

abrdn Life and Pensions Limited

Annual Report and Financial Statements

Registered number 03526143

For the year ended 31 December 2023

Report and accounts Contents

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Strategic Report

The Directors present their Strategic Report for abrdrn Life and Pensions Limited (“the Company”) for the year ended 31 December 2023, in accordance with section 414A of the Companies Act 2006.

Business review and future developments

The Company serves as an efficient delivery mechanism of investment services to UK institutional pension schemes and other UK insurance entities. The Company issues unit-linked investment policies, trustee investment plans (“TIPs”), to trustees of UK pension schemes and reinsurance policies to insurance companies covering unit-linked pension liabilities. The Company also has a number of segregated investment mandates (“SIMs”) where the Company provides investment management services to pension schemes in respect of their assets.

All investment management activities are delegated to fellow regulated subsidiaries within the abrdrn Group (“abrdrn plc” or, together with its subsidiaries, “the abrdrn Group”).

The Company is regulated by both the Financial Conduct Authority (“FCA”) for conduct of business matters and the Prudential Regulation Authority (“PRA”) for prudential matters. The Company is authorised to conduct Class I (Life & Annuity), Class III (Linked Long Term) and Class VII (Pension Fund Management) of long term insurance business.

There are no conventional non-profit or with-profit contracts and no retail type insurance policies. The Company does not bear any insurance risk, as all benefits of the policies are tied to assets in the underlying internal linked funds by unit linking.

On 23 February 2021, the abrdrn Group announced the purchase of certain products in the Phoenix Group’s savings business and subsequently on 14 September 2021 the Company, abrdrn plc and Standard Life Assurance Limited (“SLAL”), part of the Phoenix Group, together with other abrdrn Group and Phoenix Group entities, entered into an implementation agreement in relation to the purchase and transfer of these products. Subject to certain conditions including regulatory and court approvals, it is expected that the transaction will result in the Company acquiring by way of an insurance business transfer under Part VII of the Financial Services and Market Act 2000, the SLAL TIP and onshore bond portfolios and an investment plan policy in respect of the self-invested pension plan (“SIPP”) business that will give SIPP customers access to the Company’s range of unit-linked funds. This year there has been a change in scope where the business transfer of the SLAL TIP is now expected to complete by March 2025. Total assets of the SLAL TIP business at 31 December 2023 were £4.7bn (31 December 2022: £6.0bn). Due to delays and competing projects within both Groups, the onshore bond portfolios and SIPP business is currently expected to transfer at some point in the future. The total assets of the combined onshore bond portfolios and SIPP business at 31 December 2023 were £2.4bn (31 December 2022: £2.5bn). The abrdrn Group will provide capital to the Company at the appropriate time to fund the completion of the relevant elements of the acquisition and ensure the Company has appropriate resources for the enlarged business. Post completion, the transaction would result in a significant increase in the scale of the Company’s business and would result in the Company earning profits in relation to the acquired business.

The product offering for the TIPs and reinsurance contracts has been updated during the year with four abrdrn Life funds closures and three new abrdrn Life funds launched. These new funds are in addition to the three new funds launched in 2022 to meet the growing demand for sustainable products from pension schemes following industry-led regulatory change requiring consideration of the environmental, social and government (“ESG”) factors in the investment decision making process.

The largest SIM client withdrew the majority of its funds toward the end of the year.

Provision of services

The Company has no employees. Services to the Company are provided by outsourcers as follows:

- Investment management and management services by abrdrn Investments Limited (“aIL”);
- Custody & administration by Citibank;
- Transfer agency by SS&C Technologies Inc.;
- Actuarial function by Barnett Waddingham LLP; and
- Financial operations for the Shareholder of the Company by WNS Global Services.

Strategic Report (continued)

Key performance indicators

The Company uses a number of financial performance measures to monitor the performance of the business against budget and prior year. Key financial metrics are measured and reported to management on a regular basis including those shown below:

	2023 £'000	2022 £'000
Assets under management ("AuM") for TIPs and reinsurance contracts	683,578	773,262
AuM for SIMs	100,163	1,070,715
Total AuM	<u>783,741</u>	<u>1,843,977</u>
Fee income for TIPs and reinsurance contracts	1,363	2,349
Fee income for SIMs	2,050	1,977
Total fee income	<u>3,413</u>	<u>4,326</u>
Profit for the financial year	489	187
Regulatory capital surplus	<u>11,094</u>	<u>10,618</u>

AuM

AuM for segregated investment mandates has decreased following a decision by the largest SIM client to withdraw the majority of its funds toward the end of the year. AuM for trustee investment plans ("TIPs") and reinsurance contracts has decreased by £90 million from net policyholder outflows partially offset by market gains on investments during the year.

Fee income

Fee income has decreased by £0.8 million as a result of the lower AuM from TIP and reinsurance contracts discussed above. Fee income for segregated investment mandates was in line with previous year.

Profit for the financial year

Profit for the financial year has increased from the previous year primarily as a result of investment income received on financial investments held by the Company.

Regulatory capital surplus

The regulatory capital surplus has increased by £0.48 million largely as a result of profit made in year and exchange rate movements on the Minimum Capital Requirement ("MCR") of €4.0m (2022: €4.0m).

Strategic Report (continued)

Risks

The management of the business and execution of the Company's strategy are subject to a number of risks.

A strong risk and compliance culture underpins the abrtn Group's commitment to put clients and customers first and safeguard the interests of shareholders. The abrtn Group, of which the Company is a part, has responsibility for risk management and oversees the effectiveness of the Enterprise Risk Management ("ERM") framework.

The ERM framework supports risk management throughout the abrtn Group. This involves operating a 'three lines of defence' model with defined roles and responsibilities. The ERM framework is constantly evolving to meet the changing needs of the abrtn Group and to make sure it keeps pace with industry best practice. In 2023, improvements to the framework included:

- Delivering a new approach to Risk and Control Self Assessments, focussed on key business outcomes and executive accountability;
- Improving the abrtn Group's risk acceptance process;
- Improved management information to better measure how the framework is applied in practice;
- Reviewing risk taxonomy;
- Strengthening capabilities within Enterprise Risk;
- Further embedding of capabilities to support Operational Resilience and Consumer Duty outcomes; and
- Updating the Global Code of Conduct.

Accordingly, the principal risks and uncertainties of the abrtn Group, which include those of the Company, are discussed fully in the abrtn plc Annual Report and Accounts which does not form part of this report. Further details on each of the risks, together with how they link to the abrtn Group's strategy, how they have evolved over the period and how they are managed can be found in the abrtn Group's Annual Report and Accounts.

Business Risk Environment

The commercial environment remained challenging during 2023 given the market and economic environment and geopolitical events and risks. Inflation remained high, accompanied by the continued tightening of monetary policy. These conditions adversely impacted market levels and client flows over the year. The abrtn Group has also continued to simplify its business model, delivering on recent transformation projects. This includes simplifying and focussing investment capabilities on areas where there is both the skill and the scale to capitalise on the key themes shaping the market.

There continues to be a lot of change that is being managed across the business, to simplify and achieve sustainable growth. The volume of change may create bandwidth issues and operational stretch on top of core activities whilst balancing the demands of the business simplification and growth agendas.

Heightened vigilance over risks to operations from financial crime and cyber intrusion remains. In-house dedicated teams monitor and manage these risks as they evolve, with the support of external specialists.

Client and customer interests are at the heart of our business for the abrtn Group. Focus continues to be on good outcomes which are delivered across the business. During 2023, the abrtn Group implemented the FCA's new Consumer Duty requirements, which came into force on 31st July. This is embedded in the Global Code of Conduct and was supported by the Consumer Duty mandatory training module and Client and Customer Policy.

The Consumer Duty requirements place specific obligations on the abrtn Group to demonstrate value for money for its clients. This is achieved by avoiding biased incentive schemes and by the value for money framework, underpinned by the abrtn Group's culture and strategy.

Evolving and emerging risks

The abrtn Group is vigilant to risks that could crystallise over different horizons and impact strategy, operations and clients. These risks vary in nature as they cover geopolitical, economic, societal, technological, legal, regulatory, and environmental themes. Internal and external research is reviewed to consider how risks could emerge and evolve.

Strategic Report (continued)

Clients and customers are provided with fair and transparent fee structures and the abrdrn Group continues to engage with the Financial Conduct Authority on interest retained on cash balances. Some notable risks (and opportunities) for the abrdrn Group includes adoption of modern technologies, uncertainty driven by geopolitics, unprecedented market shifts, evolving cyber threats and climate change.

Principal risks and uncertainties

The list below provides a summary of the key risks facing the Company:

Conduct risk: the business relies on its ability to deliver good service and fair client and customer outcomes, and there is a risk that it fails to achieve this through operational activities and the implementation of change programmes. This could lead to customer and client harm, reputational damage, and loss of income. Being client and customer-led is a commitment and an essential aspect of the abrdrn Group's culture. This means continuous focus on client and customer outcomes is fundamentally important. The ERM framework supports the management of conduct risk with clear expectations around conduct goals and responsibilities. In 2023, the Global Code of Conduct was updated, as well as implementation of the FCA's new Consumer Duty. Work is continuing to embed the framework, improve management information and ensure compliance of closed book products, required by 31st July 2024.

Fraud and financial crime: as a business that handles TIPs and reinsurance contracts there is an exposure to the risk of fraudulent and dishonest activity. Engagement with external parties means there has to be vigilance to the risk that these parties are connected with criminal behaviour, or subject to sanctions by national or global authorities. The control environment has been improved for anti-money laundering. Processes are in place to identify client activity linked with financial crime, globally. These include controls for anti-money laundering, anti-bribery, fraud, and other areas of financial crime. Work continues with financial authorities and industry peers to assist those targeted by scams.

Strategic risks: these are risks that could prevent the achievement of strategic aims and successful delivery of business plans. These could include failing to meet client, poor strategic decision-making, poor implementation, or failure to adapt. Market and competitor intelligence has aided decision-making. Focus remains on geopolitical and macroeconomic developments to understand and manage implications, including impact on our reputation and increase our capital exposure. There are also risks to the Company's strategy if the planned transfer of the SLAL TIP policies from does not complete as expected. Risks are mitigated by ongoing Board consideration of strategic risks.

Technology: there is a risk that technology may fail to keep pace with business needs. There is also the significant risk of unauthorised access to systems and cyber-attacks. These risks are relevant to a wide range of potential threats to the business including internal failure, external intrusion, supplier failure and weather events. The current IT estate is complex and there are dependencies on third party suppliers that need to be managed in a dedicated way. There is an ongoing programme to invest in and enhance IT infrastructure controls. The IT systems environment is benchmarked to identify areas for improvement and further investment. Heightened vigilance is maintained for cyber intrusion, with dedicated teams monitoring and managing cyber security risks. There is regular testing on penetration and crisis management.

Security and resilience: incidents that can impact business resilience and continuity include environmental issues, terrorism, economic instabilities, cyber-attacks, and operational incidents. The risk of disruption from inside the organisation is broadly stable. However, tools for exploiting IT vulnerabilities are becoming more widely available globally and are frequently used by criminal groups to enable ransomware attacks. The abrdrn Group continues to strengthen operational resilience. Crisis management and contingency planning processes are regularly reviewed and tested to strengthen resilience and responsiveness. Changes relating to the new EU Digital Operational Resilience Act are preparing to be implemented with an implementation due in January 2025.

Operational risk: notably, third party oversight including both outsourcing and supplier relationships; process execution failure; and the impact of inaccurate or incomplete information for financial management and decision making. The risks are mitigated by the Company and the abrdrn Group maintaining a strong and well established risk management framework as a foundation for the effective management of process risk across the business.

Regulatory and legal risk: we operate in a highly regulated industry which has the potential to expose the Company to risks. The risks are mitigated by having specialist compliance and legal teams in place to support our senior management and by maintaining open and transparent relationships with our regulators. During 2023 the abrdrn Group continued to respond to and implement regulatory change including in relation to ESG and the new Consumer Duty requirements.

Strategic Report (continued)

Financial management process: sound financial reporting influences the Company's performance, planning and disclosures to external stakeholders. Failures in these processes could impact decision-making and lead to regulatory and litigation risk. Financial reporting activities align to external reporting standards and industry best practice. These activities are subject to extensive Internal control and external assurance. The Audit Committee reviews, and where necessary challenges, reporting conclusions.

Financial Risk: the Company has no appetite to fail to maintain sufficient resources to meet its capital requirements and liabilities as they fall due. It will ensure it can do so under both normal conditions and an appropriate range of stressed scenarios. The Company has an appetite for market and credit risk exposures where these are required in pursuit of its business objectives. Risks are mitigated by regular monitoring and reporting of capital and liquidity requirements.

Further information regarding the Company's financial risk management is given in note 19.

Section 172 (1) Statement

Section 172 of the Companies Act 2006 requires a Director of a company to act in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole. In doing this, section 172 requires a Director to have regard, among other matters, to:

- the likely consequences of any decision in the long term;
- the interests of the company's employees;
- the need to foster the company's business relationships with suppliers, customers and others;
- the impact of the company's operations on the community and the environment;
- the desirability of the company maintaining a reputation for high standards of business conduct; and
- the need to act fairly between different members of the company.

The Directors give careful consideration to the factors set out above in discharging their duties under section 172.

The Board recognises that the long-term success of the business is dependent on the way it works with a large number of important stakeholders. The Directors have had regard to the interests of stakeholders (including clients and customers, our people, society and our shareholders) while complying with their obligations to promote the success of the Company in line with section 172 of the Companies Act. The Board's discussions throughout the year have reflected Directors' consideration of these obligations, including how stakeholder engagement is incorporated into our long-term decision-making and how the Company operates as a subsidiary within the wider abrdrn plc group of companies.

The Directors have taken into account the requirements of section 172 (1) of the Companies Act 2006 as summarised in the following table:

Strategic Report (continued)

The likely consequence of any decision in the long term	The Board of Directors of the Company operate the Company in accordance with the Board Charter and the overall abr dn plc business plan, which considers the long term success of the Company and the group as a whole, and the likely long term consequences of any decisions by the Company are taken into account.
The interests of the company's employees	The Company does not have any direct employees. Within the abr dn plc Group of companies, engagement with employees is considered at group level and employee engagement matters have been disclosed in the abr dn plc Annual Report and Accounts, which does not form part of this report. The Directors have determined that there are no Company specific matters appropriate to disclose in relation to engagement with employees.
The need to foster the company's business relationships with suppliers, customers and others	Supplier relationships within the abr dn plc group of companies are managed under the Procurement, Outsourcing and Third Party Management Policy, which applies to all subsidiary companies. Engagement with suppliers, customers and others is considered at group level and engagement matters have been disclosed in the abr dn plc Annual Report and Accounts, which does not form part of this report. The Board of Directors receive reports from the client function as part of its regular meetings. The Company has one key supplier of services, abr dn Investments Limited, which supplies a full suite of services to the Company under a Master Services Agreement and an Investment Management Agreement. The Board receives regular reports from each relevant business function which provides services to the Company under these contracts and representatives attend the Board meetings.
The impact of the company's operations on the community and the environment	Engagement on environmental and community matters is considered at abr dn plc level and such matters have been disclosed in the abr dn plc Annual Report and Accounts, which does not form part of this report. Additionally, this Company has a climate change policy which is available on the abr dn plc website.
The desirability of the company maintaining a reputation for high standards of business conduct	Maintaining a reputation for, and upholding, high standards of business conduct is vital to the ongoing success of the abr dn plc group of companies, including the Company.
The need to act fairly as between members of the company.	The Company has a single member, and is a wholly owned subsidiary of abr dn plc.

Environmental matters

The Company follows the environmental strategy of the abr dn Group which is disclosed within the abr dn plc Annual Report and Accounts which does not form part of this report.

Approved by the Board and signed on its behalf by:



D Vick
Director
22 March 2024

Directors' Report

The Directors present their annual report and the audited financial statements of the Company for the year ended 31 December 2023.

Dividends

The Directors do not recommend a dividend payment to be made in respect of the year ended 31 December 2023 (2022: nil).

Directors

The Directors who held office during the year and to the date of this report were as follows:

O Thoresen	(Non-executive Chairman) (resigned 31 March 2023)
D J P Hare	(Non-executive Chairman)
D S Vallery	(Non-executive Director) (appointed 31 March 2023)
A Mitchell	(Chief Executive)
D Vick	(Executive Director) (appointed 31 March 2023)
P Bartlett	(Executive Director) (resigned 31 March 2023)
E Herd	(Executive Director)

The Directors benefited from qualifying third party indemnity provisions which were in place during the financial year and at the date of signing the financial statements.

Company Secretary

The Company Secretary during the year was as follows:

abrdrn Corporate Secretary Limited.

Chief Actuary

J A Hoskin of Barnett Waddingham LLP.

Policy on payment of creditors

As required by the policy terms, all life fund claims and settlements are normally paid within three working days of such transactions being initiated.

Disclosure of information to auditors

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each 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.

Engagement with suppliers

The s172 statement in the Strategic Report references that engagement with suppliers is considered at the abrdrn plc level where full details can be found in the abrdrn plc annual report and accounts.

Independent auditor

The Independent Auditor, KPMG LLP, will not be seeking reappointment as auditors of the Company when their current term of office expires due to mandatory audit firm rotation requirements. The Audit Committee undertook a formal audit tender process for external audit services for the financial year to 31 December 2024 onwards. The Board has agreed to appoint PKF Littlejohn LLP as external auditor, effective for the financial year ending 31 December 2024. A resolution is being put to the Company's shareholders for approval.

Going concern

The Company has made a profit for the financial year and has sufficient financial resources and a strong cash position. After making enquiries, the Board is satisfied that the Company has and will maintain sufficient resources to enable it to continue operating for at least 12 months from the date of approval of the financial statements. Accordingly, the financial statements have been prepared on a going concern basis. Please refer to note 2 for further detail.

Directors' Report (continued)

Statement of Directors' responsibilities

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law, including FRS 101 Reduced Disclosure Framework and Schedule 3 in The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 made under the Companies Act 2006.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the Directors are also responsible for preparing a Strategic Report and a Directors' Report that complies with that law and those regulations.

Approved by the Board and signed on its behalf by:



D Vick
Director
22 March 2024

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABRDN LIFE AND PENSIONS LIMITED

1 Our opinion is unmodified

We have audited the financial statements of abrdn Life and Pensions Limited ("the Company") for the year ended 31 December 2023 which comprise the Profit and Loss Account, Balance Sheet, Statement of Changes in Equity, and the related notes (excluding note 17 which is unaudited), including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including *FRS 101 Reduced Disclosure Framework*; 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 are described below. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion. Our audit opinion is consistent with our report to the audit committee.

We were first appointed as auditor by the Directors on 14 August 2017. The period of total uninterrupted engagement is for the seven financial years ended 31 December 2023. We have fulfilled our ethical responsibilities under, and we remain independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard as applied to public interest entities. No non-audit services prohibited by that standard were provided.

2 Key audit matters: our assessment of risks of material misstatement

Key audit matters are those matters that, in our professional judgement, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. We summarise below the key audit matter (unchanged from 2022), in arriving at our audit opinion above, together with our key audit procedures to address this matter and, as required for public interest entities, our results from those procedures. This matter was addressed, and our results are based on procedures undertaken, in the context of, and solely for the purpose of, our audit of the financial statements as a whole, and in forming our opinion thereon, and consequently are incidental to that opinion, and we do not provide a separate opinion on this matter.

Valuation of financial assets held to cover linked liabilities - £683.6m (2022: £773.3m)

Refer to page 21 (accounting policy) and pages 26 and 28 - 29 (financial disclosures)

The risk

Low risk, high value

The Company's portfolio of investments makes up 97.5% (2022: 97.9%) of the Company's total assets (by value) and is considered to be the key driver of results. We do not consider these investments to be at a high risk of significant misstatement, or to be subject to a significant level of judgement because they largely comprise liquid, quoted investments. However, due to their materiality in the context of the financial statements as a whole, they are considered to be the area which had the greatest effect on our overall audit strategy and allocation of resources in planning and completing our audit.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABRDN LIFE AND PENSIONS LIMITED

Our response

We performed the tests below rather than seeking to rely on any of the Company's controls because the nature of the balance is such that we would expect to obtain audit evidence primarily through the detailed procedures described.

- Compared the valuation of the quoted investments in the portfolio against externally quoted prices.
- Sought and obtained investment holding confirmations from the Company's investment custodians.

We found the valuation of financial assets held to cover linked liabilities to be acceptable (2022: acceptable).

3 Our application of materiality and an overview of the scope of our audit

Materiality for the financial statements as a whole was set at £6.65m (2022: £7.1m), determined with reference to a benchmark of total assets (of which it represents 0.9% (2022: 0.9%)).

Performance materiality was set at 65% (2022: 65%) of materiality for the financial statements as a whole, which equates to £4.3m (2022: £4.6m). We applied this reduced percentage in our determination of performance materiality for the Company in the current year as we identified specific factors indicating an elevated level of aggregation risk. These factors included the ongoing restructuring of finance activities.

In line with our audit methodology, our procedures on individual account balances and disclosures were performed to a lower threshold, performance materiality, so as to reduce to an acceptable level the risk that individually immaterial misstatements in individual account balances add up to a material amount across the financial statements as a whole.

We applied materiality of £400k (2022: £400k) and performance materiality of £260k (2022: £260k) to all non-unit linked related balances for which we believe misstatements of lesser amounts than materiality for the financial statements as a whole could be reasonably expected to influence the Company's members' assessment of the financial performance of the Company.

We agreed to report to the Audit Committee any corrected or uncorrected identified misstatements exceeding £332k (2022: £355k) and £20k (2022: £20k) for the non-unit linked balances, in addition to other identified misstatements that warranted reporting on qualitative grounds.

Our audit of the Company was undertaken to the materiality level specified above and was performed by a single audit team.

The scope of the audit work performed was predominately substantive as we placed limited reliance upon the Group's internal control over financial reporting.

4 Going concern

The Directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We used our knowledge of the Company, its industry, and the general economic environment to identify the inherent risks to its business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period. The risk that we considered most likely to adversely affect the Company's available financial resources over this period was the indirect implications of a fall in value of assets under management.

We considered whether these risks could plausibly affect the liquidity in the going concern period by assessing the Directors' sensitivities over the level of available financial resources indicated by the Company's financial forecasts taking account of severe, but plausible adverse effects that could arise from these risks individually and collectively.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABRDN LIFE AND PENSIONS LIMITED

We assessed the completeness of the going concern disclosure in note 2 to the financial statements.

Our conclusions based on this work:

- we consider that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the Directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period; and
- we found the going concern disclosure in note 2 to be acceptable.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

5 Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of Directors, the audit committee and the Company's legal team and inspection of policy documentation as to the Company's high-level policies and procedures to prevent and detect fraud, including the Company's channel for "whistleblowing", as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board, risk committee and audit committee meeting minutes.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there is limited management judgement involved in the determination of all material revenue streams, the audit evidence supporting these balances is straightforward to obtain and there is separation of duties between management and third-party service providers.

We did not identify any additional fraud risks.

We performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included those posted by senior finance management, those which comprised unexpected posting combinations or contained certain transaction descriptions and as well as material journals and other adjustments posted after the general ledger was closed.

Identifying and responding to risks of material misstatement related to compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, through discussion with the directors and other management (as required by auditing standards), and from inspection of the Company's regulatory and legal correspondence and discussed with the Directors and other management the policies and procedures regarding compliance with laws and regulations.

As the Company is regulated, our assessment of risks involved gaining an understanding of the control environment including the entity's procedures for complying with regulatory requirements, how they analyse identified breaches and assessing whether there were any implications of identified breaches on our audit.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABRDN LIFE AND PENSIONS LIMITED

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation or the loss of the Company's license to operate. We identified the following areas as those most likely to have such an effect: specific areas of regulatory capital requirements, conduct, anti-money laundering, market abuse regulations and certain aspects of company legislation recognising the financial and regulated nature of the Company's activities and its legal form.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

6 We have nothing to report on the strategic report and the Directors' report

The directors are responsible for the strategic report and the Directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the Directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in those reports;
- in our opinion the information given in the strategic report and the Directors' report for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

7 We have nothing to report on the other matters on which we are required to report by exception

Under the Companies Act 2006, we are required 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.

We have nothing to report in these respects.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABRDN LIFE AND PENSIONS LIMITED

8 Respective responsibilities

Directors' responsibilities

As explained more fully in their statement set out on page 10, the Directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

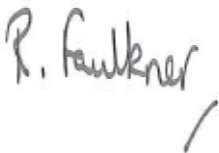
Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

9 The purpose of our audit work and to whom we owe our responsibilities

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.



Richard Faulkner (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square, London, E14 5GL

22 March 2024

Profit and Loss Account

For the year ended 31 December 2023

	Note	2023 £'000	2022 £'000
Technical account – Long-term business			
Investment income	3	35,470	48,554
Unrealised gains on investments	3	30,631	(160,581)
Other technical income	4	3,413	4,326
		<u>69,514</u>	<u>(107,701)</u>
Change in other technical provisions for linked liabilities	15	(64,879)	112,247
Investment expenses	3	(2,634)	(3,572)
Realised foreign exchange losses	3	(18)	(2)
Tax attributable to the long-term business	9	(1,422)	(384)
		<u>(4,074)</u>	<u>(3,958)</u>
Balance on the long-term account		<u>561</u>	<u>588</u>
Non-Technical account			
Balance on the long-term account		561	588
Tax attributable to the balance on the long-term business technical account	9	172	138
		<u>733</u>	<u>726</u>
Shareholders pre-tax profit from long-term business		733	726
Investment income	3	616	182
Other income	5	34	-
Other expenses and charges	6	(744)	(677)
Profit on ordinary activities before tax		<u>639</u>	<u>231</u>
Tax on profit on ordinary activities	9	(150)	(44)
Profit for the financial year		<u>489</u>	<u>187</u>

Revenue and profit for the financial year derive wholly from continuing operations in the UK.

There are no recognised gains or losses other than the profit for the current financial year and prior financial year. Accordingly, no statement of comprehensive income has been presented.

The notes on pages 19 to 34 form part of these financial statements.

Balance Sheet

As at 31 December 2023

	Note	2023 £'000	2022 £'000
ASSETS			
Investments			
Financial investments	10	13,490	12,871
Assets held to cover linked liabilities	11	683,578	773,262
Debtors			
Debtors arising out of direct insurance operations	12	1,936	1,175
Other debtors	12	286	212
Other assets			
Cash at bank and in hand		910	1,164
Prepayments and accrued income	13	773	1,362
Total assets		700,973	790,046
EQUITY AND LIABILITIES			
Capital and reserves:			
Called up share capital	14	1,500	1,500
Profit and loss account		13,131	12,642
Total equity		14,631	14,142
Technical provisions for linked liabilities	15	683,578	773,262
Creditors			
Creditors arising out of direct insurance operations	16	1,936	1,175
Other creditors	16	828	1,467
Total liabilities		686,342	775,904
Total equity and liabilities		700,973	790,046

The notes on pages 19 to 34 form part of these financial statements.

The financial statements were approved by the Board of Directors and were signed on its behalf by:



D Vick
Director
22 March 2023

Statement of Changes in Equity
As at 31 December 2023

	Share capital	Profit and loss account	Total
	£'000	£'000	£'000
Balance at 31 December 2021	1,500	12,455	13,955
Profit for the year	-	187	187
Balance at 31 December 2022	1,500	12,642	14,142
Profit for the year	-	489	489
Balance at 31 December 2023	1,500	13,131	14,631

The notes on pages 19 to 34 form part of these financial statements.

Notes to the financial statements

1. General Information

The Company is a private company limited by share capital incorporated and domiciled in the UK. The address of its registered office is:

280 Bishopsgate
London
United Kingdom
EC2M 4AG

The Company's business activities, together with expected future developments and key risks facing the Company, are detailed in the Strategic Report.

2. Accounting policies

The following accounting policies have been applied consistently to all years presented when dealing with items which are considered material in relation to the Company's financial statements.

Change in accounting policy

On 1 January 2023, the abrdn Group adopted IFRS 17 Insurance Contracts. IFRS 17 replaces IFRS 4 Insurance Contracts; an interim standard which permitted the continued application of accounting policies, for insurance contracts and contracts with discretionary participation features, which were being used at transition to IFRS except where a change satisfied criteria set out in IFRS 4. IFRS 17 introduces new required measurement and presentation accounting policies for such contracts which reflect the view that these contracts combine features of a financial instrument and a service contract.

The introduction of IFRS 17 has not impacted on the financial statements of the Company as it does not conduct any business that falls within the scope of IFRS 17.

No other new accounting standards, interpretations or amendments effective for the first time from 1 January 2023 are deemed to have had an impact on the Company.

Basis of preparation

The Company meets the definition of a qualifying entity under Financial Reporting Standard 100 ("FRS 100") issued by the Financial Reporting Council ("FRC"), and has adopted Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") issued by the FRC. In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 ('IFRS Standards'), but makes amendments to IFRS Standards where necessary in order to comply with the Companies Act 2006 or the Large and Medium-sized Companies and Groups (Accounts & Reports) Regulation 2008.

Summary of disclosure exemptions

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- International Accounting Standard ("IAS") 7 Statement of Cash Flows and related notes;
- IAS 8 Accounting Policies requirement to disclose the effects of new but not yet effective IFRS Standards;
- IFRS 15 Revenue from Contracts with Customers;
- IAS 24 Related Party disclosures in respect of transactions with wholly owned subsidiaries;
- IAS 24 Related Party disclosures in respect of the compensation of Key Management Personnel.

The financial statements have been prepared under the historical cost convention in accordance with the Companies Act 2006, as modified by the valuation of certain financial assets and liabilities at fair value through profit or loss as described below.

Notes to the financial statements (continued)

Summary of disclosure exemptions (continued)

As the consolidated financial statements of abrdrn plc include the equivalent disclosures, the Company has also:

- Certain disclosures required by IFRS 7 Financial Instrument Disclosures and IFRS 13 Fair Value Measurement.

Going concern

The Company's business activities, together with the factors likely to affect its future development and financial position, are set out in the Strategic Report.

The Company has made a profit for the financial year and has sufficient financial resources and a strong cash position.

The primary mitigation against the risk of fluctuations in income or increases in expenses is the structure of the expenses payable under the MSA and IMA between the Company and aIL, which are a large proportion of total expenses incurred. The expenses payable under these agreements are defined as a percentage of fund charge income, and so vary in line with fund charge income, but they are also subject to a capped amount which is set such that the fund charge income retained by abrdrn Life is sufficient to cover:

- Expenses incurred other than those under the MSA and IMA (non-fee related expenses); and
- An estimate of any anticipated increase in the operational risk SCR together with abrdrn Life's target margin of solvency cover on that increase because of increasing year-on-year expenses (noting that, under the Solvency II standard formula, the operational risk SCR for abrdrn Life is a function of expenses incurred in the 12 months to the valuation date).

In making this going concern assessment, the Board have considered the following matters:

- the current level of regulatory capital, which was £11.1m in excess of capital requirements at 31 December 2023.
- the level of liquid resources, including cash and money market funds, which far exceed the level of creditors.
- the potential impact of a significant fall in the value of assets under management and related fee income. As described in Note 19 the Company does not hold any non-linked assets which are exposed to material market price risk, nor does it directly bear the risk of market price movements in respect of assets within the unit linked funds. However, the Company is exposed to price risk indirectly, as its management fees earned are calculated as a percentage of assets under management. The Company pays a proportion of its fee income to a fellow abrdrn Group Company in respect of asset management services. The risk of market price movements is managed through contractual terms which reduce this expense payable, potentially to zero, in circumstances where the level of fee income reduces.
- the effectiveness of the Company's operational resilience processes. The Company's processes have operated effectively during the period including the provision of services by key outsource providers.

The assessment was completed with reference to the stress testing undertaken as part of the Own Risk and Solvency Assessment which demonstrated that the Company has sufficient capital and liquidity to withstand the current market conditions and the impact of reasonably possible downside scenarios, including a significant fall in assets held to cover linked liabilities.

Based on the above, the Board is satisfied that the Company has and will maintain sufficient resources to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements. Accordingly, the financial statements have been prepared on a going concern basis.

Financial assets

(i) Fair value through profit or loss

These instruments comprise investments which are classified as fair value through profit or loss consisting of seed capital and short term money market funds. Fair value changes are recognised through profit or loss. The fair value of financial instruments that are actively traded on organised financial markets is determined by reference to market bid prices at the close of business on the balance sheet date.

Notes to the financial statements (continued)

Financial assets (continued)

(ii) Amortised cost

These instruments are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These instruments are included in current assets and consist of debtors arising out of insurance operations, amounts due to abrdn Group undertakings, prepayments and accrued income and cash at bank and in hand. These instruments are initially recognised at fair value, net of any transaction costs, and subsequently at amortised cost using the effective interest rate method.

The Company has adopted trade date accounting. Accordingly, a financial asset is recognised on the date the Company commits to its purchase and derecognised on the date on which the Company commits to its sale.

Other debtors are short-term and repayable on demand, therefore their carrying value reflects its fair value.

Assets held to cover linked liabilities

This category comprises investments made pursuant to unit-linked policies under which the benefits payable to the policyholder are wholly or partly determined by reference to the value of the associated investments. Purchases and sales are recognised on the trade date, and transaction costs are recognised immediately in the Profit and Loss Account. Assets are originally recognised at cost, being the fair value of the consideration given, and are subsequently re-measured at fair value through profit or loss. The fair values of investments are based on current bid prices. If the market for a financial asset is not active, or in respect of unlisted securities, fair value is established using valuation techniques. These assets include cash and cash equivalents held to cover linked liabilities.

This does not include assets under management for the segregated investment mandates which are not held on the balance sheet of this Company.

Fair value methodology

The fair values of financial assets and financial liabilities at fair value through profit and loss are determined as follows:

Level 1 – fair value is derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – fair value is derived from inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as price) or indirectly (derived from prices); and

Level 3 – fair value is derived from valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable market inputs).

Financial Liabilities

Amortised cost

These instruments include creditors arising out of direct insurance operations, amounts owed to abrdn Group undertakings, other creditors and accruals. These instruments are initially recognised at fair value and subsequently at amortised cost using the effective interest rate method. In practice the carrying value equates to the fair value due to the short nature of the amounts.

Notes to the financial statements (continued)

Technical provisions for linked liabilities

The Company issues unit-linked long term investment contracts without fixed terms. The fair value of the liabilities is calculated by multiplying the number of units attributed to the policyholders by the bid price of the units. The liabilities under the contracts are accounted for as financial liabilities at fair value through profit and loss. This matches the accounting treatment of the underlying assets within the funds as referred to above. The value of the liabilities is impacted by, inter alia, policyholder premiums and claims.

Long term contracts can either be classified as insurance or investment contracts. Contracts which transfer significant insurance risk are categorised as insurance contracts, and any long term contracts not considered to be insurance contracts are classified as investment contracts. The Company's long term contracts do not transfer significant insurance risk and hence are classified as investment contracts.

Investment income

Investment income in the Technical account includes dividends from shares and collective investments, interest income and net realised fair value gains and losses from investments. Dividend income is recorded on the date on which the underlying stock is quoted ex dividend. Interest income is earned from deposits with credit institutions and is accounted for on an accruals basis.

Investment income in the Non-Technical account includes interest income similar in nature to the Technical account.

Other income

Other income in the Non technical account includes interest income on bank deposits.

Unrealised gains on investments

Unrealised gain on investments are net gains and losses on investments recognised at fair value.

Other technical income

Other technical income comprises of management fee income which is stated net of rebates for the TIP, reinsurance and segregated investment mandated clients, and is recognised as services are provided.

Investment expenses

Expenses are accounted for on an accruals basis and include fees for investment management payable to fellow abrdrn Group undertakings.

Taxation

Taxation expense for the year comprises current and deferred tax recognised in the profit and loss account in the reporting year. Current taxation is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date together with adjustments to tax payable in respect of prior years.

Tax attributable to the long-term business is included in the technical account for long-term business. Other tax is included in the non-technical account. Within the non-technical account the balance transferred from the long-term business technical account is grossed up for attributable tax using the appropriate enacted or substantively enacted tax rate. The tax on profit on ordinary activities, which appears in the non-technical account, comprises the tax attributable to the balance on the long-term business technical account and tax relating to the Investment income, Other Expenses and Other income which appear in the non-technical account.

Notes to the financial statements (continued)

Foreign currency translation

(i) Functional currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). The financial statements are presented in pounds sterling, which is the Company’s presentational and functional currency.

(ii) Transactions and balances

Transactions in foreign currencies are translated to the functional currency at the exchange rate ruling at the date of the transaction. At each balance sheet date, monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the balance sheet date and any exchange differences arising are taken to the profit and loss account. Revenue transactions are translated at rates of exchange ruling at the time of the respective transactions.

Critical accounting estimates

The preparation of the financial statements necessitates the use of estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities, contingent or otherwise, at the balance sheet date as well as affecting the reported income and expenses for the year. Although the estimates are based on management’s best knowledge of current facts as at the balance sheet date, the actual outcome may differ from those estimates. There are no critical accounting estimates which are material to the financial statements.

3. Investment return

	2023 £’000	2022 £’000
Interest income and dividends from shares and collective investments	19,548	19,027
Realised gains on investments	15,922	29,527
Investment income	<u>35,470</u>	<u>48,554</u>
Unrealised gains/(losses) on investments	30,631	(160,581)
Investment management expenses	(2,634)	(3,572)
Realised foreign exchange losses	(18)	(2)
Total investment return – Technical account	<u>63,449</u>	<u>(115,601)</u>
Investment income – Non-Technical account	616	182
Total investment return	<u><u>64,065</u></u>	<u><u>(115,419)</u></u>

4. Other technical income

	2023 £’000	2022 £’000
Fee income from assets held to cover linked liabilities	1,363	2,349
Fund management fee income	2,050	1,977
Fee income	<u>3,413</u>	<u>4,326</u>

5. Other income

	2023 £’000	2022 £’000
Interest income on bank deposits	34	-
Other income	<u>34</u>	<u>-</u>

Notes to the financial statements (continued)

6. Other expenses and charges

	2023 £'000	2022 £'000
Amount paid to abrđn Group undertakings	286	315
Other expenses	453	362
Bank charges	5	-
	744	677

Other largely relates to professional and regulatory fees paid by the Company. The Company has no employees and therefore has incurred no direct staff costs.

7. Auditor's remuneration

	2023 £'000	2022 £'000
Statutory audit	120	111

Amounts receivable by the Company's auditor in respect of services to the Company, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of abrđn plc.

8. Directors' emoluments

	2023 £'000	2022 £'000
Directors' emoluments	102	91

Directors' emoluments consist of fees payable to Non-Executive Directors. Those directors have not received any other form of remuneration for their services. For those directors who are employees of the abrđn Group and whose services cover several companies within the Group, no apportionment of emoluments has been made to the Company. None of the Directors who held office during the year ending 31 December 2023 had any interest in the shares of the Company (2022: none).

Notes to the financial statements (continued)

9. Taxation

Analysis of the tax charge / (credit)

	Technical Account	Technical Account	Non- technical Account	Non- technical Account
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Overseas withholding tax	1,221	220	-	-
Deferred tax	-	(23)	-	-
Adjustments in respect of prior periods	22	21	-	-
	<u>1,243</u>	<u>218</u>	<u>-</u>	<u>-</u>
Current tax charge/ (credit) on result for the year	179	166	(22)	(94)
Tax charge attributable to balance on long term business technical account	-	-	172	138
	<u>1,422</u>	<u>384</u>	<u>150</u>	<u>44</u>

Reconciliation of tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK of 23.5% (2022: 19.0%). The differences are explained below:

	Technical Account	Technical Account	Non- technical Account	Non- technical Account
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Profit before taxation	<u>1,983</u>	<u>972</u>	<u>639</u>	<u>231</u>
Current tax (2023: 23.5%, 2022: 19.0%)	466	185	150	44
Effects of:				
Overseas withholding tax	1,221	220	-	-
Foreign tax deducted as an expense	(287)	(42)	-	-
Adjustments in respect of prior year	22	21	-	-
Impact of tax rate change	-	-	-	-
Tax charge on the profit on ordinary activities	<u>1,422</u>	<u>384</u>	<u>150</u>	<u>44</u>

Notes to the financial statements (continued)

9. Taxation (continued)

Provision for deferred tax

	2023	2022
	£'000	£'000
Deferred tax liability		
Balance brought forward	-	23
Origination and reversal of timing differences	-	(23)
Impact of change in UK tax rate	-	-
Balance carried forward	<u>-</u>	<u>-</u>

10. Financial investments

	2023	2022
	£'000	£'000
Short term money market funds	13,468	12,871
Seed capital investments	22	-
	<u>13,490</u>	<u>12,871</u>

11. Assets held to cover linked liabilities

	2023	2022
	£'000	£'000
Listed investments	396,009	415,497
Unit trust and OEICs	273,389	337,332
Cash and cash equivalents	12,954	19,362
Other debtor / creditor positions	1,226	1,071
	<u>683,578</u>	<u>773,262</u>

12. Debtors

	2023	2022
	£'000	£'000
Direct insurance debtors	<u>1,936</u>	<u>1,175</u>
Amounts owed by abrdn Group undertakings	88	147
Other	<u>198</u>	<u>65</u>
Other debtors	<u>286</u>	<u>212</u>
	<u>2,222</u>	<u>1,387</u>

Amounts owed by abrdn Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand. The amount of debtors expected to be recovered after more than 12 months is £nil (2022: £nil).

13. Prepayments and accrued income

	2023	2022
	£'000	£'000
Accrued income	768	1,356
Prepayments	<u>5</u>	<u>6</u>
	<u>773</u>	<u>1,362</u>

Notes to the financial statements (continued)

14. Share capital

	2023	2022
	£'000	£'000
Authorised:		
50,000,000 (2022: 50,000,000) ordinary shares of £1 each	50,000	50,000
Allotted, called up and fully paid:		
1,500,002 (2022: 1,500,002) ordinary shares of £1 each	1,500	1,500

15. Technical provisions for linked liabilities

	2023	2022
	£'000	£'000
Balance at 1 January	773,262	1,087,872
Change in technical provisions for the year	64,879	(112,247)
- Gross amount		
Deposits received from policyholders under investment contracts	53,488	35,838
Payments made to policyholders under investment contracts	(207,379)	(236,567)
Management and operating expenses from the fund	(672)	(1,634)
Balance at 31 December	<u>683,578</u>	<u>773,262</u>

16. Creditors

	2023	2022
	£'000	£'000
Creditors arising out of direct insurance operations	1,936	1,175
Amounts owed to abrdrn Group undertakings	479	1,169
Accruals	330	277
Other	19	21
Other creditors	<u>828</u>	<u>1,467</u>
	<u>2,764</u>	<u>2,642</u>

Amounts owed by abrdrn Group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand. The amount of creditors expected to be settled after more than 12 months is £nil (2022: £nil).

Notes to the financial statements (continued)

17. Capital management

The Company manages its capital to ensure that sufficient available capital resources are held to cover its capital resources requirements. The capital management policy is designed to ensure that all capital requirements relating to the existing business are met out of retained profits. Dividends will only be paid provided that, following any payment, the Company will continue to hold a level of cover above the appropriate regulatory requirement as deemed appropriate by the Board.

The key risk to regulatory capital relates to the inability of the business to earn enough revenue to cover the costs of administration in the event of closure to new business or adverse economic conditions. The Company manages this risk by ensuring that the form of all policy contracts allows termination by the Company on a period of notice of three months and by having an expense structure that is sensitive to the ability of the business to generate revenue from policy charges.

The following Solvency II information in the remainder of this note is not audited by KPMG LLP.

Since 1 January 2016 the Company has been subject to the capital requirements of the Solvency II directive. The balance of available capital resources is monitored against the Company's Solvency Capital Requirement ("SCR") and Minimum Capital Requirement ("MCR"). The SCR is calculated in accordance with the Solvency II Directive Standard Formula, and the MCR is based on the €4.0m (2022: €4.0m) monetary minimum set out in the regulations.

As at 31 December 2023 the Company MCR was £3.5 million (2022: £3.4 million) and the SCR was £1.0 million (2022: £1.3 million). As the MCR is higher than the SCR, this MCR position is adopted as the capital requirement for the Company.

All of the Company's own funds are classified as Tier 1 basic own funds comprised of equity and retained earnings and are available to provide cover for both the SCR and the MCR without restriction.

This Company's own funds position was £14.6 million at 31 December 2023 (2022: £14.1 million).

18. Financial instruments

The table below sets out financial assets and liabilities held at fair value categorised using the fair value hierarchy detailed in Note 2.

Equity instruments listed on a recognised exchange valued using prices sourced from their primary exchange are categorised as level 1. Pooled investment funds where daily unit prices are available and reference is made to observable market data are categorised as level 2. Interests in real estate funds which are valued at net asset value

are categorised as level 3, with the underlying real estate investments generally valued in accordance with independent professional valuation reports.

For technical provisions for linked liabilities, the underlying assets are predominately categorised as level 1 or 2 and, as such, the inputs into the valuation of liabilities are observable and these liabilities are predominately categorised within level 2 of the fair value hierarchy. Where the underlying assets are categorised as level 3, the liabilities are also categorised as level 3.

2023	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Financial Investments	-	13,490	-	13,490
Assets held to cover linked liabilities	396,009	277,833	-	673,842
Total financial assets	396,009	291,323	-	687,332
Technical provisions for linked liabilities	-	683,578	-	683,578
Total financial liabilities	-	683,578	-	683,578

Notes to the financial statements (continued)

18. Financial instruments (continued)

2022	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Financial Investments	-	12,871	-	12,871
Assets held to cover linked liabilities	422,109	350,602	551	773,262
Total financial assets	422,109	363,473	551	786,133
Technical provisions for linked liabilities	-	772,711	511	773,262
Total financial liabilities	-	772,711	511	773,262

The fair value of financial assets and liabilities not held at fair value approximates to their carrying value at 31 December 2023 and 31 December 2022. Asset to cover linked liabilities in 2023 not held at fair value include cash at bank which are included in cash and cash equivalents, and other debtor / creditor positions (see Note 11).

Financial Investments refers to Note 10 in these accounts. In year for Assets held to cover linked liabilities the Company considers listed investments to be level 1, collective investments (excluding property) to be level 2, and real estate pooled investment vehicles to be level 3. The movements during the year of level 3 assets and liabilities held at fair value are analysed below.

	Assets held to cover linked liabilities		Technical provisions for linked liabilities	
	2023 £'000	2022 £'000	2023 £'000	2022 £'000
At start of year	551	737	551	737
Total gains/(losses) recognised in the Profit and Loss Account	38	(82)	38	(82)
Sales	(589)	(104)	(589)	(104)
At end of period	-	551	-	551

Unit linked level 3 assets relate to holdings in real estate funds which were disposed of in year. No individual unobservable input is considered significant. Changing unobservable inputs to reasonably possible alternative assumptions would have no impact on profit for the financial year and would not have a significant impact on total assets.

Notes to the financial statements (continued)

19. Financial risk management

The Company is exposed to the following risks from its use of financial instruments:

- credit risk;
- liquidity risk;
- market price risk;
- foreign exchange risk; and
- interest rate risk.

In general, the vast majority of the Company's assets are held in unit-linked funds. The risks and rewards of those assets fall to the benefit of, or are borne by, the underlying policyholders and the value of the investment contract liabilities shown in the Company's balance sheet varies in line with the value of the assets held. The Company has no direct exposure to fluctuations in the value of assets which are held on behalf of policyholders, including fluctuations in the value of the assets arising from changes in market prices or credit default. The Company's exposure to these assets is limited to the revenue earned, which varies according to movements in the value of the assets.

Governance framework

The Board is responsible for the management and oversight of all risks affecting the Company. To achieve this, the Company uses the risk management framework established by the abrdn Group with specific arrangements where necessary to address the requirements of the Company as a UK insurance undertaking.

Day to day governance and risk control is delegated by the Company to aIL via a formal management services agreement. Investment management is delegated to aIL via a separate Investment Management Agreement ("IMA"). The Board considers the current system of governance appropriate for its business model, which is limited to offering unit-linked pension policies and investment management contracts to trustees of approved UK pension schemes and unit-linked pension reinsurance policies to UK insurance companies. Oversight of those services is carried out by a combination of committees within the risk control framework, and the dedicated committees established by the Company Board noted below. Board committees receive input from functional committees established by abrdn Group as part of its group-wide risk management framework.

Risk Committee

The Risk Committee of the Company is responsible for reviewing risk management information relating to the Company. The Committee keeps under review in particular:

- The alignment of the risk appetite and policy, approved by the Company's Board, with the Group's strategy for the Company.
- Quality of the abrdn Group's enterprise risk management framework and operating structure as a mitigation and key control to the Company's risks.
- The extent to which the risk assessment framework is in line with industry best practice and regulatory requirements.

Audit Committee

The Audit Committee of the Company monitors the integrity of the financial statements of the Company, reviewing significant financial reporting issues and judgements. The Committee reviews and challenges as appropriate:

- The consistency of, and any changes to, accounting policies.
- Whether the Company has followed appropriate accounting standards and made appropriate estimates, assumptions and judgements, taking into account the view of the external auditor and the Chief Actuary.
- The clarity of disclosure in the Company's financial reports.
- The annual internal audit plan.

Notes to the financial statements (continued)

19. Financial risk management (continued)

Client and Fund Governance Committee (Executive Committee)

The Client and Fund Governance Committee of the Company assists the Chief Executive Officer in his or her responsibilities for oversight of any activity which has a direct impact on customer outcomes. This includes, but is not limited to:

- Investment performance;
- Client facing documents and communications;
- Product changes; and
- Complaints.

The Committee is also responsible for reviewing decisions around unit dealing and pricing.

The CEO is responsible for keeping the Board informed of any relevant matters. There were no material changes to the governance arrangements of the Company during the reporting period.

Market price risk

Market price risk is the risk that the fair value or future cash flows of financial instruments will change due to movements in market prices, other than foreign exchange rates or interest rates.

The Company does not hold any non-linked assets which are exposed to material market price risk, nor does it directly bear the risk of market price movements in respect of assets within the unit-linked funds. However the Company is exposed to price risk indirectly, as its management fees earned are calculated as a percentage of assets under management which will be impacted by changes in the value of assets in the underlying funds.

The Company pays a proportion of its net fees to a fellow abrdn Group company in respect of asset management services. The risk of market price movements is managed through a capping mechanism arrangement which reduces this amount, potentially to zero, in circumstances where the level of net fees falls to an unsupportable level.

In relation to financial instruments, the sensitivity of profit after tax and equity of the Company was 13% (2022: 10%). This sensitivity relates only to the direct impact on financial instruments and excludes indirect impacts on fee income and related costs. The company is protected by the capping mechanism from reporting a loss before interest and tax.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company is exposed to credit risk in respect of its assets held outside the unit-linked funds, and in its exposure to clients.

The Company aims to maintain an un-collateralised counterparty limit of £2.0 million for non-linked assets except for holdings in UCITS qualifying liquidity funds. This balances the need for diversification with the need for a practical level of bank balances to be operated.

The Company is exposed to a degree of counter-party risk with clients as its business model operates with a delay between dealing and settlement. This risk is managed by making an individual assessment during each client take-on.

For large initial premiums, or where the investment represents a significant part of the client's total assets, the Company may require investments to be prefunded to limit credit risk.

The Company is exposed to amounts recognised in fee income which have not yet been settled by clients. The credit quality of outstanding balances is monitored and there has been no significant level of default. As such, there are no concerns over the credit quality of these assets.

An expected credit loss ("ECL") impairment model is applied to financial assets measured at amortised cost. Impairment losses representing the expected credit loss in the next 12 months are recognised unless there has been a

Notes to the financial statements (continued)

19. Financial risk management (continued)

Credit risk (continued)

significant increase in credit risk from initial recognition or they relate to trade receivables or contract assets in which case lifetime expected credit losses are recognised.

The Company applies the simplified approach, as allowed under IFRS 9, to calculate the ECL allowance for trade receivables and contract assets. Under the simplified approach, the ECL allowance is calculated over the remaining life of the asset.

An analysis of relevant financial assets by ageing is given below:

2023	Cash at bank and in hand £'000	Debtors £'000	Total £'000
Neither past due nor impaired	910	2,176	3,086
Past due but not impaired	-	46	46
Impaired	-	-	-
Total	910	2,222	3,132

2022	Cash at bank and in hand £'000	Debtors £'000	Total £'000
Neither past due nor impaired	1,164	1,359	2,523
Past due but not impaired	-	28	28
Impaired	-	-	-
Total	1,164	1,387	2,551

Past due is any financial assets which are aged one month from the date of receipt due.

An analysis of cash at bank and in hand by credit rating is given below:

	2023 £'000	2022 £'000
AA-	910	1,164

The balance of debtors primarily consists of short term amounts due in respect of unit cancellations.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet its cash commitments as they fall due. Liquidity risk may result from the inability to sell financial assets quickly at their fair values; or from a counterparty defaulting on repayment of a contractual obligation; or from the inability to generate cash inflows as anticipated.

In respect of non-linked assets, the Company's policies require those assets to be held substantially in cash or short term deposits with approved credit institutions or holdings in UCITS liquidity funds.

In respect of unit-linked assets held to match TIP and reinsurance scheme liabilities, these are managed to provide appropriate liquidity, in normal circumstances, to allow policyholder redemptions to be met as they fall due. In addition, the Company has the contractual ability to suspend transactions where this is considered to be in the

Notes to the financial statements (continued)

19. Financial risk management (continued)

Liquidity risk (continued)

interests of policyholders. As unit-linked policyholders can choose to surrender, in part or in full, their unit linked contracts at any time, no analysis by maturity date of unit linked liabilities is provided.

In respect of segregated investment mandates, liquidity requirements depend upon client-specific requirements, noting that the assets managed under these contracts remain the legal property of the client

Foreign exchange risk

The Company undertakes transactions in a number of currencies and foreign currency risk arises through fluctuations in foreign currency rates changing the fair value or future cash flows of financial instruments. The Company is exposed to a very small element of direct foreign currency risk from non-linked assets. The vast majority of foreign currency transactions are within the unit-linked funds where the direct currency risk is borne by the policyholders.

However, the Company is exposed indirectly to this source of risk as its management fees earned are calculated as a percentage of assets under management, some of which will be impacted by foreign exchange movements.

The Company pays a proportion of its net fees to a fellow abrdn Group company in respect of asset management services. The risk of foreign exchange movements is managed through an arrangement which reduces this amount, potentially to zero, in circumstances where the level of net fees falls to an unsupportable level.

In relation to financial instruments, the sensitivity of profit after tax and equity of the Company to a 10% foreign exchange rate movement is not material. This sensitivity relates only to the direct impact on financial instruments and excludes indirect impacts on fee income and related costs.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of financial instruments will change due to movements in market interest rates.

Direct interest rate risk

The Company's direct exposure to interest rate risk is in respect of non-linked interest earning assets, where the Company's policy is to hold investable assets in cash or UCITS liquidity funds. The Company does not hold interest bearing liabilities.

A decrease of 1.0 percentage points in interest rates would reduce profit before tax by approximately £144k per annum (2022: 0.5 percentage points: £140k).

An increase of 1.0 percentage points in interest rates would increase profit before tax by approximately £144k per annum (2022: 0.5 percentage points: £140k).

Indirect interest rate risk

The Company is exposed to interest rate risk indirectly, as its management fees earned are calculated as a percentage of assets under management, some of which will be impacted by changes to interest rates. The level of fees earned which are linked to the value of such investments is a small proportion of the Company's revenue.

In relation to linked-funds' financial instruments, the sensitivity of profit after tax and equity of the Company to interest rate movements is not material. This sensitivity relates only to the direct impact on financial instruments and excludes indirect impacts on fee income and related costs.

Notes to the financial statements (continued)

20. Structured Entities (continued)

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only, or when the relevant activities are directed by means of contractual arrangements.

The Company's interests in structured entities are holdings in Open ended investments companies (including short term money market funds) and unit trusts. The Company does not sponsor these structured entities.

The structured entities are generally financed by the purchase of units or shares by investors, although some funds are able to obtain external debt financing, and allow clients to invest in a portfolio of assets in order to provide a return through capital appreciation and/or investment income. Accordingly, they are susceptible to market price risk arising from uncertainties about future values of the assets they hold.

The carrying value of the Company's investments in structured entities are disclosed in Notes 10 and 11.

The Company's maximum exposure to loss in respect of its investments in unconsolidated structured entities is the balance sheet carrying value and loss of future fee income. As noted in Note 19, the shareholder is not directly exposed to market or credit risk in respect of investments held in unit linked funds.

The Company has not provided financial support to any unconsolidated structured entity through guarantees over the repayment of borrowings, or otherwise, and has no contractual obligations or current intention of providing financial support in the future.

21. Related party transactions

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries.

Particulars of the Company's related undertakings at 31 December 2023 are listed below. Related undertakings are subsidiaries, joint ventures and other significant holdings. In this context significant means either a shareholding greater than or equal to 20% of the nominal value of any class of shares, or a book value greater than 20% of the Company's assets.

Name of related undertaking	Share class	% interest held
abr dn OEIC I		
abr dn Multi-Sector Credit Fund	OEIC	65%

OEIC = Open-ended investment company

All related undertakings are incorporated in the UK with registered office 280 Bishopsgate, London, EC2M 4AG.

In the normal course of business, the Company made a number of investments into/disinvestments from investment vehicles managed by the abr dn Group including the above related parties. The Company paid amounts for the issue of units and received amounts for the cancellation of units.

22. Ultimate parent company and parent company of larger group

The Company's immediate parent company is abr dn Holdings Limited ("aHL") and its ultimate parent company is abr dn plc, which are both incorporated in the United Kingdom and registered in Scotland.

The results of the Company are consolidated in the Group accounts of abr dn plc, the smallest group that the results are consolidated within, which are available to the public and may be obtained from 1 George Street, Edinburgh, EH2 2LL, or available to download from the website www.abr dn.com.