Aviva UKLAP De-risking Limited

Registered in England and Wales No. 3491273

Annual Report and Financial Statements 2024

Contents

Directors and officer

Directors

P A Biscay
A Dafria
J C Lee

Officer – Company Secretary

Aviva Company Secretarial Services Limited
80 Fenchurch Street
London
EC3M 4AE

Independent Auditors

Ernst & Young LLP
25 Churchill Place
London
E14 5EY

Registered office

Aviva
Wellington Row
York
YO90 1WR

Company number

Registered in England and Wales no. 3491273

Other information

The Company is a member of the Aviva plc group of companies ("the Group")

Strategic report

The directors present their Strategic report for the Company for the year ended 31 December 2024.

Review of the Company's business

Principal activities

The Company is a limited company, incorporated under the laws of England and Wales. The principal strategy and objective for the Company is the investment in tax transparent managed funds.

Financial position and performance

The financial position of the Company at 31 December 2024 is shown in the statement of financial position on page 16, with the trading results shown in the income statement on page 14 and the statement of cash flows on page 17.

The profit after tax for the year was £590,000 (2023: £611,000).

Total equity increased by £590,000 (2023: £611,000) reflecting the profit for the year.

Section 172(1) statement and our stakeholders

The Directors report here on how they have discharged their duties under Section 172 (s.172) of the Companies Act 2006.

S.172 sets out a series of matters to which the directors must have regard to in performing their duty to promote the success of the Company for the benefit of its shareholders, which includes having regard to other stakeholders. Where this statement draws upon information contained in other sections of the Strategic report, this is signposted accordingly.

The Company, a wholly owned subsidiary of Aviva Life & Pensions UK Limited (AVLAP), is part of the Aviva plc Group, and is managed as part of the UK Insurance, Wealth & Retirement ("IWR") business. The Board considers it crucial that the Company maintains a reputation for high standards of business conduct. The Board is responsible for monitoring and upholding the culture, values, standards, ethics, and reputation of the Company to ensure that the Directors' obligations to our shareholder, customers and other stakeholders are met and Management drives the embedding of the desired culture throughout the organisation. The Board monitors adherence to our policies and compliance with local corporate governance requirements and is committed to acting where our businesses fall short of the standards we expect.

The Board will sometimes engage directly with certain stakeholders on certain issues, however, due to the size and distribution of our stakeholders and of the Company, stakeholder engagement often takes place at an operational level. The Board considers and discusses information from the Company's management team to help it understand stakeholder interests and to ensure they are carefully considered as part of the Board's decision-making process. Through review of reports relating to financial and operational performance, key risk, legal and regulatory compliance, the Board is able to maintain an overview of engagement with stakeholders and other relevant factors which enables the Directors to comply with their legal duty under s172.

The Board is also focused on the wider social context within which our businesses operate, including those issues related to climate change which are of fundamental importance to the planet's well-being.

The Company's culture

The Company's culture is shaped, in conjunction with its parent company, AVLAP, and its ultimate shareholder Aviva plc, by a clearly defined purpose – with you today for a better tomorrow. As the provider of financial services to millions of customers, Aviva seeks to earn their trust by acting with integrity and a sense of responsibility at all times. We look to build relationships with all our stakeholders based on openness and transparency and we value diversity and inclusivity in our workforce and beyond.

Key strategic decisions in 2024

For each matter that comes before the Board, the Board considers the likely consequences of any decision in the long term, identifies stakeholders who may be affected, and carefully considers their interests and any potential impact as part of the decision-making process.

Stakeholder Engagement

The table below sets out our approach to stakeholder engagement during 2024:

<table>
<tr><td colspan="2">Our people
Our people's wellbeing and commitment to serving our customers are the foundations for our performance.</td></tr>
<tr><td>How we have engaged
• The Company has no employees. The majority of staff engaged in the activities of the Company are employed by fellow subsidiary undertakings of Aviva plc. As part of the Aviva Group, these staff enjoy the benefit of the Aviva Group policies and benefits made available to them.
• The Company always aims to provide an inclusive working environment where talent is developed, performance is rewarded, support is provided and our differences are valued.</td><td>Focus during the year
• The Board of Aviva plc focused on succession planning, culture and the talent pipeline to ensure they were attracting and retaining the best leaders.
• Aviva Group monitored culture and engagement through reviewing the outcome of the Voice of Aviva survey and the culture diagnostic.
Outcomes and actions during the year
• Aviva Group updated the Diversity, Equity and Inclusion Statement to reflect its commitment to diversity and inclusion initiatives.
• The Voice of Aviva 2024 survey engagement was the highest it has ever been at 91% (+3 vs 2023).</td></tr>
</table>

Strategic report (continued)

Shareholders **Our retail and institutional shareholders are the owners of the Company's ultimate parent, Aviva plc.**	
How we have engaged • The Company's ultimate controlling Party is Aviva plc and there is ongoing communication and engagement with the Aviva plc Board. Any matters requiring escalation are escalated by the Board through the Chair to its parent. Additionally, members of the Aviva plc board can attend the Company's Board meetings by invitation.	**Focus during the year** • The IWR Business has continued to focus on meeting all our customers' Insurance, Wealth & Retirement needs, to support long-term delivery of future shareholder returns. • Ensuring shareholders understand our strategy and business model. **Outcomes and actions during the year** • As a result of positive feedback received from shareholders regarding hosting the AGM outside of London, Aviva plc decided to hold the 2025 AGM in Bristol providing another opportunity to meet local retail shareholders.

Communities **We recognise the importance of contributing to our communities through volunteering, community investment, and long term partnerships**	
How we have engaged • At Aviva Group level, the Customer and Sustainability Committee received regular updates on the progress of Aviva's Sustainability Ambition throughout 2024 with the Committee Chair providing an update on matters discussed at each Board meeting.	**Outcomes and actions during the year** • Employees across the Group were offered the opportunity to volunteer their time to support charities and organisations. • The latest round of the Aviva Community Fund focused on projects which help improve financial resilience, promoting the vital work that Citizens Advice and Money Advice Trust offer in supporting our communities

Suppliers **We operate in conjunction with a wide range of suppliers to deliver services to our customers. It is important that we build strong working relationships with our intermediaries.**	
How we have engaged • All supplier related activity is managed in line with the Group procurement and outsourcing business standards. This ensures that supplier risk is managed appropriately in relation to customer outcomes, data security, corporate responsibility, and financial, operational and contractual issues.	**Outcomes and actions during the year.** • To ensure continued efforts to strengthen controls, the procurement and outsourcing business standard was refreshed for 2024. • Aviva continued to hold its Net Zero supplier summit. • Aviva remains a signatory to the Prompt Payment Code.

Customers **Understanding what's important to our customers is key to our long-term success.**	
How we have engaged • The Aviva plc Board received regular reporting on customer experience, customer journeys, customer service levels, and customer related strategic initiatives through improved reporting of • The Aviva Life & Pensions UK Limited Board attended customer showcases in IWR and visited the customer operations teams which included call listening with claims teams during the Board site visits.	**Outcomes and actions during the year** • Launch of the UK's first 'Find and Combine' pension tracing, checking and consolidation service. • As a result of discussions at the plc Customer and Sustainability Committee around 'Connected Wellbeing', Aviva added a range of wellbeing services and benefits to every Group Personal Accident or Business Travel product.

Future outlook

Strategies for the Group as a whole are determined by the Board of Aviva plc and these are shown in the Group 2024 Annual Report and Accounts. The Company will work with the Group to support the implementation of these strategies.

The strategic direction of the Company is set by the directors of the Company. The directors consider that the Company's principal activities will continue unchanged for the foreseeable future.

Principal risks and uncertainties

A description of the principal risks and uncertainties facing the Company and the Company's risk management policies are set out in note 14 of the financial statements.

Risk factors beyond the Company's control that could cause actual results to differ materially from those estimated includes, but is not limited to:

Market risk, the risk of loss or adverse change in the financial situation (including the value of assets, liabilities and income) resulting, directly or indirectly, from fluctuations in the level or the volatility of market variables, such as interest rates, foreign exchange rates, equity, property and commodity prices.

Strategic report (continued)

Key performance indicators

The directors consider that the Company's key performance indicators (KPIs) that communicate the financial performance are as follow:

Measure	**2024** **£'000**	2023 £'000
Financial performance metrics		
Profit for the year before tax	**602**	633
Profit for the year after tax	**590**	611
Equity at year end	**10,116**	9,526

By order of the Board on 26 September 2025

DocuSigned by:
E. Field
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Emily Field
For and on behalf of Aviva Company Secretarial Services Limited
Company Secretary

Directors' report

The directors submit their annual report and the audited financial statements for the Company for the year ended 31 December 2024.

Directors

The names of the current directors of the Company are shown on page 3.

There were no Board appointments, resignations or retirements during the year or since the year end.

Company Secretary

The name of the Company Secretary of the Company is shown on page 3.

Dividends

The Company did not pay a dividend for 2024 (2023: £nil).

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic report, which includes a section describing the principal risks and uncertainties. In addition, the financial statements include notes on; the Company's capital structure (note 13) and management of its risks including market, credit and liquidity risk (note 14).

The Company and its ultimate holding company, Aviva plc, have considerable financial resources together with a diversified business model. The directors believe that the Company is well placed to manage its business risks successfully.

After making an assessment, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements. For this reason, they continue to adopt, and to consider appropriate, the going concern basis in preparing the financial statements.

Future outlook

Likely future developments in the business of the Company are discussed within the Strategic report starting on page 4.

Employees

The Company has no employees. The majority of employees engaged in the activities of the Company are employed by a subsidiary undertaking of Aviva plc, Aviva Employment Services Limited. Disclosures relating to employees may be found in the annual report and financial statements of that company.

Disclosure of information to independent auditors

In accordance with section 418 of the Companies Act 2006, the directors in office at the date of approval of this report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's External Auditor, Ernst & Young, is unaware and each director has taken all steps that ought to have been taken as a director in order to make themselves aware of any relevant audit information and to establish that Ernst & Young is aware of that information.

Independent auditors

The Company's ultimate parent Company, Aviva plc is required to tender for the provision of the external audit every 10 years. Following a full and rigorous competitive tender process, which was overseen by the plc Audit Committee, the appointment of Ernst & Young was approved by the Aviva plc Board and the appointment was confirmed by the Company's shareholders in May 2024. Ernst & Young will undertake the audit for the financial year ending 31 December 2024.

Qualifying indemnity provisions

Aviva plc, the Company's ultimate parent, granted in 2004 an indemnity to the directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985, which continue to apply in relation to any provision made before 1 October 2007. This indemnity is a "qualifying third party indemnity" for the purposes of section 309A to section 309C of the Companies Act 1985. These qualifying third party indemnity provisions remain in force during the financial year and also at the date of approving the directors' report by virtue of paragraph 15, Schedule 3 of The Companies Act 2006 (Commencement No. 3, Consequential Amendments, Transitional Provisions and Savings) Order 2007.

The directors also have the benefit of the indemnity provision contained in the Company's articles of association, subject to the conditions set out in the Companies Act 2006. This is a "qualifying third party indemnity" provision as defined by section 234 of the Companies Act 2006.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation. The directors are also responsible for preparing a strategic report, directors' report, that comply with those laws and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with UK-adopted international accounting standards in conformity with the requirements of the Companies Act 2006.

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

- select suitable accounting policies and then apply them consistently;
- state whether applicable international accounting standards in conformity with the requirements of the Companies Act 2006 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are 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 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.

By order of the Board on 26 September 2025

DocuSigned by:

E. Field

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Emily Field
For and on behalf of Aviva Company Secretarial Services Limited
Company Secretary

Independent auditors’ report to the members of Aviva UKLAP De-risking Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of UKLAP De-Risking Limited for the year ended 31 December 2024 which comprise the Profit and Loss Account, the Balance Sheet, statement of cash flows, the statement of changes in equity and the related notes1 to 15, including material accounting policy information. The financial reporting framework that has been applied in their preparation is applicable law and UK adopted international accounting standards.

In our opinion, the financial statements:

- give a true and fair view of the state of the Company’s affairs as at 31 December 2024 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; 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
In auditing the financial statements, we have concluded that the directors’ use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company’s ability to continue as a going concern for a period of at least twelve months from the date of approval of the financial statements.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company’s ability to continue as a going concern.

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 contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

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 strategic report and the directors’ report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors’ 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 strategic report or directors’ 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 [set out on page 8], 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.

Independent auditors' report to the members of Aviva UKLAP De-risking Limited (continued)

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.

Auditors' 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.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are relevant laws and regulations related to elements of company law and tax legislation, and the financial reporting framework.
- We understood how UKLAP De-Risking Limited is complying with those frameworks by making enquiries of management, internal audit and those responsible for legal and compliance matters. We also reviewed minutes of the Board Committees; and gained an understanding of the Company's governance.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by considering the controls that the Company has established to address risks identified by the Company, or that otherwise seek to prevent, deter or detect fraud.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved making enquiries of those charged with governance, internal audit and senior management for their awareness of any non-compliance of laws or regulations, enquiring about the policies that have been established to prevent non-compliance with laws and regulations by officers and employees and enquiring about the Company's methods of enforcing and monitoring compliance with such policies.

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

Use of our report

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

Satty Khangura (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

London, United Kingdom

Accounting policies

The Company, a private company limited by shares, incorporated and domiciled in the United Kingdom (UK), is engaged in investment in managed funds.

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

(A) Basis of preparation

The financial statements of the Company have been prepared and approved by the directors in accordance with UK-adopted international accounting standards and the legal requirements of the Companies Act 2006.

The financial statements have been prepared under the historical cost convention, except for financial investments which are measured at fair value where there is an active market.

The financial statements have been prepared on the going concern basis as explained in the Directors' report on page 7.

The Company's financial statements are stated in Pounds Sterling (£), which is the Company's functional and presentational currency. All transactions undertaken by the Company are denominated in £. All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousand Pounds Sterling unless otherwise stated.

New standards, interpretations and amendments to published standards that have been adopted by the Company

The Company has adopted the following amendments to standards which became effective for the annual reporting period beginning on 1 January 2024. The amendments do not have a significant impact on the Company's financial statements.

(i) Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants

(ii) Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback

(iii) Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments Disclosures: Supplier Finance Arrangements

Standards, interpretations and amendments to published standards that are not yet effective and have not been adopted early by the Company

The following standards and amendments to existing standards have been issued, are not yet effective for the Company, and have not been adopted early by the Company.

(i) IFRS 18: Presentation and Disclosure in Financial Statements

In April 2024, the IASB published IFRS 18, which aims to improve how companies communicate in their financial statements by:

- Requiring additional defined subtotals in the statement of profit or loss;
- Requiring disclosures about management-defined performance measures; and
- Adding new principles for grouping of information.

IFRS 18 is effective for annual reporting beginning on or after 1 January 2027 and has yet to be endorsed by the UK. The standard is expected to result in presentational changes to the Company's income statement, and new disclosures of management-defined performance measures will be required in the notes to the financial statements. The Company is in the early stages of implementation; however, no financial impacts are expected as a result of adoption.

The following new standards and amendments to existing standards have been issued, are not yet effective and have not been adopted early by the Company and are not expected to have a significant impact on the Company's financial statements.

(i) Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability

Published by the IASB in August 2023. The amendments are effective for annual reporting beginning on or after 1 January 2025 and have been endorsed by the UK.

(ii) Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures: Amendments to the Classification and Measurement of Financial Instruments

Published by the IASB in May 2024. The amendments are effective for annual reporting beginning on or after 1 January 2026 and have been endorsed by the UK.

(iii) Annual improvements to IFRS Accounting Standards – Volume 11: Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7

Published by the IASB in July 2024. The amendments are effective for annual reporting beginning on or after 1 January 2026 and have been endorsed by the UK.

(iv) Contracts Referencing Nature-dependent Electricity: Amendments to IFRS 9 and IFRS 7

Published by the IASB in December 2024. The amendments are effective for annual reporting beginning on or after 1 January 2026 and have yet to be endorsed by the UK.

(v) IFRS 19: Subsidiaries without Public Accountability: Disclosures

Published by the IASB in May 2024. This standard cannot be applied by the Company because it is only applicable to subsidiaries that have no public accountability. IFRS 19 is effective for annual reporting beginning on or after 1 January 2027 and has yet to be endorsed by the UK.

(B) Critical accounting policies and the use of estimates

The preparation of financial statements requires the Company to select accounting policies and make estimates and assumptions that affect items reported in the income statement, statement of financial position, other primary statements and notes to the financial statements.

Critical accounting policies

Accounting policies (continued)

There are no critical accounting policies which are considered to have the significant impact on the amounts recognised in the financial statements.

Use of estimates

All estimates are based on management's knowledge of current facts and circumstances, assumptions based on that knowledge and their predictions of future events and actions. Actual results may differ from those estimates, possibly significantly.

There are no items considered particularly susceptible to changes in estimates and assumptions.

(C) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. This presumes that the transaction takes place in the principal (or most advantageous) market under current market conditions. Fair value is a market-based measure and in the absence of observable market prices in an active market, it is measured using the assumptions that market participants would use when pricing the asset or liability. Fair value may include assumptions about climate risks.

The fair value of a non-financial asset is determined based on its highest and best use from a market participant's perspective. When using this approach, the Company takes into account the asset's use that is physically possible, legally permissible and financially feasible.

The best evidence of the fair value of a financial instrument at initial recognition is normally the transaction price i.e. the fair value of the consideration given or received. In certain circumstances, the fair value at initial recognition may differ from the transaction price. If the fair value is evidenced by comparison with other observable current market transactions in the same instrument (i.e. without modification or repackaging) or is based on a valuation technique whose variables include only data from observable markets, then the difference between the fair value at initial recognition and the transaction price is recognised as a gain or loss in the income statement. When unobservable market data has a significant impact on the valuation of financial instruments, the difference between the fair value at initial recognition and the transaction price is not recognised immediately in the income statement, but deferred and recognised in the income statement on an appropriate basis over the life of the instrument but no later than when the valuation is supported wholly by observable market data or the transaction is closed out or otherwise matures.

If an asset or a liability measured at fair value has a bid price and an ask price, the price within the bid-ask spread that is most representative of fair value in the circumstances is used to measure fair value.

(D) Financial investments

The classification of the Company's financial investments is driven by an assessment of the business model used to manage the instruments, and an assessment of the extent to which the contractual cash flows associated with the instrument are solely payment of principal and interest. The Company's financial investments are measured and evaluated on a fair value basis and are therefore measured at fair value through profit and loss ("FVTPL").

Financial investments are initially recognised at their fair value at the point at which the Company becomes party to the contractual provisions of the instrument. Subsequent to initial recognition the fair value of an instrument is determined using the methodology outlined in Note 6, with any gains and losses being recognised in profit or loss as Net Investment (expense)/income.

(E) Net Investment Income

Investment income consists of dividend income and interest for the year, realised gains and losses, and unrealised gains and losses on fair value through profit or loss investments (as defined in accounting policy D). Dividends on equity securities are recorded as revenue on the ex-dividend date. Interest income is recognised as it accrues, taking into account the effective yield on the investment. It includes the interest rate differential on forward foreign exchange contracts.

A gain or loss on a financial investment is only realised on disposal or transfer, and is the difference between the proceeds received, net of transaction costs, and its original cost or amortised cost, as appropriate.

Unrealised gains and losses, arising on investments which have not been derecognised as a result of disposal or transfer, represent the difference between the carrying value at the year end and the carrying value at the previous year end or purchase value during the year, less the reversal of previously recognised unrealised gains and losses in respect of disposals made during the year.

(F) Receivables

Receivables and other financial assets are recognised initially at their fair value. Subsequent to initial measurement receivables are measured at amortised cost using the effective interest rate method.

(G) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand.

(H) Income taxes

The current tax expense is based on the taxable profits for the year, after any adjustments in respect of prior years. Tax, including tax relief for losses if applicable, is allocated over profits before taxation and amounts charged or credited to components of other comprehensive income and equity as appropriate.

Provision is made for deferred tax liabilities, or credit taken for deferred tax assets, using the liability method, on all material temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

The rates enacted or substantively enacted at the statement of financial position date are used to value the deferred tax assets and liabilities.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Where there is a history of tax losses, deferred tax assets are only recognised in excess of deferred tax liabilities if there is convincing evidence that future profits will be available.

Deferred tax is provided on any temporary differences arising from investments in subsidiaries, associates and joint ventures, except where the timing of the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future.

Accounting policies (continued)

Deferred taxes are not provided in respect of any temporary differences arising from the initial recognition of goodwill, or from the initial recognition of an asset or liability in a transaction which is not a business combination and affects neither accounting profit nor taxable profit or loss at the time of the transaction.

Current and deferred tax relating to items recognised in other comprehensive income and directly in equity are similarly recognised in other comprehensive income and directly in equity respectively, except for the tax consequences of distributions from certain equity instruments, to be recognised in the income statement.

Deferred tax related to any fair value re-measurement of investments held at fair value through other comprehensive income, owner-occupied properties, pensions and other post-retirement obligations and other amounts charged or credited directly to other comprehensive income is recognised in the statement of financial position as a deferred tax asset or liability.

(I) Share Capital

Equity instruments

An equity instrument is a contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Accordingly, a financial instrument is treated as equity if:

i. there is no contractual obligation to deliver cash or other financial assets or to exchange financial assets or liabilities on terms that may be unfavourable; and
ii. the instrument is a non-derivative that contains no contractual obligation to deliver a variable number of shares or is a derivative that will be settled only by the Company exchanging a fixed amount of cash or other assets for a fixed number of the Company’s own equity instruments.

Income statement

For the year ended 31 December 2024

	Accounting Policies / Notes	**2024**	2023
		£'000	£'000
Income			
Net investment income	E & 1	**602**	633
		602	633
Profit before tax		**602**	633
Tax charge	H & 5a	**(12)**	(22)
Profit for the year		**590**	611

The Company has no (2023: no) other comprehensive income.

The accounting policies (identified alphabetically) on pages 11 to 13 and notes (identified numerically) on pages 18 to 24 are an integral part of the financial statements.

Statement of changes in equity

For the year ended 31 December 2024

	Notes	Ordinary Share Capital £'000	Retained earnings £'000	Total equity £'000
				2024
Balance at 1 January		**8,000**	**1,526**	**9,526**
Profit for the year	9	**—**	**590**	**590**
Total comprehensive income for the year		**—**	**590**	**590**
Balance at 31 December		**8,000**	**2,116**	**10,116**

	Notes	Ordinary Share Capital £'000	Retained earnings £'000	Total equity £'000
				2023
Balance at 1 January		8,000	915	8,915
Profit for the year	9	—	611	611
Total comprehensive expense for the year		—	611	611
Balance at 31 December		8,000	1,526	9,526

The accounting policies (identified alphabetically) on pages 11 to 13 and notes (identified numerically) on pages 18 to 24 are an integral part of the financial statements.

Statement of financial position

As at 31 December 2024

	Accounting Policies / Notes	2024	2023
		£'000	£'000
Assets			
Financial investments	D & 7	**6,360**	6,587
Receivables	F & 11	**3,875**	3,046
Current tax assets	H & 10(a)	**15**	39
Cash and cash equivalents	G & 12	**39**	—
Total assets		**10,289**	9,672
Equity			
Ordinary share capital	I & 8	**8,000**	8,000
Retained earnings	9	**2,116**	1,526
Total equity		**10,116**	9,526
Liabilities			
Deferred tax liabilities	H & 10(b)	**173**	146
Total liabilities		**173**	146
Total equity and liabilities		**10,289**	9,672

The financial statements were approved by the Board of Directors on 26 September 2025 and signed on its behalf by Pierre Biscay:

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Pierre Biscay

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P A Biscay

Director

The accounting policies (identified alphabetically) on pages 11 to 13 and notes (identified numerically) on pages 18 to 24 are an integral part of the financial statements.

Statement of cash flows
For the year ended 31 December 2024

	Notes	**2024**	2023
		£'000	£'000
Cash flows from operating activities			
Cash generated from operating activities	12	**39**	—
Tax paid		**—**	—
Total net cash generated from operating activities		**39**	—
Total net cash used in financing activities		**—**	—
Total net increase in cash and cash equivalents		**39**	—
Cash and cash equivalents at 1 January		**—**	—
Cash and cash equivalents at 31 December		**39**	—

The accounting policies (identified alphabetically) on pages 11 to 13 and notes (identified numerically) on pages 18 to 24 are an integral part of the financial statements.

Notes to the financial statements

1. Net investment income/(expenses)

	2024 £'000	2023 £'000
Realised gains on disposals	**163**	4
Unrealised gains arising in the year	**439**	629
	602	633

2. Operating expenses

Under a management agreement Aviva Life Services UK Limited (UKLS), a fellow group undertaking, supplies and makes charges for the provision of operational assets and staff to the Company. The Company has no employees (2023: nil). All employees are employed by a fellow subsidiary undertaking of Aviva plc, Aviva Employment Services Limited (AESL). Disclosures relating to employee remuneration and the average number of persons employed are made in the financial statements of Aviva Employment Services Limited however the associated costs and average number of persons employed can not be accurately disclosed. Operating expenses have been borne by Aviva Life & Pensions UK Limited (AVLAP), UK parent entity.

3. Directors' remuneration

The directors were all remunerated by Aviva Employment Services Limited, a fellow subsidiary of Aviva plc for their services to the Aviva Group as a whole. They were not remunerated for their services as directors of the Company and the amount of time spent performing their duties is incidental to their roles across the Aviva Group. This is consistent with prior years.

4. Auditors' remuneration

The total remuneration payable by the Company, excluding VAT, to its auditors, Ernst & Young LLP is as follows:

	2024 £'000	2023 £'000
Fees payable to Ernst & Young LLP for the statutory audit of the Company's financial statements	**6**	6
	6	6

The Company is exempt under SI 2008/489 from the obligation to disclose fees in respect of 'Other services' as the Company is a subsidiary of Aviva plc, which prepares consolidated financial statements. Fees paid to the Company's auditors, Ernst & Young LLP and its associates for services other than the statutory audit of the Company and other Group undertakings are disclosed in the consolidated accounts of Aviva plc. Audit fees are payable by Aviva Central Services UK Limited, a fellow Group company.

5. Tax

(a) Tax charged/(credited) to the income statement

The total tax charge/(credit) comprises:

	2024 £'000	2023 £'000
Current tax		
Adjustments in respect of prior years	**(15)**	(39)
Total current tax	**(15)**	(39)
Deferred tax		
Origination and reversal of temporary differences	**27**	61
Total deferred tax	**27**	61
Total tax charged/(credited) to the income statement	**12**	22

Notes to the financial statements (continued)

(b) Tax charged/(credited) to other comprehensive income

There was no tax charged or credited to other comprehensive income in either 2024 or 2023.

(c) Tax reconciliation

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the tax rate in the United Kingdom as follows:

	2024 **£'000**	2023 £'000
Total profit before tax	**602**	633
Tax calculated at standard UK corporation tax rate of 25% (2023: 23.5%)	**150**	149
Adjustment to tax charge in respect of prior periods	**(48)**	(39)
Non-assessable income	**(31)**	(59)
Movement in valuation of deferred tax	**—**	4
Surrender of tax losses from Group undertakings for no charge	**(59)**	(33)
Total tax charge to income statement	**12**	22

The Company (as part of Aviva Group) is subject to the reform of the international tax system proposed by the Organisation for Economic Co-operation and Development (OECD) which introduces a global minimum effective rate of corporation tax of 15% and took effect in the current period. No current tax charge is included in respect of these provisions. No amount is recorded in 2023 as the tax had not been introduced in this period.

In accordance with the amendments to IAS12, endorsed in the UK on 19 July 2023, the Company has applied the exemption and not provided for deferred tax in respect of the global minimum tax reforms.

6. Fair value methodology

(a) Basis for determining fair value hierarchy of financial instruments

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the 'fair value hierarchy' described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1

Inputs to Level 1 fair values are quoted prices (unadjusted) in active markets for identical assets and liabilities that the Company can access at the measurement date. Level 1 inputs already reflect market participant views of climate change impacts and no further adjustments are made to these values.

Level 2

Inputs to Level 2 fair values are inputs other than quoted prices included within Level 1 that are observable for the asset or liability,either directly or indirectly. If the asset or liability has a specified (contractual) term, a Level 2 input must be observable for substantially the full term of the instrument. Level 2 inputs include the following:

- quoted prices for similar assets and liabilities in active market;
- quoted prices for identical or similar assets and liabilities in markets that are not active, the prices are not current, or price quotations vary substantially either over time or among market makers, or in which little information is released publicly.
- inputs other than quoted prices that are observable for the asset or liability (for example, interest rates and yield curves observable at commonly quoted intervals, implied volatilities, and credit spreads); and
- market-corroborated inputs.

Where broker quotes are used and no information as to the observability of inputs is provided by the broker, the investments are classified as follows:

- where the broker price is validated by using internal models with market observable inputs and the values are similar, the investment is classified as Level 2; and
- in circumstances where internal models are not used to validate broker prices, or the observability of inputs used by brokers is unavailable, the investment is classified as Level 3.

Level 3

Inputs to Level 3 fair values are unobservable inputs for the asset or liability. Unobservable inputs may have been used to measure fair value to the extent that observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. However, the fair value measurement objective remains the same, i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability. Unobservable inputs reflect the assumptions the Company considers that market participants would use in pricing the asset or liability. Examples are certain private equity investments and private placements.

The majority of the Company's assets and liabilities measured at fair value are based on quoted market information or observable market data. Where estimates are used, these are based on a combination of independent third-party evidence and internally developed models, calibrated to market observable data where possible. Third-party valuations using significant unobservable inputs validated against Level 2 internally modelled valuations are classified as Level 3, where there is a significant difference between the third-party price and the internally modelled value. Where the difference is insignificant, the instrument would be classified as Level 2.

Investments in subsidiaries and associates recorded at fair value are based on estimates and recorded as Level 3 investments. Where estimates are used, these are based on a combination of independent third-party evidence and internally developed models, calibrated to market observable data where possible.

(b) Changes to valuation techniques

There were no changes in the valuation techniques during the year compared to those described in the 2023 annual report and financial statements.

(c) Comparison of the carrying amount and fair values of financial instruments

All financial instruments are carried at fair value with the exception of receivables approximate to their carrying amounts.

(d) Fair value hierarchy

An analysis of financial assets and liabilities according to fair value hierarchy is given below:

				2024
	Level 1	**Level 2**	**Level 3**	**Total**
	£'000	**£'000**	**£'000**	**£'000**
Financial Assets				
Investments	**6,360**	**—**	**—**	**6,360**
Total	**6,360**	**—**	**—**	**6,360**

				2023
	Level 1	Level 2	Level 3	Total
	£'000	£'000	£'000	£'000
Financial Assets				
Investments	6,587	—	—	6,587
Total	6,587	—	—	6,587

There were no transfers between Level 1, Level 2 and Level 3 of the fair value hierarchy during 2024 or 2023.

7. Financial investments

	2024	2023
	£'000	£'000
Carrying amount at 1 January	**6,587**	5,974
Additions	**788**	1,010
Sold/matured	**(1,454)**	(1,026)
Fair value movements	**439**	629
Carrying amount at 31 December	**6,360**	6,587

Notes to the financial statements (continued)

8. Ordinary share capital

	2024	2023
	£'000	£'000
Allotted, called up and fully paid		
Ordinary shares of £1 each	**8,000**	8,000
	8,000	8,000

Ordinary shares in issue in the Company rank pari passu. All the ordinary shares in issue carry the same right to receive all dividends and other distributions declared, made or paid by the Company.

9. Retained earnings

	2024	2023
	£'000	£'000
Balance at 1 January	**1,526**	915
Profit for the year	**590**	611
Balance at 31 December	**2,116**	1,526

10. Tax assets and liabilities

(a) Current tax

Current tax assets recoverable in more than one year are £nil (2023: £nil).

(b) Deferred tax

(i) The balance at 31 December comprises:

	2024	2023
	£'000	£'000
Unrealised gains on investments	**173**	146
Net deferred tax liability	**173**	146

(ii) The movement in the net deferred tax liability was as follows:

	Notes	2024	2023
		£'000	£'000
Net liability at 1 January		**146**	85
Amounts charged to income statement	5a	**27**	61
Net liability at 31 December		**173**	146

The Company has no unrecognised temporary differences in the current or prior year to carry forward against future taxable income.

Notes to the financial statements (continued)

11. Receivables

	2024	2023
	£'000	£'000
Amounts owed by group undertakings	**3,875**	3,046
Total as at 31 December	**3,875**	3,046

Of the above total, £nil (2023: £nil) is expected to be received more than one year after the statement of financial position date.

12. Notes to statement of cash flow

	2024	2023
	£'000	£'000
Profit before tax	602	633
Adjustments for:		
Fair value gains on investments	(439)	(629)
Profit on sale of investments	(163)	(4)
Movement in current tax (non-cash, intercompany)	39	—
	(563)	(633)
Changes in working capital:		
Increase in receivables	(829)	(20)
Decrease in payables	—	—
Investments purchased	(788)	(1,010)
Investments sold/matured	1,617	1,030
	—	—
Total cash generated from operating activities	**39**	—

13. Capital

In managing its capital, the Company seeks to:

(i) match the profile of its assets and liabilities, taking account of the risks inherent in the business;

(ii) maintain financial strength to support new business growth and satisfy the requirements of its policyholders and regulators;

(iii) retain financial flexibility by maintaining strong liquidity; and

(iv) allocate capital efficiently to support growth and repatriate excess capital where appropriate.

The Company manages total equity of £10,116,000 (2023: £9,526,000) as capital.

The Company is not subject to any externally imposed capital requirements.

The Company also complies with Group mandated Capital Management Risk Standards which include the setting of risk appetites which are designed to give some buffer against adverse events when compared with minimum solvency. These appetites define what action should be taken by management where the actual capital level is above or below the desired target level.

Notes to the financial statements (continued)

14. Risk management

(a) Risk management framework

The Company operates a risk management framework (RMF) that forms an integral part of the management and Board processes and decision-making framework, aligned to Aviva Group's risk management framework. The key elements of the risk management framework comprise risk appetite; risk governance, including risk policies and business standards, risk oversight committees and roles and responsibilities; and the processes the Company uses to identify, measure, manage, monitor and report ("IMMMR") risks.

The RMF has been adopted by the boards of the legal entities within the business collectively referred to as "Insurance, Wealth & Retirement (IWR)" (including this Company).

For the purposes of risk identification and measurement, and aligned to the Company's risk policies, risks are usually grouped by risk type: credit, market, liquidity, and operational risk. Risks falling within these types may affect a number of metrics including those relating to statement of financial position strength, liquidity and profit.

To promote a consistent and rigorous approach to risk management across the business, the Company has a set of risk policies and business standards which set out the risk strategy, appetite, framework and minimum requirements for the Company's operations. The IWR Chief Executive Officer makes an annual declaration that the system of governance and internal controls was effective and fit for purpose for their business throughout the year; this declaration is supported by an opinion from the IWR Chief Risk Officer. Any material weaknesses in subsidiary companies are considered as part of this overall process.

The Risk Appetite Framework was refreshed during the year, with revised risk appetites considered and approved by the Board. Since 2021, Climate Risk has been integrated and defined within the overall UK IWR risk appetite framework as part of the use in risk-based decision-making.

A regular top-down key risk identification and assessment process is carried out by the risk function. This includes the consideration of emerging risks and is supported by deeper thematic reviews. UK IWR also operates a risk and control self-assessment process. The risk assessment processes are used to generate risk reports which are shared with the Board.

Roles and responsibilities for risk management are based around the 'three lines of defence model' where ownership for risk is taken at all levels. Line management in the business is accountable for risk management, including the implementation of the risk management framework and embedding of the risk culture. The risk function is accountable for quantitative and qualitative oversight and challenge of the IMMMR processes and for developing the risk management framework. Internal Audit provides an independent assessment of the risk management framework and internal control processes.

Board oversight of risk and risk management across the Company is maintained on a regular basis.

(b) Market risk

Market risk is the risk of loss or adverse change in the financial situation (including the value of assets, liabilities and income) resulting, directly or indirectly, from fluctuations in the level or the volatility of market variables, such as interest rates, foreign exchange rates, equity, property and commodity prices.

(c) Credit risk

Credit risk is the risk of adverse financial impact resulting from fluctuations in credit quality of third parties including default, rating transition and credit spread movements.

The nature of the Company's business means that it is not exposed to significant credit risk. This is because its receivables are mainly inter-company balances. A significant amount of business relates to the Aviva Group of companies and exposure is managed through regular and timely payments. At the balance sheet date there are no material financial assets subject to credit risk that are past due or impaired.

As at the reporting date, no lifetime expected credit losses have been recognised in relation to receivables. The Company's approach to managing credit risk recognises that there is a risk of adverse financial impact resulting from fluctuations in credit quality of third parties including default, rating transition and credit spread movements.

Financial assets are graded according to current external credit ratings issued. AAA is the highest possible rating. Investment grade financial assets are classified within the range of AAA to BBB ratings. Financial assets which fall outside this range are classified as sub-investment grade.

The following table provides information regarding the aggregated credit risk exposure, for financial investments of the Company at 31 December 2024 and 2023. Financial investments held are not rated.

		2024
	Not Rated	**Total**
	£'000	**£'000**
Unit trusts	**6,360**	**6,360**

		2023
	Not Rated	Total
	£'000	£'000
Unit trusts	6,587	6,587

The carrying amount of assets included in the statement of financial position represents the maximum credit exposure.

Notes to the financial statements (continued)

(d) Liquidity risk

The nature of the business means that the Company is not exposed to significant liquidity risk. The Board seeks to determine that the Company has sufficient financial resources to meet its obligations as they fall due.

The Company has no liabilities with a contractual maturity date and as such no analysis of liabilities based on the remaining period at the statement of financial position date to their contractual maturity is supplied.

(e) Sensitivity analysis and capital management

No profit sensitivity analysis has been provided as there is a negligible impact on profit and shareholders' equity of reasonably possible changes in market risk variables.

No sensitivity analysis has been provided against financial investments as all financial investments are recognised as Level 1 investments with no unobservable inputs used.

15. Related party transactions

The Company has the following transactions with related parties which include parent companies and subsidiaries, in the normal course of business.

The members of the Board of Directors are listed on page 3 of these financial statements.

(a) Amounts receivable from related parties

	2024	2023
	£'000	£'000
UK parent entity	**3,875**	3,046

The related party receivables are not secured, and no guarantees were received in respect thereof. No provision or expense has been recognised during the year in respect of bad and doubtful debts (2023: £nil).

(b) Key management compensation

There are no amounts receivable from or payments due to members of the Board of Directors.

(c) Parent entity

The immediate parent undertaking is Aviva Life & Pensions UK Limited, registered in England.

(d) Ultimate controlling entity

The ultimate controlling entity, and parent of the largest and smallest groups which consolidate the results of the Company, is Aviva plc. The Group 2024 Annual report and accounts are available on application to the Group Company Secretary, Aviva plc, 80 Fenchurch Street, London, EC3M 4AE, and on the Group website at www.aviva.com.