

Registered number: 03937013

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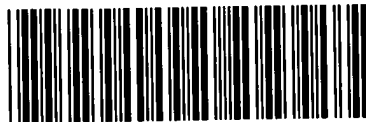
**R&Q MUNRO SERVICES COMPANY LIMITED**

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**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**COMPANY INFORMATION**

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**Directors** M L Glover (appointed 29 March 2018)  
M A Langridge (appointed 29 March 2018)

**Company secretary** R&Q Central Services Limited

**Registered number** 03937013

**Registered office** 71 Fenchurch Street  
London  
England  
EC3M 4BS

**Independent auditor** PKF Littlejohn LLP  
Statutory Auditor  
1 Westferry Circus  
Canary Wharf  
London  
E14 4HD

**Bankers** Lloyds Bank  
PO Box 1000  
Andover  
BX1 1LT

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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The Directors present their report and the Financial Statements for the year ended 31 December 2018.

**DIRECTORS' RESPONSIBILITIES STATEMENT**

The Directors are responsible for preparing 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 the Directors have elected to prepare the Financial Statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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's Financial Statements and then apply them consistently;
- make judgements 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;
- 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 to 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.

**RESULTS AND DIVIDENDS**

The loss for the year, after taxation, amounted to £23,000 (2017 - loss £3,050,000).

The Directors do not recommend the payment of a dividend.

**DIRECTORS**

The Directors who served during the year were:

M L Glover (appointed 29 March 2018)  
M A Langridge (appointed 29 March 2018)  
J J Beneducci (resigned 29 March 2018)  
B W Schnitzer (resigned 29 March 2018)

**FUTURE DEVELOPMENTS**

Following the novation of the management of Syndicate 1110, it is expected that the Company will be struck off in the foreseeable future.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**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 the Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the 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 auditor is aware of that information.

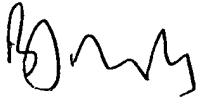
**AUDITORS**

The auditor, PKF Littlejohn LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

**SMALL COMPANIES NOTE**

In preparing this report, the Directors have taken advantage of the small Companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the Board and signed on its behalf.



.....  
Beverley Murphy  
For and on behalf of R&Q Central Services Limited  
Secretary

Date: 11 April 2019

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## **R&Q MUNRO SERVICES COMPANY LIMITED**

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### **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF R&Q MUNRO SERVICES COMPANY LIMITED**

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#### **OPINION**

We have audited the Financial Statements of R&Q Munro Services Company Limited (formerly known as Prosight Specialty Underwriters Ltd) for the year ended 31 December 2018, which comprise the Statement of Income and Retained Earnings, the Balance Sheet and the notes to the Financial Statements, including a summary of significant accounting policies. 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' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the Financial Statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2018 and of its loss 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.

#### **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 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.

#### **EMPHASIS OF MATTER**

We draw attention to Note 2.3 to the Financial Statements which explains that the Directors intend to strike off the company and therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the Financial Statements. Accordingly the Financial Statements have been prepared on a basis other than going concern as described in Note 2.3. Our opinion is not modified in this respect of this matter.

#### **OTHER INFORMATION**

The other information comprises the information included in the Annual Report, other than the Financial Statements and our Auditor's Report thereon. The Directors are responsible for the other information. 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 this regard.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF R&Q MUNRO SERVICES COMPANY LIMITED (CONTINUED)**

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**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 Directors' Report for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

**MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION**

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 material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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; or
- the Directors were not entitled to take advantage of the small Companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

**RESPONSIBILITIES OF DIRECTORS**

As explained more fully in the Directors' Responsibilities Statement on page 1, 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.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF R&Q MUNRO SERVICES COMPANY LIMITED (CONTINUED)**

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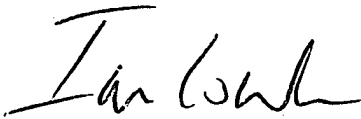
**AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS**

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 Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's Report.

**USE OF OUR REPORT**

This report is made solely to the Company's shareholder, 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 shareholder 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 shareholder, as a body, for our audit work, for this report, or for the opinions we have formed.



Ian Cowan (Senior Statutory Auditor)  
for and on behalf of

**PKF Littlejohn LLP**

Statutory Auditor

1 Westferry Circus

Canary Wharf

London

E14 4HD

Date: 21 May 2019



**R&Q MUNRO SERVICES COMPANY LIMITED**

**STATEMENT OF INCOME AND RETAINED EARNINGS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Note	2018 £000	2017 £000
Turnover	4	-	8,271
<b>Gross profit</b>		-	8,271
Administrative expenses		(21)	(11,321)
<b>Operating loss</b>		(21)	(3,050)
Interest receivable and similar income		9	-
Interest payable and similar expenses	6	(14)	-
<b>Loss before tax</b>		(26)	(3,050)
Tax on loss	7	3	-
<b>Loss after tax</b>		(23)	(3,050)
Retained earnings at the beginning of the year		(20,128)	(17,078)
		(20,128)	(17,078)
Loss for the year		(23)	(3,050)
<b>Retained earnings at the end of the year</b>		(20,151)	(20,128)

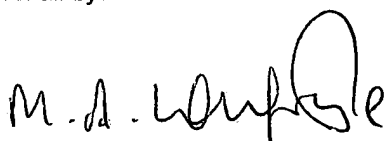
The notes on pages 8 to 19 form part of these financial statements.

**R&Q MUNRO SERVICES COMPANY LIMITED**  
**REGISTERED NUMBER: 03937013**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2018**

	Note	2018 £000	2017 £000
<b>FIXED ASSETS</b>			
Tangible assets	8	-	43
		-	43
<b>CURRENT ASSETS</b>			
Debtors: amounts falling due within one year	9	646	401
Cash at bank and in hand	10	34	653
		680	1,054
Creditors: amounts falling due within one year	11	(68)	(1,002)
		612	52
<b>NET CURRENT ASSETS</b>			
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			
		612	95
Creditors: amounts falling due after more than one year	12	(540)	-
		72	95
<b>NET ASSETS</b>			
<b>CAPITAL AND RESERVES</b>			
Called up share capital	14	20,223	20,223
Profit and loss account	15	(20,151)	(20,128)
		72	95

The Financial Statements were approved and authorised for issue by the Board and were signed on its behalf by:



**M A Langridge**  
Director

Date: 02 APRIL 2019

The notes on pages 8 to 19 form part of these Financial Statements.

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## **R&Q MUNRO SERVICES COMPANY LIMITED**

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### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

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#### **1. GENERAL INFORMATION**

The Company's principal activity was that of a service provider to R&Q Munro MA Limited (formerly known as ProSight Speciality Managing Agency Limited) and Syndicate 1110.

The Company was acquired by R&Q on 29 March 2018, the management of Syndicate 1110 was novated to Coverys Managing Agency Limited on 26 October 2017.

Following the novation of the management of Syndicate 1110, it is expected that the Company will be struck off in the foreseeable future.

The Company is a private Company limited by shares and is incorporated and domiciled in England. The address of its registered office is 71 Fenchurch Street, London, EC3M 4BS.

#### **2. ACCOUNTING POLICIES**

##### **2.1 Basis of preparation of Financial Statements**

The Financial Statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of Financial Statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

##### **2.2 Financial reporting standard 102 - reduced disclosure exemptions**

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Randall & Quilter Investment Holdings Ltd. as at 31 December 2018 and these financial statements may be obtained from 71 Fenchurch Street, London, EC3M 4BS.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**2. ACCOUNTING POLICIES (continued)**

**2.3 Going concern**

The Directors have assessed the position of the Company and it is expected to be able to meet its own liabilities as they fall due. Notwithstanding this, the Directors intend to wind up the Company and therefore the Company is not a going concern. This has no effect on the amounts reported in the Financial Statements.

**2.4 Foreign currency translation**

Functional and presentational 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 Statement of Income and Retained Earnings except when deferred in other comprehensive income as qualifying cash flow hedges.

**2.5 Turnover**

Turnover represents recharged income from R&Q Munro MA Limited and Syndicate 1110 for expenses incurred by R&Q Munro Services Company Limited on behalf of the Syndicate, fee income earned on the basis of policies written or signed by third parties and movement on profit commissions.

**2.6 Interest income**

Interest income is recognised in the Statement of Income and Retained Earnings using the effective interest method.

**2.7 Finance costs**

Finance costs are charged to the Statement of Income and Retained Earnings 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.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**2. ACCOUNTING POLICIES (continued)**

**2.8 Taxation**

Tax is recognised in the Statement of Income and Retained Earnings.

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; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

**2.9 Borrowing costs**

All borrowing costs are recognised in the Statement of Income and Retained Earnings in the year in which they are incurred.

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## R&Q MUNRO SERVICES COMPANY LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

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## 2. ACCOUNTING POLICIES (continued)

### 2.10 Financial Instruments

#### (i) Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances and investments in commercial paper, are initially recognised at transaction price.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

#### (ii) Financial liabilities

Basic financial liabilities, including trade and other payables, bank loans and loans from fellow Group Companies are initially recognised at transaction price.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

#### (iii) Offsetting

Financial assets and liabilities are offset and the net amounts presented in the Financial Statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### 2.11 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**2. ACCOUNTING POLICIES (continued)**

**2.11 Tangible fixed assets (continued)**

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Office refurbishment	- 4 years
Office equipment	- 2 years
Computer equipment	- 5 years
Office restoration	- 4 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Income and Retained Earnings.

Following the agreement to sell the Company to R&Q, the office refurbishment, equipment and restoration assets were fully depreciated in 2017.

During the accounting period, the remaining tangible fixed assets were transferred to R&Q Central Services Limited.

**2.12 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.

**2.13 Cash and cash equivalents**

Cash and cash equivalents in the Balance Sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

**2.14 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.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**3. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION  
UNCERTAINTY**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**(a) Critical judgements in applying the entity's accounting policies**

No judgements have been made in applying the entity's accounting policies that would have a significant effect on the amounts recognised in these Financial Statements.

**(b) Critical accounting estimates and assumptions**

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

**(i) Recoverability of debtors**

The Company makes an estimate of the recoverable value of trade and other debtors, including amounts owed by Group undertakings. When assessing impairment, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience.

**4. TURNOVER**

An analysis of turnover by class of business is as follows:

	<b>2018 £000</b>	<b>2017 £000</b>
Recharged Income	-	8,271
	<u>-</u>	<u>8,271</u>

All turnover arose within the United Kingdom.

**5. AUDITOR'S REMUNERATION**

	<b>2018 £000</b>	<b>2017 £000</b>
Fees payable to the Company's auditor and its associates for the audit of the Company's annual Financial Statements	<u>5</u>	<u>5</u>



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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**6. INTEREST PAYABLE AND SIMILAR EXPENSES**

	<b>2018 £000</b>	<b>2017 £000</b>
Loans from Group undertakings	<b>14</b>	-
	<b>14</b>	-

**7. TAXATION**

No provision has been made in the Financial Statements for corporation tax on the results for the period as a tax loss arises. Group relief relates to amounts receivable for losses surrendered to other Group Companies.

The credit for corporation tax comprises the following:

	<b>2018 £000</b>	<b>2017 £000</b>
Group taxation relief	<b>(3)</b>	-
<b>Total current tax</b>	<b>(3)</b>	-
<b>Taxation on (loss)/profit on ordinary activities</b>	<b>(3)</b>	-

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**7. TAXATION (continued)**

**FACTORS AFFECTING TAX CHARGE FOR THE YEAR**

The tax assessed for the year is higher than (2017 - *higher than*) the standard rate of corporation tax in the UK of 19% (2017 - 19.25%) as set out below:

	2018 £000	2017 £000
Loss on ordinary activities before tax	(26)	(3,050)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017 - 19.25%)	(5)	(587)
<b>EFFECTS OF:</b>		
Expenses not deductible for tax purposes	-	3
Depreciation in excess of capital allowances	1	309
Other timing differences leading to an increase (decrease) in taxation	-	(26)
Tax losses and other deductions arising in the period carried forward	1	301
<b>TOTAL TAX CHARGE FOR THE YEAR</b>	<b>(3)</b>	<b>-</b>

The Company has tax losses carried forward in the UK of £17.0m (2017: £15.0m) that are available indefinitely for offset against future taxable profits of the Company. No deferred tax asset has been recognised in respect of these tax losses due to the uncertainty of future profits.

In the Finance Bill 2015, it was announced that the main rate of UK corporation tax would reduce to 19% from 1 April 2017 and to 18% from 1 April 2020. The Bill was substantively enacted on 26 October 2015.

In March 2016, it was announced that there would be a further reduction to 17% from 1 April 2020. The Finance Bill 2016 was substantively enacted on 6 September 2016.

The Company's 2018 results are taxed at 19%.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**8. TANGIBLE FIXED ASSETS**

	Computer equipment £000
At 1 January 2018	152
Transfers intra group	(152)
At 31 December 2018	-
At 1 January 2018	109
Transfers intra group	(109)
At 31 December 2018	-
<b>Net book value</b>	
At 31 December 2018	-
At 31 December 2017	43

Following the agreement to sell the Company to R&Q, the office refurbishment, equipment and restoration assets were fully depreciated in 2017.

During the accounting period, the remaining tangible fixed assets were transferred to R&Q Central Services Limited.

**9. DEBTORS**

	2018 £000	2017 £000
Amounts owed by Group undertakings	644	61
Other debtors	-	340
Prepayments and accrued income	2	-
	<u>646</u>	<u>401</u>

Amounts owed by Group undertakings are unsecured, have no fixed date of repayment and are repayable on demand.

Included in amounts owed by Group undertakings is a loan amount of £610,000, which is being charged interest at Libor +2.75%.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

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**10. CASH AND CASH EQUIVALENTS**

	<b>2018</b>	<b>2017</b>
	<b>£000</b>	<b>£000</b>
Cash at bank and in hand	<b>34</b>	<b>653</b>
	<b>34</b>	<b>653</b>

**11. CREDITORS: Amounts falling due within one year**

	<b>2018</b>	<b>2017</b>
	<b>£000</b>	<b>£000</b>
Amounts owed to Group undertakings	<b>63</b>	<b>999</b>
Accruals and deferred income	<b>5</b>	<b>3</b>
	<b>68</b>	<b>1,002</b>

Amounts owed to Group undertakings are unsecured, have no fixed date of repayment and are repayable on demand.

**12. CREDITORS: Amounts falling due after more than one year**

	<b>2018</b>	<b>2017</b>
	<b>£000</b>	<b>£000</b>
Amounts owed to Group undertakings	<b>540</b>	<b>-</b>
	<b>540</b>	<b>-</b>

On 29 March 2018 it was agreed to subordinate the loan amounting to £540,000 from R&Q Munro MA Limited, which was being charged interest at Libor + 2.75%.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
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**13. FINANCIAL INSTRUMENTS**

	<b>2018</b>	<b>2017</b>
	<b>£000</b>	<b>£000</b>
<b>FINANCIAL ASSETS</b>		
Financial assets that are debt instruments measured at amortised cost	<b>644</b>	<b>401</b>
	<u>          </u>	<u>          </u>
<b>FINANCIAL LIABILITIES</b>		
Financial liabilities measured at amortised cost	<b>(608)</b>	<b>(1,002)</b>
	<u>          </u>	<u>          </u>

Financial assets that are debt instruments measured at amortised cost comprise Group loans and other debtors.

Financial liabilities measured at amortised cost comprise Group loans and accrued expenses.

**14. SHARE CAPITAL**

	<b>2018</b>	<b>2017</b>
	<b>£000</b>	<b>£000</b>
<b>Allotted, called up and fully paid</b>		
404,457,680 (2017 - 404,457,680) Ordinary shares of £0.05 each	<b>20,223</b>	<b>20,223</b>
	<u>          </u>	<u>          </u>

There is a single class of Ordinary share. There are no restrictions on the distribution of dividends and the repayment of capital.

**15. RESERVES**

**Profit and loss account**

The profit and loss account represents accumulated profits and losses.

**16. RELATED PARTY TRANSACTIONS**

The Company is exempt from disclosing other related party transactions as they are with other Companies that are wholly owned within the Group.

There are no other related party transactions requiring disclosure.

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**R&Q MUNRO SERVICES COMPANY LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
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**17. CONTROLLING PARTY**

The immediate Parent undertaking is Randall & Quilter Underwriting Management Holdings Ltd, which is registered in England and Wales.

Group Financial Statements are prepared by the ultimate Parent undertaking, Randall & Quilter Investment Holdings Ltd., a Company registered in Bermuda, and can be obtained from 71 Fenchurch Street, London, EC3M 4BS.

In the opinion of the Directors there is no ultimate controlling party.