Aioi Nissay Dowa Europe Limited

Group Solvency and Financial Condition Report

Year ended 31 December 2021

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Summary

This is the Group Solvency and Financial Condition Report ("SFCR") for Aioi Nissay Dowa Europe Limited ("ANDEL", "the Company", or "the Group" when referring to the Group as a whole), as at 31 December 2021. It is prepared in accordance with the Solvency II Regulations.

Legal disclaimer

This SFCR has been prepared solely to fulfil the obligations arising from the supervisory reporting requirements (Solvency and Financial condition Report under Articles 51 et seq. of the SII Directive 2009/138/EC in conjunction with Articles 290 et seq. of Delegated Regulation (EU) 2015/35 of the Commission of 10 October 2014 and Articles 82 et seq. of the local Law of 7 December 2015 on the insurance sector).

Unless otherwise indicated in this SFCR, all statements and information contained herein are based on facts and knowledge as at the reference date of this report (20 May 2022). The same applies to all forward-looking statements and information contained in this report, such as forecasts, expectations, developments, plans, intentions, assumptions, beliefs or outlooks. Forward-looking statements are subject to many factors and no assurance, warranty or guarantee is given that the forward-looking statements will take place or be fulfilled as expected. Furthermore, new factors with a significant impact on forward-looking statements may arise at any time. It cannot be predicted what these factors are and what influence they have individually or in combination with other circumstances. It is not intended to update any of these forward-looking statements and information due to changed circumstances or new knowledge unless expressly required by applicable laws or regulations.

1. Business and performance summary

Principal activity of the Company

The Company's principal activity is that of a holding company for insurance and insurance-related businesses. The Company's key operating subsidiaries focus on motor insurance and other auto-centric insurance products. Through its subsidiary companies, the Group operates as a general insurer in the UK and Europe, and also in Europe as a credit life insurer. The Company also has various subsidiaries, including an insurance intermediary and a managing general agent subsidiary.

ANDEL is a private company incorporated, domiciled and registered in the United Kingdom. The registered number is 11054298 and the registered address is: 7th Floor, 52-56 Leadenhall Street, London, EC3A 2BJ. The independent auditor of the Company is KPMG LLP, 15 Canada Square, London E14 5GL.

ANDEL is a wholly owned subsidiary of Aioi Nissay Dowa Insurance Company Limited ("ADJ"), a company incorporated in Japan. MS&AD Insurance Group Holdings, Inc., a company incorporated in Japan, is the ultimate parent company and ultimate controlling party. The MS&AD Insurance Group is Japan's largest non-life insurer and one of the largest non-life insurance groups in the world.

Group structure

The Group reorganised its corporate structure in order to be able to continue to trade in both the UK and the European Economic Area post-Brexit. As part of this reorganisation, the Group created a new insurance company in the UK, Aioi Nissay Dowa Insurance UK Limited ("ANDI UK"). This company started to underwrite elements of the Group's UK business from 1 January 2020 and by 1 December 2020 all of the Group's UK business, both new business and renewals, was written by it.

The Group's other non-life insurance subsidiary is Aioi Nissay Dowa Insurance Company of Europe SE ("ANDIE"), which is registered in Luxembourg. This Company's principal activity is as an insurer and its main business is retail general insurance, with a focus on auto-centric products. The Company operates as a general insurer in Europe through branches in Belgium, France, Germany, Italy and Spain and through freedom of services in several other European countries. ANDIE's branch in the United Kingdom is in run-off, in accordance with the Group's Brexit-driven corporate restructure, with ANDI UK now the underwriter for the Group's UK business. ANDIE's existing UK policies are expected to be maintained within its UK branch until claims are paid or policies expire.

The Group also has a credit life insurance company, Aioi Nissay Dowa Life Insurance Company of Europe AG ("ANDLIE"), which is registered in Germany. ANDLIE is a subsidiary of ANDIE.

In summary, the Group's three insurer entities are:

- ANDIE, a Luxembourg-registered company (registered no. B232302). ANDIE's registered office is: 4 Rue Lou Hemmer, L-1748 Senningerberg, Luxembourg. ANDIE is authorised by the Commissariat aux Assurances ("CAA"), 7 Boulevard Joseph II, L-1840 Luxembourg. ANDIE's independent auditor is KPMG Luxembourg Société coopérative, 39 Avenue John F. Kennedy, L-1855 Luxembourg.

- ANDI UK, a UK-registered company (registered no. 1105895). ANDI UK's registered office is: 7th floor, 52-56 Leadenhall Street, London, England, EC3A 2BJ. ANDI UK's independent auditor is KPMG LLP, 15 Canada Square, London, E14 5GL. ANDI UK is authorised by the Prudential Regulation Authority ("PRA"), 20 Moorgate, London, EC2R 6DA, United Kingdom. The Company is also regulated by the Financial Conduct Authority ("FCA"), 12 Endeavour Square, London, E20 1JN.

- ANDLIE, a German-registered company. ANDLIE is registered in the Munich administrative district (registered no. HRB 188769). ANDLIE is authorised by the Federal Financial Supervisory Authority the Bundesanstalt für Finanzdienstleistungsaufsicht ("BaFin"), Graurheindorfer Str. 108, 53117, Bonn, Germany. The independent auditor is KPMG AG Wirtschaftsprüfungsgesellschaft, Ganghoferstr. 29, 80339 München, Germany.

The Group's supervisor is the PRA in the UK.

S&P Global ratings has assessed the long-term financial strength of the Group's non-life insurance subsidiaries ANDIE and ANDI UK as "A+ / Stable".

Business and performance

The Group's key business is the provision of auto-centric insurance products either directly or on behalf of its strategic partners, with telematics or related offerings expected to be an increasingly important part of the business over time. The Group's strategic relationship with Toyota is key and the Group's subsidiary Toyota Insurance Management SE ("TIM"), which is part-owned by Toyota Financial Services (UK) PLC ("Toyota Financial Services"), provides Toyota's insurance expertise and works in support of Toyota across Europe. In the UK, as well as providing Toyota-branded motor insurance, the Group underwrites through the brands Insure The Box, Tesco Bank Box and Drive Like A Girl (collectively "Insure The Box" or "ITB"), all of which focus on the UK young driver and telematics market.

The Group continues to provide some insurance to Japanese-related business in Europe, (known as Japanese Interests Abroad ("JIA") business). This has diminished as much of this business has been transferred to Mitsui Sumitomo Insurance Co Ltd of Japan and its subsidiaries ("Mitsui Sumitomo").

The majority of the JIA business that remains within the Group is focused on motor fleet cover, so closely linked to the Group's core business of automotive insurance.

In March 2020, the Group acquired the customer renewal rights for a portfolio of commercial motor insurance business from Amlin UK Limited and MS Amlin Underwriting Limited, fellow subsidiaries within the MS&AD Insurance Group. The Group started to underwrite this business, which is predominantly motor insurance for small- and medium-sized commercial motor vehicle fleets, in March 2020. This business is mainly underwritten by ANDI UK in the UK, with a small number of policies written in the Republic of Ireland by ANDIE SE.

The Group made a pre-tax profit for the year ended 31 December 2021 of £9.5m (2020: pre-tax loss of £13.8m).

The Group wrote more business in 2021 than in the prior year, with the Group's gross written premium ("GWP") increasing from £430.1m to £472.6m. This increase was due to two main factors: first, there was growth across the Group's European non-life operations; and second, 2021 was the first full year of underwriting of the Fleet portfolio.

In Europe growth had been expected as the market recovered from restrictions due to Covid-19, combined with the German and Italian businesses seeing increases from the introduction of new products and with some improvement in customer retention. Overall, non-life European GWP increased from £204.6m to £238.8m.

The Fleet business also contributed strongly to growth. The retention rates for the portfolio continued to exceed expectations, at over 80% for the full year. Sales of fleet policies contributed £92.4m (2020: £69.4m) to the Group's GWP during the year.

The Group considers its business across four main areas: Toyota insurance, Insure The Box ("ITB"), Commercial Fleet and Partnerships ("Fleet") and JIA.

- Toyota insurance. The Group's Toyota insurance business comprises retail motor and related products, including credit life insurance written by the Group's subsidiary ANDLIE. The Toyota business is written throughout Europe and the UK, with the main countries being Germany, Italy, France, Spain and the United Kingdom. The business relies on sales of new and used Toyota vehicles through dealerships. The closure of dealerships for several periods during 2021 as a result of national and local lockdowns in the countries where the Group operates meant fewer insurance sales than had been anticipated for the year. Overall, the Toyota business, including credit life insurance, contributed £280.1m to the Group's GWP in the year (2020: £247.7m). Of this total, the amount of life insurance was £23.4m (2020: £24.8m).

- Insure The Box. ITB underwriting comprises the brands Insure The Box, Tesco Bank Box and Drive Like A Girl. Sales through these brands, all of which focus on the UK young driver and telematics market, contributed £67.3m in 2021 (2020: £84.3m). The business volumes written were lower than planned, with a highly competitive market meaning that average new business premiums were below expectations as prices fell across the UK market.

- Fleet and Partnerships. In addition to the Fleet business for which the Group acquired the renewal rights in March 2020, £8.6m (2020: £nil) was written through partnerships. In June 2021 the Group partnered with ibott, a division of Apollo Syndicate Management Limited ("Apollo"), to develop a range of innovative insurance solutions for the fast-growing shared mobility sector. ANDI UK is providing capacity to ibott and has entered into a quota share reinsurance arrangement with the Apollo syndicate. Also in June 2021, the Group partnered with Flock Limited, a managing general agent ("MGA"), to develop two connected motor fleet insurance products available to self-drive hire, own goods, courier and tradesperson fleets across the UK. ANDI UK provides capacity to the Flock MGA. The total GWP of the Fleet and Partnerships business was £92.4m (2020: £84.3m).

- JIA. The JIA business is focused on motor fleets and motor trade (including insurance for motor dealerships). In the UK the business includes Motor Ichiban, which is a retail motor insurance product marketed to Japanese expatriates. The JIA business is all 100% reinsured by the Group's parent company ADJ, with the Group's profit derived from a commission on business sales. The Group's GWP from JIA business increased from £28.7m to £31.9m.

The net underwriting result for the Toyota business in 2021 was better than expected, albeit the overall shortfall in underwriting volumes versus expectations in recent years presents a challenge for the future as the Group's insurance portfolios are smaller than planned in several markets. The fall in sales caused by Covid-19 was offset by a reduction in customer journeys, with a resulting fall in claims frequency. However, the Group experienced some increase in claims severity, as disruption to motor supply chains and repair shops fed through to claims costs. There were also several large claims in France and Germany. The Group suffered significant losses from European hailstorms in 2021, with Italy once again badly affected. The impact on the Group's net result was mitigated by its natural catastrophe reinsurance cover.

The result for the ITB portfolio was in line with expectations overall, with a positive run-off on prior year reserves. Similar to the European regions, claims frequency has been lower than expected, with the UK Covid-19 lockdowns being a key contributing factor.

The Group started to underwrite the Fleet portfolio in 2020. As this was a new portfolio for the Group the approach adopted was cautious at the prior year-end and booked reserves were held in line with a planned loss ratio. With a further 12 months of development, the Group is now confident that the true loss ratio in 2020 was better than expected and to reflect that in the 2021 results. The underwriting performance for the Fleet business in 2021 was ahead of expectations as a result.

Business interruption cover

The Group writes a small number of motor trade policies for Toyota dealerships in the UK. These policies are part of the Group's JIA business and are 100% reinsured by the Group's parent company, ADJ.

On 15 January 2021, the Supreme Court delivered its judgement relating to the FCA "test case" on business interruption coverage wordings in the UK. This judgement is relevant to the Group's motor trade policies in the UK and the customers covered by these.

We have worked proactively with our policyholders and with specialist loss adjustors to analyse the effect of Covid-19 on our customers' business and to determine the amounts to be indemnified by the business interruption cover. We have paid out on one claim during 2021 and we expect to pay out on a further eleven. These financial statements include the reserves for these claims, with a total at the end of 2021 of £2.5m (2020: £3.9m). As the policies are fully reinsured by ADJ there has been no net effect on the Company's results.

The ultimate gross liabilities for the business interruption claims could be materially different from the current estimate, particularly as legal opinion develops regarding the extent to which government furlough payments can be taken into account when calculating business interruption losses. The Group's financial position and net results, however, are not expect to be affected, as the reinsurance provided for the JIA business by ADJ will cover all claims.

Post-balance sheet events – Russian invasion of Ukraine

On 24 February 2022, Russian troops began an invasion of Ukraine. In response, many countries and organisations have imposed economic sanctions on Russia and on Belarus. In addition, a growing number of public and private companies have announced voluntary actions to curtail business activities in both Russia and Belarus.

The directors have assessed the impact of the invasion and the subsequent imposition of sanctions on its business operations and finances, including in particular the exposure of the Group's fixed income investment portfolio to Russian or Belarussian counterparties and its subsidiary TIM's operations in Russia. As announced in March 2022, Toyota Motor Russia has suspended its production in Russia due to supply chain issues and the impact of sanctions. The Group will continue to assess its entities in Russia in this context. At present, TIM's Russian subsidiaries, Toyota Insurance Management (Insurance Brokers) LLC and LLC Toyota Insurance Management (Insurance Agency) continue to operate to service existing insurance customers.

At the date of this report, there has been no significant material impact on the Group as a whole as a result of the invasion or the sanctions imposed and this is not expected to change within the course of 2022. Nonetheless, the directors are continuing to monitor the situation in Ukraine and Russia and the wider economic ramifications of the invasion closely.

2. System of governance summary

The system of governance is considered to be appropriate for the Group taking into account the nature, scale and complexity of the risks inherent in the business. There were no material changes in the system of governance in place at the Group level during the reporting period.

The Board is ultimately responsible and accountable for the performance and strategy of the Group and for ensuring that the Group complies with all legal, statutory, regulatory and administrative requirements. To support the efficient management of the Group the Board has delegated certain functions to committees, though by doing this the Board does not absolve itself of its ultimate responsibility for the Group.

The Board has delegated responsibilities to the Corporate Governance committees and the Business committees. During the reporting period the Corporate Governance committees were: the Group Risk Assurance Committee, the Group Investment Committee, the Group Risk Modelling Committee (a sub-committee of the Group Risk Assurance Committee) and the Group Remuneration Committee. The main Business committee is the Group Executive Directors' Committee, which has two sub-committees, the Group Outwards Reinsurance Committee and the Group Reserving Committee.

The Group operates an enterprise-wide risk management framework that is designed to identify, evaluate, manage and monitor exposure to risk. The process is subject to continuous review and development. The risk management system must comply with regulatory standards at all times.

The Group operates a Three Lines of Defence Model as part of its overall control environment and its risk management system. The main elements of the Three Lines of Defence Model may be summarised as follows:

- First line: the first level of the control environment is the business operations which perform the day-to-day risk management activity.
- Second line: these are the oversight functions of the Group, such as Risk and Compliance, and also include financial controls. These functions set direction, define policy and provide assurance to the Board regarding the strength of the control environment.
- Third line: internal audit is the third line of defence. Internal Audit offers independent challenge to the levels of assurance provided by business operations and oversight functions.

The Group has Risk Assurance and Internal Audit functions. The Compliance and Actuarial functions operate at the level of the individual insurance companies.

The Group considers outsourcing arrangements for an activity when it is not cost-effective or possible to carry out the activity internally. The Group recognises that it remains responsible for discharging all legal and regulatory responsibilities relating to the outsourced activity. In order to reduce the risks associated with outsourcing, the Group has an established outsourcing policy.

3. Risk profile summary

Overall responsibility for the management of the Group's exposure to risk lies with the Board. To support it in its role, the Board has established an enterprise risk management framework comprising risk identification, risk assessment, control and reporting processes. The Board is assisted in its oversight of the risk management framework by the Corporate Governance and Business committees.

The following table sets out the standard formula risk capital components of the Group's consolidated Solvency Capital Requirement ("SCR") and its Minimum Capital Requirement ("MCR") as at 31 December 2021:

Component	2021 £m	2020 £m
Non-life underwriting risk	76.2	69.5
Health underwriting risk	0.0	0.0
Life underwriting risk	4.3	4.9
Market risk	20.6	21.2
Counterparty default risk	32.1	26.0
Diversification credit	(28.6)	(27.2)
Operational risk	15.1	14.4
SCR	**119.7**	**108.9**
MCR	**47.8**	**46.2**

The largest component of the SCR is non-life underwriting risk. This is the risk that arises from the inherent uncertainty as to the occurrence, amount and timing of insurance liabilities. It manifests itself in variability in the contribution towards expenses and profits.

Market risk is the risk of external market influences affecting the Group's net asset value, for example changes in interest rates affecting the value of assets, changes in the levels of investment return, changes in exchange rates, etc.

Counterparty default risk is the risk that counterparties will be unable to pay amounts in full when due. Key areas where the Group is exposed to counterparty (or credit) risk are:

- exposure to corporate bonds;
- exposure to the failure of bank counterparties;
- reinsurers' share of insurance liabilities;
- amounts due from reinsurers in respect of claims already paid;
- amounts due from insurance contract holders; and
- amounts due from insurance intermediaries.

Operational risk is the risk that errors caused by people, processes or systems lead to losses to the Group, or the risk that arises from unanticipated or poorly anticipated external events.

Other important risks managed by the Group are strategic risk and reputational risk. Strategic risk is the current or prospective risk to earnings and capital arising from changes in the business environment and from adverse business decisions, improper implementation of decisions and the lack of responsiveness to changes in the business environment. Reputational risk is a form of strategic risk within the Group's risk taxonomy. Reputational risk is defined as the risk of losses as a result of damage to the reputation and brands of the Group or of other companies on which the Group's fortunes depend.

4. Valuation for solvency purposes summary

The Group is not required to prepare consolidated statutory financial statements. Its valuation for solvency purposes is derived from the consolidated balance sheet in its IFRS reporting to its parent company ADJ, which is then adjusted in accordance with Solvency II regulations.

The Group has used the accounting consolidation-based method to prepare its Group Solvency II balance sheet, which is the default method prescribed by the regulations. The consolidation-based method differs from the IFRS consolidation used in the Group's reporting to its parent company because only the holding company, the insurance undertakings (ANDI UK, ANDIE and ANDLIE) and the ancillary services undertaking, Aioi Nissay Dowa Insurance Management Limited ("ANDIM"), are fully consolidated, with intra-group transactions between these five entities eliminated, while the Group's non-insurance subsidiaries are treated as participations, with the net asset value (calculated in accordance with Solvency II valuation rules) included in the Group's balance sheet. Intra-group transactions with the non-insurance subsidiaries are not eliminated.

Other significant adjustments between the IFRS balance sheet and the valuation for solvency purposes are: the elimination of goodwill and intangibles, the revaluation of technical reserves to Solvency II technical provisions and the elimination of deferred acquisition costs (replaced by future cash flows in the Solvency II technical provisions).

These differences can be summarised as follows:

	2021 £m	2020 £m	Reason
Net asset value per IFRS	**249.6**	**270.6**	Per IFRS reporting
Revaluation of net technical reserves	108.0	80.6	Differing reserving basis under Solvency II
Deferred acquisition cost	(84.5)	(82.7)	No DAC for Solvency II
Intangible assets	(11.8)	(15.3)	Written off for Solvency II
Holdings in related undertakings	(6.2)	(5.9)	Non-consolidated subsidiaries have a negative impact on Solvency II own funds
Other assets and liabilities	25.7	(5.9)	Net impact of adjustments to fair value
Own funds under Solvency II	**280.9**	**241.4**	Solvency II own funds

5. Capital management summary

The SCR coverage ratio as at 31 December 2021 was 235% (2020: 222%), with eligible own funds of £280.9m (2020: £241.4m) and an SCR of £119.7m (2020: £108.9m). The MCR coverage ratio as at 31 December 2021 was 587% (2020: 523%), with eligible own funds of £280.9m (2020: £241.4m) and an MCR of £47.8m (2020: £46.2m). Annual and quarterly reporting throughout 2020 and 2021 has shown that the Group has complied continuously with both the MCR and the SCR throughout the current and prior reporting period.

The Group is funded only by share capital, which, together with a Solvency II reconciliation reserve, comprise Solvency II "own funds". The capital management objective of the Group is to maintain sufficient own funds to cover the SCR and the MCR with an appropriate buffer which takes account of the Group's growth ambitions as set out in its business plan. The Board and the Board Committees consider regularly the ratio of eligible own funds over the SCR and MCR. The Group prepares solvency projections over a five-year period as part of the business planning process.

A. Business and Performance

A1. Information regarding our business

As noted in the "Business and Performance Summary" the Group's principal activity is insurance and its main business is retail insurance, with a focus on auto-centric products. The Group's main strategic relationship is with Toyota, and the Group's subsidiary TIM, which is part-owned by Toyota Financial Services, provides Toyota's insurance expertise and works in support of Toyota across Europe. The Group's main line of business is the provision of Toyota-branded motor insurance and this is likely to remain the case for the foreseeable future. The geographical split of gross written premium by country for 2021 with a comparison with the prior year is as follows:

Country	2021 gross written premium £m	2020 gross written premium £m	2021 % of total GWP (2020 %)
United Kingdom	210.3	196.1	44.5% (45.6%)
Germany	104.0	101.4	22.0% (23.6%)
Italy	65.1	45.8	13.8% (10.6%)
France	50.0	47.7	10.6% (11.1%)
Spain	25.4	22.9	5.4% (5.3%)
Nordics & others	17.6	16.3	3.7% (3.8%)
Total	**472.3**	**430.1**	

The split between the Group's business lines of Toyota, ITB, Fleet and JIA was as follows:

Business line	2021 gross written premium £m	2020 gross written premium £m	2021 % of total GWP (2020 %)
Toyota	281.0	247.7	59.5% (57.6%)
ITB	67.3	84.3	14.2% (19.6%)
Fleet	92.4	69.4	19.6% (16.1%)
JIA	31.9	28.7	6.7% (6.7%)
Total	**472.3**	**430.1**	

The Group's financial year-end is 31 December each year. The Group reports its results in Pounds Sterling.

Supervisory authorities

The Group's supervisory authority is the UK Prudential Regulation Authority ("PRA"). The Group is also regulated by the Financial Conduct Authority ("FCA"). Contact details for the PRA and the FCA can be found on their respective websites: www.bankofengland.co.uk/pra and www.fca.org.uk

The supervisory authority for each insurance entity in the Group is:
- ANDIE – the CAA in Luxembourg;
- ANDI UK – the PRA in the United Kingdom; and
- ANDLIE – BaFin in Germany.

Auditor

The independent auditor of the Group is KPMG LLP, 15 Canada Square, London, E14 5GL, United Kingdom.

Credit ratings

S&P Global ratings has assessed the long-term financial strength of the Group's operating subsidiaries ANDIE and ANDI UK as "A+ / Stable".

Group structure

ANDEL is the holding company for the Aioi Nissay Dowa Europe Group. The Group operates as a general insurer in the UK and Europe through its Luxembourg-incorporated subsidiary, ANDIE, and through its UK-incorporated subsidiary, ANDI UK, and as a life insurer in Europe through its Germany-incorporated subsidiary, ANDLIE.

During the reporting period, the Group operated as a non-life insurer in several European countries through ANDIE's branches in Belgium, France, Germany, Italy, Spain and the United Kingdom on both a freedom of establishment and freedom of services basis. The Group's life insurer ANDLIE operated in Germany and in several other continental European countries through freedom of services arrangements.

At the year-end, ANDEL had six subsidiaries:

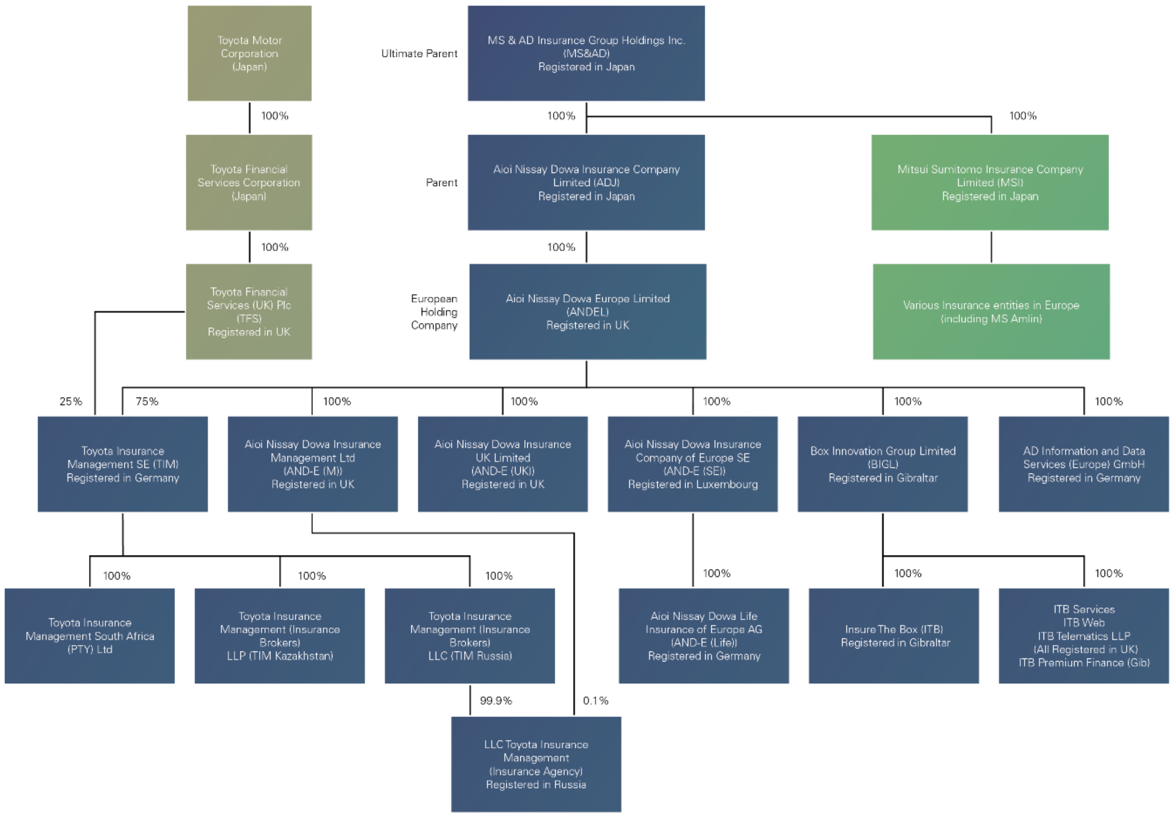
- Aioi Nissay Dowa Insurance Management Limited, which is incorporated in the United Kingdom and supplies insurance management services to the Company and the Group (100% owned) ("ANDIM");
- Aioi Nissay Dowa Insurance Company of Europe SE, incorporated in Luxembourg (100% owned) ("ANDIE") and which is a general insurance company;
- Aioi Nissay Dowa Insurance UK Limited, incorporated in the UK (100% owned) ("ANDI UK") and which is a general insurance company;
- Toyota Insurance Management SE, incorporated in Germany and which is a provider of insurance consultancy services (75% owned) ("TIM");
- Box Innovation Group Ltd, which is incorporated in Gibraltar and is a holding company for a Group of UK- and Gibraltar-incorporated companies (100% owned) ("BIGL"); and
- AD Information and Data Services (Europe) GmbH, which is incorporated in Germany (100% owned) and which is a data services company.

Through its subsidiaries, the Group had an interest at the year-end in the following entities:

- Aioi Nissay Dowa Life Insurance of Europe AG, which is incorporated in Germany and is a credit life insurance company (100% owned by ANDIE; 100% effective interest) ("ANDLIE");
- Toyota Insurance Management (Insurance Brokers) LLC, which is incorporated in Russia and is a provider of insurance consultancy services (100% owned by TIM; 75% effective interest);
- Toyota Insurance Management (Insurance Brokers) LLP, which is incorporated in Kazakhstan and is a provider of insurance consultancy services (100% owned by TIM; 75% effective interest);
- LLC Toyota Insurance Management (Insurance Agency), which is incorporated in Russia and is a provider of insurance consultancy services (99.9% owned by TIM and 0.1% owned by ANDIM; 75% effective interest);
- Toyota Insurance Management South Africa (PTY) Limited, which is incorporated in South Africa and is a provider of insurance consultancy services (100% owned by TIM; 75% effective interest);
- ITB Web Limited, which is incorporated in the United Kingdom and is a provider of insurance consultancy services (100% effective interest);
- Insure The Box Limited, which is incorporated in Gibraltar and is a managing general agent (100% effective interest);
- ITB Services Limited, which is incorporated in the United Kingdom and is a provider of insurance management services (100% effective interest);

- ITB Telematics Solutions LLP, which is incorporated in the United Kingdom and is a provider of insurance consultancy services (100% effective interest); and
- ITB Premium Finance Limited, which is incorporated in Gibraltar and which is not currently trading (100% effective interest).

As at the year-end, the Group's structure was as follows:



Scope of the Group used for consolidated financial statements and scope for the Group for Solvency II purposes

The Group is exempted from the requirement to prepare statutory consolidated financial statements as it is the wholly-owned subsidiary of a company which is itself included in the publicly-available consolidated financial statements of the MS&AD Insurance Group Holdings.

The Group prepares consolidated financial results for the purpose of reporting its results to its immediate parent company. These financial results are prepared under IFRS. The financial results of the Group consolidate the financial position and results of the holding company ANDEL and all the entities controlled by ANDEL (its subsidiaries, both direct and indirect). Intercompany transactions and balances and between Group companies are eliminated in the consolidated financial results.

For Solvency II purposes, the Group has used the accounting consolidation-based method to prepare its Group balance sheet, which is the default method prescribed by the regulations. The consolidation-based method differs from the IFRS consolidation used in the Group's financial results because only the holding company itself (ANDEL), its insurance undertakings (ANDI UK, ANDIE and ANDLIE) and the ancillary services undertaking ANDIM are fully consolidated, with intra-group transactions between these five entities eliminated, while the Group's non-insurance subsidiaries are treated as participations, with the net asset value (calculated in accordance with Solvency II valuation rules) included in the Group's balance sheet. Intra-group transactions with the non-insurance subsidiaries are not eliminated.

Any significant business or other events that have occurred over the year that have had a material impact on the undertaking

No matters to report

A2. Underwriting performance

The following table summarises the underwriting performance of the Group:

	2021 £m	2020 £m
Gross written premiums	472.6	430.1
Net earned premiums	253.2	228.4
Net claims incurred	126.2	113.3
Loss ratio	49.8%	49.6%

The Group wrote more business in 2021 than in the prior year, with the Group's gross written premium ("GWP") increasing from £430.1m to £472.6m. This increase was due to two main factors: first, there was growth across the Group's European non-life operations; and second, 2021 was the first full year of underwriting of the Fleet portfolio.

In Europe growth had been expected as the market recovered from restrictions due to Covid-19, combined with the German and Italian businesses seeing increases from the introduction of new products and with some improvement in customer retention. Overall, non-life European GWP increased from £204.6m to £238.8m.

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- Toyota insurance. The Group's Toyota insurance business comprises retail motor and related products, including credit life insurance written by the Group's subsidiary ANDLIE. The Toyota business is written throughout Europe and the UK, with the main countries being Germany, Italy, France, Spain and the United Kingdom. The business relies on sales of new and used Toyota vehicles through dealerships. The closure of dealerships for several periods during 2021 as a result of national and local lockdowns in the countries where the Group operates meant fewer insurance sales than had been anticipated for the year. Overall, the Toyota business, including credit life insurance, contributed £280.1m to the Group's GWP in the year (2020: £247.7m). Of this total, the amount of life insurance was £23.4m (2020: £24.8m).

- Insure The Box. ITB underwriting comprises the brands Insure The Box, Tesco Bank Box and Drive Like A Girl. Sales through these brands, all of which focus on the UK young driver and telematics market, contributed £67.3m in 2021 (2020: £84.3m). The business volumes written were lower than planned, with a highly competitive market meaning that average new business premiums were below expectations as prices fell across the UK market.

- Fleet and Partnerships. In addition to the Fleet business for which the Group acquired the renewal rights in March 2020, £8.6m (2020: £nil) was written through partnerships. In June 2021 the Group partnered with ibott, a division of Apollo Syndicate Management Limited

("Apollo"), to develop a range of innovative insurance solutions for the fast-growing shared mobility sector. ANDI UK is providing capacity to ibott and has entered into a quota share reinsurance arrangement with the Apollo syndicate. Also in June 2021, the Group partnered with Flock Limited, a managing general agent ("MGA"), to develop two connected motor fleet insurance products available to self-drive hire, own goods, courier and tradesperson fleets across the UK. ANDI UK provides capacity to the Flock MGA. The total GWP of the Fleet and Partnerships business was £92.4m (2020: £84.3m).

- JIA. The JIA business is focused on motor fleets and motor trade (including insurance for motor dealerships). In the UK the business includes Motor Ichiban, which is a retail motor insurance product marketed to Japanese expatriates. The JIA business is all 100% reinsured by the Group's parent company ADJ, with the Group's profit derived from a commission on business sales. The Group's GWP from JIA business increased from £28.7m to £31.9m.

The net underwriting result for the Toyota business in 2021 was better than expected, albeit the overall shortfall in underwriting volumes versus expectations in recent years presents a challenge for the future as the Group's insurance portfolios are smaller than planned in several markets. The fall in sales caused by Covid-19 was offset by a reduction in customer journeys, with a resulting fall in claims frequency. However, the Group experienced some increase in claims severity, as disruption to motor supply chains and repair shops fed through to claims costs. There were also several large claims in France and Germany. The Group suffered significant losses from European hailstorms in 2021, with Italy once again badly affected. The impact on the Group's net result was mitigated by its natural catastrophe reinsurance cover.

The result for the ITB portfolio was in line with expectations overall, with a positive run-off on prior year reserves. Similar to the European regions, claims frequency has been lower than expected, with the UK Covid-19 lockdowns being a key contributing factor.

The Group started to underwrite the Fleet portfolio in 2020. As this was a new portfolio for the Group the approach adopted was cautious at the prior year-end and booked reserves were held in line with a planned loss ratio. With a further 12 months of development, the Group is now confident that the true loss ratio in 2020 was better than expected and to reflect that in the 2021 results. The underwriting performance for the Fleet business in 2021 was ahead of expectations as a result.

	Motor vehicle liability	Other motor insurance	Misc. financial loss	Other non-life	Life
	2021 £m	2021 £m	2021 £m	2021 £m	2021 £m
Gross written premiums	334.7	53.6	53.4	7.4	23.4
Net earned premiums	154.1	29.6	45.7	0.4	23.4
Net claims incurred	108.8	25.1	2.9	0.5	6.4
Net loss ratio	70.6%	84.8%	6.3%	125.0%	27.4%

	Motor vehicle liability	Other motor insurance	Misc. financial loss	Other non-life	Life
	2020 £m	2020 £m	2020 £m	2020 £m	2020 £m
Gross written premiums	304.2	50.2	45.3	5.6	25.1
Net earned premiums	154.7	28.9	39.2	0.3	25.1
Net claims incurred	89.8	19.3	5.8	0.0	4.5
Net loss ratio	58.0%	66.8%	14.8%	-	17.9%

The performance by the main geographical regions is summarised in the tables below:

	United Kingdom	Germany	Italy	France	Spain	Nordics & others
2021	£m	£m	£m	£m	£m	£m
Gross written premiums	210.4	104.0	65.1	50.0	25.4	17.6
Net earned premiums	99.4	56.1	32.5	40.7	9.8	14.8
Net claims incurred	55.1	32.5	10.8	11.8	6.6	9.4
Loss ratio	55.4%	58.0%	33.3%	29.0%	67.3%	63.2%

	United Kingdom	Germany	Italy	France	Spain	Nordics & others
2020	£m	£m	£m	£m	£m	£m
Gross written premiums	196.1	101.4	45.8	47.7	22.9	16.3
Net earned premiums	73.9	59.1	33.1	38.8	10.3	13.2
Net claims incurred	48.0	29.8	10.6	11.7	5.5	7.7
Loss ratio	64.9%	50.5%	32.0%	30.1%	53.1%	58.2%

The performance by business line was as follows:

£m	Toyota		ITB		Fleet		JIA	
	2021	2020	2021	2020	2021	2020	2021	2020
Gross written premiums	281.0	247.7	67.3	84.3	92.4	69.4	31.9	28.7
Net earned premiums	176.4	174.5	33.1	36.3	43.8	17.7	-	-
Net claims incurred	79.2	71.9	20.0	25.8	26.9	15.6	-	-
Loss ratio	44.9%	41.2%	60.5%	71.0%	61.5%	87.8%	-	-

A3. Investment performance

The Group invests principally in high quality corporate, agency and supra-national fixed income securities. ANDLIE has a small equity portfolio, but this is not a major part of the Group's holdings. The Group also has significant money market holdings with high quality investment managers. The overall portfolio is highly liquid. The Group has outsourced the management of its bond and equity portfolios, through managers in the UK (for the Group, including ANDIE) and in Germany (for ANDLIE).

Within the Group's IFRS financial reporting, the fixed income and equity securities are treated as "available for sale" ("AFS") financial assets. All unrealised gains and losses on AFS financial assets are recognized through other comprehensive income, so do not directly affect the Group's reported income statement result. The money market holdings are treated as cash equivalents as they are short-term, highly liquid investments which are subject to insignificant changes in value and are readily convertible into known amounts of cash.

Income from the Group's investment portfolio is:

	2021 £m	2020 £m
Income from AFS debt securities	4.3	4.5
Income from AFS equity securities	0.1	0.1
Cash and cash equivalents interest income	0.2	0.7
Exchange gains / (losses)	0.0	(0.1)
Income from investment property	0.1	0.0
Realised gains / (losses)	(0.2)	0.7
Total investment income	**4.5**	**5.9**

A4. Performance of other activities

The other income and expenses of the Group are as follows:

	2021 £m	2020 £m
Service fees	11.7	7.8
Commissions	6.3	5.3
Ancillary income	0.7	0.4
Staff costs	(46.5)	(46.4)
Other operating expenses	(77.5)	(75.0)
Lease costs	(2.5)	(2.5)

The Group's service fee income derives from the provision of administrative services to Toyota. Commissions and ancillary income are generated from two sources: first, from the Group's broking and managing general agent subsidiaries, which receive commission from third parties either for the placing of insurance business or where the Group sells insurance products when it is not acting as underwriter. Secondly, the Group receives commission income where it has agreed quota share arrangements with reinsurers (often the parent company ADJ), whereby the reinsurer pays the Group a commission. Staff costs relate to staff salaries, bonuses and social security costs. Operating expenses are business expenses which are not directly related to the settlement or handling of claims. Lease costs are mainly for the rental of office space.

A5. Other information

No other information.

A6. Group's business and performance

The Group's legal and organisational structure is set out above in section A1. The governance structure which operates at Group level is set out in section B.

Other than the subsidiaries listed in section A1, the key related party for the Group is the Company's parent company (and main reinsurer) ADJ.

B. System of Governance

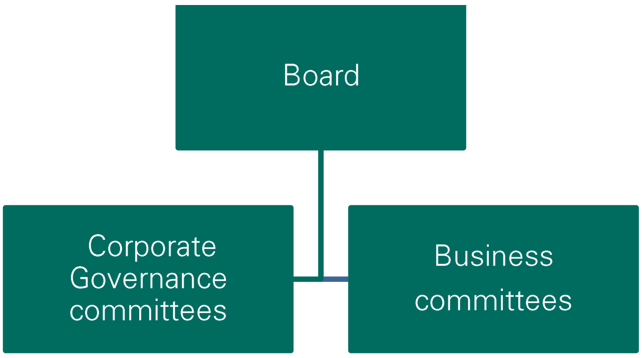
B1. General governance arrangements

The system of governance is considered to be appropriate for the Group taking into account the nature, scale and complexity of the risks inherent in the business. There were no material changes in the system of governance in place at the Group level during the reporting period.

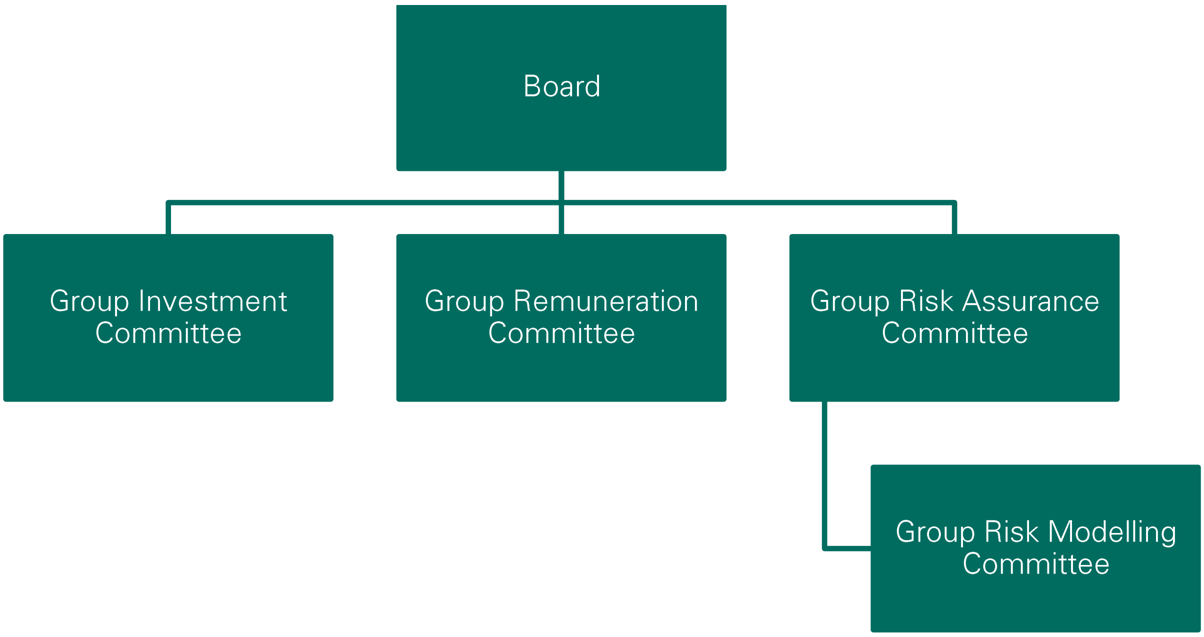
Overview of the Board and its committees

The Board is ultimately responsible and accountable for the performance and strategy of the Group and for ensuring that the Group complies with all legal, statutory, regulatory and administrative requirements. To support the efficient management of the Group the Board has delegated certain functions to committees, though by doing this the Board does not absolve itself of its ultimate responsibility for the Group.

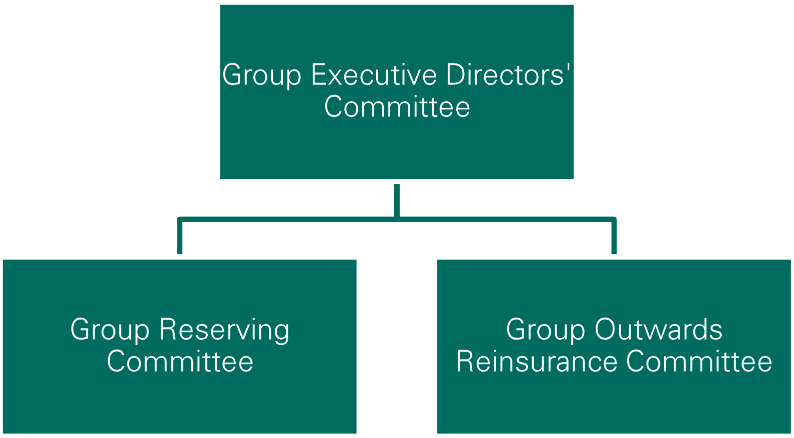
The established corporate governance framework is as follows:



The Corporate Governance committees are structured as follows:



The Business committees are structured as follows:



The Board

The Board functions as the corporate decision-making body and provides leadership of the Group within a framework of prudent and effective controls which enables risk to be assessed and managed. The Board sets the strategic aims of the Group and ensures that the necessary resources, both financial and staff, are in place to allow the Group to meet its objectives. The Board is collectively responsible for the long-term success of the Group and delivery of sustainable value to its shareholder. The Board sets the strategy and risk appetite for the Group and approves capital and operating plans presented by management for the achievement of the strategic objectives it has set. Implementation of the strategy set by the Board is delegated to the Group Executive Directors' Committee, which is led by the Chief Executive Officer.

The Board meets at least four times a year. It comprises of executive members (the Chief Executive Officer, the Chief Operating Officer and the Deputy Chief Executive Officer), independent non-executives, including the Chair, and non-executive members who are employees of the Company's parent ADJ and who act as shareholder representatives.

As at 31 December 2021, the members of the Board were:

- R McCorriston Chair
- M Swanborough Chief Executive
- H Clarke Senior independent non-executive director
- J Crotty Independent non-executive director
- M Kainzbauer Chief Operating Officer
- M Kitahara Non-executive director, shareholder representative
- S Ogura Non-executive director, shareholder representative
- M Yamaguchi Non-executive director, shareholder representative
- N Yamahara Deputy Chief Executive

The previous Deputy Chief Executive, Mr K. Ohnishi, resigned on 29 March 2021. Mr N. Yamahara was appointed as the Deputy Chief Executive and Board member on the same day. Mr M. Kitahara resigned on 31 March 2022.

In January 2022 Mr M. Swanborough announced his resignation as the Group's Chief Executive Officer, effective 31 May 2022. Mr M. Kainzbauer will be assuming the role of Group Chief Executive Officer from that date.

Group Risk Assurance Committee

The Group Risk Assurance Committee ("GRAC") is a key element of the Group's internal control framework. The Committee controls and monitors the Group's risk assurance activities. These are the key oversight and assurance functions at the core of the Group's second and third lines of defence. The Committee is responsible for providing focused support and advice on risk governance to the board, for ensuring that the material risks facing the Group have been identified and that appropriate arrangements are in place to manage those risks effectively in accordance with the risk appetite set by the Board. The Committee is also responsible for Internal Audit, the Group's audited accounts and financial and other statutory and regulatory reporting, oversight of the relationship with the Group's external auditors, and Compliance.

The Committee meets at least four times a year. It is chaired by the senior independent non-executive director. There are two further independent non-executive director members of the Committee, including the Group's Chair. Other directors and members of the executive management attend as appropriate.

Group Investment Committee

The Group Investment Committee is responsible for the management and administration of the Group's investments, for oversight of all treasury activity and the funding of all operating units. The Committee considers the investment and treasury strategies of the Group, translates the investment risk appetite of the Group into an investment policy, and monitors the cash flow and working capital of the Group. The Committee also oversees the performance of the Group's outsourced investment management providers.

The Committee meets at least four times a year. The Committee is chaired by the Group's Chief Executive Officer. In addition to the Chief Executive Officer, the Committee's members are the Deputy Chief Executive Officer, the Dirigeant Agréé of ANDIE and four members of executive management, including the Group's Chief Financial Officer and the Group Head of Actuarial.

Group Remuneration Committee

The Remuneration Committee is responsible for considering and approving the remuneration and benefits of all locally employed executive directors of the Group. The Committee comprises the Group's Chair, the Deputy CEO and two non-executive directors who are employed by the Company's parent ADJ. The Committee is chaired by the Group's Chair. The Committee meets at least once per year.

Group Risk Modelling Committee

The Group Risk Modelling Committee is a sub-committee of the GRAC. Its responsibility is to propose, for approval by the GRAC, policies, specifications and schedules of activity relating to the appropriate modification, application and validation of risk modelling techniques utilised by the Group and its subsidiaries (collectively, the "adopted risk modelling approach") and to provide oversight of risk modelling activity relative to that adopted approach.

The Committee typically meets four times a year. The Committee is chaired by the senior independent non-executive director. In addition to the non-executive director, the Committee's members are the Chief Executive Officer and four members of executive management: the Group Risk Assurance Director, the Group Chief Financial Officer, the Group Head of Actuarial and the Group Capital Senior Manager.

Group Executive Directors' Committee

The purpose of the Group Executive Directors' Committee ("EDC") is to manage generally the business of the Group within the agreed financial limits and risk parameters set by the Board. Subject to these financial limits, the Committee has primary authority for the day to day management of the Group's operations save for those matters which are reserved for the Board and the Board's committees.

The Committee comprises three members, Chief Executive Officer, the Chief Operating Officer and the Deputy Chief Executive Officer. The Committee is chaired by the Chief Executive Officer. Meetings typically take place eleven times a year. The Group Risk Assurance Director, the Group Chief Financial Officer and the Group Head of IT typically attend each meeting, while other members of executive management are invited to attend as required.

Group Reserving Committee

The purpose of the Group Reserving Committee is to set the reserving policy for the Group's non-life subsidiaries ANDI UK and ANDIE and to monitor ongoing compliance with that policy. The Committee receives reserve reports from the Actuarial function, covering best estimates and risks and provides input and challenge to the best estimates and the risk assessment. The Committee determines the amount of reserves to be booked in the Group's IFRS results and the level of Solvency II technical provisions. It provides a quarterly written report to the GRAC on the current level of reserving risk faced by the Group, the Group's adherence to reserving risk appetite and the reserving risks which may arise in the future.

The Committee meets at least six times a year. The Chair of the Committee is the Chief Executive Officer. In addition to the Chief Executive Officer, the Committee members are the Deputy Chief Executive Officer and three members of executive management, including the Chief Financial Officer and the Group Head of Actuarial.

ANDLIE has its own actuarial function, which is responsible for calculating ANDLIE's actuarial reserves in accordance with legal and regulatory requirements. The monitoring of ANDLIE's reserves is carried by ANDLIE's own board of directors and ultimately by the ANDIE Board.

Group Outwards Reinsurance Committee

The purpose of the Group Outwards Reinsurance Committee is to ensure that the Group's outwards reinsurance programme is enacted correctly and in line with the Board approved risk appetite and other relevant policies. The Committee is charged with formulating and placing the most appropriate reinsurance programme and monitoring the programme to ensure the Group remains protected.

The Committee reports to the Executive Directors' Committee and the GRAC and meets at least four times a year. The Committee is chaired by the Chief Executive Officer. Members of the Committee include the Chief Financial Officer, the Dirigeant Agréé of ANDIE and the Group Head of Actuarial.

Remuneration Policy

The Group's remuneration policy is designed so as to attract and retain suitable employees to assist the Group in meeting its aims. The Group seeks to provide a base salary together with a benefits package that will ensure the long-term security and health of its employees. Salaries and benefits are reviewed regularly to take account of the performance of the Group and the latest employment trends. The Group is committed to being a fair and equal employer and the remuneration policy is designed in order to support this objective. In the UK, there are two employing entities, ANDEL, the Group's holding company and regional headquarters, and ANDIM, the management services company. In those countries where the Group has branches, the branches themselves (of either ANDIE or TIM) are the employing entities, while ANDLIE also has employees.

The most important element of remuneration for the Group's employees is base salary. The Group considers that its base salaries are competitive in the market and appropriate for attracting and retaining the right staff. All salaries are reviewed in accordance with market practice and with any statutory, regulatory or taxation requirements in the individual country.

Depending on local market practice, the Group operates an annual bonus plan based on business unit and individual employee performance. The objective of the bonus scheme is to offer participants an incentive to contribute to the Group's performance by linking pay to performance in areas within the employee's influence and control. The bonus amount payable for each employee depends on the achievement of set financial objectives relative to the business plan, evaluation of performance against a competency matrix and evaluation on the contribution to the Group's performance through the successful completion of individual objectives. The variable element of remuneration is capped at a percentage of fixed salary, such as to promote sound and effective risk management and to avoid excessive risk taking.

The Group also offers a range of benefits to employees, which vary by individual country. In the UK, where the majority of the Group's employees are based, the Group operates a company pension scheme and pays contributions to the scheme on behalf of employees based on a percentage of salary. The scheme is a defined contribution scheme and the assets of the scheme are held separately from the Group in independently administered funds. Employees contribute additional voluntary contributions to suit their circumstances. Pension arrangements also exist in other countries. The Group has no defined benefit pension liabilities.

Other benefits depend on the country in question and vary according to local custom and practice, statutory and regulatory requirements, taxation treatments and individual employee needs. Among the benefits offered are life assurance, private medical insurance, permanent health insurance, company car, sports club memberships, salary sacrifice options and long service awards.

The Group does not operate any share option schemes and no shares in the Group are held by employees or directors. There is a cash-based long-term incentive plan for local executive directors. This is capped at a level well within regulatory codes. From time to time there may be specific project-based bonuses for staff involved in critical multi-year projects.

B2. Fit and proper policy

The Group is committed to ensuring that all its staff have the appropriate skills, knowledge and experience to perform their roles and this is set out in the Group's governance manual and in its policies and procedures.

<u>Assessment of fitness and propriety</u>

When appointing any member of staff, including members of the Board, senior management and other certification functions, as part of the process the Group considers whether the candidate is fit and proper to undertake the required role. This means that the following in particular are considered:

- honesty, integrity and reputation;
- competence and capability (including professional qualifications, knowledge and experience); and
- financial soundness.

In addition staff should be sufficiently qualified to enable them to discharge their duties. In significant areas of responsibility, senior management and those undertaking other certification functions should be qualified to provide sound and prudent management of the Group.

Appropriate policies and processes have been established for assessing and ensuring ongoing compliance with fitness and propriety requirements.

Technical and professional development

All employees' training needs are assessed upon joining and at regular intervals thereafter (including if their role changes). Appropriate training and support is provided to ensure that any relevant training needs are satisfied. The quality and effectiveness of such training is reviewed by the Human Resources department.

All employees' competence is reviewed on a regular and frequent basis and appropriate action is taken to ensure that they remain competent for their role. Maintaining competence will take into account, where relevant, such matters as:

- Technical knowledge and its application;
- Skills and expertise; and
- Changes in the market to products, legislation and regulation.

"Competence" means having the skills, knowledge and expertise needed to discharge the responsibilities of an employee's role. This includes achieving a good standard of ethical behaviour.

B3. Risk Management System

As an insurance group, the Group is fundamentally concerned with the management of risk and the Group maintains a risk management system.

Enterprise risk management framework

The Group operates an enterprise-wide risk management framework that is designed to identify, evaluate, manage and monitor exposure to risk. The process is subject to continuous review and development. The risk management system must comply with regulatory standards at all times.

The risk management systems and processes at the Group are required to cover all risks included in the calculation of the Solvency Capital Requirement ("SCR"), and so must cover the following areas:

- Underwriting and reserving;
- Asset-liability management;
- Investment activity;
- Liquidity and concentration risk;
- Operational risk; and
- Reinsurance and other risk mitigation techniques.

Group, company, branch and departmental management are required to identify, assess, manage and monitor their key risks, within the risk management framework overseen by the GRAC. The Head Office risk management team is responsible for making available appropriate risk management tools to support the business in the evaluation and reporting of risks. Risk management tools are designed to be easy to understand and capable of being applied consistently at all levels of the organisation. The overall risk management system provides for the aggregation of risk management information as required by the Board and the Board committees.

The risk management framework covers the management of the risk categories and sub-categories as detailed in the Board's Risk Appetite Statement.

The high-level risk categories currently set out in that document are:

- Strategic risk (including reputational risk);
- Insurance risk;
- Credit risk;
- Market risk;
- Operational risk;
- Liquidity risk;
- Financial risk; and
- Conduct risk.

The assessment of capital requirements (for both internal and regulatory capital measures) is based explicitly on the risks identified and evaluated through the risk management processes. For regulatory purposes, the Group uses the standard formula without undertaking-specific parameters to assess the solvency capital requirements and an internal model is not used.

The risk management framework supports the achievement of the Group's objectives by providing a structured mechanism for assessing the impact of decisions on capital requirements and capital efficiency, and the range of outcomes from each potential decision.

Risk and capital management principles are required to be embedded into several business processes and decision frameworks, including pricing assessment, asset allocation, reinsurance purchase, counterparty selection, reserve assessment and capital planning.

Business change initiatives that require senior manager or Board level approval are required to include an assessment of the inherent risks involved and any anticipated change to the Group's overall risk profile.

Three Lines of Defence Model

The Group operates a Three Lines of Defence Model as part of its overall control environment and its risk management system. The main elements of the Three Lines of Defence Model may be summarised as follows:

- First line: the first level of the control environment is the business operations which perform the day-to-day risk management activity.
- Second line: these are the oversight functions of the Group, such as Risk and Compliance, and also include financial controls. These functions set direction, define policy and provide assurance.
- Third line: Internal Audit is the third line of defence. Internal Audit offers independent challenge to the levels of assurance provided by business operations and oversight functions.

There is a regular flow of information across the three lines of defence and from the three lines to the governing bodies (Board and Committees). Likewise, executive decisions and directions flow in the opposite direction from the governing bodies.

B4. Own Risk and Solvency Assessment

The Own Risk and Solvency Assessment ("ORSA") process is part of the Group's risk management system. Insurance undertakings are required to assess their own short- and long-term risks and the amount of own funds necessary to cover them. The ORSA is the process used to assess the Group's overall solvency needs based on a forward-looking assessment of the Group's risk profile, risk tolerance and business plan. It is used to identify, quantify, monitor, manage and report on the risks that the Group may face. The process includes the use of an Internal Capital Model, the parameterisation and validation of which is overseen by the Risk Modelling Committee.

The Group has not completed a full capital model which combines its non-life and life insurance subsidiaries. While there is a theoretical additional level of precision which could be derived from combining the ANDI UK, ANDIE and ANDLIE figures, the benefit would be marginal compared to the level of effort required to model risks fully on a combined basis. Instead, the Board has approved an approach which, for ORSA purposes, combines the capital requirements for ANDIE and ANDI UK and consolidates the results with the capital requirements of ANDLIE by using an aggregation method prescribed in the Solvency II directive.

For the Group standard formula SCR, the Group has performed a full consolidation of the data of ANDEL, ANDI UK, ANDIE, ANDLIE and ANDIM, as required by the Solvency II regulations (see section E4 for further details).

The ORSA considers all the key risks that face the business including those not in the SCR such as liquidity, group, reputational and regulatory risks, as well as those in the SCR. Both internal and external risks are considered.

The full ORSA process is performed at least annually, and a report is produced by the Risk Management function based upon the results of the Capital Model output and taking into account the future business plan. Many of the structures and analyses which underlie the ORSA process are on-going parts of the risk management framework; nonetheless the Board considers that an annual review cycle is proportionate to the nature and scale of the risks which the Group faces. In addition, we would run element of the ORSA process and produce an appropriate analysis as soon as practically possible following any significant change in the Company's risk profile. The analysis must inform the Board of the nature of the change in the risk assessment and the implications for solvency under standard and stressed operating scenarios. These changes could affect both the internal and external risk environment. These changes could include, but are not limited to the following events, where they have the potential to significantly alter the Group's overall risk profile:

- The start of a material or significant new line of business;
- Capital injection;
- A change in risk tolerance limits;
- Changes to reinsurance or other risk mitigation arrangements;
- A portfolio transfer;
- Major changes in asset mix;
- Long term market disruption resulting in changes to our business or capital plans;
- Occurrence of risk events leading to a significant change in available capital and solvency; and
- Other external change which significantly affects the viability of the Group's business model.

For a fundamental change, we may choose to follow a full ORSA process. The Risk Management function will assess the impact of a change in risk profile and advise the Board whether a full ORSA process needs to be run and a full set of documentation produced. The Board can request the Risk Management team to run the full ORSA process, even if the Risk Management function determines it is not necessary.

The Board reviews the ORSA report and uses this to guide key decisions for the business, such as:

- Deciding the Group's strategy and setting the risk appetite;
- Agreeing the business plan for the Group;
- Any necessary risk mitigation actions;

- Forward looking identification and assessment of material risks arising from the business strategy or in the business plan;
- Challenging the results of the standard formula SCR calculation; and
- Assessing the Group's short- and long-term capital position.

In relation to the SCR, the Group produces a five-year projection of the Group's SCR position in line with the Group's business plan horizon. The ORSA, which is prepared on a three-year basis, is compared to the results of the SCR projection in order to determine whether additional solvency cover is required. The outcome of this assessment is recorded in the ORSA report and shared with the regulator as required.

B5. Overview of Internal Control System

Internal controls are the processes established by the Board to provide reasonable assurance of effectively and efficiently meeting, inter alia, the Group's various operational, financial and compliance objectives.

The system of internal control includes all policies and procedures adopted by management to assist in achieving the Group's objective of ensuring, as far as practicable, the orderly and efficient conduct of its business.

The system of internal control relates to every aspect of the Group's operations, including but not limited to the:

- Adherence to management policies;
- Safeguarding of assets;
- Prevention and detection of fraud and error;
- Data protection and generally assuring information security;
- Prevention and detection of cyber threats;
- Accuracy and completeness of accounting records; and
- Timely preparation of reliable financial information.

System of internal control objectives

Senior managers are charged with the responsibility for designing, implementing and communicating a network of procedures and processes. These have the objective of controlling the operations of the Group in a manner which provides the Board with reasonable assurance that:

- Data and information published either internally or externally is accurate, reliable, complete and timely;
- The actions of all employees are in compliance with the Group's policies, standards, plans and procedures, and all relevant laws and regulations;
- The Group's resources (including its people, systems, data / information bases, and client goodwill) are adequately protected; and
- The Group's internal controls promote the achievement of the Group's plans, programs, goals and objectives.

Components of internal control

The following components make up the Group's system of internal control and help to achieve the objectives of controlling the operations of the Group:

a) Control Environment
b) Risk Assessment
c) Control Activities
d) Information and Communication
e) Monitoring

a. Control Environment

The control environment is set by the Board and senior management in line with the Group's risk appetite as well as its priorities and direction. The control environment sets the tone for the Group. It provides discipline and structure and strongly influences the control consciousness of all staff. Key factors in the control environment include the integrity, ethical values and competence of all personnel.

The Board is responsible for:

- Approving and periodically reviewing the overall business strategies and significant policies of the Group;
- Understanding the major risks run by the Group, setting acceptable levels for these risks and ensuring that senior management takes the steps necessary to identify, measure, monitor and control these risks;
- Approving the organisational structure; and
- Ensuring that senior management is monitoring the effectiveness of the internal control system.

The Board is ultimately responsible for ensuring that an adequate and effective system of internal control is established and maintained.

Senior management is responsible for:

- Implementing the strategies and policies approved by the Board;
- Developing processes that identify, measure, monitor and control risks incurred by the Group;
- Maintaining an organisational structure that clearly assigns responsibility, authority and reporting relationships;
- Ensuring that delegated responsibilities are effectively carried out;
- Setting appropriate internal control policies; and
- Monitoring the adequacy and effectiveness of the internal control system.

Both the Board and senior management are responsible for promoting high ethical and integrity standards, and for establishing and communicating a culture within the Group that emphasises and demonstrates to all levels of personnel the importance of internal controls.

b. Risk Assessment

Risk assessment is the identification and analysis of relevant risks which may prevent the Group or a specific business unit from meeting its operational, financial and compliance objectives. The GRAC identifies risks affecting the Group, both internally and externally, and recommends risk strategy to the Board.

c. Control Activities

Control activities are the policies and procedures established to ensure that Board and senior management's directives are implemented, and risks identified are mitigated. All employees need to be aware of the Group's policies and procedures. Managers should supplement these with departmental guidance where necessary.

Control is a function of management and is an integral part of the overall process of managing operations. As such, it is the responsibility of managers at all levels of the Group to:

- Identify and evaluate the exposures to loss relating to their sphere of operations;
- Specify and establish policies, plans, and operating standards, procedures, systems, and other disciplines to be used to minimise, mitigate, and/or limit the risks associated with the exposures identified;
- Establish practical controlling processes that require and encourage all employees to carry out their duties and responsibilities in a manner that achieves the control objectives outlined above; and
- Maintain the effectiveness of the controlling processes established and foster continuous improvement to these processes.

d. Information and Communication

Pertinent information must be identified, captured and communicated in a form and timeframe that enables staff to carry out their responsibilities. Continuous communication is essential to the effectiveness of the system of internal control and reaching its objectives.

e. Monitoring

Monitoring is the process that assesses the quality of the internal control system and follows the three lines of defence philosophy. The Group requires the following monitoring to take place:

- Managers are responsible for monitoring activities performed within their department;
- The Compliance Function assesses the appropriateness of and compliance with the Group's policies and procedures;
- Internal Audit is responsible for examining and evaluating the functioning and adequacy of the internal controls and compliance with policies and procedures; and
- The GRAC reviews the effectiveness of monitoring actions.

<u>Compliance Function</u>

The Compliance Function is responsible for:

- Ensuring that the Group complies with all applicable laws and regulatory requirements as well as with all internal policies, processes and procedures; and
- Reporting to management and the GRAC on the appropriateness of the Group's compliance procedures; following up identified deficiencies and suggesting improvements as necessary.

The Compliance Function comprises the Group Risk Assurance Director, supported by the Head of Compliance UK and the Head of Compliance Luxembourg. There are further employees in the branches who have specific compliance responsibilities and there is also a central Risk Assurance team in the UK. The Group Risk Assurance Director reports to the Chief Executive Officer and has independent access to the GRAC. The Group Risk Assurance Director also attends the Group EDC.

B6. Internal Audit Function

The Board has established an Internal Audit Function, which is the third line of defence in the Group. Internal Audit is independent from all operational activities.

The primary role of Internal Audit is to help the Board and Executive Management to protect the assets, reputation and sustainability of the organisation. It does this by assessing whether all significant risks are identified and appropriately reported by management and the Risk function to the Board and

Executive Management; assessing whether they are adequately controlled; and by challenging Executive Management to improve the effectiveness of governance, risk management and internal controls.

The Group's Internal Audit Function is overseen by the GRAC. In this capacity, the GRAC is responsible for agreeing an annual programme of internal audit activity, overseeing the performance of internal audits and determining that all major issues reported by the Internal Audit Function have been satisfactorily addressed.

On a day-to-day basis the internal audit activity is overseen by the Director of Internal Audit. Where appropriate, the Group makes use of specialist resource from external providers or internally where there are no conflicts of interest. The use of specialist external resources helps to ensure the independence of the Function and provides the business with a wider range of skills for carrying out audit activities than is available from suitably independent internal staff. Internal Audit reports through the GRAC quarterly but also has a regular reporting line to the Chief Executive Officer. Internal Audit is also able to report directly to the GRAC outside the regular committee meetings.

B7. Actuarial Function

There are three licensed insurance entities within the Group. The arrangements for actuarial function holders for each of the insurance entities are:

- ANDI UK – the role of actuarial function holder is outsourced to a specialist third party provider, Insight Risk Consulting. The Actuarial Function Holder for ANDI UK has a direct reporting line to the Chief Executive Officer. The day-to-day actuarial work in support of the holder of the function is carried out by the Group's Actuarial team. The Actuarial Function Holder is a qualified member of the UK Institute and Faculty of Actuaries and has complied continuously with the specific professional obligations that the Institute requires.
- ANDIE – the Actuarial Function Holder is part of the Group's Actuarial team. The Actuarial Function Holder is a qualified member of the Institute of Actuaries in Belgium and the Institute and Faculty of Actuaries in the United Kingdom and has complied continuously with the specific professional obligations that the Institute requires.
- ANDLIE – the Actuarial Function Holder is a qualified actuary who is a member of the ANDLIE board of directors.

Each of the Actuarial Function Holders has suitable ability, experience, resources and independence to carry out the prescribed tasks of the function holder. The appointment of each Actuarial Function Holder is approved by the relevant regulator.

The wider Actuarial team is made up of qualified members and associated members of the UK Institute and Faculty of Actuaries, equivalent international actuarial bodies, analysts and data management specialists, all of whom comply with relevant professional obligations.

The Actuarial Functions are responsible for:

- Co-ordinating the calculation of technical provisions;
- Reviewing the appropriateness of the methods, models and assumptions used in the calculation of the technical provisions;
- Reviewing the sufficiency and quality of the data used in the calculation of the technical provisions;
- Providing an opinion to each Company's relevant governance body on the underwriting policy and adequacy of reinsurance;
- Contribution to the effective implementation of risk modelling underlying the calculation of capital requirements; and

- Producing the annual actuarial reports for the PRA, the CAA and BaFin, the regulators of the three insurance entities.

B8. Outsourcing

The Group considers outsourcing arrangements for an activity when it is not cost-effective or possible to carry out the activity internally. The Group recognises that it remains responsible for discharging all legal and regulatory responsibilities relating to the outsourced activity.

In order to reduce the risks associated with outsourcing, the Group has an established outsourcing policy. This policy covers the following:

- Assessment of outsourcing risks;
- Selection and due diligence of outsource service provider;
- Definition of contractual requirements and confidentiality arrangements; and
- Schedule of audits and compliance monitoring.

The EDC is responsible for designating suitable owners for each outsourced arrangement, overseeing the outsourced activities and ensuring that the outsourcing policy is followed. Each outsourced business process has an owner, responsible for ensuring that appropriate controls to manage the risks from outsourcing are in place and that there is regular monitoring of performance. Outsourced business process owners work in conjunction with Risk Management, Compliance and other functions including IT, Legal and Human Resources.

The Group is currently using several service providers to undertake critical or important functions on its behalf. Details of these are as follows:

a. Policy administration and underwriting

The Group has engaged with third party organisations, typically through delegated underwriting authority, for the policy administration and underwriting of certain products and / or business lines. Outsourced underwriting is performed in several countries, the most significant of which are with the Group's subsidiary Insure the Box in the UK, with Lloyd Latchford Limited, AutoProtect Limited and Nukula Limited (trading as InsureThat) in the UK, with Liberty Seguros in Spain, and with Gjensidige in Norway.

b. Claims

The Group has outsourced certain of its claims handling and settlement arrangements, again typically through delegated claims authority, for claims for certain products and / or business lines. Outsourced claims handling is performed in France, Belgium, Germany, Holland, Norway, Finland, Denmark, Italy, Spain and the UK. The most significant of these arrangements are with the Group's subsidiary Insure the Box in the UK, with FM Global Limited, the Davies Group Limited, AutoProtect Limited and Nukula Limited (trading as InsureThat) in the UK, with Liberty Seguros in Spain, and with Gjensidige in Norway.

The arrangements with FM Global Limited in the UK were fully insourced from 1 November 2021.

c. Audits

Day-to-day internal audit activity is overseen by the Group's Internal Audit Director. Where appropriate, the Internal Audit Director engages third parties to provide specialist skills to support with audit activity.

d. Business continuity planning

The Group has an established and tested Business Continuity Policy, which sets out the requirements for local BCP plans and coordination with Disaster Recovery (e.g. in the event of a major systems or network outage). Depending upon the size and nature of each local operation, contracts are in place with dedicated workplace recovery sites. Where the nature of the local operations allows, staff are equipped to work securely from home. This capability has recently been proven over an extended period due to the COVID-19 crisis, during which over 95% of our employees were able to continue business as usual.

e. Human Resources

The Group uses outsourced payroll services providers in several of the countries in which it operates.

f. Investment management

The Group has outsourced the management of its bond portfolio to Goldman Sachs Asset Management, based in London (for ANDI UK and ANDIE), and to DEVK Asset Management GmbH in Germany (for ANDLIE only).

B9. Adequacy of system of governance

The system of governance is considered appropriate for the Group taking into account the nature, scale and complexity of the risks inherent in the business.

B10. Other information

No other information.

B11. Group's system of governance

The Group operates an enterprise-wide risk management framework, and this is applied consistently across all the Group undertakings within the scope of group supervision. The risk management framework is described in section B3.

The Group's management services provider, ANDIM, provides management services to ANDI UK, ANDIE and TIM within the UK. In the European branches of ANDIE, the employees are employed by ANDIE itself. The employees of ANDIE provide management services (including IT, facilities, finance and risk) to ANDLIE, with these arrangements being governed by service level agreements.

The sum of the SCRs for the insurance entities within the Group (ANDI UK, ANDIE and ANDLIE) is greater on an aggregation and deduction basis (the alternative method for calculating group solvency) than it is using the accounting consolidation approach, the default method and the one used by the Group. On an aggregation and deduction basis, the combined solo SCRs of ANDI UK (£53.2m), ANDIE (£80.0m) and ANDLIE (£8.0m) are £141.2m, whereas the Group SCR calculated on a consolidation basis is £119.7m. The difference is due to several diversification effects of calculating a consolidated Group SCR using the standard formula. More detail on the diversification effects is provided in Section E5.

C. Risk Profile

Overall responsibility for the management of the Group's exposure to risk lies with the Board. To support it in its role, the Board has established an enterprise risk management framework comprising risk identification, risk assessment, control and reporting processes. The Board is assisted in its oversight of the risk management framework by the Corporate Governance and Business committees.

An annual suite of stress tests and reverse stress tests, including underwriting (pricing, reserving and catastrophe), market, operational and credit related scenarios is performed as part of other regulatory reports (ORSA report, Rapport Actuarial and Actuarial Function Reports).

The Risk Management team has been implementing 'Scenario Thinking' within the management team. The method may be summarised as follows:

a. Setting of a focal issue (for ANDEL, 'Achieving profitability') and time horizon (3 years)
b. Determining the driving forces that affect the organisation
c. Clustering the driving forces
d. Defining plausible possible extreme outcomes for each cluster of driving forces
e. Carrying out impact and uncertainty analysis
f. Defining possible extreme outcomes for the most uncertain high impact outcomes
g. Building description of the main outcomes
h. Developing the key events, chronology and actors for the scenarios

The above approach aims to:

- open up a wider set of perspectives on the present than currently exists;
- provide a set of conditions under which to test existing strategies, to check robustness across the full range of plausible possible futures
- to provide feedback into the development (by the Board) of new strategies and plans in response to what are perceived to be alternative future business environments

We carried out various tests and examined plausible scenarios against the ORSA capital requirements. These included a failure to meet growth targets, loss of significant strategic partners, operational losses through a loss of key business sites, exchange rate volatility and the failure of a banking partner. We also considered the exhaustion of reinsurance cover, events with significant losses in countries with no natural catastrophe reinsurance cover, an accumulation of natural catastrophe events below the level of the franchise, an increase in claim frequency and a financial market shock.

We also performed various reverse stress tests, including:

- Scenarios leading to insolvency (i.e. those that could result in a loss of at least £30m, i.e. enough to erode our surplus capital resources)
- Scenarios leading to business model becoming unviable
- Scenarios leading to loss of confidence of key stakeholders

Additionally to the tests above mentioned we have also considered the impact on the Group's solvency of the following sensitivities:

- A 1% increase of the Group's net loss ratio; and
- A movement of 10% in exchange rates.

Additional comments are provided below for liquidity risk, credit risk and operational risk.

C1. Insurance risk

Nature of the risk

This is the risk that arises from the inherent uncertainty as to the occurrence, amount and timing of insurance liabilities. It manifests itself in variability in the contribution towards expenses and profits.

The risk arises both from current year activity (premium risk) and the run-off of claims which occurred in the current year and prior years (reserving risk).

Methods used to assess and quantify the risk

The Group also assesses its underwriting risk through experience analysis (analysis of actual performance against the performance expected according to the Group's business plan) and through its reserving process, which is overseen by the Reserving Committee.

As part of the ORSA process, insurance risks are quantified internally using a simulation model which is used to assess variability of the contribution compared to the business plan. Our modelling approach has been independently validated by third parties over the past few years.

Risk parameters are selected for the following variables, for each portfolio individually, and the simulation model is used to create a distribution of values for each portfolio to identify the portfolios with the greatest contribution to the overall insurance risk:

- Volume of business;
- Current year loss ratio;
- Claim frequency and severity;
- Natural catastrophe;
- Reserve run-off, and
- Events not in data ("ENID") scenarios.

a. Volume of business

The risk of the volume of business being higher or lower than expected, for example due to higher or lower levels of new business, or changes in the rate at which customers renew their policies.

b. Current year loss ratio

The risk of the current loss ratio being different from the expected level, due to market wide trends or company specific variability.

Some examples of market-wide trends are claims inflation, changes in the level of competition, etc. In effect this represents the variability that exists within each market's insurance cycle.

Separate risk parameters are selected for frequency and severity of small, large and natural catastrophe claims. Deviation from plan can occur due to natural random variability but can also be because of variation in the Company's success at achieving planned claims savings.

The mitigating impact of excess of loss and quota-share reinsurance is incorporated into the model, to ensure that the result net of reinsurance can be estimated appropriately.

c. Claim frequency and severity

For both small and large claims (greater than £100k), we model the typical variation in the frequency and severity of claims.

d. Natural catastrophe

We model the typical variation in frequency and severity of losses due to Natural Catastrophe events. Our greatest exposure to Natural Catastrophes differs by geographic location. Our exposures include Hail Damage in the UK, Germany, Italy, France and Denmark; Windstorm in the UK, Germany, France, Norway and Denmark and Flood in the UK and Germany.

The mitigating impact of excess of loss and quota-share reinsurance is incorporated into the model, to ensure that the result net of reinsurance can be estimated appropriately.

e. Reserve run-off and ENID scenarios

We model the reserve runoff using a standard market practice: the one-year Mack bootstrap. This approach and its implementation were reviewed by an external party. One-year parameters are applied every year until reaching the 3-year time horizon. ENID scenarios are applied on top of the reserve runoff in order to capture Events Not In Data. This is achieved through the use of pre-defined events to which we have assigned a “ladder-step” impact and probability (i.e. for example some scenarios could have 3, 4, or 5 outcomes, each of them with a probability of occurrence).

Risk mitigation

Disciplined underwriting including appropriate risk management and pricing control is essential to the Group’s success. The Group maintains underwriting and claims policies which define the approach in respect of risk selection and management and each underwriter has an individual mandate governing the acceptance of risks based on their competence. The Group makes use of its own data in making such decisions supplemented by data and advice from expert third parties and insurance partners. In addition, the Group has a centrally managed forum reviewing underwriting issues and performance, including the approval of new products.

Reinsurance is used to manage insurance risk. Much of the reinsurance is placed with the Group’s parent, ADJ, which is A+ rated. The Group also enters into quota share and co-insurance arrangements with third parties. These arrangements vary depending on the product and country in question. The Group also places an excess of loss programme with a high-quality panel of reinsurers, including its parent company. The risk of default by reinsurers is discussed in the section on Credit risk.

Risk sensitivity for underwriting risks

As mentioned in the introduction of this section, we have considered the impact on the Group’s solvency of a 1% increase of the Group’s net loss ratio: the Group’s year-end solvency would be reduced by £2.4m. At year-end 2021, our earned loss ratio was broadly in line with plan. For 2022, assuming the economy and mobility return to pre-pandemic levels, we expect the earned loss ratio to increase.

C2. Market risk

Nature of the risk

This is the risk of external market influences affecting the Group’s net asset value, for example changes in interest rates affecting the value of assets, changes in the levels of investment return, changes in exchange rates, etc.

At the end of 2021, the Group’s investments consisted of £2.5m in equities (2020: £2.3m), £312.5m in bonds (2020: £328.6m), £67.9m in money market fund holdings (2020: £70.4m) and £92.1m in cash (2020: £82.8m). The Group also has subsidiary companies as detailed in the group structure chart in Section A1 and there is a risk that the valuations of these companies (treated as participations within the Solvency II balance sheet) will change because of their performance.

The bond portfolio is expected to be held until maturity. As mark-to-market pricing is required when drawing up the Solvency II balance sheet day-to-day market values have an effect on the available Solvency II capital. However, the mark-to-market movements do not affect the Group's cash flows from investments. The risk of being required to sell bonds at a loss to cover unexpected liabilities is considered under liquidity risk.

An alternative to investing in fixed income bonds is to invest in cash or money market funds. As at the end of 2021 the Group's cash holdings were £92.1m (2020: £82.8m) and money market fund holdings were £67.9m (2020: £70.4m). Cash, deposits and money market funds are not typically affected by market value fluctuations and are therefore more secure from a capital point of view. However, investing in cash and money market funds introduces greater uncertainty as to the level of income that can be achieved, as this is affected by fluctuating (and, recently, persistently low) interest rates.

Other than subsidiaries held for strategic purposes, the Group's investment policy is to limit the amount of equities it holds. This is subject to ongoing review. Currently only ANDLIE has non-subsidiary equity investments, and these amount to £2.5m (2020: £2.3m).

The Group has assets and liabilities in three main currencies: GBP, EUR and NOK. The Company also has some assets and liabilities in other currencies, but these are not material. Where there is a requirement to hold a certain level of capital in local currency for an overseas subsidiary (other than GBP, EUR and NOK) the approach is to hold the minimum required plus sufficient for projected operating cash flow requirements. As a result, Group's exposure to movements in currencies other than EUR and NOK is not significant.

Methods used to assess and quantify the risk

Market risks are quantified using a simulation model, separate from that used for insurance risks. Variability parameters for interest rates, bond yields and exchange rates for each currency are selected and the model is then used to create a distribution of the change in net asset and liability values due to each risk, from which the capital requirement can be measured.

- Bond yields – a range of potential movements in yields are chosen and the model calculates for each movement the impact on the value of each bond held;
- Exchange rates – a range of potential movements in exchange rates is chosen and the model calculates for each movement the impact on the GBP value of the Group's net assets; and
- Risk-free yields – a range of risk-free yields is chosen, and the model calculates the impact on the value of technical provisions and on investments.

Risk mitigation

The Group manages its market risk in several ways, among which the following can be highlighted:

- The Group has an asset liability management ("ALM") framework that has been developed to achieve investment returns in excess of obligations under insurance contracts. The principal technique of the ALM framework is to match assets to the liabilities arising from insurance contracts by reference to the expected timing of settlement of liabilities. The assets of ANDLIE are managed separately from the general business but according to the same principles. The ALM framework is integrated with the management of the financial risks associated with the Group's other financial assets and liabilities not directly associated with insurance and investment liabilities;
- The Group monitors interest rate risk by calculating the mean duration of the investment portfolio and of the policyholder liabilities. The mean duration is an indicator of the sensitivity of the assets and liabilities to changes in current interest rates. Any gap between the mean

duration of the assets and the estimated mean duration of the liabilities is minimised by means of buying and selling fixed interest securities of different durations;

- The Group has a defined investment policy which sets limits on exposure to securities both in aggregate terms and by geography, industry and counterparty. Investment management meetings are held quarterly. The Group invests principally in high quality corporate bonds in the UK and Europe, with the average rating of the bond portfolio of A+ (2020: A) and duration of 3.5 years (2020: 3.8 years). Corporate bonds below investment grade are not permitted.
- ANDIE maintains the outsourced management of its bond portfolio with Goldman Sachs Asset Management, while ANDLIE uses DEVK Asset Management.
- The Group seeks to mitigate the risk by matching the estimated foreign currency denominated liabilities with assets denominated in the same currency.

The Group does not currently use derivative financial instruments. This is kept under regular review.

Risk sensitivity for market risks

The Group's SCR is sensitive to movements in underlying foreign currency exchange rates. The Group is exposed to currency risk to the extent that the foreign currency denominated assets it holds do not match its liabilities in those currencies. The Group seeks to minimise this risk by matching its assets and liabilities by currency. The Group does not use hedging instruments to control the foreign exchange risk. At the balance sheet date, the Group had exposures in the following currencies:

	2021		2020	
	€m	NOK m	€m	NOK m
Assets	246.5	170.9	188.3	153.7
Liabilities	223.9	124.6	164.6	115.3
Unmatched exposure	22.7	46.4	23.7	38.4
Sterling equivalent	19.0	3.9	21.2	3.3

The impact of a 10% change in the value of Euros to Sterling is £1.9m (2020: £2.1m) and the impact of a 10% change in the value of NOK to Sterling is £0.4m (2020: £0.3m).

The Group is exposed to movements in interest rates, which affect the value of the Group's mark-to-market financial investment holdings and the value of its technical provisions. The standard formula SCR calculation includes upward and downward interest rate shock scenarios. The downward shock does not have a material effect on the Group's SCR. However, the upward shock reduces the difference between assets and liabilities by £4.8m. This shock particularly impacts the valuation of our assets (£12.1m).

C3. Credit risk

Nature of the risk

Credit risk is the risk that counterparties will be unable to pay amounts in full when due. Key areas where the Group is exposed to credit risk are:

- exposure to corporate bonds;
- exposure to the failure of bank counterparties;
- reinsurers' share of insurance liabilities;
- amounts due from reinsurers in respect of claims already paid;
- amounts due from insurance contract holders; and
- amounts due from insurance intermediaries.

Methods used to assess and quantify the risk

The Group measures the capital requirement for credit risk using a simulation model to determine the distribution of the total amount of defaults. For each exposure, a probability of default, based on credit rating, is assumed and there is an assumed recovery percentage on default. We also make assumptions about the correlation between exposures, for example allowing for a 50% positive correlation between reinsurance counterparties due to the interconnected nature of the reinsurance market in which one event can hit many reinsurers simultaneously. Some debts are with counterparties which do not have credit ratings – for example, overdue premiums owed by insurance customers or intermediaries – and in this case the assumed default probabilities are higher, albeit the risk is diversified due to the number of policyholders and intermediaries. For the purposes of the Solvency II balance sheet, premium debtors over three months past due are written off in accordance with the requirements.

Risk mitigation

The Group's risk appetite places limits on credit risk by specifying the minimum credit rating that counterparty must have for us to do business with them. Reinsurers must have a credit rating of at least A-, and investment counterparties must have a rating of at least A- with the exception that the risk appetite permits a limited exposure to BBB bonds. In some cases, a counterparty's credit rating changes after a debt has been accrued, and the Group considers the appropriate response to this occurrence on a case by case basis. Typically, balances are minimised in response to a downgrade, and in some cases, we would no longer allow debt to accrue with a counterparty. The Group also considers the advice of its investment managers Goldman Sachs Asset Management and DEVK Asset Management (for ANDLIE).

The Group places limits on its exposure to a single counterparty, or groups of counterparties, and to geographical and industry segments. The Group does not have an explicit limit on reinsurance with its parent ADJ. However, all intra-group reinsurance transactions are conducted on an arm's length basis and as such counterparty credit risk is assessed and managed.

The existence of reinsurance arrangements does not discharge the Group's liability as primary insurer. If a reinsurer fails to pay a claim, the Group remains liable for the payment to the policyholder. The creditworthiness of reinsurers is considered on an annual basis by reviewing their financial strength prior to finalisation of any contract. In addition, the recent payment history of reinsurers is used to update the reinsurance purchasing strategy. Much of the reinsurance is placed with the Group's parent company, which is A+ rated.

Risk sensitivity for credit risks

The Group's largest single exposure is to its parent ADJ, which is A+ rated.

The Group has some exposure to BBB rated bonds. The total amount is not permitted to be more than 15% of the total bond portfolio and individual holdings in BBB investments are typically restricted to 1.25% of the total bond portfolio. All BBB investments are closely monitored with the assistance of Goldman Sachs Asset Management. As at the balance sheet date, the total BBB investment exposure was £36.3m (2020: £33.5m). This equates to 11.6% of the total Group bond portfolio (2020: 10.2%).

C4. Liquidity risk

Nature of the risk

Liquidity risk is the risk that cash may not be available to pay obligations when due at a reasonable cost. The Board sets limits on the minimum proportion of maturing funds available to meet such calls and on the minimum level of borrowing facilities that should be in place to cover anticipated liabilities and unexpected levels of demand. The Group's portfolio is kept in highly liquid marketable securities to meet liabilities as they fall due.

Liquidity risk affects the Group in two main ways:

- Cash flow uncertainty. There can be an uncertainty in the liability, either in terms of its value or its timing. In either case, insufficient funds would be available to meet the requirement. This can arise as a result of claims (the most significant area), through a mismatch between the timing of gross claims being paid and reinsurance recoveries collected, from creditor invoices and expenses and from country risk and currency controls (where a sovereign may restrict the cross-border movement of cash).
- Asset values. There are several circumstances which can prevent or restrict the sale of an asset or access to liquid funds. These include the downgrade or failure of a counterparty, bank failure or market or segment downturn. However, given the nature of the Group's investment portfolio this risk is deemed to be low.

Methods used to assess and quantify the risk

Liquidity risk is not considered to be a significant risk for the Group. Although there are scenarios in which the Group would not be able to meet its cash flow requirements as they fall due these are considered extreme.

Risk mitigation

The Group carries out the following to mitigate liquidity risk:

- Cash flow forecasting. The Group monitors its cash flows closely across all branches to ensure they are correctly funded and matches the cash flow of its assets and liabilities.
- A significant proportion of liquid assets are held at all times to meet expected liabilities.
- The investment policy has been set to avoid concentration risk and to ensure high quality liquid assets.
- Liquidity is regularly monitored by the Treasury department and quarterly by the Investment Committee.

Risk sensitivity for liquidity risks

Cash, deposits and money market funds at the year-end totalled £160.0m (2020: £153.2m). The insurance business is broadly cash neutral, with some fluctuations over the year. There are also £312.5m (2020: £328.6m) of fixed income bonds which are highly liquid in most market circumstances. It would therefore require an extreme cash flow shock for a material liquidity risk to arise.

C5. Operational risk

Nature of the risk

This is the risk that errors caused by people, processes or systems lead to losses to the Group, or the risk that arises from unanticipated or poorly anticipated external events.

Among the most important contributors to operational risk considered by the Group are:

- Internal and external fraud;
- Legal action against the Company;
- Significantly higher than expected inflation of costs;

- Changes in employment law;
- Improper market practices;
- Failure to comply with regulations;
- Project overruns or failures;
- Poor performance or failure of an outsourced provider;
- Business disruption and system failures;
- Damage to physical assets (e.g. due to natural catastrophe);
- Loss of key personnel;
- Pandemic;
- Unexpected subsidiary funding requirements;
- Inadequate or inaccurate systems;
- Unauthorised access to sensitive data; and
- Cyber-crime and system security.

Methods used to assess and quantify the risk

The Group maintains a record of significant materialised internal risk events and takes account of materialised risk events within the wider market.

The Group maintains risk registers for each significant business function and unit. These are used to inform the approach for modelling operational risk, which relies on expert judgement on the likelihood and severity of various scenarios. The resulting risk profile for operational risk is assessed quantitatively and is incorporated in the assessment of solvency requirements.

Risk mitigation

The Group manages operational risk mainly through the use of detailed procedure manuals and a structured programme of testing of processes and systems, carried out by Internal Audit and by the parent company's Compliance and Internal Audit departments. The Group's enterprise risk management framework also requires all key functions and units to maintain risk registers, which are reviewed and challenged by the Risk Management Function, with a process of escalation of key issues to the Group's Risk Committee. Materialised risk events experienced within the Group are captured, remediation co-ordinated and root cause analysis performed using the Group's risk management application.

Risk sensitivity for operational risks

The operational risk per the SCR standard formula calculation is 12.6% (2020: 13.3%) of the Group SCR as at the balance sheet date. However, the Group's ORSA includes a higher amount for operational risk to reflect management and the Board's view that the Group's operational risk is higher than the SCR standard formula indicates.

While the Group's response to Covid-19 has proved that our operational model and business continuity procedures are robust, there is a possibility of further waves of the pandemic, which may result in further situations of compulsory home working and associated operational costs and complexity. Following the Covid-19 pandemic, there was an increase in cyber-crime worldwide and this remains the case with further recent examples of cyber-attacks. The Group also faces increased regulatory pressures. The most recent example comes from the European Data Protection Guidelines, which impact the processing of telematics data, which is relevant to the Group given the intention to introduce new product types and to roll-out further telematics-based products in European markets.

The analysis of operational risk carried out for the ORSA completed in September 2021 (based on data as at 31 December 2020) has arrived at an operational risk of £20m (2020: £20m), which is 32.4%

higher than the amount calculated according to the SCR standard formula (2020: 39% higher). The SCR coverage ratio would be sufficient to absorb a loss at this level.

C6. Other risks

Strategic risk

Strategic risk is the current or prospective risk to earnings and capital arising from changes in the business environment and from adverse business decisions, improper implementation of decisions and the lack of responsiveness to changes in the business environment.

A significant proportion of the Group's business relies on the parent company's relationship with Toyota. This mono-customer strategy (which applies to much of the business other than the UK) is the Group's most significant strategic risk, as according to our reverse stress testing exercise it is considered to be the risk that is most likely to render the business model unviable. While the Group has diversified its product base and its business lines the relationship with Toyota is likely to remain the largest single distribution channel for some time. This risk is mitigated by the close relationship at all levels with Toyota and in the medium-term by the diversification in our client base and distribution channels.

Reputational risk

Reputational risk is a form of strategic risk within the Group's risk taxonomy. Reputational risk is defined as the risk of losses as a result of damage to the reputation and brands of the Group or of other companies on which the Group's fortunes depend.

The main forms of reputational risk affecting the Group are:

- Damage to the Toyota brand, as much of the Company's business is Toyota branded;
- The Group's own reputation with Toyota and credibility as an insurance partner;
- Reputational damage to the Insure The Box brand; and
- Damage as a result of failures by out-sourced providers, co-insurance partners or problems in the wider MS&AD Insurance Group.

Issues from a Toyota perspective are largely confined to reductions in car sales and hence lower levels of new insurance business. This has been demonstrated by the effect on the business of various safety recalls that have been instigated by Toyota over the past few years. Retention was unaffected across all countries as customers were able to distinguish between the issues relating to the safety recall and the insurance product. In these circumstances the short-term financial impact is small, growing only over an extended period. The Group uses a wide range of outsourced suppliers, including co-insurance arrangements. Brand damage to a co-insurer would potentially be more visible and could have an impact on our operations although the focus of the branding is Toyota. Problems at other MS&AD group entities could also potentially affect relationships with regulators or other partners.

In terms of our own competitiveness and customer service the most important mitigation is to promote strong relationships at all levels to ensure problems are addressed and explained at an early stage to prevent escalation into more serious issues. This starts with regular reviews of key performance indictors and complaints to external management meetings at various levels to ensure that we are strategically and operationally aligned with Toyota.

C7. Other information

No other information.

C8. Group's risk profile

There are no other significant risk concentrations at the level of the Group beyond those detailed above.

D. Valuation for Solvency Purposes

The following table sets out the Group's assets and liabilities as at 31 December 2021:

	IFRS reporting value	Reclassification/ valuation	Solvency II value
Assets:	**£m**	**£m**	**£m**
Deferred acquisition costs	84.5	(84.5)	-
Intangible assets	11.8	(11.8)	-
Property, plant & equipment	16.6	(14.8)	1.8
Holdings in related undertakings	0.3	(6.2)	(5.9)
Equities	3.0	(0.5)	2.5
Bonds	309.4	3.0	312.5
Collective investment undertakings	67.9	(0.0)	67.9
Reinsurance recoverables	289.8	(48.6)	241.2
Insurance receivables	87.1	19.9	107.0
Reinsurance receivables	9.0	14.9	23.9
Cash and cash equivalents	133.8	(41.7)	92.1
Other assets	21.1	(0.4)	20.7
Total assets	**1,034.4**	**(170.6)**	**863.8**
Liabilities:			
Technical provisions – non-life	615.8	(132.4)	483.4
Technical provisions – health and life	38.7	(24.3)	14.5
Provisions other than technical provisions	-	1.3	1.3
Deferred tax	-	4.7	4.7
Insurance payables	13.3	17.3	30.7
Reinsurance payables	30.0	(15.3)	14.7
Other liabilities	86.8	(53.2)	33.6
Total liabilities	**784.7**	**(201.8)**	**582.9**
Excess assets over liabilities	**249.7**	**31.2**	**280.9**

The prior year comparative figures are set out in the table below:

	IFRS reporting value	Reclassification/ valuation	Solvency II value
Assets:	**£m**	**£m**	**£m**
Deferred acquisition costs	82.7	(82.7)	-
Intangible assets	15.3	(15.3)	-
Property, plant & equipment	13.3	(11.4)	1.9
Holdings in related undertakings	-	(5.1)	(5.1)
Equities	2.3	(0.0)	2.3
Bonds	324.5	4.1	328.6
Collective investment undertakings	70.4	-	70.4
Reinsurance recoverables	286.5	(38.0)	248.5
Insurance receivables	73.8	8.0	81.8
Reinsurance receivables	16.2	1.0	17.2
Cash and cash equivalents	103.6	(20.8)	82.8
Other assets	34.1	(20.5)	13.6
Total assets	**1,022.7**	**(180.7)**	**842.0**
Liabilities:			
Technical provisions – non-life	589.7	(90.7)	499.0
Technical provisions – health and life	43.2	(27.9)	15.3
Provisions other than technical provisions	-	1.0	1.0
Deferred tax	-	4.7	4.7
Insurance payables	13.4	1.8	15.2
Reinsurance payables	34.0	(3.3)	30.7
Other liabilities	71.7	(37.0)	34.7
Total liabilities	**752.0**	**(151.4)**	**600.6**
Excess assets over liabilities	**270.7**	**(29.3)**	**241.4**

D1. Assets

Below is set out the Solvency II valuation basis for each class of asset. Any significant differences in the valuation under Solvency II and the valuation under IFRS are explained for the class of asset in question. Technical provisions are discussed in section D2 and liabilities are considered in section D3.

Deferred acquisition costs

Under IFRS, deferred acquisition costs are earned over the term of the policy, in proportion to the earning of premium. Deferred acquisition costs are shown separately as an asset. Under Solvency II, however, there is no concept of deferred acquisition costs and the asset is written off. This is because although the amounts may not yet have been earned under IFRS they related to acquisition cash flows that have already been paid.

Intangible assets

Under Solvency II intangible assets are assigned a value only when they can be sold separately and a valuation can be derived from an active market for a similar intangible. As the intangibles of the Group do not meet these requirements no value is assigned to them for Solvency II reporting.

Property, plant and equipment

The Group's plant and equipment is held in the IFRS reporting at cost less depreciation. Solvency II requires them to be held at fair value. As active market valuations for the assets in question could not easily be obtained, the Group has written these assets off for the purposes of Solvency II. The remaining amount of £1.8m (2020: £1.9m) relates to property, which is held at fair value in the IFRS reporting and has been maintained at this value in the Solvency II balance sheet.

Holdings in related undertakings, including participations

The Group's IFRS consolidated financial reporting consolidates the assets and liabilities of ANDEL and its subsidiaries. ANDEL directly owns 100% of the issued share capital of ANDIE, ANDIM, ANDI UK, BIGL and 75% of the issued share capital of TIM. ANDIE, BIGL and TIM have subsidiaries, so that the Group has an indirect investment in these subsidiary entities. Within the IFRS consolidation, ANDEL's investments in subsidiaries (both direct and indirect) are replaced by the underlying assets and liabilities of these subsidiaries.

The Group has used the accounting consolidation-based method to prepare its Group Solvency II balance sheet, which is the default method prescribed by the regulations. The consolidation-based method differs from the IFRS consolidation used in the Group financial statements because only the holding company itself (ANDEL), its insurance undertakings (ANDI UK, ANDIE and ANDLIE) and the ancillary services undertaking (ANDIM) are fully consolidated, with intra-group transactions between these five entities eliminated, while the Group's non-insurance subsidiaries are treated as participations, with the net asset value (calculated in accordance with Solvency II valuation rules) included in the Group's balance sheet. Intra-group transactions with the non-insurance subsidiaries are not eliminated.

The holdings in TIM and BIGL are valued using the adjusted equity method referred to in Article 13(b) of the Delegated Regulation as valuation in accordance with Article 10(2) of the Delegated Regulation is not possible:

- The valuation of ANDEL's 75% holding in TIM per the adjusted equity method is £8.4m (2020: £(0.8)m). The increase under Solvency II valuation basis is due to improvement in the financial position of TIM's subsidiaries, so that TIM has an increase in net assets on a Solvency II basis.
- The valuation of ANDEL's 100% holding in BIGL is £(14.2m) (2020: £(4.3)m). The negative valuation for BIGL is due to the removal of intangible assets and those fixed assets which cannot quickly be converted into cash, leaving BIGL with net liabilities on a Solvency II valuation basis.

Equities

As at the reporting date the Group held equity investments of £2.5m (2020: £2.3m). The equity investments are held at fair values. Fair values are quoted prices, unadjusted, in active markets for identical assets. The Group can access these quoted prices at the measurement date.

Bonds

As at the reporting date the Group held investments in fixed income securities of £312.5m (2020: £328.6m). The holdings are split between the asset classes government bonds, corporate bonds and collateralised securities. As at the reporting date, the balance held in each of these asset classes is £36.4m in government and agency bonds (2020: £42.2m), £275.0m in corporate bonds (2020: £275.0m) and £1.1m in collateralised securities (2020: £2.6m).

The bond portfolio is valued at fair value based on the market price as at the reporting date, which are either quoted prices in active markets for identical assets or quoted prices for similar assets in active markets. Quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm's length basis.

The appropriate quoted market price for an asset held is usually the current bid price. Changes in the market value of the bonds are included in the reported value. There are no material estimates, assumptions or judgements made when reporting the value of the bonds. Under Solvency II the value reported includes any interest accrued on each holding as at the reporting date. In the annual accounts this accrued interest is reported as a separate asset under "Accrued interest".

Collective investments undertakings

Under IFRS assets held in short term deposits or collective investment schemes are reported as a component of cash and cash equivalents. Under Solvency II these are reported separately as collective investments undertakings.

As at the reporting date, the Group had £67.9m held in collective investments undertakings (2020: £70.4m). The collective investments undertakings are valued at fair value based on the market price as at the reporting date, which are quoted prices in active markets for identical assets. Quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm's length basis. The appropriate quoted market price for an asset held is usually the current bid price. Changes in the market value of the collective investments undertakings are included in the reported value. There are no material estimates, assumptions or judgements made when reporting the value of the collective investments undertakings.

Reinsurance recoverables

As at the balance sheet date the Group had reinsurance assets totalling £241.1m (2020: £248.5m). Technical provisions include the cash flows from amounts recoverable under programmes of reinsurance. The Group uses quota-share (proportional) reinsurance and excess of loss reinsurance:

- For the quota-share reinsurance arrangements, the cash flows are the relevant percentage of the gross cash flows. Where actuarial methods have been used for the gross best estimates, these are implicitly used to calculate quota share recoveries. A delay is included between the gross cash flows and the corresponding reinsurance recoveries; and
- For our excess of loss treaty, the expected recoveries are not determined using traditional actuarial methods. They are based on an individual assessment of each large claim by the relevant Branch claims manager with the cash flows modelled from the terms of the applicable reinsurance treaty.

Allowance has also been made for the possible default of a reinsurer, as prescribed under Solvency II, using the second highest credit rating for each reinsurance counterparty.

The reinsurance recoverables calculated as part of the Solvency II technical provisions replace the IFRS reinsurance recoverables, which are valued in accordance with the reinsurers' share of the IFRS insurance liabilities. Please refer to the technical provisions section D2 for further details.

Insurance and intermediaries receivables

As at the reporting date, the Group had £107.0m (2020: £81.8m) in insurance and intermediaries receivables. Insurance and intermediaries receivables comprise mostly of insurance premiums past due from policyholders or amounts due from intermediaries in relation to amounts collected from policyholders. The Group maintains a provision for doubtful debts, based on prior loss experience.

Receivables are initially recognised at transactional value plus directly related costs. They are subsequently measured at the lower of their nominal and probable realisation value. Any discounting for the time value of money would not have a material effect. There are no material estimates, assumptions or judgements when reporting the value.

Reinsurance receivables

As at the reporting date, the Group had £23.9m (2020: £17.2m) of reinsurance receivables. Reinsurance receivables comprise amounts due from the Group's reinsurers. The Group's reinsurers must have a credit rating of at least A-. In some cases, a counterparty's credit rating changes after a debt has been accrued, and the Group considers the appropriate response to this occurrence on a case by case basis. The Group provides for any doubtful debts on a case-by-case basis. There are no material estimates, assumptions or judgements when reporting the value.

Cash and cash equivalents

As at the reporting date, the Group had £92.1m (2020: £82.8m) held as cash and cash equivalents. Cash and cash equivalents are valued at fair value as reported to the Group by the relevant financial institutions as at the reporting date. As these are cash amounts held in bank accounts the valuation does not rely on market prices. There are no material estimates, assumptions or judgements when reporting the value of cash and cash equivalents.

Any other assets, not elsewhere shown

As at the reporting date, the Group had £20.7m (2020: £13.6m) of other assets. These other assets include taxation debtors, prepayments and other debtors. As the majority of these assets are short-term in nature the carrying value in the IFRS accounts is considered to approximate to fair value. Any discounting for the time value of money would not have a material effect. There are no material estimates, assumptions or judgements when reporting the value of these assets.

D2. Technical provisions

The technical provisions comprise the claims technical provision, the premium technical provision (which together form the best estimate liability) and the risk margin. They are set in accordance with Solvency II regulations. As at 31 December 2021, the technical provisions were:

Class of business	2021 Net best estimate £m	2021 Risk Margin £m	2020 Net best estimate £m	2020 Risk margin £m
Motor third party liability	145.1	12.8	147.7	10.0
Motor other	64.3	3.1	72.3	3.4
Other life insurance	13.5	0.9	14.3	1.0
Other	13.9	3.1	14.3	2.8
Total	**236.8**	**19.9**	**248.5**	**17.3**

The technical provisions are split into the two largest Solvency II classes of business (both motor), the other life business (written by ANDLIE), with all other business (ANDIE, ANDI UK and ANDLIE) grouped together in "Other". The majority of the business grouped into "Other" is the Solvency II class "Miscellaneous non-life insurance", which includes Guaranteed Asset Protection cover and Extended Warranty.

The basis on which the technical provisions is calculated is outlined below. While premium and claims patterns have been updated for another year's worth of business, there have been no material changes in assumptions made in the technical provisions calculation since the prior year. There are no material differences in bases, methods or assumptions for the different classes of business set out above.

Under Solvency II, the provision for outstanding claims is the best estimate of the cost of all existing open cases and all possible future claims. This contrasts with the value for technical provisions in the IFRS financial statements which is the undiscounted best estimate of all open cases plus future claims as far as they are represented in the claims history (or market history, depending on the method).

The difference between these two bases has been termed "Events Not In Data" or ENIDs. An allowance for ENIDs has been added to the Solvency II technical provisions by loading each future cash flow by a percentage which increases as the length of time to the cash flow increases. Due to the inherent difficulty of estimating the impact of events which have not occurred in the past and which have an extremely low likelihood, these percentages are extremely subjective. However, a previous benchmarking exercise carried out by an independent third party indicated that the Group's approach to ENIDs was broadly in line with that of peer entities.

The undiscounted best estimates in both cases (IFRS and Solvency II) have been calculated using standard deterministic actuarial models. For most classes, development factor (or "chain-ladder") methods have been used. For some liability classes, Bornheutter-Ferguson models (or similar methods which combine our own experience with an average market claims experience) have been used.

Future inflation is implicitly assumed to follow historic inflation except in the case of models based on market average experience where inflation is explicitly considered.

For each homogenous underwriting risk group, a premium payment pattern has been derived using historical data about policy lengths and frequency of premium payments. Future premium payments are calculated by applying these patterns to anticipated gross written premium.

The premium provision includes not only the unearned exposures at the balance sheet date but also the value of policies the Group has committed to writing at a future date but that have not incepted at that date. The contracts written by the Group are non-life business, do not include guaranteed renewals (either explicit or implicit), neither do they include any options or guarantees with a significant financial impact on the company. The contract boundary used is usually one year after inception, although there are contracts with shorter or longer terms. There is allowance for ENIDs for future claims in the premium provisions in the same way as for the outstanding claims provisions.

In some cases, there is insufficient historical data to derive the necessary cash-flow patterns for both premiums and claims. In these cases, cash flows are modelled in proportion to similar accounts where we do have sufficient data. These classes do not make up a significant proportion of the net best estimate as at 31 December 2021.

The technical provisions include a risk margin. A simplification has been used for the calculation of the margin, as permitted, by approximating the whole SCR for each future year using a ratio to technical provisions. This simplification is deemed appropriate because there are no negative best estimates at the valuation or subsequent dates, the Group's reinsurers are A- rated or better and there are no unavoidable market risks.

Technical provisions include the cash flows from amounts recoverable under programmes of reinsurance. The Group uses quota-share (proportional) reinsurance and Excess of Loss reinsurance.

- For the quota-share reinsurance arrangements, the cash flows are the relevant percentage of the gross cash flows. Where actuarial methods have been used for the gross best estimates, these are implicitly used to calculate quota share recoveries. A delay is included between the gross cash flows and the corresponding reinsurance recoveries.

- For our excess of loss treaty, the expected recoveries are not determined using traditional actuarial methods. They are based on an individual assessment of each large claim by the relevant branch claims manager with the cash flows modelled from the terms of the applicable reinsurance treaty.

Allowance has also been made for the possible default of a reinsurer, as prescribed under Solvency II, using the second highest credit rating for each reinsurance counterparty.

For the life business underwritten by ANDLIE, the actuarial reserves are calculated separately for each insurance contract, considering the month of commencement. The calculation is carried out prospectively. The best estimate of the value of the reserves is calculated using the best estimate of the value of the termination rates and recovery rates. The risk-free yield curve is used for discounting. Costs that can be directly allocated to insurance obligations and allocated overheads are incorporated into the projection of the future costs. The risk margin is calculated as per section 58(b) of the Delegated Regulation, using the duration approach (level 3 in the hierarchy of simplifications for the calculation of the risk margin).

Business interruption claims

The Group writes a small number of motor trade policies for Toyota dealerships in the UK. These policies are part of the Group's JIA business and are 100% reinsured by the Group's parent company, ADJ.

On 15 January 2021, the Supreme Court delivered its judgement relating to the FCA "test case" on business interruption coverage wordings in the UK. This judgement is relevant to the Group's motor trade policies in the UK and the customers covered by these.

We have worked proactively with our policyholders and with specialist loss adjustors to analyse the effect of Covid-19 on our customers' business and to determine the amounts to be indemnified by the business interruption cover. We have paid out on one claim during 2021 and we expect to pay out on a further eleven. These financial statements include the reserves for these claims, with a total at the end of 2021 of £2.5m (2020: £3.9m). As the policies are fully reinsured by ADJ there has been no net effect on the Company's results.

The ultimate gross liabilities for the business interruption claims could be materially different from the current estimate, particularly as legal opinion develops regarding the extent to which government furlough payments can be taken into account when calculating business interruption losses. The Group's financial position and net results, however, are not expect to be affected, as the reinsurance provided for the JIA business by ADJ will cover all claims.

D3. Other liabilities

The following table sets out the Group's liabilities (other than technical provisions) as at 31 December 2021:

	2021 £m	2020 £m
Provisions other than technical provisions	1.3	1.0
Deferred tax	4.7	4.7
Insurance and intermediaries payable	30.7	15.2
Reinsurance payables	14.7	30.7
Any other liabilities	33.6	34.7

Below is set out the Solvency II valuation basis for each material class of liability. Any significant differences in the valuation under Solvency II and the valuation under IFRS is explained for the class of liability in question.

The Group does not have any material leasing arrangements.

Provisions other than technical provisions

This includes a provision for profit commission for reinsurance programmes and miscellaneous expense accruals.

Deferred tax

The deferred tax liability of £4.7m (2020: £4.7m) arises on temporary timing differences on the valuation of assets and liabilities under Solvency II. The liability has been calculated with reference to applicable regulations, tax laws and applicable tax rates.

Insurance and intermediaries payable

As at the reporting date, the Group had £30.7m (2020: £15.2m) of insurance and intermediaries payable. These comprise of direct insurance creditors and other insurance payables. The insurance payables are valued in the IFRS accounts initially at fair value and subsequently at amortised cost using the effective interest rate method. However, as these liabilities represent the amounts to be paid to insurance claimants these amounts are not revalued to amortised cost as they are typically settled in the short-term, with the settlement amount rarely differing from the initial valuation. The IFRS valuation therefore substantially equates to fair value and there is no adjustment made for Solvency II valuation purposes. Similarly, there is no adjustment for the valuation of other insurance payables between the IFRS accounts and Solvency II. There are no material estimates, assumptions or judgements when reporting the value of insurance and intermediaries payable.

Reinsurance payables

As at the reporting date, the Group had £14.7m (2020: £30.7m) of reinsurance payables. Reinsurance payables represent premiums due to reinsurers. They are valued initially at transaction value plus attributable costs. They are subsequently measured at amortised cost using the effective interest rate method. As the majority of payables are short-term in nature the carrying value in the IFRS accounts is considered to approximate to fair value. Any discounting for the time value of money would not have a material effect. There are no material estimates, assumptions or judgements when reporting the value.

Any other liabilities, not elsewhere shown

As at the reporting date, the Group had £33.6m (2020: £34.7m) of other liabilities, not elsewhere shown. These amounts represent accruals and other liabilities. Accruals are recognised in line with IFRS, so the Group accrues when it is probable that the Group will be required to settle an obligation and a reliable estimate can be made of the amount of the obligation. Other liabilities are recognised initially at transaction value plus directly attributable costs. As the majority of liabilities are short-term in nature the carrying value in the IFRS accounts is considered to approximate to fair value. Any discounting for the time value of money would not have a material effect. There are no material estimates, assumptions or judgements when reporting the value.

D4. Alternative methods for valuation

There are no alternative methods of valuation employed.

D5. Other information

No other information.

D6. Group's valuation for solvency purposes

There are no differences between the valuation for solvency purposes used at group level for the valuation of the Group's assets, technical provisions and other liabilities and those used by the Group's subsidiaries. The valuations used for ANDI UK's and ANDIE's assets, technical provisions and other liabilities for group solvency purposes are the same as those used on a solo (company-only) basis. The valuations used for ANDLIE's assets, technical provisions and other liabilities are also consistent with the ANDLIE solo basis. The assets and liabilities of the other entities within the Group are valued in accordance with Solvency II valuation principles for both the solo and the group reporting.

E. Capital Management

E1. Own funds

The capital management objective of the Group is to maintain sufficient own funds to cover the SCR and the MCR with an appropriate buffer which takes account of the Group's growth ambitions as set out in its business plan. The Board and the Board Committees consider at least quarterly the ratio of eligible own funds over the SCR and MCR. The Group prepares solvency projections over a five-year period as part of the business planning process. The ORSA, which is prepared on a three-year basis, is compared to the results of the SCR projection at the three-year point to determine whether additional solvency cover is required. The outcome of this assessment is recorded in the ORSA report and shared with the regulator as required.

Own funds are the regulatory capital resources of an insurance undertaking or group under Solvency II. Own funds for the Group consist of the excess of assets over liabilities (including technical provisions), all of which are valued in accordance with Solvency II regulations.

As described in section D1, the Group has used the accounting consolidation-based method to calculate group solvency. Using this method, the own funds of the Group are calculated on the basis of consolidated data, being the line-by-line aggregation of the assets and liabilities of ANDEL, ANDI UK, ANDIE, ANDLIE and ANDIM. The Group's non-insurance and non-regulated undertakings are consolidated as single-line participations. Details of the contributions of these participations to the Group's own funds are provided in section D1.

The Group's own funds comprise of paid in ordinary share capital and the reconciliation reserve. The share capital as at 31 December 2021 is fully paid up and comprises 350,010,000 ordinary shares with a par value of £1 each (2020: 350,010,000 ordinary shares of £1 each). There is a negative reconciliation reserve of £69.1m (2020: negative reconciliation reserve of £108.6m) as noted below:

	2021 £m	2020 £m
Excess of assets over liabilities	280.9	241.4
Less: ordinary share capital	(350.0)	(350.0)
Reconciliation reserve	(69.1)	(108.6)

All the Group's capital is tier one. The entirety of the Group's own funds are eligible to cover the SCR and the MCR. None of the Group's own funds are subject to transitional arrangements and the Group has no ancillary own funds. No deductions are applied to own funds and no own shares held. There are no significant restrictions affecting the availability and transferability of own funds within the Group, to cover either the SCR or the MCR. More detail on the transferability and fungibility of the Group's own funds is provided in section E5.

As at 31 December 2021, the net asset value of the Group as calculated under IFRS for reporting purposes was £249.6m. This is a £21.0m decrease since 31 December 2020. The table below shows the IFRS movement in net asset value:

	2021 £m	2020 £m
Brought forward 1 January	270.6	283.4
Result for the year	0.7	(18.1)
Movement in reserves	(21.7)	5.3
Carried forward 31 December	249.6	270.6

For Solvency II purposes, eligible own funds to meet the MCR and SCR were £280.9m (2020: £241.4m). The main differences between eligible own funds and the net asset value under IFRS are set out below.

	2021 £m	2020 £m	Reason
Net asset value per IFRS	**249.6**	**270.6**	Per IFRS reporting
Revaluation of net technical reserves	108.0	80.6	Differing reserving basis under Solvency II
Deferred acquisition cost	(84.5)	(82.7)	No DAC for Solvency II
Intangible assets	(11.8)	(15.3)	Written off for Solvency II
Holdings in related undertakings	(6.2)	(5.9)	Non-consolidated subsidiaries have a negative impact on Solvency II own funds
Other assets and liabilities	25.7	(5.9)	Net impact of adjustments to fair value
Own funds – Solvency II	**280.9**	**241.4**	Solvency II own funds

The movement of own funds on a Solvency II basis during 2021 was as follows:

	2021 £m	2020 £m
Own funds brought forward 1 January	241.4	251.8
Movement in year	39.5	(10.4)
Own funds as at 31 December	280.9	241.4

The SCR coverage ratio as at 31 December 2021 was 235% (2020: 222%), with eligible own funds of £280.9m (2020: £241.4m) and an SCR of £119.7m (2020: £108.9m). The MCR coverage ratio as at 31 December 2021 was 587% (2020: 523%), with eligible own funds of £280.9m (2020: £241.4m) and an MCR of £47.8m (2020: £46.2m). Annual and quarterly reporting throughout 2020 and 2021 has shown that the Group has complied continuously with both the MCR and the SCR throughout the current and prior reporting period.

E2. Solvency Capital Requirement and Minimum Capital Requirement

The standard formula is used to calculate the SCR, without modification for undertaking specific parameters. Other than the calculation of the risk margin in ANDLIE (which is not material to the Group, see section D2 for further details), the Group has not used any simplifications permitted by the regulations.

The table below shows the components of the SCR as at 31 December 2021:

Component	2021 £m	2020 £m
Non-life underwriting risk analysed by:		
- **Premium and reserve risk**	74.3	67.8
- **Catastrophe risk**	3.9	3.3
- **Lapse risk**	11.2	10.6
- **Diversification credit**	(13.2)	(12.2)
Health underwriting risk	0.0	0.0
Life underwriting risk analysed by:		
- **Mortality risk**	1.1	1.3
- **Disability risk**	1.1	1.3
- **Life expense risk**	0.0	0.0
- **Lapse risk**	1.8	2.2
- **Catastrophe risk**	2.6	2.9
- **Diversification credit**	(2.3)	(2.7)
Market risk analysed by:		
- **Interest rate risk**	4.8	4.2
- **Equity risk**	0.6	0.5
- **Property risk**	0.5	0.5
- **Spread risk**	15.8	16.5
- **Currency risk**	7.3	7.4
- **Concentration risk**	0.0	-
- **Diversification credit**	(8.3)	(8.0)
Counterparty default risk	32.1	26.0
Diversification credit	(28.6)	(27.2)
Operational risk	15.1	14.4
SCR	**119.7**	**108.9**
MCR	**47.8**	**46.2**

The inputs used to calculate the MCR are the net technical provisions and the net written premiums in the last twelve months. The Group's MCR is the sum of the MCRs for ANDIE and ANDLIE.

E3. Material changes to the SCR and MCR over the reporting period

At the end of the reporting period the Group's MCR is £47.8m (2020: £46.2m) an increase of £1.6m. The increase reflects the greater exposure to insurance risk as a result of the increase in the Group's underwriting volumes.

The Group's SCR was £119.7m as at the end of 2021 (2020: £108.9m), an increase of £10.8m over the year. Most components of the SCR have remained consistent with the prior year. Those areas which have moved more significantly are:

- An increase in non-life underwriting risk by £6.7m due to the growth of the Group's non-life insurance business;
- A fall in life underwriting risk by £0.7m due to the reduction in the business volumes of ANDLIE;
- An increase of £0.8m in interest rate risk due to the greater impact of the upward shock on interest rates;
- An decrease of £0.7m in spread risk due to the decrease in the Group's bond holdings;
- An increase of £6.1m in counterparty default risk, due both to the increase in the volume of business written and also due to the greater exposure to counterparties due to the addition of the Fleet business, where customers often pay premium in instalments;
- An increase of £0.7m in operational risk due to the growth of the business; and
- Consequent movements in diversification credits.

E4. Any other information

The Group does not use the duration-based equity risk sub-module in the calculation of the SCR.

The Group applies the standard formula and does not use an internal model for the purposes of calculating the SCR.

The Group has complied continuously with both the MCR and the SCR throughout the reporting period.

No other information.

E5. Group's capital management

The Group has used the accounting consolidation-based method to calculate the group solvency, which is the default method prescribed by the regulations. The consolidation-based method includes ANDEL, ANDI UK, ANDIE, ANDLIE and ANDIM within the data on which the Group's SCR is calculated. Intra-group transactions between these five entities are eliminated. In effect, this method treats the insurance entities within the Group as if they were a single economic unit and allows for diversification benefits based on the consolidated data. The Group's non-insurance subsidiaries are treated as participations and intra-group transactions with them are not eliminated.

The Group has performed an analysis of the fungibility and transferability of the own funds within the Group. In order to be considered available to the Group, an item of own funds of a related insurance undertaking must be fungible (able to absorb any kind of loss wherever it arises in the Group) and transferable (capable of being transferred from one undertaking to another in the Group). The own funds must also be fungible and transferable within a maximum period of nine months.

Following this analysis, the Group does not consider that there are any significant restrictions to the fungibility and transferability of own funds eligible for covering the Group SCR or the MCR. In the event of needing to transfer own funds between entities in the Group, the Group would, in the case of ANDIE, ANDIM and ANDLIE, be able to pay dividends up to the parent entity, either ANDEL or ANDIE. Moreover, the Group carries a negative charge for its investments in BIGL and TIM because these entities have net liabilities on a Solvency II basis. In practice, however, were capital to be needed elsewhere in the Group, the Group would not need to provide own funds to these entities as they are not subject to Solvency II capital requirements and they have net assets on an IFRS basis.

Treating ANDEL, ANDI UK, ANDIE, ANDLIE and ANDIM as a single economic unit has some diversification effects on the Group SCR. There are no significant diversification effects on underwriting risk because ANDI UK and ANDIE write non-life business whereas ANDLIE is a life insurer. However, there are diversification effects on market risk, particularly on spread risk, concentration risk, counterparty default risk and the related diversification credits, as including the assets of ANDEL, ANDI UK, ANDLIE and ANDIM and ANDIE means that the Group's assets are spread over a wider range of investments and counterparties than those of ANDI UK, ANDIE and ANDLIE are when considered on a standalone basis. Nonetheless, the impact of including all of ANDEL, ANDI UK, ANDIE, ANDLIE and ANDIM in the calculation of the Group SCR only has a small effect when compared with the Solo SCRs of ANDI UK, ANDIE and ANDLIE. ANDI UK's SCR on a solo basis is £53.2m, ANDIE's SCR on a solo basis is £80.0m and ANDLIE's is £8.0m, which when combined are £141.2m. The Group's SCR is £119.7m, so the diversification impact is £21.5m.

F. Templates

The following reporting templates are provided as appendices to this document, as required by the regulations:

Template name	Template code
Balance sheet	S.02.01.02
Premiums, claims and expenses by line of business – non-life	S.05.01.02
Premiums, claims and expenses by line of business – life	S.05.01.02
Premiums, claims and expenses by country – non-life	S.05.02.01
Premiums, claims and expenses by country – life	S.05.02.01
Own funds	S.23.01.22
Solvency capital requirement – on groups on standard formula	S.25.01.22
Undertakings in the scope of the Group	S.32.01.22

Aioi Nissay Dowa Europe Limited

Solvency and Financial Condition Report

Disclosures

31 December

2021

(Monetary amounts in GBP thousands)

General information

Participating undertaking name	Aioi Nissay Dowa Europe Limited
Group identification code	213800NEYB7AD3MF5D48
Type of code of group	LEI
Country of the group supervisor	GB
Language of reporting	en
Reporting reference date	31 December 2021
Currency used for reporting	GBP
Accounting standards	IFRS
Method of Calculation of the group SCR	Standard formula
Method of group solvency calculation	Method 1 is used exclusively
Matching adjustment	No use of matching adjustment
Volatility adjustment	No use of volatility adjustment
Transitional measure on the risk-free interest rate	No use of transitional measure on the risk-free interest rate
Transitional measure on technical provisions	No use of transitional measure on technical provisions

List of reported templates

S.02.01.02 - Balance sheet
S.05.01.02 - Premiums, claims and expenses by line of business
S.05.01.02 - Premiums, claims and expenses by line of business
S.05.02.01 - Premiums, claims and expenses by country
S.05.02.01 - Premiums, claims and expenses by country
S.23.01.22 - Own Funds
S.25.01.22 - Solvency Capital Requirement - for groups on Standard Formula
S.32.01.22 - Undertakings in the scope of the group

S.02.01.02
Balance sheet

		Solvency II value
	Assets	C0010
R0030	Intangible assets	
R0040	Deferred tax assets	
R0050	Pension benefit surplus	
R0060	Property, plant & equipment held for own use	1,836
R0070	Investments (other than assets held for index-linked and unit-linked contracts)	377,055
R0080	*Property (other than for own use)*	0
R0090	*Holdings in related undertakings, including participations*	-5,855
R0100	*Equities*	2,506
R0110	*Equities - listed*	2,481
R0120	*Equities - unlisted*	25
R0130	*Bonds*	312,485
R0140	*Government Bonds*	36,376
R0150	*Corporate Bonds*	275,038
R0160	*Structured notes*	0
R0170	*Collateralised securities*	1,071
R0180	*Collective Investments Undertakings*	67,918
R0190	*Derivatives*	
R0200	*Deposits other than cash equivalents*	0
R0210	*Other investments*	0
R0220	Assets held for index-linked and unit-linked contracts	
R0230	Loans and mortgages	0
R0240	*Loans on policies*	0
R0250	*Loans and mortgages to individuals*	
R0260	*Other loans and mortgages*	
R0270	Reinsurance recoverables from:	241,172
R0280	*Non-life and health similar to non-life*	240,800
R0290	*Non-life excluding health*	240,777
R0300	*Health similar to non-life*	23
R0310	*Life and health similar to life, excluding index-linked and unit-linked*	372
R0320	*Health similar to life*	
R0330	*Life excluding health and index-linked and unit-linked*	372
R0340	*Life index-linked and unit-linked*	
R0350	Deposits to cedants	0
R0360	Insurance and intermediaries receivables	107,017
R0370	Reinsurance receivables	23,883
R0380	Receivables (trade, not insurance)	
R0390	Own shares (held directly)	
R0400	Amounts due in respect of own fund items or initial fund called up but not yet paid in	0
R0410	Cash and cash equivalents	92,125
R0420	Any other assets, not elsewhere shown	20,741
R0500	**Total assets**	863,829

S.02.01.02
Balance sheet

		Solvency II value
	Liabilities	C0010
R0510	Technical provisions - non-life	483,411
R0520	*Technical provisions - non-life (excluding health)*	483,339
R0530	*TP calculated as a whole*	
R0540	*Best Estimate*	464,339
R0550	*Risk margin*	19,001
R0560	*Technical provisions - health (similar to non-life)*	72
R0570	*TP calculated as a whole*	
R0580	*Best Estimate*	65
R0590	*Risk margin*	7
R0600	Technical provisions - life (excluding index-linked and unit-linked)	14,466
R0610	*Technical provisions - health (similar to life)*	0
R0620	*TP calculated as a whole*	
R0630	*Best Estimate*	
R0640	*Risk margin*	
R0650	*Technical provisions - life (excluding health and index-linked and unit-linked)*	14,466
R0660	*TP calculated as a whole*	
R0670	*Best Estimate*	13,602
R0680	*Risk margin*	864
R0690	Technical provisions - index-linked and unit-linked	0
R0700	*TP calculated as a whole*	
R0710	*Best Estimate*	
R0720	*Risk margin*	
R0740	Contingent liabilities	
R0750	Provisions other than technical provisions	1,346
R0760	Pension benefit obligations	
R0770	Deposits from reinsurers	
R0780	Deferred tax liabilities	4,672
R0790	Derivatives	
R0800	Debts owed to credit institutions	
R0810	Financial liabilities other than debts owed to credit institutions	
R0820	Insurance & intermediaries payables	30,687
R0830	Reinsurance payables	14,740
R0840	Payables (trade, not insurance)	
R0850	Subordinated liabilities	0
R0860	*Subordinated liabilities not in BOF*	
R0870	*Subordinated liabilities in BOF*	0
R0880	Any other liabilities, not elsewhere shown	33,580
R0900	**Total liabilities**	582,902
R1000	**Excess of assets over liabilities**	280,927

S.05.01.02

Premiums, claims and expenses by line of business

Non-life

		Line of Business for: non-life insurance and reinsurance obligations (direct business and accepted proportional reinsurance)												Line of business for: accepted non-proportional reinsurance				Total
		Medical expense insurance	Income protection insurance	Workers' compensation insurance	Motor vehicle liability insurance	Other motor insurance	Marine, aviation and transport insurance	Fire and other damage to property insurance	General liability insurance	Credit and suretyship insurance	Legal expenses insurance	Assistance	Misc. financial loss	Health	Casualty	Marine, aviation and transport	Property	
		C0010	C0020	C0030	C0040	C0050	C0060	C0070	C0080	C0090	C0100	C0110	C0120	C0130	C0140	C0150	C0160	C0200
	Premiums written																	
R0110	Gross - Direct Business		280		334,730	50,940	1,190	3,694	1,892	0	228	134	53,420					446,508
R0120	Gross - Proportional reinsurance accepted		0		0	2,622	0	0	0	0	0	0	0					2,621
R0130	Gross - Non-proportional reinsurance accepted																	0
R0140	Reinsurers' share		114		167,778	23,251	1,190	3,610	1,871	0	227	54	-62					198,033
R0200	Net		166		166,952	30,311	0	84	21	0	0	81	53,482					251,097
	Premiums earned																	
R0210	Gross - Direct Business		277		312,561	50,132	1,192	3,609	1,838	0	224	129	51,088					421,050
R0220	Gross - Proportional reinsurance accepted		0		0	2,384	0	0	0	0	0	0	0					2,384
R0230	Gross - Non-proportional reinsurance accepted																	0
R0240	Reinsurers' share		115		158,420	22,897	1,193	3,527	1,817	0	224	51	5,361					193,606
R0300	Net		163		154,141	29,618	0	81	22	0	0	77	45,727					229,828
	Claims incurred																	
R0310	Gross - Direct Business		83		203,852	46,469	-163	6,228	292	0	54	249	5,620					262,684
R0320	Gross - Proportional reinsurance accepted		0		0	1,834	0	0	0	0	0	0	1					1,834
R0330	Gross - Non-proportional reinsurance accepted																	0
R0340	Reinsurers' share		19		95,061	23,182	-147	5,965	215	0	47	101	2,694					127,138
R0400	Net		64		108,791	25,121	-16	263	76	0	7	148	2,926					137,381
	Changes in other technical provisions																	
R0410	Gross - Direct Business		0		0	0	0	0	0	0	0	0	0					0
R0420	Gross - Proportional reinsurance accepted		0		0	0	0	0	0	0	0	0	0					0
R0430	Gross - Non-proportional reinsurance accepted																	0
R0440	Reinsurers' share		0		0	0	0	0	0	0	0	0	0					0
R0500	Net		0		0	0	0	0	0	0	0	0	0					0
R0550	**Expenses incurred**		31		54,681	4,063	-678	-1,326	-109	0	-19	18	33,678					90,340
R1200	**Other expenses**																	1,556
R1300	**Total expenses**																	91,896

S.05.01.02

Premiums, claims and expenses by line of business

Life

		Line of Business for: life insurance obligations						Life reinsurance obligations		
		Health insurance	Insurance with profit participation	Index-linked and unit-linked insurance	Other life insurance	Annuities stemming from non-life insurance contracts and relating to health insurance obligations	Annuities stemming from non-life insurance contracts and relating to insurance obligations other than health insurance obligations	Health reinsurance	Life reinsurance	Total
		C0210	C0220	C0230	C0240	C0250	C0260	C0270	C0280	C0300
	Premiums written									
R1410	Gross				22,355				1,024	23,379
R1420	Reinsurers' share									0
R1500	Net	0	0	0	22,355	0	0	0	1,024	23,379
	Premiums earned									
R1510	Gross				22,355				1,024	23,379
R1520	Reinsurers' share									0
R1600	Net	0	0	0	22,355	0	0	0	1,024	23,379
	Claims incurred									
R1610	Gross				5,698				747	6,445
R1620	Reinsurers' share									0
R1700	Net	0	0	0	5,698	0	0	0	747	6,445
	Changes in other technical provisions									
R1710	Gross				-6				-116	-123
R1720	Reinsurers' share									0
R1800	Net	0	0	0	-6	0	0	0	-116	-123
R1900	**Expenses incurred**	0	0	0	13,861	0	0	0	337	14,198
R2500	**Other expenses**									
R2600	**Total expenses**									14,198

S.05.02.01

Premiums, claims and expenses by country

Non-life

		C0010	C0020	C0030	C0040	C0050	C0060	C0070
		Home Country	Top 5 countries (by amount of gross premiums written) - non-life obligations			Top 5 countries (by amount of gross premiums written) - non-life obligations		Total Top 5 and home country
R0010			DE	IT	FR			
		C0080	C0090	C0100	C0110	C0120	C0130	C0140
	Premiums written							
R0110	Gross - Direct Business	208,482	102,229	65,102	39,377	0	0	415,190
R0120	Gross - Proportional reinsurance accepted	0	0	0	0	0	0	0
R0130	Gross - Non-proportional reinsurance accepted	0	0	0	0	0	0	0
R0140	Reinsurers' share	95,287	48,938	25,938	9,121	0	0	179,283
R0200	Net	113,196	53,291	39,163	30,256			235,907
	Premiums earned							
R0210	Gross - Direct Business	153,486	102,282	52,760	38,897	0	0	347,425
R0220	Gross - Proportional reinsurance accepted	0	0	0	0	0	0	0
R0230	Gross - Non-proportional reinsurance accepted	0	0	0	0	0	0	0
R0240	Reinsurers' share	77,699	47,630	20,269	8,787	0	0	154,386
R0300	Net	75,786	54,652	32,491	30,110			193,038
	Claims incurred							
R0310	Gross - Direct Business	117,899	89,988	26,048	16,351	0	0	250,285
R0320	Gross - Proportional reinsurance accepted	0	0	0	0	0	0	0
R0330	Gross - Non-proportional reinsurance accepted	0	0	0	0	0	0	0
R0340	Reinsurers' share	52,949	46,944	14,070	7,258	0	0	121,222
R0400	Net	64,949	43,043	11,977	9,092			129,062
	Changes in other technical provisions							
R0410	Gross - Direct Business	0	0	0	0	0	0	0
R0420	Gross - Proportional reinsurance accepted	0	0	0	0	0	0	0
R0430	Gross - Non-proportional reinsurance accepted	0	0	0	0	0	0	0
R0440	Reinsurers' share	0	0	0	0	0	0	0
R0500	Net	0	0	0	0			0
R0550	**Expenses incurred**	30,769	138	2,107	2,401	0	0	35,415
R1200	**Other expenses**							1,517
R1300	**Total expenses**							36,932

S.05.02.01

Premiums, claims and expenses by country

Life

		C0150	C0160	C0170	C0180	C0190	C0200	C0210
		Home Country	Top 5 countries (by amount of gross premiums written) - life obligations			Top 5 countries (by amount of gross premiums written) - life obligations		Total Top 5 and home country
R1400			DE	FR				
		C0220	C0230	C0240	C0250	C0260	C0270	C0280
	Premiums written							
R1410	Gross	0	11,799	10,547	0	0	0	22,346
R1420	Reinsurers' share	0	0	0	0	0	0	0
R1500	Net	0	11,799	10,547				22,346
	Premiums earned							
R1510	Gross	0	11,799	10,547	0	0	0	22,346
R1520	Reinsurers' share	0	0	0	0	0	0	0
R1600	Net	0	11,799	10,547				22,346
	Claims incurred							
R1610	Gross	0	3,103	2,595	0	0	0	5,698
R1620	Reinsurers' share	0	0	0	0	0	0	0
R1700	Net	0	3,103	2,595				5,698
	Changes in other technical provisions							
R1710	Gross	0	1,356	-1,359	0	0	0	-3
R1720	Reinsurers' share	0	0	0	0	0	0	0
R1800	Net	0	1,356	-1,359				-3
R1900	**Expenses incurred**	0	7,915	5,942	0	0	0	13,857
R2500	**Other expenses**							
R2600	**Total expenses**							13,857

S.23.01.22

Own Funds

		Total	Tier 1 unrestricted	Tier 1 restricted	Tier 2	Tier 3
		C0010	C0020	C0030	C0040	C0050
	Basic own funds before deduction for participations in other financial sector					
R0010	Ordinary share capital (gross of own shares)	350,010	350,010		0	
R0020	*Non-available called but not paid in ordinary share capital at group level*	0				
R0030	Share premium account related to ordinary share capital	0	0		0	
R0040	Initial funds, members' contributions or the equivalent basic own-fund item for mutual and mutual-type undertakings	0	0		0	
R0050	Subordinated mutual member accounts	0		0	0	0
R0060	*Non-available subordinated mutual member accounts at group level*	0				
R0070	Surplus funds	0	0			
R0080	*Non-available surplus funds at group level*	0	0			
R0090	Preference shares	0		0	0	0
R0100	*Non-available preference shares at group level*	0				
R0110	Share premium account related to preference shares	0		0	0	0
R0120	*Non-available share premium account related to preference shares at group level*	0				
R0130	Reconciliation reserve	-69,083	-69,083			
R0140	Subordinated liabilities	0		0	0	0
R0150	*Non-available subordinated liabilities at group level*	0				
R0160	An amount equal to the value of net deferred tax assets	0				0
R0170	*The amount equal to the value of net deferred tax assets not available at the group level*	0				0
R0180	Other items approved by supervisory authority as basic own funds not specified above	0	0	0	0	0
R0190	*Non available own funds related to other own funds items approved by supervisory authority*	0				
R0200	Minority interests (if not reported as part of a specific own fund item)	0				
R0210	*Non-available minority interests at group level*	0				
R0220	**Own funds from the financial statements that should not be represented by the reconciliation reserve and do not meet the criteria to be classified as Solvency II own funds**					
R0230	**Deductions for participations in other financial undertakings, including non-regulated undertakings carrying out financial activities**	0				
R0240	*whereof deducted according to art 228 of the Directive 2009/138/EC*	0				
R0250	Deductions for participations where there is non-availability of information (Article 229)	0				
R0260	Deduction for participations included by using D&A when a combination of methods is used	0				
R0270	**Total of non-available own fund items**	0	0	0	0	0
R0280	**Total deductions**	0	0	0	0	0
R0290	**Total basic own funds after deductions**	280,927	280,927	0	0	0
	Ancillary own funds					
R0300	Unpaid and uncalled ordinary share capital callable on demand	0				
R0310	Unpaid and uncalled initial funds, members' contributions or the equivalent basic own fund item for mutual and mutual - type undertakings, callable on demand	0				
R0320	Unpaid and uncalled preference shares callable on demand	0				
R0330	A legally binding commitment to subscribe and pay for subordinated liabilities on demand	0				
R0340	Letters of credit and guarantees under Article 96(2) of the Directive 2009/138/EC	0				
R0350	Letters of credit and guarantees other than under Article 96(2) of the Directive 2009/138/EC	0				
R0360	Supplementary members calls under first subparagraph of Article 96(3) of the Directive 2009/138/EC	0				
R0370	Supplementary members calls - other than under first subparagraph of Article 96(3) of the Directive 2009/138/EC	0				
R0380	Non available ancillary own funds at group level	0				
R0390	Other ancillary own funds	0				
R0400	**Total ancillary own funds**	0			0	0
	Own funds of other financial sectors					
R0410	Credit Institutions, investment firms, financial institutions, alternative investment fund managers, UCITS management companies	0				
R0420	Institutions for occupational retirement provision	0				
R0430	Non regulated entities carrying out financial activities	0				
R0440	**Total own funds of other financial sectors**	0	0	0	0	0

S.23.01.22

Own Funds

	Basic own funds before deduction for participations in other financial sector	Total	Tier 1 unrestricted	Tier 1 restricted	Tier 2	Tier 3
		C0010	C0020	C0030	C0040	C0050
	Own funds when using the D&A, exclusively or in combination of method 1					
R0450	Own funds aggregated when using the D&A and combination of method	0				
R0460	Own funds aggregated when using the D&A and combination of method net of IGT	0				
R0520	Total available own funds to meet the consolidated group SCR (excluding own funds from other financial sector and from the undertakings included via D&A)	280,927	280,927	0	0	0
R0530	Total available own funds to meet the minimum consolidated group SCR	280,927	280,927	0	0	
R0560	Total eligible own funds to meet the consolidated group SCR (excluding own funds from other financial sector and from the undertakings included via D&A)	280,927	280,927	0	0	0
R0570	Total eligible own funds to meet the minimum consolidated group SCR (group)	280,927	280,927	0	0	
R0610	**Minimum consolidated Group SCR**	47,836				
R0650	**Ratio of Eligible own funds to Minimum Consolidated Group SCR**	587.27%				
R0660	**Total eligible own funds to meet the group SCR (including own funds from other financial sector and from the undertakings included via D&A)**	280,927	280,927	0	0	0
R0680	**Group SCR**	119,740				
R0690	**Ratio of Eligible own funds to group SCR including other financial sectors and the undertakings included via D&A**	234.61%				

	Reconcilliation reserve	C0060
R0700	Excess of assets over liabilities	280,927
R0710	Own shares (held directly and indirectly)	
R0720	Forseeable dividends, distributions and charges	
R0730	Other basic own fund items	350,010
R0740	Adjustment for restricted own fund items in respect of matching adjustment portfolios and ring fenced funds	0
R0750	Other non available own funds	
R0760	**Reconciliation reserve**	-69,083
	Expected profits	
R0770	Expected profits included in future premiums (EPIFP) - Life business	
R0780	Expected profits included in future premiums (EPIFP) - Non- life business	
R0790	**Total Expected profits included in future premiums (EPIFP)**	0

S.25.01.22

Solvency Capital Requirement - for groups on Standard Formula

		Gross solvency capital requirement	USP	Simplifications
		C0110	C0090	C0120
R0010	Market risk	20,617		
R0020	Counterparty default risk	32,059		
R0030	Life underwriting risk	4,306		
R0040	Health underwriting risk	40		
R0050	Non-life underwriting risk	76,181		
R0060	Diversification	-28,572		
R0070	Intangible asset risk	0		
R0100	**Basic Solvency Capital Requirement**	104,631		

USP Key

For life underwriting risk:
1 - Increase in the amount of annuity benefits
9 - None

For health underwriting risk:
1 - Increase in the amount of annuity benefits
2 - Standard deviation for NSLT health premium risk
3 - Standard deviation for NSLT health gross premium risk
4 - Adjustment factor for non-proportional reinsurance
5 - Standard deviation for NSLT health reserve risk
9 - None

For non-life underwriting risk:
4 - Adjustment factor for non-proportional reinsurance
6 - Standard deviation for non-life premium risk

		C0100
	Calculation of Solvency Capital Requirement	
R0130	Operational risk	15,110
R0140	Loss-absorbing capacity of technical provisions	0
R0150	Loss-absorbing capacity of deferred taxes	0
R0160	Capital requirement for business operated in accordance with Art. 4 of Directive 2003/41/EC	0
R0200	**Solvency Capital Requirement excluding capital add-on**	119,740
R0210	Capital add-ons already set	0
R0220	**Solvency capital requirement for undertakings under consolidated method**	119,740
	Other information on SCR	
R0400	Capital requirement for duration-based equity risk sub-module	0
R0410	Total amount of Notional Solvency Capital Requirements for remaining part	0
R0420	Total amount of Notional Solvency Capital Requirements for ring fenced funds	0
R0430	Total amount of Notional Solvency Capital Requirements for matching adjustment portfolios	0
R0440	Diversification effects due to RFF nSCR aggregation for article 304	0
R0470	Minimum consolidated group solvency capital requirement	47,836
	Information on other entities	
R0500	Capital requirement for other financial sectors (Non-insurance capital requirements)	0
R0510	*Credit institutions, investment firms and financial institutions, alternative investment funds managers, UCITS management companies*	0
R0520	*Institutions for occupational retirement provisions*	0
R0530	*Capital requirement for non- regulated entities carrying out financial activities*	0
R0540	Capital requirement for non-controlled participation requirements	0
R0550	Capital requirement for residual undertakings	0
	Overall SCR	
R0560	SCR for undertakings included via D&A	0
R0570	**Solvency capital requirement**	119,740

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Undertakings in the scope of the group

Row	Country	Identification code of the undertaking	Type of code of the ID of the undertaking	Legal Name of the undertaking	Type of undertaking	Legal form	Category (mutual/ non mutual)	Supervisory Authority
	C0010	C0020	C0030	C0040	C0050	C0060	C0070	C0080
1	LU	5493001W3NTGB2HAN989	LEI	Aioi Nissay Dowa Insurance Company of Europe SE	Non life insurance undertaking	Limited by shares	Non-mutual	Commissariat aux Assurances (CAA)
2	DE	3912008URQQCWTNXTA91	LEI	Aioi Nissay Dowa Life Insurance Of Europe AG	Life insurance undertaking	Aktiengesellschaft	Non-mutual	Federal Financial Supervisory Authority (BaFin)
3	GB	213800NEYB7AD3MF5D48GB00001	Specific code	Aioi Nissay Dowa Insurance Management Limited	Ancillary services undertaking as defined in Article 1 (53) of Delegated Regulation (EU) 2015/35	Limited by shares	Non-mutual	
4	LU	213800NEYB7AD3MF5D48GB00002	Specific code	Toyota Insurance Management SE	Other	Limited by shares	Non-mutual	Financial Conduct Authority
5	RU	213800NEYB7AD3MF5D48RU00001	Specific code	Toyota Insurance Management (Insurance Brokers) LLC	Other	Limited Liability Corportation	Non-mutual	Central Bank of Russia
6	RU	213800NEYB7AD3MF5D48RU00002	Specific code	Toyota Insurance (Insurance Agent) LLC	Other	Limited Liability Corportation	Non-mutual	Central Bank of Russia
7	SA	213800NEYB7AD3MF5D48SA00001	Specific code	Toyota Insurance Management (Insurance Brokers) SA	Other	Limited Liability Corportation	Non-mutual	Prudential Authority
8	KZ	213800NEYB7AD3MF5D48KZ00001	Specific code	Toyota Insurance Management (Insurance Brokers) LLP	Other	Limited Liability Partnership	Non-mutual	
9	GI	213800NEYB7AD3MF5D48GI00001	Specific code	Box Innovation Group Limited	Other	Limited by shares	Non-mutual	
10	GB	213800NEYB7AD3MF5D48GB00003	Specific code	ITB Web Limited	Other	Limited by shares	Non-mutual	
11	GI	213800NEYB7AD3MF5D48GI00002	Specific code	Insure The Box Limited	Other	Limited by shares	Non-mutual	Gibraltar Financial Services Commission
12	GB	213800NEYB7AD3MF5D48GB00004	Specific code	ITB Services Limited	Other	Limited by shares	Non-mutual	
13	GB	213800NEYB7AD3MF5D48GB00005	Specific code	ITB Telematics Solutions LLP	Other	Limited by shares	Non-mutual	
14	GI	213800NEYB7AD3MF5D48GI00003	Specific code	ITB Premium Finance Limited	Other	Limited by shares	Non-mutual	
15	GB	213800NEYB7AD3MF5D48	LEI	Aioi Nissay Dowa Europe Limited	Insurance holding company as defined in Article 212(1) (f) of Directive 2009/138/EC	Limited by shares	Non-mutual	Prudential Regulatory Authority (PRA)
16	GB	213800OSAPC1OK4N2D76	LEI	Aioi Nissay Dowa UK Limited	Non life insurance undertaking	Limited by shares	Non-mutual	Prudential Regulatory Authority (PRA)

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Undertakings in the scope of the group

Row	Country	Identification code of the undertaking	Type of code of the ID of the undertaking	Legal Name of the undertaking	Criteria of influence: % capital share	Criteria of influence: % used for the establishment of consolidated accounts	Criteria of influence: % voting rights	Criteria of influence: Other criteria	Criteria of influence: Level of influence	Criteria of influence: Proportional share used for group solvency calculation	Inclusion in the scope of Group supervision: YES/NO	Inclusion in the scope of Group supervision: Date of decision if art. 214 is applied	Group solvency calculation: Method used and under method 1, treatment of the undertaking
	C0010	C0020	C0030	C0040	C0180	C0190	C0200	C0210	C0220	C0230	C0240	C0250	C0260
1	LU	5493001W3NTGB2HAN989	LEI	Aioi Nissay Dowa Insurance Company of Europe SE	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Full consolidation
2	DE	3912008URQQCWTNXTA91	LEI	Aioi Nissay Dowa Life Insurance Of Europe AG	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Full consolidation
3	GB	213800NEYB7AD3MF5D48GB00001	Specific code	Aioi Nissay Dowa Insurance Management Limited	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Full consolidation
4	LU	213800NEYB7AD3MF5D48GB00002	Specific code	Toyota Insurance Management SE	75.00%	100.00%	75.00%		Dominant	75.00%	Included in the scope		Method 1: Adjusted equity method
5	RU	213800NEYB7AD3MF5D48RU00001	Specific code	Toyota Insurance Management (Insurance Brokers) LLC	75.00%	100.00%	75.00%		Dominant	75.00%	Included in the scope		Method 1: Adjusted equity method
6	RU	213800NEYB7AD3MF5D48RU00002	Specific code	Toyota Insurance (Insurance Agent) LLC	75.00%	100.00%	75.00%		Dominant	75.00%	Included in the scope		Method 1: Adjusted equity method
7	SA	213800NEYB7AD3MF5D48SA00001	Specific code	Toyota Insurance Management (Insurance Brokers) SA	75.00%	100.00%	75.00%		Dominant	75.00%	Included in the scope		Method 1: Adjusted equity method
8	KZ	213800NEYB7AD3MF5D48KZ00001	Specific code	Toyota Insurance Management (Insurance Brokers) LLP	75.00%	100.00%	75.00%		Dominant	75.00%	Included in the scope		Method 1: Adjusted equity method
9	GI	213800NEYB7AD3MF5D48GI00001	Specific code	Box Innovation Group Limited	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Adjusted equity method
10	GB	213800NEYB7AD3MF5D48GB00003	Specific code	ITB Web Limited	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Adjusted equity method
11	GI	213800NEYB7AD3MF5D48GI00002	Specific code	Insure The Box Limited	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Adjusted equity method
12	GB	213800NEYB7AD3MF5D48GB00004	Specific code	ITB Services Limited	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Adjusted equity method
13	GB	213800NEYB7AD3MF5D48GB00005	Specific code	ITB Telematics Solutions LLP	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Adjusted equity method
14	GI	213800NEYB7AD3MF5D48GI00003	Specific code	ITB Premium Finance Limited	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Adjusted equity method
15	GB	213800NEYB7AD3MF5D48	LEI	Aioi Nissay Dowa Europe Limited							Included in the scope		Method 1: Full consolidation
16	GB	213800OSAPC1OK4N2D76	LEI	Aioi Nissay Dowa UK Limited	100.00%	100.00%	100.00%		Dominant	100.00%	Included in the scope		Method 1: Full consolidation