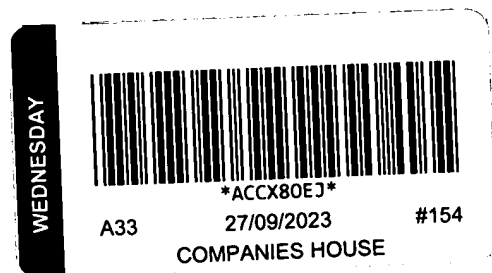


**ICP GENERAL PARTNER LIMITED**  
**STRATEGIC REPORT,**  
**REPORT OF THE DIRECTORS AND**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**



**CONTENTS OF THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2022**

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**ICP GENERAL PARTNER LIMITED**

**COMPANY INFORMATION  
FOR THE YEAR ENDED 31 DECEMBER 2022**

**DIRECTORS:**

Sir N H P Bacon  
R C W Odey  
Lord J P Marland of Odstock  
T Shenton

**SECRETARY:**

Miss F L Farley

**REGISTERED OFFICE:**

3 Castlegate  
Grantham  
Lincolnshire  
NG31 6SF

**REGISTERED NUMBER:**

02948671 (England and Wales)

**AUDITOR:**

PKF Littlejohn LLP  
15 Westferry Circus  
London  
E14 4HD

**STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2022**

The directors present their strategic report for the year ended 31 December 2022.

**REVIEW OF BUSINESS**

ICP General Partner Limited is owned by ICP Holdings Ltd, which also owns ICP Capital Ltd. ICP General Partner Limited is on the Lloyd's register as a member agent, but recently, due to discovering the need to reapply for various permissions with the FCA, the provision of regulated management services to ICP Capital Limited, a corporate member of Lloyd's, was passed over to Alpha Insurance Analysts Ltd with effect from 1 September 2022. The application for those permissions was made to the FCA in August 2022.

The Company is making an application to Lloyd's for full Members Agent status, rather than continuing with the limited permissions that were granted in 2006. If successful we expect, from prior conversations, that this will be ratified by the FCA.

From 1 January 2015, as a result of a reorganisation, the funding structure of ICP Capital Ltd, from which the Company receives the majority of its income was changed, to replace the mechanism of provision of Funds at Lloyd's with a market standard Reinsurance arrangement provided by ICP Reinsurance Ltd, a company incorporated in the Cayman Islands.

Under these arrangements, the Company will continue to provide services to ICP Capital Ltd and will be remunerated for those services. ICP Capital Ltd will earn commercial rate commissions under the reinsurance arrangement which will facilitate these payments.

The profit before tax was £372,842 (2021: £604,695). The exposure of ICP Reinsurance Ltd (and the old structure for 2014 YOA and prior), to the Lloyd's underwriting market and the syndicate gross returns have been as follows:-

Year of Account	Capacity £m	Gross Return %
2006	75	25
2007	101	18
2008	77	8
2009	78	17
2010	95	3
2011	96	6
2012	101	9
2013	103	10
2014	99	12
2015	91	10
2016	93	3
2017	85	(3)
2018	92	1
2019	91	1
2020	92	4
2021	102	4
2022	106	*
2023	129	*

\*The 2020 year of account is expected to produce a profit before expenses of 4.3%. The 2021 year of account has a currently forecast range of outcomes of (-1)% to 9% before expenses, although it is still early in its development. The 2022 and 2023 years of account are too early in their development to predict their outcome.

As mentioned above, as a result of a reorganisation, from commencement of the year ended 31 December 2015 the main funding has come through a reinsurance arrangement with ICP Reinsurance Ltd.

Looking ahead to 2024 our involvement will depend on the underwriting cycle as it develops in response to losses. The amount which ICP Capital Ltd will underwrite will reflect the market cycle. If there is a continuing increase in premium rates and market outlook then ICP Capital Ltd will seek to increase its exposure once more.

**STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2022**

**PRINCIPAL RISKS AND UNCERTAINTIES**

The Company's principal risk is that losses in the Lloyd's market, in particular on those syndicates supported by the Company through ICP Capital Ltd and other entities, could reduce the amount of capital provided thereby reducing the income receivable by the Company.

The specific risks faced by syndicates are managed and controlled by the respective managing agents and are outside the direct control of the Company. The Company manages the risk faced by syndicates by monitoring the performance of the syndicates supported through analysis.

The Company has no specific concentration of credit risk. As a members' agent it is subject to continuing approval by Lloyd's and the FCA. It maintains systems and controls to ensure operational risks are minimised.

**SECTION 172(1) STATEMENT**

The Directors of the Company have a duty to promote the success of the Company whilst giving due regard to the interests of stakeholders affected by the Company's activities.

The Company is a Lloyd's members agent, looking after the interests of ICP Capital Ltd, and it also advises ICP Investment Holdings Ltd whose members provide a large amount of capital to support the underwriting of ICP Capital Ltd. The services it provides relate to the administration of both these companies business dealings with Lloyd's, be it the membership department at Lloyd's or the Lloyd's managing agents who look after the syndicates.

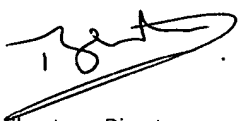
The Company also takes full regard through regular Board Meetings of the following:

- a) The likely consequences of any decision it takes on the long term operations,
- b) The interests of the company's employees,
- c) The need to foster the company's business relationships with suppliers, customers and others, including, but not limited to ensuring suppliers invoices are paid on time and in line with agreed terms,
- d) The impact of the company's operations on the community and the environment, to the extent they are relevant,
- e) The desirability of the company maintaining a reputation for high standards of business conduct, and
- f) The need to act fairly as between members of the company.

The Board has also established a risk management framework in which best practice is the required standard for all operations, both in the commercial interests of the business and to ensure continued regulatory compliance. A compliance committee meets monthly to ensure that the Company operates within the guidelines and code of conduct of both the Lloyd's market and the FCA.

The Company is classified as a low energy user and as such no energy and carbon information has been disclosed in the accounts.

**BY ORDER OF THE BOARD:**



T Shenton - Director

26 April 2023

**REPORT OF THE DIRECTORS  
FOR THE YEAR ENDED 31 DECEMBER 2022**

The directors present their report with the financial statements of the Company for the year ended 31 December 2022.

**DIVIDENDS**

The state of the Company's affairs as at 31 December 2022 is shown in the Financial Statements. The Company paid dividends totalling £Nil during the year ended 31 December 2022 (2021: £1,000,000).

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1 January 2022 to the date of this report.

Sir N H P Bacon  
R C W Odey  
Lord J P Marland of Odstock  
T Shenton

**STATEMENT OF DISCLOSURE OF INFORMATION TO THE AUDITOR**

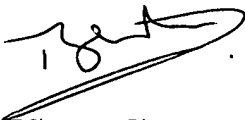
The Directors who held office at the date of approval of this Report of the Directors confirm that, so far as they are individually aware:

- there is no relevant audit information of which the Company's auditor is unaware; and
- each Director has taken all steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**AUDITOR**

PKF Littlejohn LLP has expressed its willingness to continue in office as auditor.

**BY ORDER OF THE BOARD:**



T Shenton - Director

26 April 2023

**STATEMENT OF DIRECTORS' RESPONSIBILITIES  
FOR THE YEAR ENDED 31 DECEMBER 2022**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and 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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ICP GENERAL PARTNER LIMITED**

### **Opinion**

We have audited the financial statements of ICP General Partner Limited (the 'Company') for the year ended 31 December 2022 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **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.

### **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.

### **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 report of the directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the report of the directors have been prepared in accordance with applicable legal requirements.

### **Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

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

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



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ICP GENERAL PARTNER LIMITED**

### **Responsibilities of directors**

As explained more fully in the Statement of Directors' Responsibilities set out on page five, 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 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.

### **Auditors' 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.

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 obtained an understanding of the company and the sector in which it operates to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements. We obtained our understanding in this regard through discussion with the with the directors and the application of our knowledge and experience of the sector in which the company operates in. We determined the principal laws and regulations relevant to the company in this regard to be those arising from the Companies Act 2006, the Financial Conduct Authority, Lloyd's of London byelaws as they relate to members agents and UK taxation legislation
- We designed our audit procedures to ensure the audit team considered whether there were any indications of non-compliance by the company with those laws and regulations. These procedures included, but were not limited to:
  - o Discussion with management of any known, or suspected instances, of non-compliance by the company with those laws and regulations;
  - o Discussion with management of any, or suspected, incidence of fraud;
  - o Review of the financial statements disclosure and testing to supporting documentation to assess compliance with applicable law and regulation.
- Review of the minutes of the board of directors and other correspondence as we deemed appropriate.
- A review and testing of the system of controls established by management to ensure the accuracy of the financial statements.
- We identified the risks of material misstatement of the financial statements due to fraud as being those arising from management override of controls. We have addressed this risk by performing audit procedures which included, but were not limited to, the testing of journals, reviewing material accounting estimates for evidence of bias and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business that came to our attention.

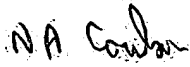
Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's Report.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
ICP GENERAL PARTNER LIMITED**

**Use of our report**

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



Neil Coulson (Senior Statutory Auditor)  
for and on behalf of PKF Littlejohn LLP  
15 Westferry Circus  
London  
E14 4HD

26 April 2023

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

		2022	2021
	Notes	£	£
<b>REVENUE</b>	3	1,072,331	1,027,100
Administrative expenses		700,885	551,231
		371,446	475,869
Other operating income		1,000	6,000
<b>OPERATING PROFIT</b>	5	372,446	481,869
Income from shares in group undertakings		-	123,584
Interest receivable and similar income		396	-
		396	123,584
		372,842	605,453
Interest payable and similar expenses	6	-	758
<b>PROFIT BEFORE TAXATION</b>		372,842	604,695
Tax on profit	7	71,708	91,788
<b>PROFIT FOR THE FINANCIAL YEAR</b>		301,134	512,907
<b>OTHER COMPREHENSIVE INCOME</b>		-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		301,134	512,907

The notes form part of these financial statements

**STATEMENT OF FINANCIAL POSITION**  
**31 DECEMBER 2022**

	Notes	2022 £	2021 £
<b>FIXED ASSETS</b>			
Property, plant and equipment	9	1,783	2,008
<b>CURRENT ASSETS</b>			
Debtors	10	1,000,773	818,398
Cash at bank		709,684	571,993
		<u>1,710,457</u>	<u>1,390,391</u>
<b>CREDITORS</b>			
Amounts falling due within one year	11	<u>91,981</u>	<u>73,274</u>
<b>NET CURRENT ASSETS</b>		<u>1,618,476</u>	<u>1,317,117</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u><u>1,620,259</u></u>	<u><u>1,319,125</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	14	400,000	400,000
Capital redemption reserve		100	100
Retained earnings		<u>1,220,159</u>	<u>919,025</u>
<b>SHAREHOLDERS' FUNDS</b>		<u><u>1,620,259</u></u>	<u><u>1,319,125</u></u>

The financial statements were approved for issue by the Board of Directors and authorised for issue on 26 April 2023 and were signed on its behalf by:



T Shenton - Director

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2022**

	Called up share capital £	Retained earnings £	Capital redemption reserve £	Total equity £
<b>Balance at 1 January 2021</b>	400,000	1,406,118	100	1,806,218
<b>Changes in equity</b>				
Dividends	-	(1,000,000)	-	(1,000,000)
Total comprehensive income	-	512,907	-	512,907
<b>Balance at 31 December 2021</b>	<u>400,000</u>	<u>919,025</u>	<u>100</u>	<u>1,319,125</u>
<b>Changes in equity</b>				
Total comprehensive income	-	301,134	-	301,134
<b>Balance at 31 December 2022</b>	<u><u>400,000</u></u>	<u><u>1,220,159</u></u>	<u><u>100</u></u>	<u><u>1,620,259</u></u>

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

**1. GENERAL INFORMATION**

ICP General Partner Limited is a private limited company incorporated in England and Wales. The address of the registered office is given in the Company information on page 1 of these Financial Statements. The nature of the Company's operations and principal activities are detailed in the Strategic Report.

The significant accounting policies applied in the preparation of these Financial Statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

**2. ACCOUNTING POLICIES**

**Basis of preparing the financial statements**

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared on a going concern basis under the historical cost convention.

**Financial Reporting Standard 102 - reduced disclosure exemptions**

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- From preparing a Statement of Cash Flows, based on the requirements of Section 7 Statement of Cash Flows;
- From disclosing related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transactions is wholly owned by such a member, as required by
- Section 33 Related Party Disclosures - paragraph 33.1A.

**Preparation of consolidated financial statements**

The financial statements present information about the company as an individual undertaking and not about its group.

Group financial statements are not presented as the company is exempt by virtue of Section 400 of the Companies Act 2006 on the basis that it is a wholly-owned subsidiary of another company incorporated in the United Kingdom, which itself prepares group financial statements.

The Company is a subsidiary of ICP Holdings Limited. Consolidated financial statements of ICP Holdings Limited can be obtained from:

3 Castlegate  
Grantham  
NG31 6SF

**NOTES TO THE FINANCIAL STATEMENTS - continued  
FOR THE YEAR ENDED 31 DECEMBER 2022**

**2. ACCOUNTING POLICIES - continued**

**Going concern**

The Strategic Report includes a section on Review of the Business and a section on Principal Risks and Uncertainties on pages 2 and 3.

The Company has significant financial resources and positive net assets. The Company continues to provide services to members of Lloyd's for 2023. As a consequence the Directors believe that the company continues to be able to manage its business risks successfully.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual Financial Statements.

**Foreign currency**

The functional currency is the currency of the primary economic environment in which the entity operates. The Company's functional presentation currency is the Pound Sterling.

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

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

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at the period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

**Turnover**

Turnover comprises underwriting agency fees and performance fees. Underwriting agency fees are taken to credit on an accruals basis. Performance fees are recognised when there is a reasonable degree of certainty that they are receivable.

**Tangible fixed assets**

Tangible fixed assets are recognised at cost and depreciated over their useful economic life.

Depreciation is provided by the Company to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows:-

Computer equipment	3 years
Fixtures and fittings	5 years

**Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

**Deferred taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in Financial Statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**NOTES TO THE FINANCIAL STATEMENTS - continued  
FOR THE YEAR ENDED 31 DECEMBER 2022**

**2. ACCOUNTING POLICIES - continued**

**Operating leases**

Instalments on operating lease contracts are charged to the statement of comprehensive income for the period to which they apply.

**Financial instruments**

Basic financial assets, including trade and other debtors and cash and bank balances are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

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

Basic financial liabilities, including trade and other creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

**Share capital**

Ordinary share capital is classified as equity.

**Dividend distributions to shareholders**

Dividend distributions to the Company's shareholders are recognised in the Financial Statements in the period in which the dividends are approved by the shareholders.

These amounts are recognised in the Statement of Changes in Equity.

**Critical accounting judgements and estimation uncertainty**

In the application of the Company's accounting policies, management is required to make judgements, estimates and assumptions about the carrying value of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The only critical accounting judgement or estimation uncertainty that, in the opinion of the directors, will have a material effect on the financial statements is the underwriting performance fee estimate, on open years of account. Performance fees are estimated based on forecasts provided by the syndicates.

The accrued net performance fees receivable as at 31 December 2022 are £Nil (2021- £Nil).



**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

**3. REVENUE**

The revenue and profit before taxation are attributable to the one principal activity of the Company.

An analysis of revenue by class of business is given below:

	2022	2021
	£	£
Underwriting agency fees	1,072,331	1,027,100
	<u>1,072,331</u>	<u>1,027,100</u>

All the turnover relates to UK income.

**4. EMPLOYEES AND DIRECTORS**

Staff costs, including Directors' emoluments were:

	2022	2021
	£	£
Salaries	297,978	221,580
Social security costs	33,991	24,794
Pension costs	8,731	10,800
Other staff costs	9,940	12,500
Consultants fees	8,240	5,170
	<u>358,880</u>	<u>274,844</u>

The average number of staff employed by the company was 5 (2021: 5). Pension costs relate to the contributions paid to a personal pension of one employee.

	2022	2021
	£	£
Directors' remuneration	<u>229,561</u>	<u>146,673</u>

Information regarding the highest paid director for the year ended 31 December 2022 is as follows:

	2022
	£
Emoluments etc	<u>194,561</u>

Other than the above Directors' remuneration, there is no other key management compensation.

**5. OPERATING PROFIT**

The operating profit is stated after charging/(crediting):

	2022	2021
	£	£
Depreciation - owned assets	1,776	2,594
Loss on disposal of fixed assets	401	2
Auditors' remuneration	17,250	15,000
Other income	<u>(1,000)</u>	<u>(6,000)</u>

**6. INTEREST PAYABLE AND SIMILAR EXPENSES**

	2022	2021
	£	£
Interest payable	<u>-</u>	<u>758</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

**7. TAXATION**

**Analysis of the tax charge**

The tax charge on the profit for the year was as follows:

	2022 £	2021 £
Current tax:		
UK corporation tax	71,708	91,788
	<u>71,708</u>	<u>91,788</u>
Tax on profit	<u>71,708</u>	<u>91,788</u>

**Reconciliation of total tax charge included in profit and loss**

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2022 £	2021 £
Profit before tax	372,842	604,695
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2021 - 19%)	70,840	114,892
Effects of:		
Expenses not deductible for tax purposes	868	(23,104)
	<u>71,708</u>	<u>91,788</u>
Total tax charge	<u>71,708</u>	<u>91,788</u>

**8. DIVIDENDS**

	2022 £	2021 £
'A' Ordinary Shares shares of £1 each		
Interim	-	1,000,000

An interim dividend of Nil (2021: 250.63p) per ordinary share, amounting to £Nil (2021: £1,000,000), was paid during the year.

**9. PROPERTY, PLANT AND EQUIPMENT**

	Fixtures and fittings £	Computer equipment £	Totals £
<b>COST</b>			
At 1 January 2022	20,958	47,713	68,671
Additions	1,952	-	1,952
Disposals	(20,746)	(44,303)	(65,049)
At 31 December 2022	<u>2,164</u>	<u>3,410</u>	<u>5,574</u>
<b>DEPRECIATION</b>			
At 1 January 2022	20,788	45,875	66,663
Charge for year	433	1,343	1,776
Eliminated on disposal	(20,746)	(43,902)	(64,648)
At 31 December 2022	<u>475</u>	<u>3,316</u>	<u>3,791</u>
<b>NET BOOK VALUE</b>			
At 31 December 2022	<u>1,689</u>	<u>94</u>	<u>1,783</u>
At 31 December 2021	<u>170</u>	<u>1,838</u>	<u>2,008</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

**10. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2022	2021
	£	£
Amounts owed by group undertakings	759,270	229,483
Other debtors	97,526	133,321
Tax	-	315,184
Prepayments and accrued income	143,977	140,410
	<u>1,000,773</u>	<u>818,398</u>

Prepayments include agency fees of £128,930 (2021: £124,182) from group and related undertakings.

**11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2022	2021
	£	£
Taxation	21,919	-
Other taxes and social security	35,938	17,491
Accruals and deferred income	34,124	55,783
	<u>91,981</u>	<u>73,274</u>

**12. LEASING AGREEMENTS**

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2022	2021
	£	£
Within one year	-	4,489

**13. FINANCIAL INSTRUMENTS**

The Company has the following financial instruments:

	2022	2021
	£	£
<b>Financial assets that are debt instruments measured at amortised cost</b>		
Other debtors ( Note 10 )	97,526	133,321
Amounts owed by group undertakings ( Note 10 )	759,270	229,483
Cash at bank	709,684	571,993
	<u>1,566,480</u>	<u>934,797</u>
<b>Financial liabilities measured at amortised cost</b>		
Other creditors ( Note 11 )	35,938	17,491
	<u>35,938</u>	<u>17,491</u>

The total interest income and interest expense for financial assets and financial liabilities that are not measured at fair value through profit or loss was £396 (2021: £Nil) and £Nil (2021: £758) respectively.

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

**14. CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:		Nominal value:	2022	2021
Number:	Class:		£	£
399,000	'A' Ordinary Shares	£1	399,000	399,000
1,000	'B' Ordinary Shares	£1	1,000	1,000
			<u>400,000</u>	<u>400,000</u>

The 399,000 'A' Ordinary shares confer the right to participate in all dividends and to attend or vote at general meetings. The 1,000 'B' Ordinary shares do not confer the right to participate in dividends.

**15. ULTIMATE PARENT COMPANY**

ICP Holdings Limited is regarded by the directors as being the Company's ultimate parent company.

The Company is a subsidiary of ICP Holdings Limited, a company registered in England & Wales. The Company's results are consolidated in the group accounts of ICP Holdings Limited, copies of which are available at 3 Castlegate, Grantham, NG31 6SF.

**16. RELATED PARTIES**

ICP Holdings Ltd is the parent company of ICP Capital Ltd, a corporate member of Lloyd's and ICP General Partner Ltd, a Lloyd's members' agent.

As mentioned in the Strategic Report, as a result of a reorganisation, for the 2015 underwriting year of account there are arrangements for the provision of Funds at Lloyd's (FAL) with ICP Investment Holdings Ltd and ICP Reinsurance Ltd, both incorporated companies in the Cayman Islands. These arrangements are described below:

- ICP Investment Holdings Ltd ("ICP IH") and ICP Reinsurance Ltd ("ICP Re") have entered into a FAL provision agreement with ICP Capital Ltd for the 2015 and subsequent years of account. The FAL has, as part of a restructuring, come from the majority of ex-partners in Insurance Capital Partners LP, in return for various Ordinary, Capital, Open Year of Account and Year of Account Shares in ICP Investment Holdings Ltd.
- In addition, ICP Reinsurance Ltd has entered into a whole account quota share Reinsurance Contract with ICP Capital Ltd for each of the years of account from 2013 to date.

All the directors, at the relevant time, participate indirectly, through ICP IH and ICP Re, in the underwriting of ICP Capital Ltd. One Director is also a director of ICP IH and ICP Re for which he receives no remuneration.

Included within Other Debtors at the balance sheet date are amounts due from ICP IH of £19,283 (2021: £32,008) and ICP Re of £68,483 (2021: £78,686). Included within Accrued Income at the balance sheet due from ICP IH is £Nil (2021: £6,000).

Alpha Insurance Analysts Limited ("Alpha") provides Members Agency and analysis services to the Company, the cost of the services for 2022, which were on a commercial arm's length basis, were £196,811 (2021: £85,000). Within accruals at the balance sheet date is £Nil (2021: £21,250) which is due to Alpha. The following Directors of Alpha participate indirectly, through ICP IH and ICP Re, in the underwriting of ICP Capital Ltd - Emma Royds, James Sparrow and Emily Apple.

Other than as disclosed above and in Note 4, there are no other related party transactions with Directors.