Registration number: 04849648

Four Counties Insurance Brokers Limited

Unaudited Financial Statements

for the Year Ended 31 December 2021

Four Counties Insurance Brokers Limited

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Four Counties Insurance Brokers Limited

Company Information

Directors	D C Ross D Cougill
Company secretary	Ardonagh Corporate Secretary Limited
Registered office	2 Minster Court Mincing Lane London EC3R 7PD United Kingdom

Four Counties Insurance Brokers Limited

Strategic Report for the Year Ended 31 December 2021

The directors present their Strategic Report for the year ended 31 December 2021 for Four Counties Insurance Brokers Limited ("the Company"). The Strategic Report provides a review of the business for the financial year and describes how the directors manage risks. The report outlines the performance of the Company during the financial year and its position at the end of the year. The report discusses the developments that have affected the Company and the main trends and factors that could affect its future. Following significant new equity investment as disclosed in note 18, the Company is now part of a new holding company structure. Prior to this and as at 31 December 2021, the Company was part of The Ardonagh Group Limited ("the Group").

Principal activity and business review

The principal activity of the Company is the provision of insurance broking services.

In 2019, as part of the Group strategy to align the legal entity structure with its operating segments, the Company disposed of its remaining trade to Advisory Insurance Brokers Limited (formerly Towergate Underwriting Group Limited), a company under common control. This transaction resulted in the Company being placed in to run-off.

The results for the Company show turnover of £(170) (2020: £2,123) and loss before tax of £9,496 (2020: profit before tax of £15,673) for the year ended 31 December 2021. At 31 December 2021 the Company had net assets of £7,803,511 (2020: £7,776,385). The going concern note (part of accounting policies) on page 10 sets out the reasons why the directors believe that the preparation of the financial statements on a basis other than going concern is appropriate.

Outlook

The business operations are in run-off in an orderly manner and any remaining obligations will continue to be settled. It is the directors' intention to wind-up the Company once the run-off process has completed.

Key performance indicators

Key Performance Indicators are of limited relevance in the current year as a result of the Company having been in run-off for more than 12 months. Non-financial key performance indicators include staffing levels which have remained at zero throughout the year.

Principal risks and uncertainties

As noted in the Outlook section above, the Company's operations are in run-off and the Company is managed on a basis other than that of a going concern.

The principal risks and their mitigation are as follows:

Financial risk

There is the risk of an adverse impact on business value or earnings capacity as well as the risk of inadequate cash flows to meet financial obligations. These risks are mitigated by proactive management of the business plan, by regular monitoring of cash flows against risk appetite and by a focus on debt collection.

The Group has demonstrated its resilience from an economic shock and demonstrated operational and financial resilience in response to the Covid-19 pandemic.

The Group has sufficient liquidity to withstand a period of potential poor trading resulting from a sustained economic decline, although this has not materialised to date and the Group would respond to income declines by seeking cost savings. The Group had available liquidity of £688.4m at 31 March 2022 and closely monitors available liquidity on an ongoing basis.

Insurance broking is a resilient and defensive market, which has historically had limited impact from past economic or capital market downturns. Ardonagh is highly diversified and not materially exposed to a single carrier, customer or market sector.

Four Counties Insurance Brokers Limited

Strategic Report for the Year Ended 31 December 2021 (continued)

Approved by the board on 21 July 2022 and signed on its behalf by:

....
D Cougill
Director

Four Counties Insurance Brokers Limited

Directors' Report for the Year Ended 31 December 2021

The directors present their annual report and the unaudited financial statements for the year ended 31 December 2021.

Directors of the Company

The directors, who held office during the year and up to the date of signing, were as follows:

D C Ross

D Cougill

Dividends

The directors do not recommend a final dividend payment to be made in respect of the financial year ended 31 December 2021 (2020: £Nil).

Financial risk management objectives and policies

Details of financial risk management objectives and policies can be found in the Strategic Report within the 'Principal risks and uncertainties' section on page 2.

Future developments

Details of future developments can be found in the Strategic Report within the 'Outlook' section on page 2.

Political donations

The Company has not made any political donations during the year (2020: £Nil).

Subsequent events

Details of subsequent events can be found in the notes to the financial statements within the 'Subsequent events' note on page 20.

Going concern

The Company disposed of its trade and assets on 1 March 2019 and was in run-off from that date. It is the directors' intention to liquidate the Company. As a consequence, the financial statements have been prepared on a basis other than that of a going concern.

Directors' indemnities

All directors of the Company and fellow Group companies benefit from qualifying third party indemnity provisions, subject to the conditions set out in the Companies Act 2006, in place during the financial year and at the date of this report. In certain circumstances, the Company can indemnify directors, in accordance with its Articles of Association, against costs incurred in the defence of legal proceedings brought against them by virtue of their office. Directors' and officers' liability insurance cover remains in place to protect all directors and senior managers.

Approved by the board on 21 July 2022........... and signed on its behalf by:

D Cougill
Director

Four Counties Insurance Brokers Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 Reduced Disclosure Framework.

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:

- suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable, relevant and reliable; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Four Counties Insurance Brokers Limited

Statement of Comprehensive Income for the Year Ended 31 December 2021

	Note	2021 £	2020 £
Turnover	4	(170)	2,123
Salaries and associated costs		-	17,453
Reversal/(impairment) of financial assets		3,321	(3,094)
Other operating costs		(12,258)	16,300
Depreciation, amortisation and impairment of non-financial assets	10	(389)	(8,047)
Operating (loss)/profit	5	(9,496)	24,735
Loss on disposals of assets		-	(9,062)
(Loss)/profit before tax		(9,496)	15,673
Income tax credit/(charge)		36,622	(18,235)
Profit/(Loss) for the year		27,126	(2,562)

These results were derived from wholly discontinued operations. There are no items of other comprehensive income in the current year or prior year.

Four Counties Insurance Brokers Limited

(Registration number: 04849648)
Statement of Financial Position as at 31 December 2021

	Note	2021 £	2020 £
Current assets			
Intangible assets	9	-	-
Property, plant and equipment	10	-	389
Deferred tax assets	8	36,293	-
Trade and other receivables	11	21,618,343	21,624,110
Income tax asset		278,129	277,800
Cash and cash equivalents	12	237,438	298,755
		22,170,203	22,201,054
Current liabilities			
Trade and other payables	13	(14,350,692)	(14,408,669)
Provisions	15	(16,000)	(16,000)
		(14,366,692)	(14,424,669)
Net current assets		7,803,511	7,776,385
Total assets less current liabilities		7,803,511	7,776,385
Net assets		7,803,511	7,776,385
Capital and reserves			
Share capital	14	168	168
Share premium		774,932	774,932
Merger reserve		2,235,795	2,235,795
Retained earnings		4,792,616	4,765,490
Total equity		7,803,511	7,776,385

For the financial year ending 31 December 2021 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the board on ..21 July 2022.......... and signed on its behalf by:

D Cougill
Director

Four Counties Insurance Brokers Limited

Statement of Changes in Equity for the Year Ended 31 December 2021

	Share capital £	Share premium £	Merger reserve £	Retained earnings £	Total £
At 1 January 2021	168	774,932	2,235,795	4,765,490	7,776,385
Profit for the year	-	-	-	27,126	27,126
At 31 December 2021	168	774,932	2,235,795	4,792,616	7,803,511

	Share capital £	Share premium £	Merger reserve £	Retained earnings £	Total £
At 1 January 2020	168	774,932	2,235,795	4,768,052	7,778,947
Loss for the year	-	-	-	(2,562)	(2,562)
At 31 December 2020	168	774,932	2,235,795	4,765,490	7,776,385

The merger reserve was created in 2019 following the disposal of the Company's business and assets to Advisory Insurance Brokers Limited (formerly Towergate Underwriting Group Limited), a company under common control.

Four Counties Insurance Brokers Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2021

1 General information

The Company is a private company limited by share capital incorporated and registered in England, United Kingdom. The details of the Company's registered office address can be found on page 1. The principal activity of the Company is disclosed on page 2 within the 'Strategic Report' section.

These financial statements for the year ended 31 December 2021 were authorised for issue by the board on 21 July 2022....... and the Statement of Financial Position was signed on the board's behalf by D Cougill.

2 *Accounting policies*

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS 101").

The financial statements are presented in GBP sterling (£), which is also the Company's functional currency. These financial statements have been prepared under the historical cost convention, as modified to use a different measurement basis where necessary to comply with FRS 101. There are no new standards, amendments to standards or interpretations which are effective in 2021 or not yet effective and that are expected *to materially impact the Company's financial statements.*

Summary of disclosure exemptions

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the UK ("Adopted IFRS"), but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In these financial statements, the Company has taken advantage of the following disclosure exemptions under FRS 101 where relevant:

• the requirements of IFRS 7 Financial Instruments: Disclosures and of paragraphs 91-99 of IFRS 13 Fair Value Measurement;

• the requirements in paragraph 10(d) and 111 of IAS 1 Presentation of Financial Statements to prepare a Cash flow statement and the requirements in IAS 7 Statement of Cash Flows regarding the same;

• the requirements of paragraphs 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134 to 136 of IAS 1 Presentation of Financial Statements;

• the requirements of paragraphs 30 and 31 in IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors regarding disclosure of new IFRS standards not yet effective at the reporting date and their potential impact;

• the requirements in paragraph 10(f), 39(c) and 134-136 of IAS 1 Presentation of Financial Statements, which includes the need to provide details on capital management;

2 Accounting policies (continued)

• the requirements of paragraphs 30 and 31 in IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors regarding disclosure of new IFRS standards not yet effective at the reporting date and their potential impact;

• the requirements in paragraphs 17 and 18A of IAS 24 Related Party Disclosures around the need to disclose information on key management personnel and details on related party transactions entered into between two or more members of a group, provided that any subsidiary which is party to the transaction is wholly owned by such a member; and

• the requirements of paragraphs 130(f)(ii) -(iii), 134(d) - 134(f) and 135(c) - 135(e) of IAS 36 Impairment of Assets in respect of disclosure of valuation techniques, assumptions on which projections used in the impairment review are based and sensitivity analysis.

Equivalent disclosures are included in the Group's consolidated financial statements as required by FRS 101 where exemptions have been applied.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in the Critical accounting policies and estimates disclosure on page 13.

Going Concern

The financial statements of the Company have been prepared on the basis other than that of a going concern. At 31 December 2021 the Company had net assets of £7,803,511 (2020: £7,776,385) and net current assets of £7,803,511 (2020: £7,776,385). The net current assets include amounts receivable from related parties of £21,614,034 (2020: £21,569,137), and amounts due to related parties of £14,335,351 (2020: £14,335,351). The Company reported an operating loss of £9,496 (2020: operating profit of £24,735) for the year ended 31 December 2021.

It is the directors' intention to wind up the Company once its liabilities have been settled. Consequently, the financial statements have been prepared on the basis other than that of a going concern.

Revenue

Revenue is measured based on the consideration to which the Company expects to be entitled in a contract with a customer (net of refunds) and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control of a service to a customer. This revenue is recognised in the accounting year when control of the product has been transferred, at an amount that reflects the consideration to which the entity expects to be entitled in exchange for fulfilling its performance obligations to customers.

Commission and fees

Revenue includes commission and fees receivable by the Company. Commission and fees relate mainly to placement or underwriting of policies on behalf of insurers or policyholders and are recognised at the later of policy inception date or when the policy placement has been completed and confirmed.

The Company charges fees and retains a portion of the policy premiums as commission. Premiums are typically collected on an annual basis, at or near contract inception (which could be up to 60 days from contract inception). In some cases, customers are offered to pay in instalments or are directed to a third-party premium credit provider. Some of the policies are rolling until the customer cancels the policy.

2 Accounting policies (continued)

Taxation

Current tax
Current tax is recognised for the amount of tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax
Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated. Deferred tax assets are only recognised to the extent that it is probable they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. If and when all conditions for retaining tax allowances for the cost of a fixed asset have been met, deferred tax is reversed. Deferred tax assets and deferred tax liabilities are only offset if there is a legally enforceable right to set off current tax assets against current tax liabilities. Deferred tax asset and the deferred tax liability can only be offset when they relate to income taxes levied by the same taxation authority. Where deferred tax is offset on different taxable entities this is allowed when it is intending either to settle current tax assets or liabilities on a net basis, or to realise the assets and settle the liabilities simultaneously.

The tax expense for the period comprises current and deferred tax. Income tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity.

Intangible assets

Computer software
Acquired computer software licences exist either through business combinations when they are separable or are purchased separately and are capitalised on the basis of the costs incurred to acquire them. Their fair value has been calculated by using the net book value acquired. These costs are amortised on a straight line basis over their estimated useful lives of four years.

Property, plant and equipment

Assets are stated at their net book value (historical cost less accumulated depreciation). Depreciation is calculated to write off the cost of such assets on a straight-line basis over their estimated useful lives. At the reporting date, the Company's principal rates of depreciation were as follows:

Asset class	Depreciation method and rate
Leasehold improvements	Over the remaining life of the lease
Fixture and fittings	25% per annum straight line
Motor vehicles	25% per annum straight line
Computer hardware	25% per annum straight line
Furniture and office equipment	25% per annum straight line

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Property, plant and equipment is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of property, plant and equipment, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in profit or loss when the asset is derecognised.

2 Accounting policies (continued)

Financial instruments

Financial assets
Financial assets are initially measured at fair value plus directly attributable transaction costs. The Company's financial assets include trade and other receivables.

Trade and other receivables represent trade receivables and amounts due from related parties. They are initially measured at fair value and subsequently measured at amortised cost less any expect credit losses.

Impairment of financial assets
The Company assesses, on a forward-looking basis, the expected credit losses ("ECL") associated with its financial assets carried at amortised cost. The Company recognises a loss allowance for such losses at each reporting date.

The Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 months ECL. No financial instruments are subject to significant increase in credit risk as all under practical expedient for lifetime ECL.

The Company assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if; i) the financial instrument has a low risk of default, ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

ECL is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. 12 months ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date. Lifetime ECL is measured on a collective basis to cater for cases where evidence of significant increases in credit risk at the individual instrument level may not yet be available.

Financial liabilities
Financial liabilities are initially measured at fair value plus directly attributable transaction costs. The Company's financial liabilities include trade and other payables.

Trade and other payables represent amounts due to related parties. They are initially measured at fair value and subsequently measured at amortised cost.

2 Accounting policies (continued)

Provisions

A provision is recognised where there is a present obligation, whether legal or constructive, as a result of a past event for which it is probable that a transfer of economic benefits will be required to settle the obligation and a reasonable estimate can be made of the amount of the obligation.

The amount recognised as a provision is management's best estimate of the consideration required to settle the present obligation at the Statement of Financial Position date, taking into account the risks and uncertainties surrounding the obligation.

Where appropriate the Company discounts provisions to their present value. The unwinding of the provision discounting is included as an interest charge within finance costs in the income statement. In the year the Company discount rate used to calculate the present value of provisions was amended to reflect the risk-free rate.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the statement of financial position date and the amounts reported for revenues and expenses during the period.

There were no key sources of estimation uncertainty made in the preparation of these financial statements and no critical adjustments that have a significant effect on the carrying amounts of assets and liabilities.

4 Turnover

The analysis of the Company's turnover from discontinued operations for the year is as follows:

	2021 £	2020 £
Commission and fees	(170)	2,123

Turnover consists entirely of sales made in the United Kingdom.

5 Operating (loss)/profit

The following items have been charged/(credited) in arriving at operating (loss)/profit:

	2021 £	2020 £
Depreciation on property, plant and equipment	389	8,047
Auditor's remuneration: audit of these financial statements	-	7,214
Loss on disposal of property, plant and equipment	-	9,062
(Reversal)/impairment of financial assets	(3,321)	3,094

For the year ended 31 December 2021, the Company has taken the exemption under s479 of the Companies Act 2006 from the requirement to obtain an audit of their separate financial statements. The guarantee of the outstanding liabilities as at 31 December 2021 has been provided by Ardonagh Midco 2 plc, a fellow Group company. As a result, no audit fee has been incurred (2020: £7,214).

6 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	2021 £	2020 £
Wages and salaries	-	(15,337)
Social security costs	-	(2,116)
	-	(17,453)

The Company had no employees in the current year or preceding period. All administration is performed by employees of the Group, for which no recharge is made to the Company.

7 Directors' remuneration

The emoluments of all directors are paid by other Group companies, which make no recharge to the Company. These directors are directors of The Ardonagh Group Limited and other fellow subsidiaries. Their total emoluments are included in the consolidated financial statements of The Ardonagh Group Limited for the year ended 31 December 2021.

8 Income tax

The Company's tax charge is the sum of the total current and deferred tax expense.

	2021 £	2020 £
Current taxation		
UK corporation tax	(329)	6,229
Adjustments in respect of prior periods	-	240
Total current taxation	(329)	6,469
Deferred taxation		
Origination and reversal of temporary differences	(36,293)	11,766
Adjustments in respect of prior periods	-	-
Effect of tax rate change on opening balance	-	-
Total deferred taxation	(36,293)	11,766
Tax (credit)/charge in the Income Statement	(36,622)	18,235

The following table reconciles the tax charge calculated at the UK statutory rate on the Company's profit before tax with the actual tax charge for the year.

	2021 £	2020 £
(Loss)/profit before tax	(9,496)	15,673
Corporation tax at standard rate of 19% (2020: 19%)	(1,804)	2,978
Adjustments to tax charge in respect of previous periods - current tax	-	240
Movement in deferred tax not recognised	(26,108)	17,423
Remeasurement of deferred tax for changes in tax rates	(8,710)	(2,406)
Total tax (credit)/charge	(36,622)	18,235

8 Income tax (continued)

Deferred tax

In the March 2021 Budget, it was announced that the UK Corporation Tax Rate will rise from its current rate of 19% to 25% with effect from April 2023. UK deferred tax balances as at 31 December 2021 are measured at the rate that the respective assets and liabilities will reverse.

Deferred tax assets and liabilities are recognised on the balance sheet as follows:

2021	**Asset**
	£
Accelerated tax depreciation	36,293

2020	**Asset**
	£
Accelerated tax depreciation	-

Deferred tax movement during the year:

	At 1 January 2021	**Recognised in income**	**At 31 December 2021**
	£	**£**	**£**
Accelerated tax depreciation	-	36,293	36,293

Deferred tax movement during the prior year:

	At 1 January 2020	**Recognised in income**	**At 31 December 2020**
	£	**£**	**£**
Accelerated tax depreciation	11,766	(11,766)	-

The Company did not recognise deferred tax assets as follows. These deferred tax assets have not been recognised in these accounts as it is not expected that the Group's future profitability will be sufficient to utilise them.

	2021	**2020**
	£	**£**
Accelerated tax depreciation	-	26,108
Unrecognised deferred tax assets	-	26,108

9 Intangible assets

	Computer software £
Cost or valuation	
At 1 January 2021	46,661
At 31 December 2021	46,661
Amortisation	
At 1 January 2021	46,661
At 31 December 2021	46,661
Carrying amount	
At 31 December 2021	-
At 31 December 2020	-

10 Property, plant and equipment

	Leasehold improvements £	Fixtures and fittings £	Motor vehicles £	Furniture and office equipment £	Computer hardware £	Total £
Cost or valuation						
At 1 January 2021	1,323	6,653	19,042	4,663	54,386	86,067
At 31 December 2021	1,323	6,653	19,042	4,663	54,386	86,067
Depreciation						
At 1 January 2021	1,323	6,264	19,042	4,663	54,386	85,678
Charge for the year	-	389	-	-	-	389
At 31 December 2021	1,323	6,653	19,042	4,663	54,386	86,067
Carrying amount						
At 31 December 2021	-	-	-	-	-	-
At 31 December 2020	-	389	-	-	-	389

11 Trade and other receivables

	2021 £	2020 £
Current trade and other receivables		
Trade receivables in relation to insurance transactions	4,881	58,866
Less: expected credit loss allowance	(572)	(3,893)
Net trade receivables	4,309	54,973
Receivables from other Group companies	21,614,034	21,569,137
	21,618,343	21,624,110

The directors believe that the intercompany receivables are recoverable. The balances are unsecured, interest free and repayable on demand.

12 Cash and cash equivalents

	2021 £	2020 £
Own funds	214,954	222,235
Fiduciary funds	22,484	76,520
	237,438	298,755

Fiduciary funds represent client money used to pay premiums to underwriters, to settle claims to policyholders and to defray commission and other income. Fiduciary funds are not available for general corporate purposes. Own funds includes £210,642 (2020: £210,642), in office accounts which are considered restricted and not available to pay the general debts of the Company.

13 Trade and other payables

	2021 £	2020 £
Current trade and other payables		
Trade payables in relation to insurance transactions	15,341	72,624
Accrued expenses	-	694
Amount due to other Group companies	14,335,351	14,335,351
	14,350,692	14,408,669

Amounts due to other Group companies are unsecured, interest free and payable on demand.

14 Share capital

As at 31 December 2021, the Company has authorised ordinary share capital of £1,000,000 (2020: £1,000,000).

Allotted, called up and fully paid shares

	2021		2020	
	No.	**£**	**No.**	**£**
Ordinary shares of £1 each	168	168	168	168

The Company has one class of ordinary shares which have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.

15 Provisions

	Dilapidations £	Total £
At 1 January 2021	16,000	16,000
At 31 December 2021	16,000	16,000

The Company expects the entire £16k provision to be utilised within one year.

Dilapidations - provides for the estimated amounts payable for dilapidation on Leasehold improvements at the end of the lease term.

16 Related party transactions

During the year the Company entered into transactions, in the ordinary course of business, with a number of related parties. The Company has taken the exemption under FRS 101 not to disclose transactions with fellow wholly owned subsidiaries or key management personnel.

17 Parent and ultimate parent undertaking

The immediate parent company of the Company is Cullum Capital Ventures Limited and the ultimate parent company is Tara Topco Limited, (see note 18).

The Group's majority shareholder and ultimate controlling party at 31 December 2021 is HPS Investment Partners LLC. The parent company of the largest group that prepares group financial statements at 31 December 2021 that consolidate the Company is The Ardonagh Group Limited incorporated in Jersey, registered office address 3rd Floor, 44 Esplanade, St Helier, Jersey, JE4 9WG). The parent company of the smallest group that prepares group financial statements at 31 December 2021 that consolidate the Company is Ardonagh Midco 2 plc (incorporated in Great Britain, registered office address 2 Minster Court, London, EC3R 7PD). Financial statements for The Ardonagh Group Limited and Ardonagh Midco 2 plc are available on request from:

2 Minster Court
Mincing Lane
London
EC3R 7PD

18 Subsequent events

Following the satisfaction of closing conditions on 31 May 2022, Ardonagh has obtained a significant new equity investment into the Group led by existing long-term shareholders MDP and HPS, alongside new co-investors through accounts managed by MDP and HPS. Under the terms of the transaction, funds affiliated with MDP have increased their shareholding in the Group, and HPS has reinvested in the Group. Co-investors, including a wholly owned subsidiary of Abu Dhabi Investment Authority and several other large global institutions, have also acquired more than USD1 billion equity through accounts managed by MDP and HPS as part of the transaction, which gives an enterprise valuation for Ardonagh of USD7.5 billion. The new equity investment has resulted in The Ardonagh Group Limited merging into a newly created company Tara Topco Limited ('Tara') on 31 May 2022 following which the Ardonagh Group activities became overseen by a newly created subsidiary of Tara from 1 June 2022 that is being re-named Ardonagh Group Holdings Limited.