

Registered number: 03985788

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

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MANAGING AGENCY PARTNERS HOLDINGS LIMITED

COMPANY INFORMATION

Directors	A G P Hobrow A Kong D E S Shipley R K Trubshaw
Company secretary	P Langridge
Registered number	03985788
Registered office	Fitzwilliam House 10 St. Mary Axe London EC3A 8EN
Independent auditor	Mazars LLP 30 Old Bailey London EC4M 7AU

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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MANAGING AGENCY PARTNERS HOLDINGS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

INTRODUCTION

All financial statements prepared on or after the 31 December 2013 are required by The Companies Act 2006 (Strategic Report and Directors Report) Regulations 2013 to present a Strategic Report prepared by the board of directors. The Strategic Report covers the business review, principal risks and uncertainties and financial key performance indicators.

BUSINESS REVIEW

The principal activity of Managing Agency Partners Holding Limited ("the Company") is that of a holding company for a managing agent at Lloyd's of London, named Managing Agency Partners Limited ("MAP"). The syndicates under management by MAP are Syndicates 2791 and 6103. Syndicate 6103 is a special purpose arrangement hosted by Syndicate 2791.

The Company's turnover has increased by 169% from £1,056,430 in 2021 to £2,842,689 in 2022. Profit after tax for the financial year has increased by 170% from £1,050,083 to £2,837,981.

The Company's net assets have increased by less than 1% from £4,270,922 to £4,273,861.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risk for the Company is a loss in the value of its investment in MAP. The principal risk for MAP is that Syndicates 2791 and 6103 make losses preventing them from remitting profit commission to MAP. MAP mitigates this risk by planning to at least break even, even if no profit commission is received. The fortunes of the Company closely follow those of MAP, therefore the relevant risk disclosures below are in relation to MAP.

Credit risk

Financial instruments consist of cash and cash equivalent type investments. To minimise any credit risk, MAP has an investment policy of only placing cash deposits with large institutions that have a low credit risk.

Liquidity risk

MAP actively manages its cash resources to maximise interest income and minimise interest expense, whilst ensuring that MAP has sufficient liquid resources to meet the operating needs of its business.

Foreign currency risk

MAP's reporting and functional currency is Sterling. The principal foreign currency exposure arises from the receipt of profit commission in US Dollars from the syndicates. To minimise the exposure the profit pool liability is settled in the same currency in which it is received. The balance of undistributed US Dollars is monitored and, if appropriate, the exposure may be hedged to fix the monetary asset in Sterling. The hedging activity involves the use of foreign exchange forward rate contracts. The Company may receive a dividend in US Dollars from MAP. The dividend paid out to shareholders of the Company occurs immediately after receipt and in the same currency.

Operational risk

Operational risk is the risk of potential adverse financial and reputational issues arising due to inadequate or failed internal processes, people and systems or from external events. The internal risk assessment process has been developed to assess the potential impact, and probability, of certain events and a system of internal control has been implemented to mitigate the identified risks. These controls are monitored by MAP's Senior Management and the MAP Board and the effectiveness is validated through both the ongoing risk assessment and the internal audit process.

Regulatory risk

MAP is required to comply with the requirements of the Prudential Regulation Authority, Financial Conduct Authority and Lloyd's of London. 'Regulatory risk' is the risk of financial and reputational loss owing to a breach of regulatory requirements or failure to respond appropriately to regulatory change. MAP has a Director of Risk and Assurance who monitors regulatory developments and assesses their impact on agency policy and is supported by an assistant who carries out a compliance monitoring programme.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

FINANCIAL KEY PERFORMANCE INDICATORS

The following financial Key Performance Indicators ('KPI') relate to MAP, which ultimately determines the performance of the Company.

MAP measures its performance using two principal KPIs that together cover the vast proportion of turnover. The first KPI looks at the future underlying profitability of MAP's two managed syndicates. The profit commission received from the syndicates is directly correlated to the profitability of these syndicates.

The second KPI looks at the amount of underwriting capacity on Syndicate 2791. MAP receives a yearly managing agency fee that is set as a percentage (0.75%) of capacity. The managing agency fee is calculated to at least cover the MAP element of all expenses and therefore ensure they break even before profit commission.

Year of Account	Syndicate 2791 Forecast result % of capacity	Syndicate 6103 Forecast result % of capacity
2019 (closed)	7.4	23.8
2020 (closed)	2.0	(18.0)
2021 ¹	0.0 - 5.0	(12.5) - (5.0)
2022 ²	8.3	(5.6)

¹ Open year, forecast is reported as a range at Q4 22

² Open year, forecast is internally calculated as a point estimate at Q4 22

For the oldest open underwriting year of account an expected range for the result is calculated. This is updated each quarter until the anticipated closure date 36 months from inception. After the underwriting year of account has closed a final result is known. 2020 has closed at a profit and it is likely that MAP will remit a dividend to the Company in 2023. The dividend received in 2022 was all in respect of the 2019 YOA.

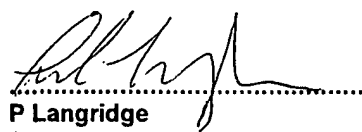
Underwriting capacity

The underwriting capacity for 2022 YOA and the expected capacity for 2023 YOA is as follows:

	Year of Account	
	2022 (£m)	2023 (£m)
Syndicate 2791	400.4	475.0
Syndicate 6103	65.0	71.6

Capacity varies each year due to the forecast rating environment in which the syndicates operate and it can be equated to the appetite of the syndicates to underwrite insurance. MAP receives fees from Syndicate 2791 and profit commission from both syndicates. Syndicate 6103, as a special purpose arrangement, does not pay managing agency fees.

This report was approved by the Board on 23 March 2023 and signed on its behalf.


P Langridge
Secretary

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

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

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £2,837,981 (2021 - £1,050,083).

On 28 March 2022 the directors made an interim dividend payment of £2,835,042 (2021: £1,056,736) resulting in a retained gain for the period of £2,938 (2021: loss of £6,653). A retained profit of £131,866 (2021: £128,927) has been carried forward.

DIRECTORS

The directors who served during the year were:

A G P Hobrow
A Kong
D E S Shipley
R K Trubshaw

IMPACT OF THE WAR IN UKRAINE

Management have determined that the War in Ukraine has no material impact on either syndicates. The underwriting exposure remains predominately US related and although there were a few individual risks, these were not deemed significant enough to highlight.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022**

FUTURE DEVELOPMENTS

The directors expect the general level of activity to continue in line with the activity of the two syndicates managed by MAP.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

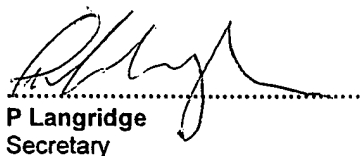
POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since the year end.

AUDITOR

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

This report was approved by the Board on 23 March 2023 and signed on its behalf.



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P Langridge
Secretary

Fitzwilliam House
10 St. Mary Axe
London
EC3A 8EN

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANAGING AGENCY PARTNERS HOLDINGS LIMITED

Opinion

We have audited the financial statements of Managing Agency Partners Holdings Limited (the 'company') for the year ended 31 December 2022 which comprise the Strategic Report, Directors' Report, Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, and the notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 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 profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

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.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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 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.

Matters on which we are required to report by exception

In 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.
- the directors were not entitled to take advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":
 - the requirements of Section 7 Statement of Cash Flows.

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement set out on page 4, 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

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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 the financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

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.

Based on our understanding of the company and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements; health and safety regulation and anti-money laundering regulation.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations.
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities.
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit.
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation and the Companies Act 2006.

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, and significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud.
- Gaining an understanding of the internal controls established to mitigate risks related to fraud.
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions,

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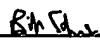
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANAGING AGENCY PARTNERS
HOLDINGS LIMITED**

misrepresentations, or the override of internal controls.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of the audit 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.


Bill Schiller (Mar 30, 2023 10:06 GMT+1)

Bill Schiller (Senior Statutory Auditor)
for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor

30 Old Bailey
London
EC4M 7AU

30 March 2023

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

	Note	2022 £	2021 £
Turnover	2	2,842,689	1,056,430
Gross profit		<u>2,842,689</u>	<u>1,056,430</u>
Administrative expenses		(6,104)	(7,837)
Operating profit	3	<u>2,836,585</u>	<u>1,048,593</u>
Interest receivable and similar income	5	292	1
Profit before tax		<u>2,836,877</u>	<u>1,048,594</u>
Tax on profit	6	1,104	1,489
Profit for the financial year		<u><u>2,837,981</u></u>	<u><u>1,050,083</u></u>
Other comprehensive income for the year		-	-
Total comprehensive income for the year		<u><u>2,837,981</u></u>	<u><u>1,050,083</u></u>

All amounts relate to continuing operations.

There were no recognised gains and losses for 2022 or 2021 other than those included in the statement of comprehensive income.

The notes on pages 14 to 19 form part of these financial statements.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED
REGISTERED NUMBER: 03985788

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Investments	7	4,243,767	4,243,767
		<u>4,243,767</u>	<u>4,243,767</u>
Current assets			
Debtors: amounts falling due within one year	8	4,934	5,391
Cash at bank and in hand		31,960	27,914
		<u>36,894</u>	<u>33,305</u>
Creditors: amounts falling due within one year	9	(6,800)	(6,150)
Net current assets		<u>30,094</u>	<u>27,155</u>
Total assets less current liabilities		<u>4,273,861</u>	<u>4,270,922</u>
Net assets		<u>4,273,861</u>	<u>4,270,922</u>
Capital and reserves			
Called up share capital	10	279,780	279,780
Share premium account		18,448	18,448
Other reserves		3,843,767	3,843,767
Profit and loss account		131,866	128,927
		<u>4,273,861</u>	<u>4,270,922</u>

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 23 March 2023.

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A Kong
 Director

The notes on pages 14 to 19 form part of these financial statements.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

	Called up share capital £	Share premium account £	Share based payment reserve £	Profit and loss account £	Total equity £
At 1 January 2022	279,780	18,448	3,843,767	128,927	4,270,922
Comprehensive income for the year					
Profit for the year	-	-	-	2,837,981	2,837,981
Total comprehensive income for the year	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,837,981</u>	<u>2,837,981</u>
Contributions by and distributions to owners					
Dividends	-	-	-	(2,835,042)	(2,835,042)
At 31 December 2022	<u>279,780</u>	<u>18,448</u>	<u>3,843,767</u>	<u>131,866</u>	<u>4,273,861</u>

The notes on pages 14 to 19 form part of these financial statements.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Called up share capital £	Share premium account £	Share based payment reserve £	Profit and loss account £	Total equity £
At 1 January 2021	279,780	18,448	3,709,505	135,580	4,143,313
Comprehensive income for the year					
Profit for the year	-	-	-	1,050,083	1,050,083
Capital contribution	-	-	134,262	-	134,262
Total comprehensive income for the year	<u>-</u>	<u>-</u>	<u>134,262</u>	<u>1,050,083</u>	<u>1,184,345</u>
Contributions by and distributions to owners					
Dividends	-	-	-	(1,056,736)	(1,056,736)
At 31 December 2021	<u><u>279,780</u></u>	<u><u>18,448</u></u>	<u><u>3,843,767</u></u>	<u><u>128,927</u></u>	<u><u>4,270,922</u></u>

The notes on pages 14 to 19 form part of these financial statements.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

In accordance with FRS 102 section 1.12, the Company has not prepared a Statement of Cash Flow as its parent undertaking, MAP Equity Limited, produced publicly available financial statements.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company accounting policies.

1.2 Legal status

Managing Agency Partners Holdings Limited is a private company limited by shares and registered in England and Wales. The registered office address, which is also the principal place of business, can be found on the Company Information page at the front of these financial statements.

1.3 Revenue

Turnover consists of a dividend receivable from a subsidiary company.

1.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

1.5 Cash

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

1.6 Foreign currency translation

Functional and presentation currency:

The Company's functional and presentational currency is GBP.

Transactions and balances:

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

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

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

1. ACCOUNTING POLICIES (continued)

1.7 Interest receivable/payable

Interest receivable or payable is accounted for on an accruals basis.

1.8 Current and deferred taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

1.9 Capital contribution

The Company has applied the requirements of FRS 102 section 26 Share-based payment. When shares in the Company's holding company are gifted to employees in the Company's subsidiary, the fair value of the shares at the date of the gift are accounted for as an additional investment in the subsidiary undertaking by the Company, with a corresponding capital contribution from the holding company being credited directly to a share based payment reserve.

2. TURNOVER

	2022 £	2021 £
Dividend from subsidiary undertaking	2,842,689	1,056,430
	<u>2,842,689</u>	<u>1,056,430</u>

All turnover arose within the United Kingdom.

3. OPERATING EXPENSES

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

	2022 £	2021 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	6,864	6,150
Exchange loss / (gain)	(3,340)	(736)

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

4. EMPLOYEES

The Company has no employees other than the directors, who did not receive any remuneration (2021 - £NIL).

5. INTEREST RECEIVABLE

	2022 £	2021 £
Other interest receivable	292	1
	<u>292</u>	<u>1</u>

6. TAXATION

	2022 £	2021 £
Corporation tax		
Current tax / (credit) on profits for the year	(1,104)	(1,489)
Total current tax payable / (credit)	<u>(1,104)</u>	<u>(1,489)</u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2021 - *lower than*) the standard rate of corporation tax in the UK of 19.00% (2021 - 19.00%). The differences are explained below:

	2022 £	2021 £
Profit on ordinary activities before tax	<u>2,836,877</u>	<u>1,048,594</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2021 - 19.00%)	539,007	199,233
Effects of:		
Dividends from UK companies	(540,111)	(200,722)
Total tax charge payable / (repayable) for the year	<u>(1,104)</u>	<u>(1,489)</u>

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

7. FIXED ASSET INVESTMENTS

There were no share transactions in 2022. (2021: 900 MAP Equity Limited shares transferred to MAP to be gifted to employees of MAP).

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2022	4,243,767
At 31 December 2022	<u>4,243,767</u>

Investments comprise the entire issued share capital of the Company's subsidiary, MAP.

On 31st December 2022 the Company held 100% of the ordinary 'A' shares in MAP, the registered office of which is located at Fitzwilliam House, 10 St Mary Axe, London, EC3A 8EN.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

8. DEBTORS

	2022 £	2021 £
Amounts owed by group undertakings	1,489	1,799
Other debtors	1,105	1,489
Prepayments and accrued income	2,340	2,103
	<u>4,934</u>	<u>5,391</u>

9. CREDITORS: Amounts falling due within one year

	2022 £	2021 £
Accruals and deferred income	6,800	6,150
	<u>6,800</u>	<u>6,150</u>

10. SHARE CAPITAL

	2022 £	2021 £
Authorised		
166,400 (2021 - 166,400) A Class shares of £1.00 each	166,400	166,400
1,330,200 (2021 - 1,330,200) B Class shares of £1.00 each	1,330,200	1,330,200
583,400 (2021 - 583,400) C Class shares of £1.00 each	583,400	583,400
	<u>2,080,000</u>	<u>2,080,000</u>
Allotted, called up and fully paid		
27,778 (2021 - 27,778) A Class shares of £1.00 each	27,778	27,778
250,000 (2021 - 250,000) B Class shares of £1.00 each	250,000	250,000
2,002 (2021 - 2,002) C Class shares of £1.00 each	2,002	2,002
	<u>279,780</u>	<u>279,780</u>

All share classes have identical rights in respect of voting, dividend payments and assets to be distributed on a winding up.

MANAGING AGENCY PARTNERS HOLDINGS LIMITED

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

11. DIVIDENDS

On 24 March 2022 the directors proposed an interim dividend of \$17.90 and £2.25 per ordinary 'A', 'B' and 'C' Class share and all dividends were paid on 28 March 2022. MAP Equity Employee Share Trust waived its rights to dividends totalling £1,618,153 (2021: £608,242) of the declared dividend in respect of its holdings of B and C Class ordinary shares.

	2022 £	2021 £
A Class		
\$17.90 and £2.25 per share. £15.93 converted using a USD rate of 1.3089 (2021: £5.95 per share)	442,381	165,229
B Class		
\$17.90 and £2.25 per share gross of waiver. \$10.76 and £1.35 per share net of waiver. £9.57 converted using a USD rate of 1.3089. (2021: £3.57 per share)	2,392,661	891,507
C Class		
\$17.90 and £2.25 per share gross of waiver. Class share owners waived rights to dividend (2021: waived rights to dividend)	-	-
	<u>2,835,042</u>	<u>1,056,736</u>

12. CONTROLLING PARTY

The ultimate holding company and immediate parent, for which consolidated financial statements are prepared, is MAP Equity Limited, a company registered in England and Wales. The financial statements of that company are freely available from Companies House.

The registered address for MAP Equity is the same as that of Managing Agency Partners Holdings Limited and can be found on the Company Information page at the front of these accounts.