**ANNUAL REPORT** 

FOR THE YEAR ENDED 31 DECEMBER 2022

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# **COMPANY INFORMATION**

# Directors

A Bathia

N C Bacon J L Gourgeon

N Pieries

# Secretary

F Jaiyeola (appointed 7 July 2022)

# **Registered Office**

88 Leadenhall Street London EC3A 3BP United Kingdom

# **Registered Number**

09670378

# **Auditor**

Deloitte LLP 2 New Street Square London EC4A 3BZ United Kingdom

#### STRATEGIC REPORT

#### **Principal Activities**

Probitas Corporate Capital Limited ("the Company") is a limited company registered in the United Kingdom and is an authorised corporate member of Lloyd's of London. The Company's sole activity is to invest in Syndicate 1492 (The Syndicate). The Company is a wholly-owned subsidiary of Probitas Holdings Bermuda Limited ("the Group").

#### Result and dividends

The Company made a profit after tax for the year of US\$12.6m (2021: profit US\$15.2m) as set out on page 15 of the financial statements. No dividends were paid or declared during the period.

#### **Review of the Business**

The Group owned 64.0% of the 2022 Year of Account (YOA) capacity (2021 YOA: 61.7%; 2020 YOA: 59.8%) of Syndicate 1492, a Lloyd's syndicate whose managing agency is Probitas Managing Agency Limited (PMA) (formerly, Capita Managing Agency Limited ("CMA")). Gross premium income of the Syndicate for 2020 underwriting year was \$183.8m and for the open years of account projected ultimate gross premium income is US\$221.7m and US\$277.2m for 2021 and 2022 respectively.

Syndicate 1492's core focus is on commercial classes of non-US Property, Casualty and Financial Lines. The portfolio is split 40% short tail and 60% long tail classes.

The 2020, 2021 and 2022 open underwriting years will normally close at 31 December 2022, 2023 and 2024 respectively. The 2020 pure underwriting year closed at a net combined operating ratio ("COR") of 58.1%. The ultimate COR for the 2021 and 2022 pure underwriting years are currently projected to be 80.4% and 87.1% respectively. The projections include allowance for claims from the COVID-19 pandemic and the current high-inflation environment.

### Financial risk management objectives and policies

The Company is principally exposed to financial risk through its participation on Syndicate 1492. It has dedicated sole management and control of its underwriting through the Syndicate to the managing agent of that Syndicate, and it looks to the managing agent to implement appropriate policies, procedures and internal controls to manage the Syndicate's exposure to insurance risk, credit risk, market risk, liquidity risk, and operational risk. The Company is also directly exposed to these risks through reinsurance arrangements, but they are not considered material for the assessment of the assets, liabilities, financial position and profit or loss of the company.

### Brexit – Lloyd's Europe & Lloyd's Part VII Transfer

As a consequence of Brexit, EEA passporting ceased at the end of the transition period on 31 December 2020. On 25 November 2020 the English High Court sanctioned a Part VII transfer of all policies (or parts of policies) insuring EEA risks from the Syndicates to Lloyd's Insurance Company S.A. ("Lloyd's Brussels" or "LIC"). On behalf of the Members, Lloyd's transferred certain policies from the Members to Lloyd's Brussels with effect from 30 December 2020. The transfer did not change the terms and conditions of any policy and was designed to ensure that it will not change how policies operate.

# **STRATEGIC REPORT (CONTINUED)**

#### Covid-19

The Company considers that the Syndicate's underwriting portfolio and operations together with its working and solvency capital resources continue to be sufficiently strong to enable the directors to be confident that it will not be significantly affected in the immediate term. Furthermore, the economic impact of Covid-19 is less uncertain and the current high-inflationary environment is considered specifically as part of PMA inflation analysis. The Syndicate's provision for Covid-19 is a gross and net ultimate loss of £4.0m, of which £1.3m has been paid.

#### Ukraine - Russia

While recognising the wider potential future geo-political impact of the Ukraine and Russian conflict, the Company has reviewed the Syndicate's underwriting and investment portfolios and considers that at this stage, any direct impact to the Probitas business arising from this is not material. The Syndicate has minimal live exposure in these territories. Further, The Syndicate does not provide insurance cover relating to War risks.

#### Environment, Social & Governance (ESG) & Reputational Risk

Risks relating to Environmental, Social, and Governance (ESG) matters continue to represent a key emerging risk that is driving change in the insurance markets that The Syndicate operates in. The impact of climate change is becoming more apparent directly in the risks and claims that the business takes on and is exposed to. This in turn impacts the results of catastrophe and capital modelling and exposure monitoring, consequently influencing the price and availability of the reinsurance which ultimately makes the business model viable. It is therefore of paramount importance that the business continues to monitor and manage these exposures appropriately and effectively. Changes in the legal and regulatory environment relating to corporate social responsibility and corporate governance agendas represent further systemic threats. The business recognises the importance of staying abreast of the latest developments in managing its exposure to the changing landscape of its financial risks with respect to matters relating to poor corporate behaviours in these areas.

Alongside the direct relevance to insurance carriers of the changing nature of the insurance exposure to climate and other ESG risks, the business recognises the need to establish its position on climate transition in relation to its own operations in order to move towards Task Force on Climate-related Financial Disclosures (TCFD) reporting created by the Financial Stability Board. This will drive change within the organisation to meet agreed targets relating to managing that transition. Of particular relevance is the management of the investment portfolio, where opportunities for diversification are likely to decrease.

Reputational risk, particularly around environmental issues, is becoming an important consideration in the underwriting of certain risks. Probitas has seen evidence of market dislocations as companies move to protect ESG strategies by refusing to offer terms on certain risks.

The Group is currently reviewing its ESG policy and strategy with respect to environment and socially responsible underwriting and sustainable investment. Going forward we will take into account a wider set of underwriting criteria.

The Company is a low energy user and therefore exempt from any reporting requirements under the Streamlined Energy and Carbon Reporting (SECR) regulations.

### **STRATEGIC REPORT (CONTINUED)**

### **Summary Profit and Loss Account**

The Company results and Key Performance Indicators (KPI's) for the year were:

	Year	Year
,	ended 31	ended 31
	Dec 2022	Dec 2021
	US\$m	US\$m
Gross written premium	174.3	142.2
Net written premium	64.7	68.7
Net earned premium	58.1	60.5
Net insurance losses	(11.2)	(24.7)
Allocated investment return transferred from the non-technical account	(2.8)	(0.4)
Net acquisition costs & operating expenses	(30.1)	(18.1)
Underwriting profit	14.0	17.3
Investment return	(2.8)	(0.4)
Allocated investment return transferred to general business technical account	2.8	0.4
Other income	2.0	0.1
FX loss	(0.4)	(0.1)
Funding costs	(1.9)	(1.4)
Profit before tax as reported	13.8	15.9
Income tax	(1.2)	(0.7)
Net Profit after tax as reported	12.6	15.2
Combined ratio	71%	71%

Management consider the combined ratio to be the most significant KPI.

#### **Outlook**

We expect the Syndicate results for 2021 and 2022 underwriting years to improve from the current projected ultimate results as the balance of premium is booked and earned. The Syndicate business plan approved by Lloyd's for 2023 underwriting year is for gross written premium of \$341m (at 31 December 2022 exchange rates) and we are targeting a COR of less than the Lloyd's approved plan ratio of 88.0%. Market conditions for our portfolio continue to improve. The Group owns 80.0% of the Syndicate capacity for 2023 year of account.

### Section 172(1) Statement

Section 172 ('s172') of the Companies Act 2006 requires the Board of Directors to promote the success of the Company for the benefit of its members as a whole and, in doing so, to have regard for the interests of stakeholders including, customers, employees, suppliers, and the wider community in which the Company operates.

# **Employees:**

Whilst the Company does not employ any staff, Employees are an important stakeholder of the Probitas Group, which seeks to attract and retain high calibre Employees, who are fully aligned with the values and objectives of the organisation. This is considered important to meet the aims of the Group. The Group engages with staff in a variety of ways, both formal and informal, including Employee surveys, working groups, appraisal processes, mentoring schemes and staff meetings. The Group has remuneration policies premised on the need to avoid incentivising undesirable risk taking, and the maintenance of employee policies and procedures supporting the Group's objective of providing a working environment that is flexible and responsive to the needs of the Group and its employees. The Group also maintains policies and procedures in relation to employee welfare and training and development.

### **STRATEGIC REPORT (CONTINUED)**

# Section 172(1) Statement (CONTINUED)

#### Community:

The Probitas Group considers that contributing to and engaging with our communities is the right thing to do and will help drive the long-term viability of the business. The Probitas Group is committed to expanding its positive contribution to the community and environment as demonstrated by the establishment of the CSR (Corporate Social Responsibility) working group in 2022, along with the Probitas Global Challenge scheme, which results in the Probitas Group making charitable donations to Employee-nominated charities.

#### **Customers & Suppliers:**

The Company as part of the Probitas Group, works hard to deliver better outcomes for our Customers. The company seeks to maintain a reputation for high standards of business conduct including the setting of standards of appropriate and ethical behavior for the conduct of business situations applicable to the Board, officers and employees, for example PMA's Code of Business Conduct and Ethics.

The Probitas Group values its business relationships with suppliers, customers and others and the relevant board retains ultimate responsibility for ensuring the existence of approved policies and strategies that set out the standards by which such relationships shall be established, managed and administered, for example the Conduct Risk Policy, Risk Strategy and Outsourcing Policy and related procedures.

The Board retains responsibility for assessing the likely consequences of any decision in the long term, including the approval of business plans and strategies which are also the subject of quantitative and qualitative assessment of risk relevant to such plans and strategies, for example, as part of their own risk and solvency assessment (ORSA).

### Principal risks and uncertainties

The principal risks and uncertainties of the company are outlined in detail under "Note 3 Principal risks and uncertainties".

This Strategic Report has been approved for issue by the Board of Directors.

A Bathia

Director

17 January 2024

#### **DIRECTORS' REPORT**

The Directors present their report and the financial statements for the year ended 31 December 2022.

### **Principal Activities**

The principal activity of the Company is that of trading as a Lloyd's corporate capital member of Syndicate 1492. The Company continues to underwrite for the 2023 Year of Account.

#### Result

The Company made a profit after tax for the year ended 31 December 2022 of US\$12.6m (2021: profit US\$15.2m).

#### **Directors**

The names of the Directors as at the date of this report are listed on page 3.

### Significant Changes and Events after the reporting period

There were no significant changes or events after the reporting date.

#### **Employees and Environmental Matters**

All staff involved the underwriting and marketing of the Syndicate are employed by the Group's service company, Probitas 1492 Services Limited. Further information on the Group's employment policies can be found in the accounts of Probitas 1492 Services Limited. Probitas is committed to managing and reducing its environmental impact in a cost effective and responsible way.

# Financial risk management objectives and policies

The financial risk management objectives and policies of the Company are outlined in the Strategic Report.

### **Future Developments**

Based on the Syndicate 1492 Business Plan for 2023 and current market conditions, the Company anticipates that it will make a profit after tax in 2023.

#### **Statement of Directors' Responsibilities**

The directors are responsible for preparing the Strategic Report, 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 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.

### **DIRECTORS' REPORT (CONTINUED)**

### Statement of Directors' Responsibilities (Continued)

In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- 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 Group's and 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.

#### **Going Concern**

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the Going Concern basis in preparing the Annual Report.

### **Statement of Disclosure of Information to Auditors**

The Company's auditor is Deloitte LLP. Each person who is a Director at the date of the approval of this Report confirms that:

- so far as they are each aware, there is no relevant audit information of which the auditor is unaware; and
- each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

This Directors' Report has been approved for issue by the Board of Directors.

A Bathia

Director

17 January 2024

### INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF PROBITAS CORPORATE CAPITAL LIMITED

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

#### Opinion

In our opinion the financial statements of Probitas Corporate Capital Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31<sup>st</sup> December 2022 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 income statement;
- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity;
- the statement of cash flows; and
- the related notes 1 to 19.

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).

### **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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

### **INDEPENDENT AUDITORS' REPORT (CONTINUED)**

#### Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

#### **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: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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

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

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

### **INDEPENDENT AUDITORS' REPORT (CONTINUED)**

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements.

  These included the UK Companies Act; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks
  of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

### 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:

- 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 AUDITORS' REPORT (CONTINUED)**

### 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.

Adam Knight, ACA (Senior statutory auditor)

For and on behalf of Deloitte LLP

**Statutory Auditor** 

London, United Kingdom

17 January 2024

# INCOME STATEMENT TECHNICAL ACCOUNT – GENERAL BUSINESS FOR THE YEAR ENDED 31 DECEMBER 2022

		Year	Year
		ended 31	ended 31
	Notes	Dec 2022	Dec 2021
		\$000	\$000
Gross premiums written	4	174,289	142,247
Outward reinsurance premiums	9	(109,574)	(73,557)
Net premiums written		64,715	68,690
Change in the provision for unearned premiums:			
Gross amount	9	(11,256)	(14,160)
Reinsurers' share	9	4,672	6,058
Change in the net provision for unearned premiums		(6,584)	(8,102)
Earned premiums, net of reinsurance		58,132	60,588
Allocated investment return transferred from the non-technical account		(2,820)	(416)
Claims paid:			
Gross amount	10	35,400	36,358
Reinsurers' share	10	(23,545)	(17,220)
Net claims paid		11,855	19,138
Change in provision for claims:			
Gross amount	10	42,634	17,834
Reinsurers' share	10	(43,311)	(12,265)
Change in the net provision for claims		(677)	5,569
Claims incurred, net of reinsurance		11,178	24,707
Net operating expenses	5	(30,093)	(18,137)
Balance on the technical account for general business		14,041	17,328

INCOME STATEMENT
NON-TECHNICAL ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2022

	Notes	Year ended 31 Dec 2022 \$000	Year ended 31 Dec 2021 \$000
Balance on the technical account for general business		14,041	17,328
Investment income		(2,820)	(416)
Allocated investment return transferred to general business technical account		2,820	416
Other income		2,020	121
FX loss		(392)	(72)
Other charges	. 6	(1,866)	(1,438)
Profit on ordinary activities before tax		13,803	15,939
Tax on profit on ordinary activities	18	(1,201)	(727)
Profit on ordinary activities after tax		12,602	15,212

All amounts relate to continuing operations.

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2022

	Year ended 31 Dec 2022 \$000	Year ended 31 Dec 2021 \$000
Profit on ordinary activities after tax	12,602	15,212
Currency translation differences	(4,523)	(696)
Total comprehensive income for the financial period	8,079	14,516

# STATEMENT OF CHANGES IN EQUITY AS AT 31 DECEMBER 2022

	•			Total
	Called Translation		Profit	Share-
	Up Share	Reserve	& Loss	holders'
	Capital	Account	Account	Funds
	\$000	\$000	\$000	\$000
At 31 December 2020	24,100	1,855	(9,319)	16,636
Profit and loss			15,212	15,212
Other comprehensive expense		(696)		(696)
Total comprehensive income	, <del>-</del>	(696)	15,212	14,516
At 31 December 2021	24,100	1,159	5,893	31,152
Profit and loss			12,602	12,602
Other comprehensive expense		(4,523)		(4,523)
Total comprehensive income	-	(4,523)	12,602	8,079
At 31 December 2022	24,100	(3,364)	18,495	39,231

Called-up share capital represents the nominal value of ordinary shares that have been issued. Each share is entitled to one vote in any circumstance. Each share is entitled pari passu to dividend payments or any other distribution. Each share is not redeemable.

The translation reserve represents the conversion of the Statement of Financial Position from its functional currency to its presentational currency using the end of period foreign exchange rates.

The profit and loss account represents cumulative profits and losses of the company.

# STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2022

Reinsurers' Share of Technical Provisions         Some State of Technical Provisions		•• •		2022	<b>-</b> 1	C	2021	T. A. I
Reinsurers' Share of Technical Provisions Provision for unearned premiums 9 26,387 11,914 38,301 25,474 11,249 36,77 Claims outstanding 10 43,113 86,944 130,057 57,337 56,590 113,92 69,500 98,858 168,358 82,811 67,839 150,65		Notes	Corporate \$000	Syndicate \$000			Syndicate \$000	Total \$000
Provision for unearned premiums 9 26,387 11,914 38,301 25,474 11,249 36,72 Claims outstanding 10 43,113 86,944 130,057 57,337 56,590 113,92 69,500 98,858 168,358 82,811 67,839 150,65	Reinsurers' Share of		<b>4000</b>	<b>4000</b>	7000	7000	<b>4000</b>	4000
premiums         9         26,387         11,914         38,301         25,474         11,249         36,77           Claims outstanding         10         43,113         86,944         130,057         57,337         56,590         113,92           Debtors           Arising out of direct insurance operations         3         -         33,293         33,293         -         30,483         30,483           Arising out of reinsurance operations         3         -         19,226         19,226         -         13,555         13,55           Other debtors         12         6,831         2,517         9,348         3,462         2,635         6,09           Other Assets         Cash and cash equivalents         3         3,928         185,112         189,040         497         201,013         201,53           Prepayments and Accrued Income           Deferred acquisition costs         11         421         10,849         11,270         (282)         10,875         10,55           Other prepayments and accrued income         -         647         647         -         380         38								
Claims outstanding   10	Provision for unearned							
Claims outstanding         10         43,113         86,944         130,057         57,337         56,590         113,93           Debtors           Arising out of direct insurance operations         3         -         33,293         33,293         -         30,483         30,48           Arising out of reinsurance operations         3         -         19,226         19,226         -         13,555         13,555           Other debtors         12         6,831         2,517         9,348         3,462         2,635         6,09           Other Assets         Cash and cash equivalents         3         3,928         185,112         189,040         497         201,013         201,51           Prepayments and Accrued Income           Deferred acquisition costs         11         421         10,849         11,270         (282)         10,875         10,55           Other prepayments and accrued income         -         647         647         -         380         38	premiums	. 9	26,387	11,914	38,301	25,474	11,249	36,723
Debtors         Arising out of direct insurance operations       3       -       33,293       -       30,483       30,48         Arising out of reinsurance operations       3       -       19,226       19,226       -       13,555       13,55         Other debtors       12       6,831       2,517       9,348       3,462       2,635       6,05         Cother Assets       6,831       55,036       61,867       3,462       46,673       50,13         Other Assets         Cash and cash equivalents       3       3,928       185,112       189,040       497       201,013       201,53         Prepayments and Accrued Income         Deferred acquisition costs       11       421       10,849       11,270       (282)       10,875       10,55         Other prepayments and accrued income       -       647       647       -       380       38	Claims outstanding	10	-	86,944	130,057	57,337	56,590	113,927
Arising out of direct insurance operations 3 - 33,293 33,293 - 30,483 30,485 Arising out of reinsurance operations 3 - 19,226 19,226 - 13,555 13,55 Other debtors 12 6,831 2,517 9,348 3,462 2,635 6,05 6,831 55,036 61,867 3,462 46,673 50,13 Other Assets  Cash and cash equivalents 3 3,928 185,112 189,040 497 201,013 201,53 3,928 185,112 189,040 497 201,013 201,53 Other prepayments and Accrued Income  Deferred acquisition costs 11 421 10,849 11,270 (282) 10,875 10,59 Other prepayments and accrued income  accrued income - 647 647 - 380 38			69,500	98,858	168,358	82,811	67,839	150,650
operations       3       -       33,293       33,293       -       30,483       30,483         Arising out of reinsurance operations       3       -       19,226       19,226       -       13,555       13,555         Other debtors       12       6,831       2,517       9,348       3,462       2,635       6,09         Cother Assets       6,831       55,036       61,867       3,462       46,673       50,13         Other Assets       Cash and cash equivalents       3       3,928       185,112       189,040       497       201,013       201,53         Prepayments and Accrued Income         Deferred acquisition costs       11       421       10,849       11,270       (282)       10,875       10,59         Other prepayments and accrued income       -       647       647       -       380       38	Debtors							
Arising out of reinsurance operations 3 - 19,226 19,226 - 13,555 13,55	Arising out of direct insurance							
Operations         3         -         19,226         19,226         -         13,555         13,555         13,555         13,555         13,555         13,555         13,555         13,555         13,555         13,555         13,555         6,055         7,055	operations	3	-	33,293	33,293	-	30,483	30,483
Other debtors         12         6,831         2,517         9,348         3,462         2,635         6,05           6,831         55,036         61,867         3,462         46,673         50,13           Other Assets           Cash and cash equivalents         3         3,928         185,112         189,040         497         201,013         201,53           Prepayments and Accrued Income           Deferred acquisition costs         11         421         10,849         11,270         (282)         10,875         10,59           Other prepayments and accrued income         -         647         647         -         380         38	Arising out of reinsurance							
Other Assets       Cash and cash equivalents     3     3,928     185,112     189,040     497     201,013     201,53       Prepayments and Accrued Income       Deferred acquisition costs     11     421     10,849     11,270     (282)     10,875     10,59       Other prepayments and accrued income     -     647     647     -     380     38	operations	3	-	19,226	19,226	-	13,555	13,555
Other Assets       Cash and cash equivalents     3     3,928     185,112     189,040     497     201,013     201,53       Prepayments and Accrued Income       Deferred acquisition costs     11     421     10,849     11,270     (282)     10,875     10,59       Other prepayments and accrued income     -     647     647     -     380     38	Other debtors	12	6,831	2,517	9,348	3,462	2,635	6,097
Cash and cash equivalents         3         3,928         185,112         189,040         497         201,013         201,53           Prepayments and Accrued Income           Deferred acquisition costs         11         421         10,849         11,270         (282)         10,875         10,55           Other prepayments and accrued income         -         647         647         -         380         38			6,831	55,036	61,867	3,462	46,673	50,135
3,928 185,112 189,040 497 201,013 201,522  Prepayments and Accrued Income  Deferred acquisition costs 11 421 10,849 11,270 (282) 10,875 10,592  Other prepayments and accrued income - 647 647 - 380 38	Other Assets		·					
Prepayments and Accrued           Income         Deferred acquisition costs         11         421         10,849         11,270         (282)         10,875         10,59           Other prepayments and accrued income         -         647         647         -         380         38	Cash and cash equivalents	3	3,928	185,112	189,040	497	201,013	201,510
Income         Income           Deferred acquisition costs         11         421         10,849         11,270         (282)         10,875         10,59           Other prepayments and accrued income         -         647         647         -         380         38			3,928	185,112	189,040	497	201,013	201,510
Deferred acquisition costs       11       421       10,849       11,270       (282)       10,875       10,59         Other prepayments and accrued income       -       647       647       -       380       38	Prepayments and Accrued							
Other prepayments and accrued income         -         647         647         -         380         38	Income							
accrued income - 647 647 - 380 38	Deferred acquisition costs	11	421	10,849	11,270	(282)	10,875	10,593
	Other prepayments and							
421 11,496 11,917 (282) 11,255 10,9	accrued income		<u>-</u>	647	647	-	380	380
			421	11,496	11,917	(282)	11,255	10,973
Total Assets 80,680 350,502 431,182 86,488 326,780 413,26	Total Assets		80 680	250 502	/21 192	86 188	226 780	413,268

# STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2022

			2022	,		2021	
	Notes	Corporate	Syndicate	Total	Corporate	Syndicate	Total
		\$000	\$000	\$000	\$000	\$000	\$000
Capital and Reserves							
Called up share capital	14	24,100	-	24,100	24,100	-	24,100
Translation reserve account		1,237	(4,599)	(3,362)	771	388	1,159
Profit and loss account		(26,893)	45,388	18,495	(30,575)	36,468	5,893
Shareholders' Funds		(1,556)	40,789	39,233	(5,704)	36,856	31,152
Technical Provisions							
Provision for unearned							
premiums	9	-	75,926	75,926	-	70,930	70,930
Claims outstanding	10	-	187,989	187,989	-	193,421	193,421
		-	263,915	263,915	<u>-</u>	264,351	264,351
Creditors							
Arising out of reinsurance			•				
operations	3	79,157	34,664	113,821	90,288	16,144	106,432
Accruals and deferred income	3	841	10,154	10,995	683	9,317	10,000
Other creditors	13	2,238	980	3,218	1,221	112	1,333
		82,236	45,798	128,034	92,192	25,573	117,765
Total Liabilities		80,680	350,502	431,182	86,488	326,780	413,268

The accounting policies and the notes on pages 21 to 41 form an integral part of these accounts.

The financial statements on pages 14 to 41 were approved by the Board of Directors on 17 January 2024 and were signed on its behalf by

A Bathia

Director

# STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

	Year	Year
	ended 31	ended 31
	Dec 2022	Dec 2021
	Corporate	Corporate
	\$000	\$000
Profit on ordinary activities before tax	(11,591)	(6,319)
Payment of reinsurance to close	16,148	10,037
	•	•
(Increase)/decrease in reinsurers' share of technical provisions	13,311	(13,034)
(Increase)/decrease in deferred acquisition costs	(704)	975
(Increase)/decrease in debtors	(3,369)	(1,601)
Increase/(decrease) in creditors	(9,956)	9,204
Foreign exchange	(408)	25
Net cashflow from operating activities	3,431	(713)
(Decrease) in cash and cash equivalents	3,431	(713)
Cash and cash equivalents as at 1 January	497	1,210
Realised foreign exchange gains	-	-
Cash and cash equivalents as at 31 December	3,928	497

The Company has no control over the disposition of assets and liabilities at Lloyd's and therefore the cash flow is reflecting only movement in corporate fund.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

### Note 1 Basis of Preparation

Probitas Corporate Capital Limited is a private company, limited by shares and incorporated in the United Kingdom. The Company was incorporated on the 3 July 2015 and registered in England.

The financial statements have been prepared under the historical cost convention, and in accordance with applicable Accounting Standards in the United Kingdom. The Company has prepared accounts in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", FRS 103 "Insurance Contracts" and applicable legislation as set out in the Companies Act 2006 and The Large and Medium-sized companies and Group (Accounts and Reports) Regulations 2008 ("SI 2008/410"). The financial statements have been prepared in US Dollars, the presentational currency, with an underlying functional currency of £ sterling. All amounts are rounded US\$000s unless otherwise stated.

#### **Recognition of insurance transactions**

Preparing financial statements in accordance with SI 2008-410 requires the Company to recognise its proportion of all the transactions undertaken by Lloyd's Syndicate 1492 ("the Syndicate") in which it participates in aggregation with the transactions undertaken by the Company at entity level ("the Corporate").

The financial statements are prepared using the annual basis of accounting. Under the annual basis of accounting, a result is determined at the end of each accounting period, reflecting the profit and loss from providing insurance coverage during that period and any adjustments to the profit or loss are providing insurance cover during earlier accounting periods.

For the Syndicate, the Company's proportion of the underwriting transactions, investment return and operating expenses has been reflected within the Company's profit and loss account. Similarly, its proportion of the Syndicate assets and liabilities have been reflected in its balance sheet (under the column heading "Syndicate"). The Syndicate's assets are held subject to trust deeds for the benefit of the Company's insurance creditors.

The proportion referred to above is calculated by reference to the Company's participation as a percentage of the Syndicate's total capacity.

The Company has delegated sole management and control of its underwriting through the Syndicate to the managing agent of the Syndicate ("the Managing Agent") and it has further undertaken not to interfere with the exercise of such management and control. The Managing Agent of the Syndicate is therefore responsible for determining the insurance transactions to be recognised by the Company.

#### Sources of data

The information used to compile the technical account and the "Syndicate" balance sheet is based on returns prepared for this purpose by the Managing Agent of the Syndicate ("the Returns"). These Returns have been subject to audit by the Syndicate auditors and are based on the audited Syndicate returns to Lloyd's and the audited annual report to Syndicate members.

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

### Note 2 Principal Accounting Policies

These financial statements have been prepared on a going concern basis under the historical cost convention. The following sets out the principal accounting policies.

#### Insurance contracts - Product classification

Insurance contracts are those contracts when the Syndicate (the insurer/reinsurer) has accepted significant insurance risk from another party (the policyholder/reinsured) by agreeing to compensate the policyholder if a specified uncertain future event (the re/insured event) adversely affects the policyholders. As a general guideline, the Syndicate determines whether it has significant insurance risk, by comparing benefits paid with benefits payable if the insured event did not occur. Insurance contracts can also transfer financial risk.

Once a contract has been classified as an insurance contract, it remains an insurance contract for the remainder of its lifetime, even if the insurance risk reduces significantly during this period, unless all rights and obligations are extinguished or expire. Any separable embedded derivatives within an insurance contract are separated and accounted for in accordance with IAS 39 unless the embedded derivative is itself an insurance contract (ie the derivative is not separated if the policyholder benefits from the derivative only when the insured event occurs).

# **Gross Premiums**

Gross written premiums comprise the total premiums receivable for the whole period of cover provided by the contracts entered into during the reporting period, regardless of whether these are wholly due for payment in the reporting period, together with any adjustments arising in the reporting period to such premiums receivable in respect of business written in prior reporting periods. They are recognised on the date on which the policy commences. Additional or return premiums are treated as a re-measurement of the initial premium. Gross written premiums are stated gross of brokerage payable and exclude taxes and duties levied on them.

Under some policies, written premiums are adjusted retrospectively in the light of claims experience or when the risk covered cannot be assessed accurately at the commencement of cover. When written premiums are subject to an increase retrospectively, recognition of any potential increase is deferred until the additional amount can be ascertained with reasonable certainty. When written premiums are subject to a reduction, a re-measurement taking account of such a reduction is made as soon as there is an obligation to the cover-holder.

Gross written premiums in respect of insurance contracts underwritten under facilities such as binding authorities or lineslips are recognised on a written declaration or bordereaux received basis. Where material, a premium accrual is made to account for delays in receipt of bordereaux at quarter and year ends. Such accruals are estimated based on information provided by the broker, past underwriting experience and prevailing market conditions. The estimates are reviewed for subsequent actual experience and the data is updated on a regular basis.

#### **Reinsurance Premiums**

Reinsurance written premiums comprise the total premiums payable for the whole cover provided by contracts entered into the period, including portfolio premiums payable, and are recognised on the date on which the policy incepts. Premiums include any adjustments arising in the accounting period in respect of reinsurance contracts incepting in prior accounting periods.

Under some policies, reinsurance premiums payable are adjusted retrospectively in the light of claims experience or where the risk covered cannot be assessed accurately at the commencement of cover. When written premiums are subject to an increase retrospectively, recognition of any potential increase is recognised as soon as there is an obligation to the policyholder.

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 2 continued

Outwards reinsurance premiums are accounted for and earned in the same accounting period as the premiums for the related direct or inwards business being reinsured.

#### **Profit commission**

Profit Commissions payable by the Syndicate to the Managing Agent in respect of the 2020, 2021 and 2022 Year of Account has been booked based on the reported profit to date.

#### **Claims incurred**

Claims include all claims occurring during the year, whether reported or not, related internal and external claims handling costs that are directly related to the processing and settlement of claims, a reduction for the value of salvage and other recoveries, and any adjustments to claims outstanding from previous years.

Reinsurance claims are recognised when the related gross insurance claim is recognised according to the terms of the relevant contract.

#### **Technical provisions**

Technical provisions comprise claims outstanding and provisions for unearned premiums.

### **Claims outstanding**

The outstanding claims provision is based on the estimated ultimate cost of all claims incurred but not settled at the reporting date, whether reported or not, together with related claims handling costs and reduction for the expected value of salvage and other recoveries. Delays can be experienced in the notification and settlement of certain types of claims, therefore the ultimate cost of these cannot be known with certainty at the reporting date. The liability is calculated at the reporting date using a range of standard actuarial claim projection techniques, based on empirical data and current assumptions that may include a margin for adverse deviation. The liability is not discounted for the time value of money.

#### **Provisions for unearned premiums**

Unearned premiums are those proportions of premiums written in a year that relate to periods of risk after the reporting date. In respect of general insurance business, written premiums are recognised as earned over the period of the policy on a time apportionment basis having regard, where appropriate, to the incidence of risk. The proportion attributable to subsequent periods is deferred as a provision for unearned premiums.

Unearned reinsurance premiums are those proportions of premiums written in a year that relate to periods of risk after the reporting date. Unearned reinsurance premiums are deferred over the term of the underlying direct insurance policies for risks-attaching contracts and over the term of the reinsurance contract for losses-occurring contracts.

# **Deferred acquisition costs**

Acquisition costs comprise costs arising from the conclusion of insurance contracts, including direct costs, such as intermediary commissions and indirect costs, such as the administrative expenses connected with the processing of proposals and the issuing of policies. Deferred acquisition costs are costs arising from conclusion of insurance contracts that are incurred during the reporting period but which relate to a subsequent reporting period and which are carried forward to subsequent reporting periods. Deferred acquisition costs are amortised over the period in which the related premiums are earned. The reinsurers' share of deferred acquisition costs is amortised in the same manner as the underlying asset amortisation is recorded in the income statement. Commissions receivable on outwards reinsurance contracts are deferred and amortised on a straight line basis over the term of the expected premiums payable.

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 2 continued

#### **Unexpired risk provision**

A provision for unexpired risk is made where claims, related expenses and deferred acquisition costs, likely to arise after the end of the financial period in respect of contracts concluded before that date, are expected to exceed the unearned premium and premiums receivable under these contracts, after deduction of any acquisition costs deferred.

#### Reinsurance to close

A reinsurance to close is a particular type of reinsurance contract entered into by Lloyd's Syndicates under it, underwriting members (the reinsured members) who are members of a syndicate for a Year of Account (the closed year), agree with the underwriting members who comprise that syndicate for a later Year of Account (the reinsuring members) that the reinsuring members will indemnify, discharge, or procure the discharge, of the reinsured members against all known and unknown liabilities of the reinsured members arising out of insurance business undertaken through the syndicate and allocated to the closed year in consideration of a premium, and either an assignment or agreement to assign to the reinsuring members.

#### Reinsurance assets

Reinsurance assets are reviewed for impairment at each reporting date, or more frequently, when an indication of impairment arises during the reporting year. Impairment occurs when there is objective evidence as a result of an event that occurred after initial recognition of the reinsurance asset that the Syndicate may not receive all outstanding amounts due under the terms of the contract and the event has a reliably measurable impact on the amounts that the Syndicate will receive from the reinsurer. The impairment loss is recorded in the income statement.

Ceded reinsurance arrangements do not relieve the Syndicate from its obligations to policyholders.

#### Insurance receivables

Insurance receivables are recognised when due and measured on initial recognition at the fair value of the consideration received or receivable. Subsequent to initial recognition, insurance receivables are measured at amortised cost, using the effective interest rate method. The carrying value of insurance receivables is reviewed for impairment whenever events or circumstances indicate that the carrying amount may not be recoverable, with the impairment loss recorded in the income statement.

Insurance receivables are de-recognised when the de-recognition criteria for financial assets have been met.

#### Insurance payables

Insurance payables are recognised when due and measured on initial recognition at the fair value of the consideration received less directly attributable transaction costs.

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 2 continued

#### Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less. For the purpose of the cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above. Overdrafts are reported separately in creditors.

#### **Financial liabilities**

The financial liabilities include trade and other payables, borrowings, insurance payables and derivative financial instruments, where applicable. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

#### **Foreign currencies**

The Syndicate and Company functional currencies are deemed £ sterling, however, reporting currencies are £ sterling and US dollars respectively. This is primarily due to funding and other reporting requirements for the Company being denominated in US dollars.

Transactions denominated in currencies other than the functional currency are initially recorded in the functional currency at the exchange rate ruling at the date of the transactions. Monetary assets and liabilities (which include all assets and liabilities arising from insurance contracts including unearned premiums and deferred acquisition costs) denominated in foreign currencies are retranslated into the functional currency at the exchange rate ruling on the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction and are not subsequently restated. Non-monetary items denominated in a foreign currency, measured at fair value are translated into the functional currency using the exchange rate ruling at the date when the fair value was determined.

The closing rate of exchange for converting the Syndicate sterling balance sheet into US dollars was 1.20 (2021: 1.35). The average rate for converting the Syndicate sterling results was 1.24 for calendar year 2022 (2021: 1.37). The same rates apply to the conversion to presentational currency.

# **Taxation**

The managed Syndicate's results included in these financial statements relate to the annually accounted result for the 2020, 2021 and 2022 calendar year. Syndicate income is subject to corporation tax in the year following closure of the relevant year of account.

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 2 continued

#### **Deferred taxation**

Deferred tax is recognised in respect of all temporary differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying temporary differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which temporary differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

### **Net operating expenses**

Operating expenses have been charged to the underwriting year for which they were incurred. These include the Company's share of the Syndicate operating expenses, the remuneration payable to Managing Agents and the direct costs of membership of Lloyd's.

#### Investment income

All investment income is interest on cash and cash equivalents. Investment income relating to technical results is the interest received at syndicate level, and the investment income related to the company and its subsidiaries is interest income on cash held outside the syndicate.

# Judgements and key sources of estimation uncertainty

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgements are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The effect of a change in an accounting estimate is recognised prospectively by including it in comprehensive income in the period of change, if the change effects that period only, or in the period of the change and future periods, if the change affects both.

The management and control of each syndicate is carried out by the managing agent of that syndicate, and the Company looks to the managing agent to implement appropriate policies, procedures and internal controls to manage each syndicate.

The key accounting judgements and sources of estimation uncertainty set out below therefore relate to those made in respect of the Company only, and do not include estimates and judgements made in respect of the syndicate.

**Deferred Taxation** - management have made the accounting judgement that future taxable profits will be sufficient to fully utilise carried forward tax losses. This judgement has resulted in the recognition of a deferred tax asset. See note 18 for further details.

Valuation of accounts receivable - Management estimate that the likelihood and value of any irrecoverable debts is negligible. As such, no provision for doubtful debts is deemed necessary.

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

#### Note 3 Principal risks and uncertainties

#### Risk management overview

Probitas Corporate Capital Limited is a corporate member of Syndicate 1492. The Syndicate's activities expose the Company to a number of key risks which have the potential to affect its ability to achieve its business objectives. The following describes the Syndicate's financial and insurance risk management from a quantitative and qualitative perspective.

### a) Governance Framework

The primary objective of the Syndicate's risk and financial management framework is to protect the Syndicate's members from events that hinder the sustainable achievement of financial performance objectives, including failing to exploit opportunities. Key management recognises the critical importance of having efficient and effective risk management systems in place.

The Managing Agent (Probitas Managing Agency, or "PMA") has established a risk management function for the Syndicate with clear terms of reference from the board of directors, its committees and the associated executive management committees. This is supplemented with a clear organisational structure with documented delegated authorities and responsibilities from the board of directors to executive management committees and senior managers. Lastly, a Syndicate policy framework which sets out the risk profiles for the Syndicate, risk management, control and business conduct standards for the Syndicate's operations has been put in place. Each policy has a member of senior management charged with overseeing compliance with the policy throughout the Syndicate.

The board of directors approves the risk management policies and meets regularly to approve any commercial, regulatory and organisational requirements of such policies. These policies define the identification of risk and its interpretation to ensure the appropriate quality and diversification of assets, align underwriting and reinsurance strategy to the Syndicate business plan, and specify reporting requirements. Significant emphasis is placed on assessment and documentation of risks and controls, including the articulation of 'risk appetite'. The Syndicate undertakes regularly a process known as "Own Risk & Solvency Assessment" (ORSA) which is reviewed by the Audit & Risk Committee and finally approved by the board.

The key risk exposures for the individual categories and how these are managed are discussed in the sections below:

# b) Capital management objectives, policies and approach

# Capital framework at Lloyd's

The Society of Lloyd's (Lloyd's) is a regulated undertaking and subject to the supervision of the Prudential Regulatory Authority (PRA) under the Financial Services and Markets Act 2000.

Effective 1 January 2016, Lloyd's is subject to the Solvency II capital regime and the Solvency I figures are no longer applicable from that date. Although the capital regime has changed, this has not significantly impacted the Solvency Capital requirement of the Syndicate, since this has been previously calculated based on Solvency II principles, as described below.

Within the supervisory framework, Lloyd's applies capital requirements at member level and centrally to ensure that Lloyd's complies with Solvency II capital requirements, and beyond that to meet its own financial strength, licence and ratings objectives.

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 b) continued

#### Lloyd's capital setting process

In order to meet Lloyd's requirements, each Syndicate is required to calculate its Solvency Capital Requirement (SCR) for the prospective underwriting year. This amount must be sufficient to cover a 1 in 200 year loss, reflecting uncertainty in the ultimate run-off of underwriting liabilities (SCR 'to ultimate'). The Syndicate must also calculate its SCR at the same confidence level but reflecting uncertainty over a one year time horizon (one year SCR) for Lloyd's to use in meeting Solvency II requirements. The SCRs of each Syndicate are subject to review by Lloyd's and approval by the Lloyd's Capital and Planning Group.

A Syndicate may comprise one or more underwriting members of Lloyd's. Each member is liable for its own share of underwriting liabilities on the Syndicate on which it participating but not other members' shares. Accordingly, the capital requirement that Lloyd's sets for each member operates on a similar basis. Each member's SCR shall thus be determined by the sum of the member's share of the Syndicate SCR 'to ultimate'. Where a member participates on more than one Syndicate, a credit for diversification is provided to reflect the spread of risk, but consistent with determining an SCR which reflects the capital requirement to cover a 1 in 200 year loss 'to ultimate' for that member. Over and above this, Lloyd's applies a capital uplift to the members' capital requirement, known as the Economic Capital Assessment (ECA). The purpose of this uplift, which is a Lloyd's not a Solvency II requirement, is to meet Lloyd's financial strength, licence and ratings objectives. The capital uplift applied for 2021 and 2022 was 35% of the members' SCR 'to ultimate'.

#### **Provision of capital by members**

Each member may provide capital to meet its ECA either by assets held in trust by Lloyd's specifically for that member (Funds at Lloyd's), held within and managed within a Syndicate (funds in Syndicate) or as the member's share of the members' balances on each Syndicate on which it participates.

Accordingly all of the assets less liabilities of the Syndicate, as represented in the members' balances reported on the statement of financial position, represent resources available to meet members' and Lloyd's capital requirements.

# c) Insurance risk

The principal risk the Syndicate faces under insurance contracts is that the actual claims and benefit payments or the timing thereof, differ from expectations. This is influenced by the frequency of claims, severity of claims, actual benefits paid and subsequent development of long—term claims. Therefore, the objective of the Syndicate is to ensure that sufficient reserves are available to cover these liabilities.

The risk exposure is mitigated by diversification across a portfolio of insurance contracts and geographical areas. The variability of risks is also improved by careful selection and implementation of underwriting strategy guidelines, as well as the use of reinsurance arrangements.

The Syndicate purchases reinsurance as part of its risks mitigation programme. Reinsurance ceded may be placed on both a proportional and non-proportional basis. The majority of any proportional reinsurance which might be ceded is likely to be quota-share reinsurance which would be taken out to reduce the overall exposure to certain classes of business. Non-proportional reinsurance is primarily excess of loss reinsurance and is usually designed to mitigate the Syndicate's net exposure to catastrophe losses. Retention limits for the excess of loss reinsurance will vary by product line and territory.

#### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 c) continued

Amounts recoverable from reinsurers are estimated in a manner consistent with the outstanding claims provision and are in accordance with the reinsurance contracts. Although the Syndicate has reinsurance arrangements, it is not relieved of its direct obligations to its policyholders and thus a credit exposure exists with respect to ceded insurance, to the extent that any reinsurer is unable to meet its obligations assumed under such reinsurance agreements. The Syndicate's placement of reinsurance is diversified such that it is neither dependent on a single reinsurer nor are the operations substantially dependent upon any single reinsurance contract.

The Syndicate principally issues the following types of general insurance contracts: Property and Casualty and risks usually cover twelve months duration. The Syndicate's most significant risks arise from natural disasters. For longer tail casualty claims that take some years to settle, there is also inflation risk.

Variability in claims and hence profits is a significant risk to the Syndicate. This is mitigated by writing a diverse range of products including diversification by industry sector and geography. The Syndicate has an agreed maximum and normal line size for each underwriting team. It also has a reinsurance strategy and purchasing plan to mitigate the effects of individual large losses and events. The pricing of the business includes the consideration of inflation and other economic factors. Operational risk can also increase the volatility of profits. This risk is mitigated by strict claim handling procedures and frequent investigation of possible fraudulent claims.

The Syndicate has an overarching risk appetite expressed in terms of the Solvency Capital Requirement on an ultimate basis which is not to exceed this figure by more than 15% on an on-going basis (This is consistent with the definition of a "major change" which would require an updated plan to be submitted and approved by Lloyd's). The Syndicate also has a subsidiary risk appetite for natural catastrophe exposure which is primarily to limit exhaustion of the reinsurance programme to be less than a 1 in 200 level on an occurrence basis.

The Syndicate uses commercially available proprietary risk management software to assess catastrophe exposure. However, there is always a risk that the assumptions and techniques used in these models are unreliable or that claims arising from an un-modelled event are greater than those arising from a modelled event.

The Property D&F account written during 2021 is exposed to catastrophe type losses:

	Estimated Cl	aims
Major Loss	Gross	Net
·	\$000	\$000
31 December 2022:		
Queensland floods, New Zealand	768	452

# 31 December 2021:

Syndicate 1492 was not materially impacted by any major systemic or natural or other catastrophe loss arising in 2021 nor any other large loss arising in 2021.

All data are at closing rates of exchange.

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 c) continued

Reserves have been assessed across the whole underwriting portfolio on an entirely assumed basis using the Lloyd's approved Syndicate business plan loss ratios. The geographical analysis of the risks underwritten shown below illustrates to how the claims might settle if the reserves were to crystallise and settle as actual claims in an equivalent manner.

	2022	2022	2021	2021
	\$000	%	\$000	%
UK	60,901	32.4	50,871	26.3
Asia Pacific	44,482	23.7	29,004	15.0
Canada	28,086	14.9	38,698	20.0
W Europe ex UK	29,697	15.8	21,642	11.2
Latin America & Caribbean	15,248	8.1	14,303	7.4
Rest of the World	9,668	5.1	38,903	20.1
Total	188,082	100.0	193,421	100.0

The following table sets out the concentration of outstanding claims liabilities by class:

	2022	2022	2021	2021
Class	\$000	%	\$000	%
Property	39,854	17.0	22,571	11.8
Contractor All Risks	3,199	1.4	2,178	1.2
Property D & F	43,053	18.4	24,749	13.0
Financial Lines	82,032	35.0	73,267	38.4
Casualty UK	47,126	20.1	47,715	25.0
Casualty Rest of World	61,561	26.3	45,081	23.6
Casualty	190,719	81.4	166,063	87.0
Cyber	429	0.2		-
Total	234,201	100.0	190,812	100.0

These data do not include ULAE. All data are at closing rates of exchange.

#### **Key assumptions**

The principal assumption underlying the liability estimates is that the future claims development will follow a similar pattern to past claims development experience. This includes assumptions in respect of average claim costs, claim handling costs, claim inflation factors and claim numbers for each underwriting year. Additional qualitative judgements are used to assess the extent to which past trends may not apply in the future, for example: once—off occurrence; changes in market factors such as public attitude to claiming: economic conditions: as well as internal factors such as portfolio mix, policy conditions and claims handling procedures. Judgement is further used to assess the extent to which external factors such as judicial decisions and government legislation affect the estimates.

Other key circumstances affecting the reliability of assumptions include variation in interest rates, delays in settlement and changes in foreign currency rates.

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 c) continued

#### **Sensitivities**

The claim liabilities are sensitive to the key assumptions that follow. It has not been possible to quantify the sensitivity of certain assumptions such as legislative changes or uncertainty in the estimation process.

The Syndicate has limited historical experience on which to base statistical projections particularly in respect of the longer-tail lines of business. Benchmark data has therefore been used on a selective basis in the reserving process.

For illustrative purposes the following table indicates the impact of various percentage changes to the booked reserves. The calculations have been carried out on a linear basis and without any actuarial adjustments or application of expert judgement.

	Impact on	Impact on		Impact on
Change in	Gross	Net	Impact on	Members'
Assumption	Liabilities	Liabilities	Profit	Balance
+/(-)%	\$000	\$000	\$000	\$000
December	2022:			
10	18,799	5,793	5,793	5,793
(10)	(18,799)	(5,793)	(5,793)	(5,793)
50	93,995	28,966	28,966	28,966
(50)	(93,995)	(28,966)	(28,966)	(28,966)
100	187,989	57,932	57,932	57,932
(100)	(187,989)	(57,932)	(57,932)	(57,932)
200	375,978	115,864	115,864	115,864
December :	2021:			
10	19,342	7,949	7,949	7,949
(10)	(19,342)	(7,949)	(7,949)	(7,949)
50	96,711	39,747	39,747	39,747
(50)	(96,711)	(39,747)	(39,747)	(39,747)
100	193,421	79,494	79,494	79,494
(100)	(193,421)	(79,494)	(79,494)	(79,494)
200	386,842	158,988	158,988	158,988

Positive changes to assumptions represent a decrease of the liability.

# Claims development table

The following table shows the estimates of cumulative incurred claims, including both claims notified and IBNR for each successive underwriting year at each reporting date, together with cumulative payments to date. The cumulative claims estimates and cumulative payments are translated to £ sterling at the rate of exchange that applied at the end of the underwriting year.

In setting claims provisions the Syndicate gives consideration to the probability and magnitude of future experience being more adverse than assumed and exercises a degree of caution in setting reserves where there is considerable uncertainty. In general, the uncertainty associated with the ultimate claims experience in an underwriting year is greatest when the underwriting year is at an early stage of development and the margin necessary to provide the necessary confidence in the provisions adequacy is relatively at its highest. As claims develop, and the ultimate cost of claims becomes more certain, the relative level of margin maintained should decrease. However, due to the uncertainty inherent in the estimation process, the actual overall claim provision may not always be in surplus.

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 c) continued

Insurance contract outstanding claims provision by YoA as at 31 December 2022:

Year of account	2022 \$000	2021 \$000	2020 \$000	2019 \$000	2018 \$000	2017 \$000	2016 \$000	2015 \$000
Estimate of cumula	tive gross cla	ims incurred	:					
At end of			,					
underwriting year	41,688	24,674	19,409	19,472	14,684	42,439	16,748	105
After one year	-	54,531	37,794	39,473	43,867	77,676	37,468	3,097
After two year	-	-	33,933	35,918	47,451	86,492	42,208	2,748
After three years	-	-	-	35,350	52,884	87,209	41,717	2,612
After four years	-	-	-	-	61,665	84,746	44,437	2,587
After five years	-	-	-	-	-	83,505	49,248	2,531
After six years	-	-	-	-	-	-	48,825	2,564
After seven years								2,508
Cumulative								
payments to date	144	4,405	8,523	14,986	30,036	70,781	42,785	2,357
Outstanding								
claims provision								
at 31 December	41,544	50,126	25,410	20,364	31,629	12,724	6,040	151
Estimate of cumula	tive net clain	ns incurred:						
At end of								
underwriting year	28,098	19,361	15,198	14,883	11,070	21,880	7,029	108
After one year		44,030	30,299	30,725	32,057	45,659	23,019	3,094
After two year	-	-	28,586	29,738	36,244	51,772	24,649	2,747
After three years	-	<b>-</b> .		30,784	39,586	53,092	24,226	2,612
After four years	_	_	_	-	20,622	52,879	24,697	2,587
After five years	-	-	-	_	-	41,106	25,010	2,531
After six years	-	-	-	_	-		19,938	2,564
After seven years							,	2,445
Cumulative					r	· · · -		
payments to date	144	4,405	8,490	14,543	23,380	41,287	19,958	2,357
Outstanding	-	•	-	<u>-</u>	-	-	•	-
claims provision				•				
at 31 December	27,954	39,625	20,096	16,241	(2,758)	(181)	(20)	88

All data are at closing rates of exchange.

### d) Financial risk

### (1) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge an obligation. A credit risk policy setting out the assessment and determination of what constitutes credit risk for the Syndicate. Compliance with the policy is monitored and exposures and breaches, are reported initially to the Syndicate Monitoring Committee. Emphasis is currently placed on reinsurer security premium receivable from intermediaries. The policy is reviewed at least annually.

Reinsurance is placed with counterparties that have a good credit rating and concentration of risk is avoided by following policy guidelines in respect of counterparties' limits that are set each year by PMA's 'Broker Vetting & Reinsurance Security Group' (BVRSG) and are subject to regular reviews. Management of the Syndicate performs an assessment of creditworthiness of both reinsurers and brokers and updates the reinsurance purchase strategy, while also considering suitable allowance for impairment.

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 d) (1) continued

The tables below show the maximum exposure to credit risk (including an analysis of financial assets exposed to credit risk) for the components of the statement of financial position.

	Neither			
	past due			
	nor			
	impaired	Past due	Impaired	Total
31 December 2022	\$000	\$000	\$000	\$000
Reinsurer' share of claims outstanding	130,057	-	-	130,057
Reinsurance debtors	19,226	-	-	19,226
Cash at bank and in hand	189,040	-	-	189,040
Insurance debtors	17,025	16,268	· -	33,293
Other debtors	51,910	7,656	-	59,566
Total credit risk	407,258	23,924	-	431,182
31 December 2021				
Reinsurer' share of claims outstanding	113,927	-	-	113,927
Reinsurance debtors	13,555	-	-	13,555
Cash at bank and in hand	201,510	-	• -	201,510
Insurance debtors	19,104	11,379	-	30,483
Other debtors	48,438	5,355	-	53,793
Total credit risk	396,534	16,734	-	413,268

Assets which are past due but not impaired have been in arrears for less than 3 months from the reporting date. The table below provides information regarding the credit risk exposure of the Syndicate at 31 December 2022 by classifying assets according to Standard & Poor's credit ratings of the counterparties. AAA is the highest possible rating. Assets that fall outside the range of AAA to BBB are classified as speculative grade and have not been rated.

	Less than						
	AAA	AA	A	BBB	BBB	Not rated	Total
31 December 2022	\$000	\$000	\$000	\$000	\$000	\$000	\$000
Reinsurer' share of claims							
outstanding	-	13,410	80,169	36,478	-	-	130,057
Reinsurance debtors	-	-	-	3,393	-	15,833	19,226
Cash and cash equivalents	67,882	29,366	65,774	20,061	2,356	3,602	189,041
Total credit risk	67,882	42,776	145,943	59,932	2,356	19,435	338,324
31 December 2021	\$000	\$000	\$000	\$000	\$000	\$000	\$000
Reinsurer' share of claims							
outstanding	-	8,671	104,363	893	-	-	113,927
Reinsurance debtors	-	-	-	-	-	13,555	13,555
Cash and cash equivalents	56,962	19,065	68,055	48,659	3,938	4,831	201,510
Total credit risk	56,962	27,736	172,418	49,552	3,938	18,386	328,992

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 d) (1) continued

Included in reinsurer' share of claims outstanding are recoveries under quota share arrangements entered into by the Company amounting to \$43.1m (2021: \$57.3m). These arrangements are a quota share of the Company's share of the Syndicate result. The quota share reinsurers have deposited letters of credit, acceptable as Lloyd's security, with the Company equal to their share of the Syndicate Funds at Lloyd's. The net result of these quota share reinsurer' arrangements will be settled at the same time as the reinsurance to close of the 2022 underwriting year.

# Maximum credit exposure

It is the Syndicate's policy to maintain accurate and consistent risk ratings across its credit portfolio. This enables management to focus on the applicable risks and the comparison of credit exposures across all lines of business, geographic regions and products. The rating system is supported by a variety of financial analytics combined with processed market information to provide the main inputs for the measurement of counterparty risk. All internal risk ratings are tailored to the various categories and are derived in accordance with the Syndicate's rating policy. The attributable risk ratings are assessed and updated regularly.

#### (2) Liquidity risk

Liquidity risk is the risk that the Syndicate will encounter difficulty in meeting obligations associated with financial instruments. In respect of catastrophic events there is also a liquidity risk associated with the timing differences between gross cash out-flows and expected reinsurance recoveries.

A liquidity risk policy exists that sets out the assessment and determination of what constitutes liquidity risk. Compliance with the policy will be monitored as the Syndicate develops and any exposures and breaches which might arise will be reported to the Investment committee. The policy is regularly reviewed for pertinence and for changes in the risk environment.

### **Maturity Profiles**

•	0-1 year	1-3 years	3-5 years	>5 years	Total
31 December 2022	\$000	\$000	\$000	\$000	\$000
Cash and cash equivalents	189,040	-	-	-	189,040
Reinsurance recoveries outstanding	40,395	54,210	24,356	11,096	130,057
Receivables	61,867	- ,	-	-	61,867
Claims outstanding	(58,387)	(78,358)	(35,204)	(16,038)	(187,987)
Creditors	(62,185)	(60,669)	-	-	(122,854)
Total liquidity risk	170,730	(84,817)	(10,848)	(4,942)	70,123
31 December 2021					
Cash and cash equivalents	201,510	-	_	-	201,510
Reinsurance recoveries outstanding	35,645	46,413	21,795	10,074	113,927
Receivables	50,135	-	-	-	50,135
Claims outstanding	(60,517)	(78,799)	(37,003)	(17,102)	(193,421)
Creditors	(72,821)	(44,944)	-		(117,765)
Total liquidity risk	153,952	(77,330)	(15,208)	(7,028)	54,386

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 d) continued

#### (3) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk includes:

- a) Currency risk
- b) Interest rate risk

A market risk policy exists that sets out the assessment and determination of what constitutes market risk for the Syndicate. As the Syndicate develops, compliance with the policy will be monitored and any exposures and breaches arising will be reported to the Investment committee. The policy is reviewed regularly for pertinence and for changes in the risk environment.

### a) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Syndicate's functional currency is Sterling and its exposure to foreign exchange risk arises primarily with respect to transactions in US Dollars and Euros. The Syndicate seeks to mitigate the risk by matching the estimated foreign currency denominated liabilities with assets denominated in the same currency.

The table below summarises the exposure of the financial assets and liabilities to foreign currency exchange risk at the reporting date, as follows:

Converted \$'000	GBP	USD	Total
31 December 2022	\$'000	\$'000	\$'000
Total assets	343,577	87,605	431,182
Total liabilities	(309,713)	(82,236)	(391,949)
Net assets	33,864	5,369	39,233
31 December 2021			
Total assets	326,849	86,419	413,268
Total liabilities	(289,924)	(92,192)	(382,116)
Net assets	36,925	(5,773)	31,152

The non-Sterling denominated net assets of the Syndicate may lead to a reported loss (depending on the mix relative to the liabilities), should Sterling strengthen against these currencies. Conversely, reported gains may arise should Sterling weaken.

The Syndicate will match its currency position wherever practicable, and so holds net assets across a number of currencies. The Syndicate takes into consideration the underlying currency of the Syndicate's required capital and invests its assets proportionately across these currencies so as to protect the solvency of the Syndicate, against variation in foreign exchange rates. As a result, the Syndicate holds a significant proportion of its assets in foreign currency investments.

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 3 d) continued

Impact on profit and member's balances	2022 \$000	2021 \$000
US dollar strengthens against sterling by:		
5%	1,693	1,846
10%	3,386	3,693
15%	5,079	5,539
US dollar weakens against sterling by:		
-5%	(1,693)	(1,846)
-10%	(3,386)	(3,693)
-15%	(5,079)	(5,539)

#### b) Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Floating rate instruments expose the Syndicate to cash flow interest risk, whereas fixed rate instruments expose the Syndicate to fair value interest risk.

The Syndicate holds no financial assets whose values might be impacted by a change in interest rates nor does it have any other significant concentration of interest rate risk. Insurance liabilities are not discounted and therefore not exposed to interest rate risk.

As a result of the Syndicate's current situation, no analysis has been disclosed to illustrate possible movements in interest rates with all other variables held constant, which would show the impact on the result and members' balance of the effects of changes in interest rates since the Syndicate has only immaterial financial assets and liabilities.

# Note 4 Segmental information

An analysis of the underwriting result before investment return is set out below:

	Gross written	Gross premiums	Gross claims	Net operating	Reinsurance	
Year ended 31 Dec 2022	Premiums \$000	earned \$000	incurred \$000	expenses \$000	balance \$000	Total \$000
Direct insurance:		•				
Fire and other damage to property	54,073	50,781	(25,553)	(16,733)	(10,576)	(2,081)
Third party liability	77,339	71,216	(37,789)	(25,494)	(17,369)	(9,436)
Total direct insurance	131,412	121,997	(63,342)	(42,227)	(27,945)	(11,517)
Reinsurance	42,878	41,037	(14,691)	(9,708)	24,051	40,689
Corporate	-	-		21,843	(34,152)	(12,309)
Total	174,290	163,034	(78,033)	(30,092)	(38,046)	16,863

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 4 continued

	Gross	Gross	Gross	Net		
	written	premiums	claims	operating F	Reinsurance	
	Premiums	earned	incurred	expenses	balance	Total
Year ended 31 Dec 2021	\$000	\$000	\$000	\$000	\$000	\$000
Direct insurance:						
Fire and other damage to property	40,931	37,602	2,524	(11,977)	(7,787)	20,362
Third party liability	62,325	56,129	(30,947)	(22,351)	(3,655)	(824)
Total direct insurance	103,256	93,731	(28,423)	(34,328)	(11,442)	19,538
Reinsurance	38,991	34,356	(25,769)	(6,563)	910	2,934
Corporate	-	-	-	22,754	(27,482)	(4,728)
Total	142,247	128,087	(54,192)	(18,137)	(38,014)	17,744

All premiums were concluded in the UK. The geographical analysis of premiums by the location of the underlying risk is as follows:

	Year ended 31 Dec 2022		Year ended 31 Dec 2021	
	\$000	%	\$000	%
UK	51,214	29.4	41,419	29.1
Asia Pacific	42,484	24.4	35,480	24.9
Canada	37,548	21.5	28,600	20.1
W Europe ex UK	22,645	13.0	19,307	13.6
Latin America & Caribbean	12,277	7.0	10,028	7.0
Rest of the World	8,121	4.7	7,413	5.3
	174,289	100.0	142,247	100.0

		Year ended
	Year ended	31 Dec
	31 Dec 2022	2021
	\$000	\$000
Acquisition costs	16,691	13,310
Operating expenses	8,613	6,920
Movement in deferred acquisition costs	(1,319)	(1,331)
Names' personal expenses on Lloyd's Syndicate	6,107	4,706
	30,092	23,605
Reinsurance commissions receivable	-	(5,468)
Total	30,092	18,137

# Note 6 Other charges

		Year ended
	Year ended	31 Dec
	31 Dec 2022	2021
	\$000	\$000
Funding costs	1,865	1,438
Total other charges	1,865	1,438

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

### Note 7 Staff numbers and costs

All staff in the United Kingdom are employed by the Group services company, Probitas 1492 Services Limited, and PMA, and the full staff cost disclosures are included in the Notes to those accounts. The Syndicate is recharged an appropriate amount for the services it receives from those staff.

### Note 8 Directors' remuneration

None of the Directors received any remuneration for their services to the Company during the year ended 31 December 2022.

# Note 9 Provision for unearned premium

		2022			2021		
	Reinsurers'			Reinsurers'			
	Gross	Share	Net	Gross	Share	Net	
	\$000	\$000	\$000	\$000	\$000	\$000	
Balance as at 1 January	70,930	(36,723)	34,207	58,221	(30,712)	27,509	
Impact of reinsurance-to-close	(908)	341	(567)	436	(126)	310	
Premiums written for the period	174,289	(109,574)	64,715	142,247	(73,557)	68,690	
Premiums earned for the period	(163,033)	104,902	(58,131)	(128,087)	67,499	(60,588)	
Effect of movement in exchange rates	(5,352)	2,753	(2,599)	(1,887)	173	(1,714)	
Balance as at 31 December	75,926	(38,301)	37,625	70,930	(36,723)	34,207	

# Note 10 Claims outstanding

		2022			2021	
	Reinsurers'			Reinsurers'		
	Gross \$000	Share \$000	Net \$000	Gross \$000	Share \$000	Net \$000
Balance as at 1 January	193,421	(113,927)	79,494	170,910	(96,245)	74,665
Impact of reinsurance-to-close	(37,172)	12,162	(25,010)	9,089	(2,699)	6,390
Claims incurred in current underwriting period	78,034	(66,857)	11,177	54,191	(29,485)	24,706
Claims paid during the underwriting						
period	(35,400)	23,545	(11,855)	(36,358)	17,220	(19,138)
Effect of movement in exchange rates	(10,894)	15,020	4,126	(4,411)	(2,718)	(7,129)
Balance as at 31 December	187,989	(130,057)	57,932	193,421	(113,927)	79,494

# Note 11 Deferred acquisition costs

Balance as at 31 December	11,270	10,593
Effect of movement in exchange rates	(359)	(201)
Prepaid funding costs	(171)	265
Change in deferred acquisition costs	1,319	1,331
Impact of reinsurance-to-close	(112)	56
Balance as at 1 January	10,593	9,142
	\$000	\$000

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

#### Note 12 Other debtors

	2022	2021
	\$000	\$000
Amount due - within one year	5,629	2,635
Intercompany Loan - Probitas 1492 Services Limited	1,940	2,097
Intercompany Loan - Probitas Holdings (UK) Limited	1,779	1,365
Intercompany Loan - Probitas Managing Agency Limited	<del>-</del>	_
Balance as at 31 December	9,348	6,097
Note 13 Other creditors		
	2022	2021
	\$000	\$000
Amounts payable by Syndicate	980	112
Income tax payable	-	727
Defered tax liability	1,201	-
Intercompany Loan - Probitas Managing Agency	829	
Intercompany Loan - Probitas 1492 Services Limited	-	-
Intercompany Loan - Probitas Holdings (UK) Limited	-	-
Other payables	208	494
Balance as at 31 December	3,218	1,333
Note 14 Called up Share capital		
,	2022	2021
	\$000	\$000
Alloted, called up and fully paid	24,100	24,100
24,100,000 Ordinary shares of US\$1		
Balance as at 31 December	24,100	24,100

### Note 15 Controlling parties

The Company's registered address is 88 Leadenhall Street, London, UK, EC3A 3BP. The Company is a wholly owned subsidiary of Probitas Holdings (UK) Limited ("PHL"), a company registered in the United Kingdom. As at 31 December 2022, the ultimate parent company was Probitas Holdings (Bermuda) Limited ("PBL"), a company incorporated in Bermuda. PBL is both the smallest and largest group in which the results of the company are included. Copies of PBL's financial statements can be obtained from its registered office, Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.

# Note 16 Related party transactions

### Relationship between parent and subsidiary

Refer to Note 15 for details of the relationship the ultimate parent has with the Company. Probitas Holdings (UK) Limited is the holding company for the Company.

### Transactions with related parties

As at 31 December 2022, the Company has an intercompany receivable from Probitas Holdings (UK) Limited of \$1,778,693 (2021: \$1,365,289 receivable).

As at 31 December 2022, the Company has an intercompany payable due to Probitas Managing Agency Limited of \$829,114 (2021: \$nil). In addition, the Company has provided for the group releif benefit of tax losses in PMA of \$nil (2021: \$726,780).

As at 31 December 2022, the Company has an amount payable to the Syndicate of \$nil (2021: \$111,832).

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 16 continued

As at 31 December 2022, the Company has an intercompany receivable from Probitas 1492 Services Limited (a subsidiary of the ultimate parent company, Probitas Holdings (Bermuda) Limited) to the amount of \$1,939,602 (2021: \$2,096,906 receivable). The amount relates to audit, legal and other costs incurred by the Company on Probitas 1492 Services Limited's behalf.

The Company does not have any employees, nor does it pay any directors' emoluments. All employee and related costs of servicing Syndicate 1492 are paid for by Probitas 1492 Services Limited.

#### Transactions with Saudi Re

#### (i) Quota share reinsurance agreement with Saudi Re

Saudi Reinsurance Company, a shareholder in the ultimate parent company, Probitas Holdings (Bermuda) Limited, has quota share arrangements in place with Probitas Corporate Capital Limited for the 2020, 2021 and 2022 Year of Accounts. The impact on the profit before tax for the year ended 31 December 2022 was a loss to the Company of \$8,570,752 (2021: \$3,941,908 loss).

#### (ii) XOL reinsurance agreement with Saudi Re

Saudi Reinsurance Company, a shareholder in the ultimate parent company, Probitas Holdings (Bermuda) Limited, has Excess of Loss agreements with Probitas Corporate Capital Limited. The cost of XOL contract for the year 2022 is \$625,000 (2021: \$1,000,005), deferred cost is \$403,187 (2021: \$611,930).

#### Note 17 Auditors' remuneration

During the year the company obtained the following services from the company's auditor at costs as detailed below:

Total tax charged to the Statement of Comprehensive Income	1,201	727
Total deferred taxation		
Total deferred taxation	1,201	-
Adjustments in respect of prior periods	(456)	_
Effect of change in tax rates	284	-
Origination and reversal of timing differences	1,373	-
Deferred taxation:		
Total current tax	-	727
Brought forward trading losses set against total profits	(997)	(952)
UK corporation tax on profit/(loss) for the period	997	1,679
Current taxation:		
	\$000	\$000
	2022	2021
Note 18 Tax on profit on ordinary activities		
Balance as at 31 December	27	30
- Taxation compliance services	-	7
Fees payable to the company's auditor for other services to the company		
Fees payable to the company's auditor for the audit of the company accounts	27	23
	\$000	\$000
	2022	2021

# **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

Note 18 continued

A reconciliation is provided below:		
Profit on ordinary activities before tax	13,803	15,940
Profit on ordinary activities multiplied but the standard rate of corporation tax in the UK of		
19% (2021: 19%)	2,623	3,029
Unrealised undewriting result	-	(1,349)
Impact of Corporation tax rate change	284	-
Tax losses utilised not previously recognised	(1,706)	(952)
Tax group relief charged for the period	1,201	727

On 3 March 2021, the Chancellor announced that the UK corporate tax rate will be increasing to 25% from 1 April 2023. This was enacted on 10 June 2021 when the Finance Act 2021 received Royal Assent. Deferred tax assets and liabilities included within the accounts have been calculated with reference to this change of rate and the applicable period when the deferred tax assets/liabilities are expected to unwind.

Group relief of \$nil (2021: \$726,780) is payable to a related party, Probitas Managing Agency Limited. Unrecognised benefit of tax losses carried forward, before adjusting for timing differences between the financial statements and tax returns, are \$nil (2021: \$4.6million).

Deferred tax	2022 \$000	2021 \$000
Asset		
Underwriting results not yet declared under Lloyd's tax rules	-	-
Member level reinsurance	4,853	-
Losses carried forward	5,294	
	10,147	-
Liability		
Underwriting results not yet declared under Lloyd's tax rules	(11,348)	-
	(11,348)	-
Net deferred tax liability at end of year	(1,201)	-

# Note 19 Post-Balance Sheet Events

There are no post balance sheet events which have a material impact upon Syndicate 1492 or the Company.