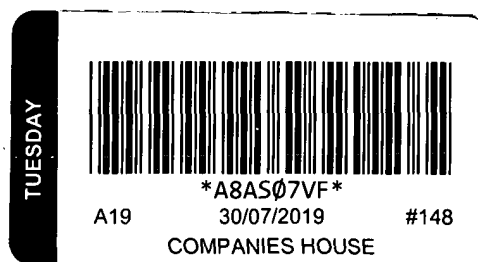


UIB INTERNATIONAL LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2018



UIB INTERNATIONAL LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2018

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OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

AJ Dilley
MK Gribben
BS Kabban

Company secretary

PM Sinfield

Registered office

69 Mansell Street
London
E1 8AN

Auditor

PKF Littlejohn LLP
Statutory Auditor
1 Westferry Circus
Canary Wharf
London
E14 4HD

Bankers

The Royal Bank of Scotland plc
PO Box 450
5/10 Great Tower Street
London
EC3P 3HX

THE DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2018

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 December 2018. A review of the Company's performance, key risks, proposed dividends and its future developments are set out within the Strategic Report.

DIRECTORS

The directors who served the company during the year were as follows:

AJ Dilley
MK Gribben
BS Kabban

The directors set out above have held office from 1 January 2018 to the date of this report unless otherwise stated.

DIVIDENDS

The directors have declared and paid the following dividends:

	2018	2017
	£	£
Dividends paid on ordinary shares	<u>-</u>	<u>-</u>

POST BALANCE SHEET EVENTS

On 31 January 2019, the company made a payment of USD 574,769, being the first advance in respect of the planned acquisition of an additional 38.2% of United Insurance Brokers Colombia SA Corredores de Reaseguros. However, completion of this deal is subject to approval by the regulatory authorities in Colombia.

DISCLOSURE OF INFORMATION TO AUDITOR

The directors who held office at the date of approval of this report confirm that, so far as they are individually aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

AUDITOR

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

STATUS OF THIS DIRECTORS' REPORT

The directors' report has been prepared in accordance with the small companies regime under the Companies Act 2006.

Registered office:
69 Mansell Street
London
E1 8AN

Signed by order of the directors


PM Sinfield
Company Secretary

Approved by the directors on 10 June 2019.

THE STRATEGIC REPORT

YEAR ENDED 31 DECEMBER 2018

The directors present their Strategic Report for the year ended 31 December 2018.

BUSINESS REVIEW

The company is an intermediate holding company for the overseas investments of the UIB Holdings (UK) Limited group of companies. The company's principal activity during the year continued to be that of an investment company.

The UIB Holdings (UK) Limited group is based in London with various overseas subsidiaries which act as brokers in the international insurance and reinsurance markets.

Review of Performance

The main factors that have influenced the performance of the company during 2018 have been the level of dividends received and the fair value assessment of its investments.

It is the belief of the directors that the collective fair value of the investments exceeds the value at which they are included in the financial statements.

Against this backdrop, the key financial performance indicators for the company are as follows:

£'m	2018	2017
Turnover	2.4	0.8
Profit/ (Loss) Before Tax	1.7	(1.7)
Net liabilities	(0.5)	(2.1)

There are no key non-financial performance measures that are relevant to the company.

The trading results for the year and the company's financial position at the end of the year are shown in the attached financial statements. The directors paid a dividend in the year of £Nil (2017: £Nil).

Future Developments

The company will implement the Group's strategy in respect of its overseas investments. The group is well-positioned to grow profitably by acquiring individuals and teams who bring knowledge and clients in areas that are continuing to grow. The group will seek to build on some of its core specialist areas to a level where increased critical mass will have more market impact and client appeal. The overall strategy is one of expanding the group's hub network to reach a broader geography in the developing economies, and engaging in M&A activities to acquire increased skills, clients and critical mass.

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the strategy are subject to a number of risks. The key business risks and uncertainties affecting the company relate to the trading performance of its investments and the foreign currencies in which they principally trade.

Trading Performance Risk

The trading performance of the investments and their ability to pay dividends is the principal risk. This is monitored by the receipt of regular financial information and the direct participation in their management. Where trading is at variance to expectations remedial action is taken.

THE STRATEGIC REPORT *(continued)***YEAR ENDED 31 DECEMBER 2018****Currency Risk**

The ability of the investments to pay dividends is affected by the foreign currencies in which they principally trade. There are currently limited tools available to mitigate this risk.

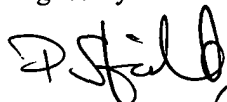
OTHER MATTERS**E&O Insurance**

The company maintains cover for the risk of errors and omissions at a level considered to be appropriate for the business and which complies with relevant regulatory requirements.

The company also maintains sufficient insurance to cover the risk of errors and omissions by directors and officers of the company.

Registered office:
69 Mansell Street
London
E1 8AN

Signed by order of the directors



PM Sinfield
Company Secretary

Approved by the directors on 10 June 2019.

STATEMENT OF DIRECTORS' RESPONSIBILITIES**YEAR ENDED 31 DECEMBER 2018**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the group's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS

Opinion

We have audited the financial statements of UIB International Limited (the 'company') for the year ended 31 December 2018 which comprise Statement of Comprehensive Income, Statement of Financial Position, Statement of changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS *(continued)*

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS *(continued)***Use of our report**

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



**Carmine Papa (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor**

1 Westferry Circus
Canary Wharf
London E14 4HD

14 June 2019

UIB INTERNATIONAL LIMITED
STATEMENT OF COMPREHENSIVE INCOME

Page 9

YEAR ENDED 31 DECEMBER 2018

	Note	2018 £	2017 £
TURNOVER	4	2,371,890	833,576
Administrative expenses		(671,326)	(2,232,914)
Other operating income	5	8,804	-
OPERATING PROFIT/ (LOSS)		1,709,368	(1,399,338)
Other interest receivable and similar income	6	16,948	199,551
Interest payable and other charges	7	(34,737)	(454,207)
PROFIT/ (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		1,691,579	(1,653,994)
Tax on profit/ (loss) on ordinary activities	10	(117,740)	28,001
PROFIT/ (LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION		1,573,839	(1,625,993)
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		1,573,839	(1,625,993)

All of the activities of the company are classed as continuing.

The notes on pages 12 to 22 form part of these financial statements

STATEMENT OF FINANCIAL POSITION
31 DECEMBER 2018

	Note	2018 £	2017 £
FIXED ASSETS			
Investments	12	2,583,407	2,470,676
CURRENT ASSETS			
Debtors	13	1,025,041	284,951
Cash at bank		1,352,517	823,008
		<u>2,377,558</u>	<u>1,107,959</u>
CURRENT LIABILITIES	14	<u>(5,455,901)</u>	<u>(5,647,410)</u>
NET CURRENT LIABILITIES		<u>(3,078,343)</u>	<u>(4,539,451)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(494,936)</u>	<u>(2,068,775)</u>
NET DEFICIENCY		<u>(494,936)</u>	<u>(2,068,775)</u>
CAPITAL AND RESERVES			
Called-up share capital		2	2
Profit and loss account		<u>(494,938)</u>	<u>(2,068,777)</u>
NET DEFICIENCY		<u>(494,936)</u>	<u>(2,068,775)</u>

These financial statements were approved by the directors on 10 June 2019 and are signed on their behalf by:

BS Khabbar
Director

Company Registration Number: 02505995

STATEMENT OF CHANGES IN EQUITY
YEAR ENDED 31 DECEMBER 2018

	Called –up Share Capital £	Profit and Loss Account £	Total £
Balance at 1 January 2017	2	(442,784)	(442,782)
Loss for the financial year	-	(1,625,993)	(1,625,993)
Equity dividends paid	-	-	-
Balance at 31 December 2017 and 1 January 2018	2	(2,068,777)	(2,068,775)
Profit for the financial year	-	1,573,839	1,573,839
Equity dividends paid	-	-	-
Balance at 31 December 2018	2	(494,938)	(494,936)

Profit and loss account

The profit and loss account represents cumulative profits and losses, net of dividends and other adjustments.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2018

1. GENERAL INFORMATION

The company is incorporated and domiciled in the UK. The address of its registered office is 69 Mansell Street, London, E1 8AN.

The principal activity during the year continued to be that of an investment company.

2. BASIS OF PREPARATION

The financial statements have been prepared in accordance with FRS 102, 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland'. There were no material departures from that standard.

The financial statements have been prepared on the historical costs basis.

The presentation currency of these financial statements is pound sterling. Pound sterling is deemed to be the Company's functional currency.

3. FINANCIAL REPORTING STANDARD 102 REDUCED DISCLOSURE EXEMPTIONS

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland':

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of UIB Holdings (UK) Limited as at 31 December 2018 and these financial statements may be obtained from the Company's registered office.

4. ACCOUNTING POLICIES

Basis of accounting

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

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2018

4. ACCOUNTING POLICIES *(continued)*

Group financial statements are not presented as the company is a wholly-owned subsidiary of another company incorporated in the United Kingdom, which itself prepares group financial statements.

Turnover

Turnover comprises dividend income from investments. Dividend income is recognised in the period in which it is received and is stated gross of any foreign taxation credits.

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

Timing differences are differences between the Company's taxable profits and its results as stated in the Financial Statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the Financial Statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as probable that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Foreign currencies

Assets, liabilities, revenues and costs expressed in foreign currencies are translated into sterling at rates of exchange ruling on the date at which transactions occur, except for monetary assets and liabilities which are translated at the rate ruling at the balance sheet date.

Differences arising on the translation of such items are dealt with in the income statement.

Financial instruments

Financial assets

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

Such assets are subsequently carried at amortised cost using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2018

4. ACCOUNTING POLICIES *(continued)*

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

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price.

Financial assets are derecognised when

- (a) the contractual rights to the cash flows from the asset expire or are settled, or
- (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or
- (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities

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

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

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

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2018

4. ACCOUNTING POLICIES *(continued)*

Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Investments in subsidiaries

Investments in subsidiary and associated undertakings are stated at cost less provision for impairment.

Critical accounting judgements and estimation uncertainty

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgments and estimates have been made include:

Impairment of investment in subsidiaries and intercompany balances

The Company considers whether investment in subsidiary companies, including intercompany debtors, are impaired. Where an indication of impairment is identified the impaired investment, or intercompany balance, is calculated to identify whether any provision is required within the financial statements. The impaired value is calculated based upon management's best estimate, and requires estimation on the future performance of subsidiary companies which may be materially different to the actual.

5. OTHER OPERATING INCOME

	2018 £	2017 £
Profit on disposal of fixed asset investment	<u>8,804</u>	<u>-</u>

6. OTHER INTEREST RECEIVABLE AND SIMILAR INCOME

	2018 £	2017 £
Interest receivable	<u>16,948</u>	<u>199,551</u>
	<u>16,948</u>	<u>199,551</u>

7. INTEREST PAYABLE AND OTHER CHARGES

	2018 £	2017 £
Interest payable	<u>8,029</u>	<u>7,028</u>
Loss on exchange	<u>26,708</u>	<u>447,179</u>
	<u>34,737</u>	<u>454,207</u>

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2018
8. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

Profit on ordinary activities before taxation is stated after charging:

	2018 £	2017 £
Exchange loss	26,708	447,179
Auditor's fees - audit of the financial statements	14,400	12,050
- services relating to taxation	4,060	-
Directors' remuneration	-	-
Profit on disposal of fixed asset investment	(8,804)	-
Write-down of fixed asset investments	-	939,122
Provision against intercompany balances	<u>140,670</u>	<u>826,650</u>

9. PARTICULARS OF EMPLOYEES

The company has no employees. The employment costs are incurred by a group company and recharged.

10. TAXATION ON PROFIT ON ORDINARY ACTIVITIES

	2018 £	2017 £
(a) Analysis of charge in year		
Group relief receivable	(101,701)	(127,033)
Withholding taxes on overseas dividends	219,441	99,032
	<u>117,740</u>	<u>(28,001)</u>
Current tax (credit)/ charge for year (see (b) below)		

(b) Factors affecting tax charge for the year

	2018 £	2017 £
The tax assessment for the year is lower than the standard rate of corporation tax in the UK of 19% (2017: 19.25%). The differences are explained below:		
Profit/ (loss) on ordinary activities before tax	<u>1,691,579</u>	<u>(1,653,994)</u>
Profit/ (loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017: 19.25%)	321,400	(318,337)
Effect of expenses not deductible for tax purposes	27,558	350,639
Exempt dividend income	(450,659)	(160,435)
Adjustments in respect of prior periods	-	-
Deferred tax not recognised		1,100
Foreign taxation	219,441	99,032
Tax (credit)/ charge for year (see (a) above)	<u>117,740</u>	<u>(28,001)</u>

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2018
10. TAXATION ON PROFIT ON ORDINARY ACTIVITIES *(continued)*

There is an unrecognised deferred tax asset of £1,887 (2017: £3,422) in respect of unutilised tax losses being £11,100 (2017: £20,129).

New legislation was passed on 18 November 2015 to further reduce the UK corporation tax rate to 19% from 1 April 2017 and 18% from 1 April 2020. Further legislation was introduced in the Finance Bill 2016 to reduce the main rate of corporation tax to 17% from 1 April 2020 (this supersedes the 18% rate). Deferred tax at 31 December has been provided at 17%.

11. DIVIDENDS

	2018 £	2017 £
Equity dividends declared and paid	<u>-</u>	<u>-</u>

12. INVESTMENTS

	Subsidiary Companies £	Associated Companies £	Trade Investments £	Total £
COST				
At 1 January 2018	6,923,488	206,443	116,541	7,246,472
Additions	121,857	-	-	121,857
Disposals	-	(1,300)	(115,748)	(117,048)
At 31 December 2018	<u>7,045,345</u>	<u>205,143</u>	<u>793</u>	<u>7,251,281</u>
AMOUNTS WRITTEN OFF				
At 1 January 2018	4,667,081	1,300	107,415	4,775,796
Provided during the year	-	-	-	-
Disposals	-	(1,300)	(106,622)	(107,922)
At 31 December 2018	<u>4,667,081</u>	<u>-</u>	<u>793</u>	<u>4,667,874</u>
NET BOOK VALUE				
At 31 December 2018	<u>2,378,264</u>	<u>205,143</u>	<u>-</u>	<u>2,583,407</u>
At 31 December 2017	<u>2,256,407</u>	<u>205,143</u>	<u>9,126</u>	<u>2,470,676</u>

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2018
12. INVESTMENTS *(continued)*

(i) Subsidiaries held by the company

The following investments are treated as subsidiaries as the company is actively involved in determining the operational and financial policies of these companies:

Subsidiary	Country of Incorporation	Ordinary shares held	Nature of Business
UIB Asia Labuan Limited	Labuan	100%	Insurance broking
United Insurance Brokers (DIFC) Limited	Dubai	100%	Insurance broking
UIB Re Brasil Corretora de Resseguros Ltda	Brazil	95%	Reinsurance broking
UIB Asia Reinsurance Brokers Pte Limited	Singapore	90%	Reinsurance broking
UIB Nordic AB	Sweden	60%	Insurance broking
UIB Insurance Brokers Company Limited	Korea	60%	Insurance broking
UIB Agencia Colocadora de Seguros Limitada	Colombia	71%	Insurance broking
United Insurance Brokers (LLC) - Dubai	Dubai	49%	Insurance broking
United Insurance Brokers Colombia SA Corredores de Reaseguros	Colombia	40%	Reinsurance broking
IBS Sigorta ve Reasurans Brokerligi AS	Turkey	38%	Insurance broking

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2018
12. INVESTMENTS *(continued)*

 (i) Subsidiaries held by the company *(continued)*

Subsidiary	Country of Incorporation	Ordinary shares held	Nature of Business
UIB Insurance Brokers (India) Private Limited	India	26%	Insurance broking

The company also owns 100% of the preference shares of UIB Asia Reinsurance Brokers Pte Limited, shown above.

On 1 January 2018, the company increased its shareholding in UIB Re Brasil Corretora de Resseguros Ltda from 76% to 95% for £Nil consideration.

On 13 March 2018, the company acquired 50% of UIB Agencia Colocadora de Seguros Limitada (Colombia) from incorporation for the sum of COP 200,000,000. A further 21% share of this company was acquired on 31 December 2018 by converting existing loans to equity.

(ii) Associates held by the company

The following investments have been treated as associated companies during the year:

Associate	Country of Incorporation	Ordinary shares held	Nature of Business
UIB (Saudi) For Insurance & Reinsurance Broker Co. Limited	Saudi Arabia	40%	Reinsurance broking

On 19 June 2018, the company disposed of its 31.25% shareholding in UIB Beneficios, Consultoria e Corretora de Seguros Ltda for £Nil consideration.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2018
12. INVESTMENTS *(continued)*

(iii) Trade investments held by the company

The following investments are treated as trade investments as the company is not actively involved in determining the operational and financial policies of these companies:

Trade Investment	Country of Incorporation	Ordinary shares held	Nature of Business
UIB RexSeg Corretora de Seguros e Consultoria Ltda	Brazil	19%	Insurance broking

On 7 February 2018, the company sold its 10% shareholding in IDL Denmark Assurance Agentur ApS for the sum of DKK 1,000.

On 31 October 2018, the company sold its 7.5% shareholding in Luebcke & Co. GmbH for the sum of Euro 20,000.

13. DEBTORS: Amounts falling due within one year

	2018	2017
	£	£
Amounts owed by group undertakings	992,674	282,699
Other debtors	-	1,278
Prepayments and accrued income	32,367	974
	<u>1,025,041</u>	<u>284,951</u>

14. CURRENT LIABILITIES

	2018	2017
	£	£
Amounts owed to group undertakings	5,097,246	5,311,837
Other creditors (note 16)	299,996	299,996
Accruals and deferred income	58,659	35,577
	<u>5,455,901</u>	<u>5,647,410</u>

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2018

15. ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking is UIB Holdings (UK) Limited, a company registered in England and Wales. There is no ultimate controlling party of UIB Holdings (UK) Limited.

Group financial statements are available from the registered office of the ultimate parent undertaking at 69 Mansell Street, London, E1 8AN.

16. RELATED PARTIES

Intercompany transactions

During the year, the company processed net intercompany loans and other transactions with fellow non wholly-owned subsidiary undertakings totalling £988,865 (2017: intercompany loans and transactions of £552,377) and charged net interest receivable of £107,923 (2017: net interest receivable of £146,424), the majority of which was written off during the year.

The company also made loans of £Nil (2017: £25,524) and charged interest of £26,901 (2017: £43,651) to an associated undertaking, all of which was written off during the year.

The company has taken advantage of exemptions not to disclose related party transactions with fellow wholly-owned subsidiaries as the company is itself a wholly-owned subsidiary of UIB Holdings (UK) Limited.

Dividends received from investments

During the year, the company received dividends totalling £2,294,487 (2017: £784,218) from its subsidiary undertakings and a dividend of £77,403 (2017: £49,358) from an associated undertaking.

Transactions with Directors

Several years ago, directors of the ultimate parent undertaking issued loans to the company. The maximum amount outstanding during the year was £299,996 (2017: £299,996) and at the year-end was £299,996 (2017: £299,996). The loans are not secured and are not interest bearing.

17. GUARANTEES AND FINANCIAL COMMITMENTS TO INVESTMENTS

The company has provided a guarantee of SEK 1m (circa £90,000) to a subsidiary, UIB Nordic AB, in respect of a bank overdraft facility.

NOTES TO THE FINANCIAL STATEMENTS**YEAR ENDED 31 DECEMBER 2018****18. GOING CONCERN**

The ultimate parent undertaking, UIB Holdings (UK) Limited, has provided the company with a financial commitment whereby it has agreed to ensure that the company has sufficient financial resources to honour its contractual commitments entered into in accordance with the group's standard terms of business. Such commitments will not extend to any liabilities of the company which have been incurred other than in the ordinary course of business and/ or as a result of negligence or other default of the company or its directors.

The company is reliant on support from its ultimate parent undertaking to enable it to continue meeting its liabilities as they fall due. The directors have received written confirmation that such support will continue for the foreseeable future and are satisfied that UIB Holdings (UK) Limited has the capacity to continue providing such support for the foreseeable future, and for at least one year from the date the financial statements are signed.

19. POST BALANCE SHEET EVENTS

On 31 January 2019, the company made a payment of USD 574,769, being the first advance in respect of the planned acquisition of an additional 38.2% of United Insurance Brokers Colombia SA Corredores de Reaseguros. However, completion of this deal is subject to approval by the regulatory authorities in Colombia.