

Company Registration No: 9787086

MMC TREASURY HOLDINGS (UK) LIMITED

Annual Report and Financial Statements

For the year ended 31 December 2017



MMC TREASURY HOLDINGS (UK) LIMITED

ANNUAL REPORT & FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

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MMC TREASURY HOLDINGS (UK) LIMITED

STRATEGIC REPORT

The directors present their Strategic Report and audited financial statements of MMC Treasury Holdings (UK) Limited ('the Company') for year ended 31 December 2017. The Company's registration number is 9787086.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The Company provides certain treasury functions on behalf of Marsh & McLennan Companies, Inc., enables foreign exchange management for the group, and acts as an intermediate holding company of a group of companies engaged primarily in insurance broking, reinsurance broking and employee benefits across key territories including Australia, Canada, and the UK.

The Company's key financial and other performance indicators during the year were as follows:

	2017 \$m	2016 \$m	Movement \$m
Investment income	358.8	484.7	(125.9)
Interest receivable and similar income	5.4	0.2	5.2
Interest payable and similar charges	199.7	203.8	(4.1)
Profit before tax	164.5	281.1	(116.6)
Shareholders' funds	6,072.6	5,885.2	187.4

Investment income represents dividends received from subsidiary undertakings and has decreased in 2017 by \$125.9 million when compared with 2016.

Both interest receivable and similar income and interest payable and similar charges, represents interest on intercompany loans, which have remained stable in 2017 when compared with 2016.

It is anticipated that the activities of the Company will continue along similar lines in the future.

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties facing the Company are those listed below:

Impairment risk

The Company's principal assets are shares in subsidiary undertakings. There is a risk of loss if the valuations of these subsidiary undertakings were to be impaired for any reason. Factors that may indicate the need for such impairment include changes in financial performance, the loss of business or the loss of key staff.

Availability of IT systems

The Company has a number of Information Technology (IT) systems in order to carry on its day-to-day business. There is a risk that any of these systems as part of the overall IT infrastructure could fail, individually or collectively, with an adverse effect on the Company's operations. The Company is part of the group's global IT structure and there are business continuity plans in place.

Competitive risks

The nature of the current market combined with some very aggressive strategies from competitors puts significant pressure on the Company's operating investments to retain existing business. These businesses mitigate risk by continuing to enhance their value proposition to clients.

STRATEGIC REPORT (continued)

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

Credit risk

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. The main areas where the Company is exposed to credit risk are amounts due from other group companies in respect of inter-company loans and cash.

The Company mitigates its credit risk for cash by only depositing money in institutions with a sufficiently high credit rating. The credit rating required is that demanded by our ultimate parent company. In addition, the Company has investment guidelines that restrict the amount of the investment portfolio that can be placed with a single institution.

The Company mitigates its credit risk in respect of inter-company loans by monitoring the debts created and ability to pay.

Currency risk

The Company is exposed to currency risk in respect of investment income (which includes dividends received) as well as assets and liabilities denominated in currencies other than US dollar. The most significant currency to which the Company is exposed is the Great British Pound. The Company seeks to mitigate the risk as far as possible by matching the estimated foreign currency denominated liabilities with assets denominated in the same currency.

Interest rate risk

The interest rate risk of the Company is managed by treasury staff, in line with guidelines issued by its ultimate parent company.

In managing interest rate and currency risks the Company aims to reduce the impact of short-term fluctuations on the Company's earnings. Over the longer term, however, permanent changes in interest rates would have an impact on earnings.

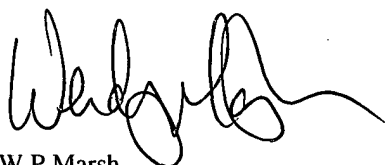
Liquidity/cash flow risk

Liquidity and cash flow risk is the risk that cash may not be available to pay obligations when due. The Company has group support to enable it to meet its cash requirements. The Company engages with central treasury and finance functions working for the Marsh & McLennan Companies, Inc. Group to monitor and control its cash flows and working capital requirements.

Outsourcing risk

The Company outsources a number of its services to third party organisations. The ability of the Company to perform efficiently is directly impacted by the services if the third party providers. Outsourcing contracts and providers are respectively reviewed against performance expectations and key performance indicators.

By Order of the Board



W P Marsh
Company Secretary
30 August 2018

MMC TREASURY HOLDINGS (UK) LIMITED

DIRECTORS' REPORT

The directors present their report and audited financial statements of MMC Treasury Holdings (UK) Limited ('the Company') for the for year ended 31 December 2017.

The principal activities of the Company are set out in the Strategic Report on pages 1 and 2. The information that fulfils the Companies Act requirements of the business review is included in the Strategic Report on pages 1 to 2. This includes a review of the development of the business of the Company during the year and of likely future developments in its business. Details of the principal risks and uncertainties are included in the Strategic Report.

DIRECTORS

The current directors and those who served throughout the year under review were as follows:

J B Broad
P F Clayden (resigned 3 August 2018)
K A Farrell
I R Hadley

RESULTS AND DIVIDENDS

The results of the Company for the financial year ended 31 December 2017 are set out on page 9.

The profit for the year is \$187.4 million (2016: \$271.8 million).

The Company did not pay a dividend during 2017 (2016: \$445.4 million). The directors do not recommend the payment of a final dividend.

FUTURE DEVELOPMENTS

The activities of the Company as an intermediate holding company are expected to continue for the foreseeable future.

GOING CONCERN

The directors acknowledge the latest guidance on going concern. The Company continues to monitor the uncertainty in the current economic and business environment. Accordingly, the directors have considered the above and continue to adopt the going concern basis in preparing the annual report and financial statements.

INDEMNITY

The Company has put in place an indemnity clause in its Articles of Association to indemnify directors and officers of the Company against losses or liabilities sustained in the execution of their duties of office. The indemnity is a qualifying third party indemnity provision under s232 and s234 of the Companies Act 2006.

MMC TREASURY HOLDINGS (UK) LIMITED

DIRECTORS' REPORT (continued)

DISCLOSURE OF INFORMATION TO AUDITOR

In the case of each of the persons who are directors of the Company at the date when this report was approved:

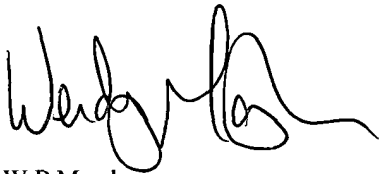
- so far as each of the directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's auditor is unaware; and
- each of the directors has taken all the steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information (as defined) and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of s 418 of the Companies Act 2006.

AUDITOR

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board of Directors and signed on its behalf by:



W P Marsh
Company Secretary

30 August 2018

MMC Treasury Holdings (UK) Limited
1 Tower Place West
Tower Place
London
EC3R 5BU
United Kingdom

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial period. 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 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 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 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 MEMBER OF MMC TREASURY HOLDINGS (UK) LIMITED

Report on the audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of MMC Treasury Holdings (UK) Limited (the 'company') which comprise:

- the statement of comprehensive income;
- the statement of changes in equity;
- the statement of financial position; and
- the related notes 1 to 16.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the 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

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF MMC TREASURY HOLDINGS (UK) LIMITED (Continued)

Other information

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

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

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of our report

This report is made solely to the company's 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF MMC TREASURY HOLDINGS (UK) LIMITED (Continued)

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

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

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

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.



Colin Rawlings, FCA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom

5 Sept 2018

MMC TREASURY HOLDINGS (UK) LIMITED

STATEMENT OF COMPREHENSIVE INCOME For the year ended 31 December 2017

	Note	Year ended 31 December 2017 \$m	21 September 2015 to 31 December 2016 \$m
TURNOVER			
Investment income	3	358.8	484.7
OPERATING PROFIT		358.8	484.7
Interest receivable and similar income	4	5.4	0.2
Interest payable and similar charges	5	(199.7)	(203.8)
PROFIT BEFORE TAX		164.5	281.1
Tax on profit	6	22.9	(9.3)
PROFIT AFTER TAX		187.4	271.8

All transactions derive from continuing operations.

The information on pages 12 to 30 forms an integral part of these financial statements.

MMC TREASURY HOLDINGS (UK) LIMITED

STATEMENT OF CHANGES IN EQUITY For the year ended 31 December 2017

	Notes	Called up share capital \$m	Share Premium \$m	Profit & loss account \$m	Total \$m
AT 19 OCTOBER 2015		-	-	-	-
Issue of Shares		-	-	-	-
Premium on issue of shares		-	6,058.8	-	6,058.8
Release of share premium to distributable reserves		-	(300.0)	300.0	-
Dividend paid		-		(445.4)	(445.4)
Profit for the period		-		271.8	271.8
AT 31 DECEMBER 2016		-	5,758.8	126.4	5,885.2
Profit for the year	12	-	-	187.4	187.4
AT 31 DECEMBER 2017		-	5,758.8	313.8	6,072.6

The information on pages 12 to 30 forms an integral part of these financial statements.

MMC TREASURY HOLDINGS (UK) LIMITED

STATEMENT OF FINANCIAL POSITION As at 31 December 2017

		2017 \$m	2016 \$m
FIXED ASSETS			
Investments	7	10,258.8	10,258.8
CURRENT ASSETS			
Debtors: Amounts falling due after more than one year	8	27.0	150.1
Cash at bank and in hand		70.8	1.5
		<u>97.8</u>	<u>151.6</u>
Creditors: Amounts falling due within one year	9	-	(325.2)
NET CURRENT ASSETS/(LIABILITIES)		<u>97.8</u>	<u>(173.6)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		10,356.6	10,085.2
CREDITORS: Amounts falling due after more than one year	10	(4,284.0)	(4,200.0)
NET ASSETS		<u>6,072.6</u>	<u>5,885.2</u>
CAPITAL AND RESERVES			
Called up share capital	11	-	-
Share Premium	12	5,758.8	5,758.8
Profit & loss account	12	<u>313.8</u>	<u>126.4</u>
SHAREHOLDER'S FUNDS		<u>6,072.6</u>	<u>5,885.2</u>

The financial statements of MMC Treasury Holdings (UK) Limited (registered number 9787086) were approved by the Board of Directors and authorised for issue on 30 August 2018.

They were signed by:



J B Broad
Director

30 August 2018

The information on pages 12 to 30 forms an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 December 2017

1. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the period.

General information and basis of accounting

MMC Treasury Holdings (UK) Limited is a company incorporated in the United Kingdom under the Companies Act and is registered in England and Wales. The address of the registered office is given on page 4. MMC Treasury Holdings (UK) Limited is a private company limited by shares. The nature of the Company's operations and its principal activities are set out in the Strategic Report on pages 1 to 2.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of MMC Treasury Holdings (UK) Limited is considered to be US Dollars because this is the primary currency in which the Company operates.

MMC Treasury Holdings (UK) Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of:

- the presentation of a Statement of Cash Flows and related Notes;
- disclosure of inter-group transactions within the wholly owned group;
- exposure to and management of financial risks; and
- remuneration of key management personnel.

Shareholders have been notified in writing and do not object to the disclosure exemptions. Group consolidated financial statements of Marsh & McLennan Companies, Inc. can be obtained from the address listed in note 16.

Going Concern

The directors acknowledge the latest guidance on going concern. The Company continues to monitor the uncertainty in the current economic and business environment. Accordingly, the directors have considered the above and continue to adopt the going concern basis in preparing the annual report and financial statements.

Turnover

- (i) Interest income:
Interest on deposits is recognised on an accrual basis using the effective interest rate method.
- (ii) Investment :
Dividends from subsidiary undertakings are accounted for when declared.

Taxation

Current tax, including United Kingdom corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting 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 where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the reporting date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2017

1. SIGNIFICANT ACCOUNTING POLICIES (continued)

Deferred taxation (continued)

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

The tax expense or income is presented in the same component of income or equity as the transaction or other event that resulted in the tax expense or income.

Foreign exchange

Monetary assets and liabilities denominated in foreign currencies are translated into dollars at the rates of exchange ruling at the reporting date. Foreign currency transactions are translated into dollars at the rates of exchange at the dates the transactions occurred.

All gains and losses arising from foreign exchange transactions are recognised in the Statement of Comprehensive Income.

Financial instruments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

(i) Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments that are classified as payable or receivable within one year and which meet the below conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment:

- (a) Returns to the holder are (i) a fixed amount; or (ii) a fixed rate of return over the life of the instrument; or (iii) a variable return that, throughout the life of the instrument, is equal to a single referenced quoted or observable interest rate; or (iv) some combination of such fixed rate and variable rates, providing that both rates are positive.
- (b) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.
- (c) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in relevant taxation or law.
- (d) There are no conditional returns or repayment provisions except for the variable rate return described in (a) and prepayment provisions described in (c).

NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2017

1. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some significant risks and rewards of ownership, has transferred control of the asset to another party and the other party has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(ii) **Equity instruments**

Equity instruments issued by the Company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

Investments

Fixed asset investments are shown at cost less provisions for any impairment. Impairment and impairment reversals are measured by comparing the carrying value of the asset with its future discounted cash flow. Any impairments that have subsequently been reversed are capped to their historical acquisition cost.

Critical accounting judgements and key source of estimation uncertainty

In the application of the Company's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated 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.

Critical judgements in applying the Company's accounting policies

The following is the critical judgement that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements. There are no key sources of estimation uncertainty:

Impairment review of fixed assets investments

The Company has an annual process of reviewing its fixed asset investments for indicators of impairment. Areas of critical judgement include estimates of future discount rates, future earnings and consideration of whether there is a willing buyer in the market for these investments.

Impairment and impairment reversals are measured by comparing the carrying value of the asset with its future discounted cash flow. Any impairments that have subsequently been reversed are capped to their historical acquisition cost.

Deferred tax

Deferred tax timing differences have been provided at tax rates enacted at the Statement of Financial position date which are expected to apply when the timing differences are expected to reverse. Deferred tax balances are reviewed and only recognised to the extent that it is probable that future taxable profits will allow the asset to be recovered

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31 December 2017

2. INFORMATION REGARDING DIRECTORS, EMPLOYEES AND AUDIT FEES

No remuneration was paid or is payable to the directors of MMC Treasury Holdings (UK) Limited in respect of their services to the Company during the period. The directors are remunerated for their services to other companies in the Marsh & McLennan Companies, Inc. Group and their remuneration is dealt with in the financial statements of those companies. The Company had no other employees during the period.

Where the Company's directors are in receipt of share-based payments and awards as part of their overall remuneration, these are disclosed in the financial statements of Marsh Services Limited, the group's principal employing company.

The audit fee and annual filing fees were borne by a fellow subsidiary undertaking during the year. The audit fee attributable to the Company is \$10,000 (2016: \$6,200). No other services were provided to the Company by the Company's auditor in the year

3. TURNOVER

An analysis of the Company's turnover by geographical market is set out below:

	Year ended 31 December 2017 \$m	21 September 2015 to 31 December 2016 \$m
Geographical analysis of turnover, by origin:		
United Kingdom	200.8	215.7
Rest of the World	158.0	269.0
	<u>358.8</u>	<u>484.7</u>

An analysis of the Company's turnover is as follows:

	\$m	\$m
Dividends Receivable	<u>358.8</u>	<u>484.7</u>

4. INTEREST RECEIVABLE AND SIMILAR INCOME

	Year ended 31 December 2017 \$m	21 September 2015 to 31 December 2016 \$m
Interest receivable from group undertakings	<u>5.4</u>	<u>0.2</u>

5. INTEREST PAYABLE AND SIMILAR CHARGES

	Year ended 31 December 2017 \$m	21 September 2015 To 31 December 2016 \$m
Interest payable to group undertakings	<u>199.7</u>	<u>203.8</u>

NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2017

6. TAX ON PROFIT

The standard rate of tax applied to reported profit was 19.25% (2016: 20.00%).

The tax (credit)/charge comprises:

	Year ended 31 December 2017 \$m	21 September 2015 to 31 December 2016 \$m
Current tax		
Group relief	(27.0)	-
Overseas tax	4.1	9.3
Total current tax on profit	(22.9)	9.3
Deferred tax		
Current year	-	-
Total deferred tax	-	-
Total tax (credit)/charge	(22.9)	9.3

The tax credit for the year is lower (2016 tax charge: lower) than that resulting from applying the standard rate of UK corporation tax. The differences are as follows:

	Year ended 31 December 2017 \$m	21 September 2015 to 31 December 2016 \$m
Profit before tax	164.5	281.1
Tax on profit at standard UK corporation tax rate of 19.25% (2016: 20.00%)	31.7	56.2
Effects of:		
Expenses not deductible for tax purposes	2.3	7.8
Exempt intra group dividend income	(69.1)	(96.9)
Overseas tax	4.1	9.3
Adjust closing deferred tax to average rate of 19.25%	0.8	-
Deferred tax not recognised	7.0	-
Current year group relief for nil consideration	0.1	32.9
Total tax for the year	(22.9)	9.3

The rate of corporation tax reduced from 20% to 19% from 1 April 2017 and will reduce from 19% to 17% from 1 April 2020.

A deferred tax asset of \$7 million, representing interest expense restricted under the rules from 1 April 2017, has not been recognised due to the uncertainty of when the asset will be realised.

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31 December 2017

7. FIXED ASSET INVESTMENTS

Shares in subsidiary
undertakings
\$m

Cost and net book value

At 1 January 2017 and at 31 December 2017

10,258.8

In the opinion of the directors the aggregate value of investments in the Company's subsidiaries are not less than the amount at which they are included in the Statement of Financial Position.

Details of subsidiary undertakings at 31 December 2017 are shown below:

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
A.C.N. 000 951 146 Pty Limited	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
A.C.N. 001 572 961 Pty Limited	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
A.C.N. 076 935 683 Pty Limited	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
A.C.N. 102 322 574 Pty Limited	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Aldgate Investments Limited	Captive Company	Ordinary 100%	Victoria Hall, 11 Victoria Street, Hamilton HM 11, Bermuda
Australian World Underwriters Ltd	Dormant	Common 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
A Wills & Co Limited	Dormant	Ordinary 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom
BBPS Limited	Insurance Broking	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Bluefin Insurance Services Limited	Insurance Broking	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Bowring Marine Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Bowring Marsh Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Broker 2 Broker Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Carpenter Turner Cyprus Limited	Insurance Broking	Ordinary 48.5%	Chrysorogiatissis & Kolokotroni, 3040, Limassol, Cyprus
Carpenter Turner S.A.	Insurance & Reinsurance Broking & Insurance Consulting	Ordinary 48.5%	7 Granikou Str., Maroussi, Athens, P.C. 15125, Greece
Castle Cairn (Insurance Brokers) Limited	Applied for Strike-Off	Ordinary 100%	Crown House, Prospect Road, Arnhall Business Park, Westhill, Aberdeenshire, AB32 6FE, United Kingdom
Central Insurance Services (Holdings) Limited	Holding Company	Ordinary 100%	Crown House, Prospect Road, Arnhall Business Park, Westhill, Aberdeenshire, AB32 6FE, United Kingdom
Central Insurance Services Limited	Insurance Broking and Risk Management Consulting	Ordinary 100%	Crown House, Prospect Road, Arnhall Business Park, Westhill, Aberdeenshire, AB32 6FE, United Kingdom
CH&B (Holdings) Limited	Holding Company	Ordinary 100%	Crown House, Prospect Road, Arnhall Business Park, Westhill, Aberdeenshire, AB32 6FE, United Kingdom
Chronos Insurance Brokers Pty Limited	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Claims and Recovery Management (Australia) Pty Limited	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Collins Halden & Burnett Limited	Applied for Strike-off	Ordinary 100%	Crown House, Prospect Road, Arnhall Business Park, Westhill, Aberdeenshire, AB32 6FE, United Kingdom
C.T. Bowring Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Encompass Insurance Agency Pty Ltd.	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Encon Group Inc.	Group Benefits & Underwriting Management	Common & I, II, IV & V Special 100%	55 Standish Court, 6 th Floor Mississauga, ON, L5R 4B2, Canada
English Pension Trustees Limited	Trust Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Factern Limited	Information Technology Services	Ordinary 47.5%	55 Baker Street, 3rd Floor South, London W1U 8EW, United Kingdom
Femi Johnson & Company Limited	Insurance Broking	Ordinary 60%	9th Floor, Broking House, 1 Alhaji Jimoh Odutola Road, P.M.B. 5035, Ibadan, Nigeria

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Guy Carpenter & Company Limited	Reinsurance Broking	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Guy Carpenter & Company, Limited	Reinsurance Broking	Common 100%	120 Bremner Boulevard, Suite 800, Toronto, ON M5J 0AB, Canada
Guy Carpenter & Company Limited	Dormant	Common 99%	At the Offices of Kensington Swan, Level 9, 89 The Terrace, Wellington, New Zealand
Guy Carpenter & Company Pty. Ltd	Reinsurance Broking	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Guy Carpenter (Middle East) Limited	Reinsurance Broking	Ordinary 100%	Level 5, Office 01B, Precinct Building 2, Dubai International Finance Centre, Dubai, United Arab Emirates
Hamilton Bond Limited	Chartered Loss Adjuster	Ordinary 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom
INSIA a.s.	Insurance Broking	Ordinary 60%	Vinohradská 151, Praha 3, 130 00, Czech Republic
INSIA Europe, SE.	Insurance Broking	Ordinary 100%	Vinohradská 151, Praha 3, 130 00, Czech Republic
INSIA SK s.r.o.	Insurance Broking	Ordinary 60%	Laurinská 3, 811 - 01 Bratislava, Slovak Republic
InSolutions Limited	Claims Archaeology	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Jelf Commercial Finance Limited	Commercial Finance	Ordinary 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom
Jelf Financial Planning Limited	Financial Adviser	Ordinary 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom
Jelf Insurance Brokers Limited	Insurance Broking	Ordinary 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom
Jelf Risk Management Limited	Risk Management Consulting	Ordinary 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom
Jelf Wellbeing Limited	Health Insurance Consulting	Ordinary 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Johnson & Higgins Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Kepler Associates Limited	Management Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Lynch Insurance Brokers Limited	Insurance Broking	Ordinary 28.4%	Musson Building, Hincks Street, Bridgetown, Barbados
Mangrove Insurance Solutions PCC Limited	Insurance Broking	Ordinary 100%	1st Floor, Rose House, 51-59 Circular Road, Douglas, IM1 1RE, Isle of Man
Marsh & McLennan Agency Limited	Agency Services	Ordinary 100%	Level 18, 151 Queen Street, Auckland Central, New Zealand
Marsh & McLennan Agency Pty Ltd	Agency Services	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Marsh & McLennan Companies UK Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh & McLennan Holdings (Canada) ULC*	Holding Company	Ordinary 100%	1900, 520- 3rd Avenue SW, Calgary AB, T2P 0R3, Canada
Marsh & McLennan (PNG) Limited	Holding Company	Ordinary 100%	Level 8, Deloitte Tower, Douglas Street, Port Moresby, Papua New Guinea
Marsh (Insurance Services) Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh (Isle of Man) Limited	In Liquidation	Ordinary 100%	C/o Ernst & Young LLC, Rose House, 51-59 Circular Road, Douglas, IM1 1RE, Isle of Man
Marsh (Malawi) Limited	Insurance Broking, Risk Management & Employee Benefits Consulting	Ordinary 60%	MDC House, Glyn Jones Road, Blantyre, Malawi
Marsh Advantage Insurance Pty Ltd.	Insurance Broking	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Marsh Aviation Insurance Broking Pty Ltd	Dormant	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Marsh Botswana (Proprietary) Limited	Insurance & Reinsurance Broking	Ordinary 100%	PricewaterhouseCoopers (Pty) Ltd, Plot 50371, Fairground Office Park, Gaborone, Botswana
Marsh Broker de Asigurare Reasigurare S.r.l.	Insurance Broking	Ordinary 42.2%	Bucharest Floreasca no. 169A, Unit A1, 3rd Floor, 1st District, Bucharest, 014459, Romania

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Marsh Brokers Limited	Insurance Broking	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Canada Limited	Insurance Broking and Risk Management Consulting	A Common & A, B & C Special 100%	120 Bremner Boulevard, Suite 800, Toronto, ON M5J 0A8, Canada
Marsh ClearSight Limited	Risk Software Sales	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Corporate Services Limited	Group Service Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Corporate Services Malta Limited	Managing & Servicing of Client Holding Companies	Ordinary 100%	The Hedge Business Centre - Level 3, Triq ir-Rampa Ta' San Giljan, Balluta Bay, St. Julians, STJ 1062, Malta
Marsh Employee Benefits Limited	Employing Company	Ordinary 100%	25-28 Adelaide Road, Dublin 2, Ireland
Marsh Employee Benefits Zimbabwe (Private) Limited	Employee Benefits Administration	Ordinary 25%	Beverly Court, 100 Nelson Mandela Avenue, Harare, Zimbabwe
Marsh Insurance Brokers	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Insurance Brokers Limited	Insurance Broking	Ordinary 100%	Michail Michailidi, 1, Limassol, Cyprus
Marsh Insurance Brokers (Private) Limited	Insurance Broking	Ordinary 25%	Beverly Court, 100 Nelson Mandela Avenue, Harare, Zimbabwe
Marsh Ireland Holdings Limited	Holding Company	Ordinary 100%	25-28 Adelaide Road, Dublin 2, Ireland
Marsh, Lda.	Insurance Broking	Ordinary 75%	Av. Fontes Pereira de Melo, 51-6, Edificio Monumental, 1052-803 Lisboa, Portugal
Marsh Limited	Insurance Broking & Risk Management Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Limited (PNG)	Insurance Broking	Ordinary 52%	Level 8, Deloitte Tower, Douglas Street, Port Moresby, Papua New Guinea
Marsh Management Services Isle of Man Limited	Captive Management	Ordinary 100%	1st Floor, Rose House, 51-59 Circular Road, Douglas, Isle of Man
Marsh Management Services Luxembourg S.a.r.l.	Management of Reinsurance Companies	Ordinary 100%	74 Rue de Merl, L-2146, Luxembourg

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Marsh Management Services Malta Limited	Insurance Management Services	Ordinary 100%	The Hedge Business Centre - Level 3, Triq ir-Rampa Ta' San Giljan, Balluta Bay, St. Julians, STJ 1062, Malta
Marsh Mercer Holdings (Australia) Pty Ltd	Holding Company	A & C Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Marsh Pty. Ltd	Holding Company	Ordinary 100%	Level 27, 60 Margaret Street, Sydney, NSW 2000, Australia
Marsh Resolutions Pty Limited.	Reinsurance Broking	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
Marsh Secretarial Services Limited	Corporate Secretary	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Services Limited	Employing Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh s.r.o.	Insurance & Reinsurance Broking	Ordinary 100%	Atrium Flora, vchod B, 130 00 Praha 3 - Vinohrady, Czech Republic, Czech Republic
Marsh Treasury Services Limited	Group Finance Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Uganda Limited	Insurance Broking & Risk Management Consulting	Ordinary 100%	Alexander Forbes House, Plot 7, Bandali Rise, PO Box 3190, Kampala, Uganda
Marsh UK Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Marsh Zambia Limited	Insurance Broking & Risk Management Consulting	Ordinary 70%	175 Parirenyatwa Road, PO Box 34139, Lusaka, Zambia
Marsh Zimbabwe Holdings (Private) Limited	Holding Comapny	Ordinary 25%	Beverly Court, 100 Nelson Mandela Avenue, Harare, Zimbabwe
Mercer Administration Services (Australia) Pty Limited	Superannuation Scheme Administration	Ordinary 100%	727 Collins Street, 1 Collins Square, Docklands, Melbourne, VIC 3008, Australia
Mercer (Australia) Pty Limited	Management Consulting	Ordinary 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia
Mercer (Canada) Limited	Management Consulting	Common & Preferred 100%	120 Bremner Boulevard, Suite 800, Toronto, ON M5J 0AB, Canada
Mercer Consultation (Quebec) Ltee	Quebec registered company acting as an Agent for (Mercer Canada)	Common 100%	1981 McGill College Avenue, Suite 800, 8 th Floor, Montreal, QC H3A 3T4, Canada
Mercer Consulting (Australia) Pty Ltd	Management Consulting	Ordinary 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Mercer Consulting Limited	Management Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Mercer Employee Benefits Limited	Independent Financial Adviser	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Mercer Financial Advice (Australia) Pty Ltd	Financial Planning Services	Ordinary 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia
Mercer Financial Services Limited	Insurance Broking	Ordinary 100%	25-28 Adelaide Road, Dublin 2, Ireland
Mercer ICC Limited	Pension Longevity Risk Underwriting	Ordinary 100%	St Martin's House, Le Bordage, St Peter Port, GUY1 4AU, Guernsey
Mercer Investments (Australia) Ltd	Investment Consulting and Asset Management Solutions	Ordinary & Preference 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia
Mercer Limited	Human Resources & Employee Benefits Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Mercer Master Trustees Limited	Dormant	Ordinary 50%	Charlotte House, Charlemont Street, Dublin 2, Ireland
Mercer Outsourcing (Australia) Pty Ltd	Superannuation Scheme Administration	Ordinary 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia
Mercer Outsourcing, S.L.U.	Insurance & Reinsurance Broking	Ordinary 100%	Paseo de la Castellana 216, 28046 Madrid, Spain
Mercer Superannuation (Australia) Ltd	Superannuation Trustee	Common 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia
Mercer Technology Acquisitions Limited (formerly Organization Resources Counselors Limited)	Non-Trading	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Mercer Trustees Limited	Trustee Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Mercury Insurance Services Pty Ltd	Reinsurance Broking	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
MMC Holdings (Australia) Pty Ltd*	Holding Company	Ordinary 100%	Darling Park Tower 3, Level 6, 201 Sussex Street, Sydney NSW 2000, Australia
MMC Holdings (UK) Limited*	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
MMC International Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
MMC International Treasury Centre Limited	Group Treasury Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
MMC Securities (Europe) Limited	Insurance Derivatives Trader	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
MMC UK Group Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
MMC UK Pension Fund Trustee Limited	Pension Fund Trustee	Limited by Guarantee 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
MMOW Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
MM Risk Services Pty Ltd	Dormant	Ordinary 100%	Sedgwick House, 555 Lonsdale Street, Melbourne, Victoria 3000, Australia
NERA Australia Pty. Ltd	Researching and Analysis Services	Ordinary 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia
Oliver Wyman Consulting Limited	In Liquidation	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Oliver Wyman Energy Consulting Limited	Management Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Oliver Wyman Energy Group Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Oliver Wyman Energy Holdings Limited	Management Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Oliver Wyman Energy US Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Oliver Wyman FZ-LLC	Management Consulting	Ordinary 48%	Arjaan Offices, 11th Floor, PO Box 500525, Dubai Media City, Dubai, United Arab Emirates
Oliver Wyman Limited	Management Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Oliver Wyman Limited	Management Consulting	Common 100%	120 Bremner Boulevard, Suite 800, Toronto, ON M5J 0A8, Canada
Oliver Wyman Pty. Ltd	Management Consulting	Ordinary 100%	Level 15, Collins square, 727 Collins Street, Docklands VIC 3008, Australia
Oliver Wyman S.L.	Management Consulting	Ordinary 48%	Paeso de la Castellana 216, 28046 Madrid, Spain
Oliver Wyman sp. z o.o.	Management Consulting	Ordinary 100%	Aleje Jerozolimskie 98, 00-807 Warsaw, Poland
Online Benefits Limited	Dormant	Ordinary 100%	Gordon House, 10 Greencoat Place, London, SW1P 1PH, United Kingdom

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Peart Holdings Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Peart Insurance Brokers Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Pension Trustees Limited	Pensions Trustee	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
PFT Limited	Pensions Trustee	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Professional Claims Handling Limited	Insurance Claims Consulting	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick (Bermuda) Limited	Holding Company	Ordinary 100%	Canon's Court, 22 Victoria Street, Hamilton HM 12, Bermuda
Sedgwick Consulting Group Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Financial Services Limited	Non-Trading	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Group (Australia) Pty. Limited	Dormant	Ordinary 100%	Sedgwick House, 555 Lonsdale Street, Melbourne, Victoria 3000, Australia
Sedgwick Group (Bermuda) Limited	Holding Company	Ordinary 100%	Canon's Court, 22 Victoria Street, Hamilton HM 12, Bermuda
Sedgwick Group Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Group (Zimbabwe) Limited	Holding Company	Ordinary 100%	Beverly Court, 100 Nelson Mandela Avenue, Harare, Zimbabwe
Sedgwick (Holdings) Pty. Limited	Dormant	A&B Ordinary 100%	One International Towers Sydney, 100 Barangaroo Avenue, Barangaroo NSW 2000, Australia
Sedgwick Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Management Services (Singapore) Pte Limited	Captive Management	Ordinary 100%	8 Marina View #09-08, Asia Square Tower 1, Singapore, 018960, Singapore
Sedgwick Noble Lowndes Group Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Noble Lowndes Limited	Non-Trading	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Noble Lowndes (UK) Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Overseas Investments Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Sedgwick Trustees Limited	Pensions Trustee	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick UK Risk Services Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Sedgwick Ulster Pension Trustees Limited	Pensions Trustee	Ordinary 100%	Clarendon House, 23 Clarendon Road, Belfast, BT1 3BG, N. Ireland
Settlement Trustees Limited	Trustee Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
SMEI Group Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
SME Insurance Services Limited	Insurance Broking	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Software Underwriting Systems Limited	Underwriting Software Developer	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
TBX Solutions Limited	Software Reseller	Ordinary 100 %	Gordon House, 10 Greencoat Place, London, SW1P 1PH, United Kingdom
The Benefit Express Holdings Limited	Holding Company	Ordinary 100 %	Gordon House, 10 Greencoat Place, London, SW1P 1PH, United Kingdom
The Benefit Express Limited	Employee Benefit Provider	Ordinary 100 %	Gordon House, 10 Greencoat Place, London, SW1P 1PH, United Kingdom
The Positive Ageing Company Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
The Purple Partnership Limited	Insurance Broking Network	Ordinary A&B 100%	Hillside Court, Bowling Hill, Chipping Sodbury, Bristol, BS37 6JX, United Kingdom
Think Big I Limited	Dormant	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Thomsons Online Benefits (HK) Limited	Dormant	Ordinary 100%	Room 1901 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay Hong Kong
Thomsons Online Benefits Inc	Employee Benefit Provider	Ordinary 100%	488 Madison Avenue, c/o Frankfurt Kurnit Klein & Selz, P.C., New York NY 10022, USA
Thomsons Online Benefits Limited	Employee Benefit Provider	Ordinary 100%	Gordon House, 10 Greencoat Place, London, SW1P 1PH, United Kingdom
Thomsons Online Benefits Pte Limited	Employee Benefit Provider	Ordinary 100%	91 Bencoolen Street, #07-03 Sunshine Plaza 189652, Singapore
Thomsons Online Benefits S.R.L	Employee Benefit Provider	Ordinary 100%	Calea Dorobantilor nr 98-100, etaj 7 si 8, Mun. Cluj Napoca, Romania

MMC TREASURY HOLDINGS (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) For the period ended 31 December 2017

7. FIXED ASSET INVESTMENTS (continued)

	Principal Activity	Class of Share and % held and voting rights (directly* and/or indirectly)	Registered Office Address
Thomsons Online LLC	Dormant	Ordinary 100%	488 Madison Avenue, c/o Frankfurt Kurnit Klein & Selz, P.C., New York NY 10022, USA
Tower Hill Limited	Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Tower Place Developments Limited	Property Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
Tower Place Developments (West) Limited	Property Holding Company	Ordinary 100%	1 Tower Place West, Tower Place, London, EC3R 5BU, United Kingdom
William M. Merecr (Canada) Limited	Dormant	Common 100%	120 Bremner Boulevard, Suite 800, Toronto, ON M5J 0AB, Canada

8. DEBTORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2017 \$m	2016 \$m
Amounts owed from group undertakings	-	150.1
Amounts owed from group undertakings in respect of tax	27.0	-
	<u>27.0</u>	<u>150.1</u>

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 \$m	2016 \$m
Amounts owed to group undertakings	-	325.2
	<u>-</u>	<u>325.2</u>

10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2017 \$m	2016 \$m
Amounts owed to group undertakings	4,284.0	4,200.0
	<u>4,284.0</u>	<u>4,200.0</u>

NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2017

11. CALLED UP SHARE CAPITAL

	2017 \$m	2016 \$m
Allotted, called up and fully paid		
4,000 (2016: 4,000) ordinary shares of \$1 each	-	-

The share capital of the Company consists of fully paid ordinary shares with a par value of \$1 per share. All shares are equally eligible to receive dividends and the repayment of capital and represent one vote at shareholders' meetings of the Company.

12. RESERVES

The share premium reserve represents the additional consideration received for the issue of shares.

The profit and loss reserves represents cumulative profit and losses and other adjustments.

13. RELATED PARTY TRANSACTIONS

Advantage has been taken of the exemption under FRS 102 Section 33.1A not to disclose transactions between entities within the Marsh Group, where no less than 100% of voting rights are controlled within the Marsh & McLennan Companies, Inc. Group, whose consolidated financial statements are publicly available. There are no other transactions requiring disclosure.

14. CONTINGENT LIABILITY

The Company participates in a notional cash pooling arrangement with a bank. Each member of the pool guarantees against all losses incurred as a result of the failure of any other pool member. The maximum exposure to the Company is the total amount of its pooled funds at any point in time. As at 31 December 2017 the Company had a balance of \$70.8 million (2016: \$1.5 million) in the pool. All other members of the pooling arrangements are companies owned ultimately by Marsh & McLennan Companies, Inc.

15. GROUP FINANCIAL STATEMENTS

Group financial statements are not prepared in line with s401 of the Companies Act 2006 as the Company is itself a wholly-owned subsidiary and is included in the consolidated financial statements of Marsh & McLennan Companies, Inc., its ultimate parent company. Accordingly, these financial statements present information about the Company as an individual undertaking and not about its group.

NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2017

16. IMMEDIATE AND ULTIMATE PARENT COMPANIES

The Company's immediate parent company is Marsh & McLennan Companies Finance Center (Luxembourg) S.a.r.l., registered in Luxembourg. The Company's ultimate parent company and controlling entity is Marsh & McLennan Companies, Inc., incorporated in the state of Delaware, USA.

The smallest and largest group in which the results of MMC Treasury Holdings (UK) Limited are consolidated is that headed by Marsh & McLennan Companies, Inc. The consolidated financial statements of Marsh & McLennan Companies, Inc. are available to the public and may be obtained from:

Companies House
Crown Way
Maindy
Cardiff
CF14 3UZ

and also from:

The Company Secretary
MMC Treasury Holdings (UK) Limited
1 Tower Place West
Tower Place
London
EC3R 5BU