting Management Limited

Strategic Report

The directors present the strategic report of the company for the year ended 31 December 2019.

Objective and strategy

The principal activity of the company was to provide claims management and ancillary services to Ecclesiastical Insurance Office plc in relation to its London Market business, which was placed in run-off on 30 September 2010. The company will continue to manage the run-off for this business on behalf of Ecclesiastical Insurance Office plc and the directors therefore have no intention to cease trading at this time.

Review of the business

The results of the company for the year are shown on page 9 and the Balance Sheet at the year-end is shown on page 10.

Turnover represents the reimbursement of expenses incurred during the year and generated an operating result of £nil (2018: £nil). Further detail can be found in the Statement of Income and Retained Earnings on page 9.

The directors consider the level of business and the year-end financial position to be satisfactory. The company's directors believe that key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance and position of the business.

Principal risks and uncertainties

The company is exposed to financial risk through its financial assets and financial liabilities. The most important components of financial risk are interest rate risk, credit risk and liquidity risk. The company does not have any hedging arrangements in place.

Interest rate risk

The company is exposed to cash flow interest rate risk in respect of its cash at bank and in hand.

Credit risk

The company's principal financial asset is cash at bank, for which the carrying amount represents the company's maximum exposure to credit risk. Cash balances are regularly reviewed to identify the quality of the counterparty bank.

Liquidity risk

The company has robust processes in place to manage liquidity risk and has adequate available funds to pay obligations when due.

Section 172 Statement

This section describes how the directors have had regard to the matters set out in section 172(1) (a) to (f) and forms the directors' voluntary statement required under section 414CZA of the Companies Act 2006 where relevant to the company. The Directors recognise that the long-term success of the Company is dependent on having regard to the interests of its stakeholders. Decisions and policies in relation to shareholders, employees, customers, community and environment are determined at a Group level and set out in the Annual Report and Accounts of Ecclesiastical Insurance Office plc.

Approved and authorised for issue by the Board of Directors and signed on its behalf by



Mrs R. J. Hall
Company Secretary
22 May 2020

Ecclesiastical Underwriting Management Limited

Directors' Report

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

Ownership

The entire equity share capital of the company is owned by Ecclesiastical Insurance Group plc. The ultimate parent company is Allchurches Trust Limited.

Future prospects and going concern

The company provides claims management and ancillary services to Ecclesiastical Insurance Office plc in relation to its London Market business, which was placed in run-off on 30 September 2010. The company will continue to manage the run-off for this business on behalf of Ecclesiastical Insurance Office plc and the directors therefore have no intention to cease trading at this time. The company's business is financed internally by group loans and other appropriate methods. The Ecclesiastical group has considerable financial resources and, as a consequence, the directors believe the group is well placed to continue to support the company for at least twelve months from the date of this report. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements. The directors have considered the impact and potential impact of COVID 19.

Dividend

The directors do not recommend the payment of a dividend for the year ended 31 December 2019 (2018: Nil). No dividends have been proposed up to the date of this report.

Board of directors

The directors of the company at the date of this report are stated on page 2.

The company has made qualifying third party indemnity provisions for the benefit of its directors and the directors of associated company's which were in place throughout the year and remain in force at the date of this report.

Principal risks and uncertainties

The principal risks and uncertainties faced by the company are disclosed in the Strategic Report on page 3.

Non adjusting events after the reporting period

Events subsequent to the reporting period are detailed in note 11 to the financial statements.

Directors' responsibilities statement

The directors are responsible for preparing the annual 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law, 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 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; 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 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.

Ecclesiastical Underwriting Management Limited

Directors' Report

Auditor and the disclosure of information to the auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

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

Auditor appointment

In 2019, to comply with requirements for rotation of the external auditor, the Ecclesiastical group completed a rigorous tender process. This resulted in the selection of PricewaterhouseCoopers LLP (PwC) who will be the company's statutory auditor for the year end 2020. In 2020 the audit committee has overseen the start of preparations for the auditor transition and are looking forward to working with PwC. The audit committee would like to thank Deloitte LLP for the audit service they have provided the company .

Approved and authorised for issue by the Board of Directors and signed on its behalf by



Mrs R. J. Hall
Company Secretary
22 May 2020

Independent auditor's report to the members of Ecclesiastical Underwriting Management Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Ecclesiastical Underwriting Management 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 profit 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 statement of income and retained earnings
- the balance sheet;
- 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 Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

Basis of 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.

- 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 and 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 date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters

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 work we have performed, we conclude that there is a material misstatement of this other information, we are required to report the fact.

We have nothing to report in respect of these matters.

Independent auditor's report to the members of Ecclesiastical Underwriting Management Limited

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 either fraud or error and are considered material if, individually or in 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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

Opinion on other matters prescribed by the Companies Act 2006

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

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

In the light of the knowledge and understanding of the 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.

Independent auditor's report to the members of Ecclesiastical Underwriting Management Limited

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.



Tom Noble (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Bristol, United Kingdom
22 May 2020

Ecclesiastical Underwriting Management Limited

Statement of Profit and Loss

for the year ended 31 December 2019	Notes	2019 £	2018 £
Continuing operations			
Turnover	3	36,789	81,237
Administrative expenses		<u>(36,789)</u>	<u>(81,237)</u>
Result on ordinary activities before interest		-	-
Interest receivable and similar income		<u>2,547</u>	<u>1,720</u>
Profit before taxation		<u>2,547</u>	<u>1,720</u>
Tax on profit	7	<u>(445)</u>	<u>(279)</u>
Profit for the financial year		<u>2,102</u>	<u>1,441</u>
Retained earnings brought forward		<u>123,528</u>	<u>122,087</u>
Retained earnings carried forward		<u>125,630</u>	<u>123,528</u>

The company has taken advantage of the provision within Financial Reporting Standard 102 allowing the presentation of a statement of income and retained earnings in place of a statement of comprehensive income and separate statement of changes in equity. All the amounts above are in respect of continuing operations.

Ecclesiastical Underwriting Management Limited

Balance Sheet

at 31 December 2019	Notes	2019 £	2018 £
Current assets			
Cash at bank and in hand		<u>892,939</u>	<u>1,143,695</u>
		892,939	1,143,695
Creditors: amounts falling due within one year			
Amounts due to group undertakings		<u>267,309</u>	<u>520,167</u>
		267,309	520,167
Net current assets, being net assets		625,630	623,528
Capital and reserves			
Called up share capital	8	500,000	500,000
Profit and loss account		<u>125,630</u>	<u>123,528</u>
Shareholders' funds		625,630	623,528

The financial statements of Ecclesiastical Underwriting Management Limited, registered number 02368571, on pages 9 to 13, were approved and authorised for issue by the Board of Directors on 22 May 2020 and signed on their behalf by:



Mrs D. P. Cockrem

Director

Ecclesiastical Underwriting Management Limited

Notes to the Financial Statements

1 Accounting policies

The principal accounting policies adopted in preparing the company's financial statements are set out below.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its financial statements. Exemptions have been taken in relation to presenting a reconciliation of the opening and closing number of shares, the presentation of a cash flow statement and financial instrument disclosures.

Going concern

The company's business is financed internally by group loans and other appropriate methods. The Ecclesiastical group has considerable financial resources and, as a consequence, the directors believe the group is well placed to continue to support the company for at least twelve months from the date of this report. Also, as stated in the Directors' Report, after making enquiries, including detailed consideration of the impact of Covid-19, the directors consider that it is appropriate to continue to adopt the going concern basis in preparing the financial statements.

Foreign currency translation

Assets and liabilities in overseas currencies are translated at the rate of exchange ruling at the balance sheet date. Revenue in overseas currencies is stated at the rate ruling on the balance sheet date or, where appropriate, at the actual rate obtained on exchanging each currency remittance for sterling. Resultant gains or losses are included in balances owed to parent and fellow subsidiary undertakings.

Turnover

Turnover arises from the supply of services to other group companies and is recognised to the extent that there is a right to consideration and recorded at the value of the consideration due.

Interest receivable

Interest receivable is accounted for on a received basis.

Offset of assets and liabilities

Assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Taxation

Income tax comprises current and deferred tax.

Current tax is the expected tax (charge)/credit on the taxable profit/(loss) for the period and any adjustment to the tax payable in respect of previous periods.

Deferred tax is provided in full on timing differences arising from the inclusion of gains and losses for tax purposes in periods different from those in which they are recognised in the financial statements. Deferred tax is measured using tax rates expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled based on tax rates and laws which have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the timing differences can be utilised.

Deferred tax assets and liabilities are not discounted.

Financial instruments

As permitted by FRS 102, the company has chosen to account for its financial instruments using the recognition and measurement provisions of IAS 39, Financial Instruments: Recognition and Measurement as adopted for use in the European Union.

Ecclesiastical Underwriting Management Limited

Notes to the Financial Statements

1 Accounting policies (continued)

IAS 39 requires certain financial assets and liabilities to be classified into separate categories, for which the accounting treatments differ.

The classification depends on the nature and purpose of the financial assets and liabilities, and is determined at the time of initial recognition. Financial instruments are initially measured at fair value. Their subsequent measurement depends on their classification:

- Financial instruments designated at fair value through profit and loss and those held for trading are subsequently carried at fair value. Changes in fair value are included in the Statement of Income and Retained Earnings in the period in which they arise.

- All other financial assets and liabilities are held at amortised cost, using the effective interest method (except for short-term debtors and creditors when the recognition of interest would be immaterial).

The directors consider that the carrying value of those financial assets and liabilities not carried at fair value in the financial statements approximates to their fair value.

2 Critical accounting judgements and key sources of estimation uncertainty

There have been no critical judgements made by management in applying the company's accounting policies that have a significant effect on the amounts recognised in the financial statements. There are no key sources of estimation uncertainty at the year-end date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

3 Turnover

Turnover represents the UK revenue receivable by the company for underwriting management and ancillary services.

4 Employee information

The average number of employees during the year was nil (2018: Nil).

5 Directors' emoluments

Mr Hews and Mrs Cockrem were employed by Ecclesiastical Insurance Office plc, a subsidiary of the company's immediate parent company, and received emoluments from that company during the current and prior year. It is not practicable to allocate their remuneration between the group companies of which they were directors during the year.

6 Auditor's remuneration

	2019	2018
	£	£
Fees payable to the company's auditor for the audit of the company's financial statements	<u>7,800</u>	<u>7,000</u>

Ecclesiastical Underwriting Management Limited

Notes to the Financial Statements

7 Taxation

The charge for taxation in the company's Statement of Income and Retained Earnings is in respect of UK corporation tax for the year.

	2019	2018
	£	£
UK corporation tax charge	<u>445</u>	<u>279</u>
Total current tax	<u>445</u>	<u>279</u>

Tax on the company's profit before tax differs from the United Kingdom standard rate of corporation tax for the reasons set out in the following reconciliation:

	2019	2018
	£	£
Profit on ordinary activities before tax	<u>2,547</u>	<u>1,720</u>
Tax calculated at the UK rate of 19% (2018: 19%).	<u>484</u>	<u>327</u>
Factors affecting charge for the period:		
Capital allowances for the period in excess of depreciation	(39)	(48)
Adjustments to tax charge in respect of prior periods	<u>-</u>	<u>-</u>
Total actual amount of current tax	<u>445</u>	<u>279</u>

A deferred tax asset has not been recognised in respect of unclaimed capital allowances as there is insufficient evidence that the asset will be recovered. The amount of the asset not recognised is £160 (2018: £195). The asset would be recovered if the allowances were to be realised in an accounting period where the company makes suitable taxable profits.

Where appropriate, current tax has been provided at 19% for the current year and the prior year. A further reduction in the corporation tax rate to 17% will become effective from April 2020.

8 Called up share capital and reserves

	2019	2018
	£	£
Share capital:		
Allotted, issued and fully paid		
500,000 Ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>

The company has one class of ordinary shares which carry no right to fixed income.

The profit and loss reserve represents the company's cumulative profits or losses.

9 Ultimate parent company and controlling party

The company is a private limited company incorporated and domiciled in England, and is a wholly-owned subsidiary of Ecclesiastical Insurance Group plc. Its ultimate parent company and controlling party is Allchurches Trust Limited. The parent company of the smallest and largest group for which group financial statements are drawn up is Allchurches Trust Limited, which is incorporated in and operates in Great Britain. Copies of the financial statements for Allchurches Trust Limited are available from the registered office of the company as shown on page 2.

10 Related party transactions

In accordance with the exemption permitted under Section 33 of FRS 102, available to companies which are wholly-owned within a group, no disclosure is given of transactions with group companies.

11 Events after the balance sheet date

In early 2020, the existence of a new coronavirus, Covid-19, was confirmed. This virus has since spread across the globe and on 11 March 2020 was characterised by the World Health Organization as a pandemic.

The Group considers the emergence and spread of Covid-19 to be a non-adjusting post balance sheet event under IAS 10 – Events After the Reporting Period. Consequently, there is no impact on the recognition and measurement of assets and liabilities at 31 December 2019. Given the nature of the company's operations, Covid-19 is not expected to adversely impact the Company.