

# **Aviva Life Services UK Limited**

**Registered in England and Wales No. 2403746**

## **Annual Report and Financial Statements 2023**

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Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

## Directors and Officer

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### Directors

R C Fazzini-Jones

A MacKenzie

M Robinson

### Officer – Company Secretary

Aviva Company Secretarial Services Limited

80 Fenchurch Street

London

EC3M 4AE

### Independent Auditors

PricewaterhouseCoopers LLP

7 More London Riverside

London

SE1 2RT

### Registered Office

Aviva

Wellington Row

York

YO90 1WR

### Company Number

Registered in England and Wales no. 2403746

### Other Information

Aviva Life Services UK Limited (the "Company") is authorised and regulated by the Financial Conduct Authority (the "FCA")

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 2023.

### Review of the Company's business

#### Principal activities

The Company is a limited company, incorporated under the laws of England.

The principal activity of the Company is the provision of corporate administrative services to the Insurance, Wealth & Retirement (IWR) business, being UKLH and its subsidiaries.

#### Financial position and performance

The Company has generated a post-tax loss of £12.0 million in 2023 (2022: £9.0 million loss).

Total operating expenses have decreased from £1,289.9 million in 2022 to £1,284.1 million in 2023.

Total equity and the loss for the year are detailed in the key performance indicators section set out below.

#### Section 172 (1) statement and our stakeholders

We report here on how our Directors have performed their duties under Section 172(1) ('s172') of the Companies Act 2006.

S.172 sets out a series of matters which the directors must have regard to when performing their duty to promote the success of the Company for the benefit of its shareholders, including having regard to other stakeholders.

Our Board considers it crucial that the Company maintains a reputation for high standards of business conduct. The Board is responsible for establishing, monitoring and upholding the culture, values, standards, ethics and reputation of the Company to ensure that our obligations to our stakeholders are met. The Board monitors adherence to our policies and compliance with local corporate governance requirements and is committed to acting where our business falls short of the standards we expect.

Our Board is also focussed 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

Our culture is shaped, in conjunction with the wider Aviva Group, by our 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 2023

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.

On 23 March 2023, the Company approved, as the contracting entity to the Master Relationship Agreement, a new material outsourcing arrangement with Wipro Limited to support the Wealth customer operations.

#### Our Stakeholders

This section provides insight into how the Board engages with our stakeholders. The Board recognises that stakeholders have diverse interests and that these interests need to be heard. Engaging with our stakeholders is essential to understand what matters most to them and the likely impact of any key decisions.

The Company Board is legally accountable for the business of the Company but it recognises that the Company is part of the Insurance, Wealth & Retirement (IWR) business within the Aviva Group. As such policies and best practice are set by Aviva plc, some of which are described in the tables below. Aviva plc sets the overall strategic direction of the Group.

Details of how we engaged with our different groups of stakeholders during 2023 can be found on the following pages.

|   |   |
|---|---|
| <p><b>Our people</b><br/>Our people's wellbeing and commitment to serving our customers are the foundations for our performance.</p>  |   |
| <p><b>How we have engaged</b></p> <ul style="list-style-type: none"> <li>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.</li> <li>The Board always aims to provide an inclusive working environment where talent is developed, performance is rewarded, support is provided and our differences are valued.</li> <li>Our people have the opportunity to share in the business's success as shareholders through membership of our global share plans. All Employees are eligible for our global share plans.</li> <li>Our employee-shareholders were given the opportunity to meet the Aviva plc Board and submit questions at the AGM.</li> </ul> | <p><b>Focus during the year</b></p> <ul style="list-style-type: none"> <li>Aviva Group focused on attracting and retaining the best people in the industry.</li> <li>Aviva Group monitored and responded to the impact that inflationary pressures exerted on our people.</li> <li>Aviva Group was given corporate culture updates with a focus on embedding diversity and inclusion.</li> </ul> <p><b>Outcomes and actions during the year</b></p> <ul style="list-style-type: none"> <li>Launch of our Aviva Group 2023 early career programme, with over 200 graduates and apprentices attending.</li> <li>Launch of Workvivo, the Aviva Group internal colleague communication and engagement platform, with over 19,500 colleagues active on Workvivo with over 10,000 daily users.</li> </ul> |

## Strategic report (continued)

|  |  |
|--|--|
| <p><b>Customers</b><br/>Understanding what's important to our customers is key to our long-term success.</p>   |  |
| <p><b>How we have engaged</b></p> <ul style="list-style-type: none"> <li>The Board received regular reporting on customer experience, customer journeys, customer services levels and outcomes and customer related strategic initiatives.</li> <li>The Board supported the delivery of our customer strategy and reviewed its progress as part of the strategic delivery updates during the year.</li> <li>The Group Board attended showcases in IWR during the Board strategy offsite meeting focusing on the Wealth and Health apps.</li> <li>The Board closely monitors customer metrics and engages with the leadership team to understand the issues if performance does not meet customers' expectations. The Company is supported by the Aviva Life Holdings UK Limited ('UKLH') Conduct Committee to enable it to monitor customer metrics, the Board can escalate any matter it feels necessary to the UKLH Conduct Committee for further scrutiny.</li> </ul> | <p><b>Focus during the year</b></p> <ul style="list-style-type: none"> <li>The Board monitored and responded to the impact that inflationary pressures exerted on our customers.</li> <li>The Board focussed on our digital customer journeys, making it easier and more convenient for customers to interact with us.</li> </ul> <p><b>Outcomes and actions during the year.</b></p> <ul style="list-style-type: none"> <li>The Board monitored and received regular updates on the progress of Phase 1 of the implementation of Consumer Duty.</li> </ul>  |
| <p><b>Shareholders</b><br/>Our retail and institutional shareholders are the owners of the Company.</p>  |  |
| <p><b>How we have engaged</b></p> <ul style="list-style-type: none"> <li>The Company's ultimate shareholder 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 meeting by invitation.</li> <li>At Aviva Group level, a shareholder newsletter was published on aviva.com every quarter and provided shareholders with publicly available information including recent Board changes, financial or strategic updates, and information about our Aviva Foundation projects.</li> <li>The Chair of the Aviva plc Board engaged and attended meetings with major shareholders of the Group</li> </ul>   | <p><b>Focus during the year</b></p> <ul style="list-style-type: none"> <li>Ensuring Shareholders understand our strategy and business model.</li> <li>Engaging with different groups of retail shareholders.</li> </ul> <p><b>Outcomes and actions during the year</b></p> <ul style="list-style-type: none"> <li>The 2023 Aviva plc AGM took place in Norwich. This was the first time the location was outside of London and gave the Group Board an opportunity to meet local retail shareholders.</li> <li>In March 2023, Aviva became one of the first UK employers to be awarded the Living Pension accreditation.</li> <li>The 2024 AGM was held in York giving the Group Board another opportunity to meet local retail shareholders.</li> </ul>   |
| <p><b>Communities</b><br/>We recognise the importance of contributing to our communities through volunteering, community investment, and long term partnerships.</p>   |  |
| <p><b>How we have engaged</b></p> <ul style="list-style-type: none"> <li>Aviva supported the communities in which we operate, through investment in business and infrastructure, paying tax revenues and community support activity.</li> <li>At Aviva Group level, the Customer and Sustainability Committee received regular updates on the progress of Aviva's Sustainability Ambition throughout 2023 with the Committee Chair providing an update on matters discussed at each Aviva plc Board meeting.</li> </ul>  | <p><b>Focus during the year</b></p> <ul style="list-style-type: none"> <li>Sustainability and inclusive behaviours training was provided for the Group and subsidiary Boards.</li> </ul> <p><b>Outcomes and actions during the year</b></p> <ul style="list-style-type: none"> <li>Employees across the Aviva Group were offered the opportunity to volunteer their time to support charities and organisations.</li> <li>During the year, the Aviva Group provided £2.7m funding to Citizens Advice and £0.75m to the Money Advice Trust to help build their capacity to tackle the cost of living crisis. This is part of an overall commitment of £7m to Citizens Advice and £2m to Money Advice Trust (the majority of which was distributed in 2022).</li> <li>The Aviva Foundation committed just under £2m funding to organisations delivering public benefit focused on financial resilience.</li> </ul> |

Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

**Strategic report (continued)**

|  |   |
|--|---|
| <b>Regulators</b><br>As an insurance company, we are subject to financial services regulation and approvals in all the markets we operate in.                          |   |
| <b>How we have engaged</b><br>• We have maintained a constructive and open relationship with our regulators and the Board has regular meetings with our UK regulators. | <b>Focus during the year</b><br>• Continued focus on Consumer Duty with training provided to the Group and subsidiary Boards.<br><br><b>Outcomes and actions during the year</b><br>• Regulatory priorities were regularly discussed at Board meetings. |

|  |  |
|--|--|
| <b>Suppliers</b><br>We operate in conjunction with a wide range of suppliers to deliver services to our customers. It is vital that we build strong working relationships with our intermediaries.   |  |
| <b>How we have engaged</b><br>• The Company maintains oversight of the management of its most important suppliers and reviews reports on their performance.<br><br>• The Board normally delegates engagement with suppliers and oversight to senior management.<br><br>• 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.<br><br>• The Board was kept updated on the development of any key supplier risk. | <b>Focus during the year</b><br>• Understanding and highlighting risk across whole supply chain.<br><br>• Simplification of products and platforms.<br><br>• Engaging with key suppliers about our commitment to Aviva's Sustainability Ambition.<br><br><b>Outcomes and actions during the year</b><br>• To ensure continued efforts to strengthen controls, the Aviva Group procurement & outsourcing (P&O) Business Standard was refreshed for 2023.<br><br>• Aviva held its first Net Zero Supplier Summit which included speakers from Microsoft, Paragon and Aviva Investors.<br><br>• Aviva remains a signatory to the Prompt Payment Code. |

**Future outlook**

Strategies for the Group as a whole are determined by the Board of Aviva plc and these are shown in the Group 2023 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.

The Company is well positioned to compete in its key markets by leveraging the power of Aviva's breadth of offering within the UK to deliver compelling propositions to meet our customer needs, alongside driving digitisation through customer services, propositions and ensuring we are easy for customers to do business with, however they chose.

**Principal risks and uncertainties**

The Company is exposed to financial risk through its financial assets and liabilities in the ordinary course of its business. It is also exposed to operational risk resulting from inadequate or failed internal processes, personnel or systems, or from external events, including regulatory risk. The Company uses a number of metrics to identify, measure, manage, monitor and report risks and a fuller explanation of these risks, other than operational risk, may be found in note 16 to the financial statements.

**Key performance indicators**

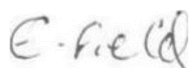
Revenue represents fees charged by the Company for the provision of operational assets and services during the year. Revenue for the year has decreased by £5.0 million to £1,284.1 million (2022: £1,289.1 million).

Total expenses for the year decreased by £0.5 million to £1,298.5 million (2022: £1,299.0 million).

Loss for the year increased from £9.0 million in 2022 to £12.0 million in 2023.

Total equity has decreased by £12.0 million to £21.2 million (2022: decreased by £9.0 million to £33.2 million), reflecting the loss for the year of £12.0m (2022: loss of £9.0 million).

By order of the Board on 24 May 2024



E A Field

**Aviva Company Secretarial Services Limited**

Company Secretary

Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

## Directors' report

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In accordance with Section 415 of the Companies Act 2006 (the Act), the directors present their report for the year ended 31 December 2023.

### Directors

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

Details of Board appointments and resignations during the year and since the year end are shown below:

|               |                           |
|---------------|---------------------------|
| R J Priestley | Resigned 31 May 2023      |
| M Robinson    | Appointed 26 October 2023 |
| D A Brown     | Resigned 23 January 2024  |

### Company Secretary

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

### Dividends

No dividend was paid for the financial year ending 31 December 2023 (2022 *£nil*).

### Going concern

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

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 15); management of its risks including market, credit and liquidity risk (note 16).

After making enquiries, 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.

### Major events

Major events in 2023 are discussed in the key strategic decisions section of the Strategic Report on page 4.

### Future developments

Likely future developments in the business of the Company are discussed in the Strategic Report on page 6.

### Financial risk management

Details of financial risk management are discussed in the principal risks and uncertainties section of the Strategic Report on page 6 and note 16 to the financial statements.

### Employees

The Company has no employees (2022: *nil*). The majority of employees engaged in the activities of the Company are employed by a subsidiary undertaking of Aviva plc, Aviva Employment Services Limited (AES). Disclosures relating to employees may be found in the annual report and financial statements of this company. The Company is recharged with the costs of the staff provided by AES however the associated costs and average number of persons employed cannot be accurately disclosed.

### Disclosure of information to the 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 Auditors, PricewaterhouseCoopers LLP, are 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 PricewaterhouseCoopers LLP is aware of that information.

### Independent auditors

Under the Competition and Markets Authority Regulations, the Company's ultimate parent Company, Aviva plc, is required to tender for the provision of the external audit every 10 Years. PricewaterhouseCoopers LLP (PwC) was appointed for the first time for the 31 December 2012 financial year end and therefore a mandatory re-tender was required for the year ending 31 December 2022. Following a full and rigorous competitive tender process, which was overseen by the Aviva Life Holdings UK Limited Audit Committee, the selection of Ernst & Young LLP was approved by the Aviva plc Board. PwC will continue in its role and, following reappointment by Aviva plc's shareholders at the 2023 Annual General Meetings, will undertake the audit for the financial year ending 31 December 2023.

Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

## Directors' report (continued)

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### 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 s309A to s309C of the Companies Act 1985. These qualifying third party indemnity provisions remain in force as 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 s234 of the Companies Act 2006.

### Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

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.

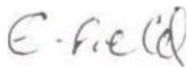
Under Company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK-adopted international accounting standards 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 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 also 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 24 May 2024



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



Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

## Independent auditors' report to the members of Aviva Life Services UK Limited

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### Report on the audit of the financial statements

#### Opinion

In our opinion, Aviva Life Services UK Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2023 and of its loss 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.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 31 December 2023; the income statement, statement of changes in equity and statement of cash flows for the year then ended; the accounting policies; and the notes to the financial statements.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

#### Conclusions relating to going concern

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 when the financial statements are authorised for issue.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

#### Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

#### Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2023 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

#### Responsibilities for the financial statements and the audit

##### Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

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.

Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

## Independent auditors' report to the members of Aviva Life Services UK Limited (continued)

### 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 auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to Financial Conduct Authority ("FCA") regulations, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate reported results and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- enquiry of management and those charged with governance around actual and potential litigations and claims;
- enquiry of management and those charged with governance to identify any instances of non-compliance with laws and regulations;
- review of minutes of meetings held by those charged with governance;
- reading key correspondence with the FCA, including those in relation to compliance with laws and regulations;
- review of financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing; and
- performing procedures over the risk of management override of controls, including through testing journal entries based on specific risk criteria and other adjustments for appropriateness, and testing accounting estimates (considering the risk of management bias).

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

### Other required reporting

#### Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Joseph Walker (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
24 May 2024

Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

## Accounting policies

The Company, a private company limited by shares, incorporated and domiciled in the United Kingdom (UK), provides sales and corporate administrative services and operational assets to the IWR business. 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.

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

The financial statements are stated in pounds sterling, which is the Company's functional and presentational currency. Unless otherwise noted, the amounts shown in these financial statements are in thousands of pounds sterling (£'000).

The Company is exempt from preparing group financial statements by virtue of section 400 of the Companies Act 2006, as it is a subsidiary of a European Economic Area ("EEA") parent and is included in the consolidated financial statements for the Group, i.e. the ultimate parent company, Aviva plc, and its subsidiaries, joint ventures and associates, at the same date. These financial statements therefore present information about the Company as an individual entity. Information on the ultimate controlling parent and immediate parent can be found in note 17.

### 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 2023. The amendments have been issued and endorsed by the EU and do not have a significant impact on the Company's financial statements.

- (i) *Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting Policies*
- (ii) *Amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates*
- (iii) *Amendments to IAS 12 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction*
- (iv) *Amendments to IAS 12 Income Taxes: International Tax Reform – Pillar Two Model Rules*

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

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

Published by the International Accounting Standards Board (IASB) in January 2020. The amendments are effective for annual reporting beginning on or after 1 January 2024 and have been endorsed by the UK.

- (ii) *Amendments to IAS 1 Presentation of Financial Statements: Non-current Liabilities with Covenants*

Published by the IASB in October 2022. The amendments are effective for annual reporting beginning on or after 1 January 2024 and have been endorsed by the UK.

- (iii) *Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback*

Published by the IASB in September 2022. The amendments are effective for annual reporting beginning on or after 1 January 2024 and have been endorsed by the UK.

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

Published by the IASB in May 2023. The amendments are effective for annual reporting beginning on or after 1 January 2024 and have been endorsed by the UK.

- (v) *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 yet to be endorsed by the UK.

- (vi) *IFRS 18 Presentation and Disclosure of Financial Statements*

Published by the IASB in April 2024. The amendments are effective for annual reporting beginning on or after 1 January 2027 and have yet to be endorsed by the UK.

- (vii) *IFRS 19 Subsidiaries without Public Accountability: Disclosures*

Published by the IASB in May 2024. The amendments are effective for annual reporting beginning on or after 1 January 2027 and have yet to be endorsed by the UK.

### (B) Critical accounting policies and use of estimates

The preparation of the Company's financial statements, in accordance with IFRS, requires management to make judgements, estimates and assumptions in applying the accounting policies that affect items reported in the income statement, statement of financial position, other primary statements and notes to the financial statements.

#### Critical accounting policies

The Company does not have any critical accounting policies that are considered to have a significant impact on 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. The list below sets out those items we consider particularly susceptible to changes in estimates and assumptions, and the relevant accounting policy.

| Item                       | Accounting policy | Note |
|----------------------------|-------------------|------|
| Impairment of subsidiaries | G                 | 7    |
| Provisions                 | K                 | 12   |

Aviva Life Services UK Limited

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**Accounting policies (continued)****(C) Revenue**

Revenue represents fees charged by the Company for the provision of operational assets and services during the year. Sales of services are recognised in the accounting period in which the services are rendered, by reference to completion of the specific transaction assessed on the basis of the actual service provided as a proportion of the total services to be provided.

**(D) Net investment income**

Net investment income consists of interest receivable, accounted for on an accruals basis.

**(E) Operating expenses**

Operating expenses are recognised on an accruals basis.

**(F) Intangible assets**

Costs of developing and acquiring intangible assets are capitalised only if the asset can be reliably measured, will generate future economic benefits and there is an ability to use or sell the asset. An impairment review is carried out at each reporting date and an impairment loss is recognised for the amount by which the carrying amount exceeds the recoverable amount.

Intangible assets consist of internally generated software. These assets are amortised over their useful lives using the straight-line method.

|                   |         |
|-------------------|---------|
| Computer software | 5 years |
|-------------------|---------|

The amortisation charge for the period is included in the income statement under operating expenses.

**(G) Subsidiaries**

Subsidiaries are those entities over which the Company has control. The Company controls an investee if, and only if, the Company has all of the following:

- Power over the investee;
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

The Company considers all relevant facts and circumstances in assessing whether it has power over an investee including the purpose and design of an investee, relevant activities, substantive and protective rights, and voting rights and potential voting rights. The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Investments in subsidiaries are recognised at cost less impairment. Investments are reviewed annually to test whether any indicators of impairment exist. Where there is objective evidence that such an asset is impaired, such as the financial difficulty of the entity or a significant or prolonged decline in its fair value below cost, the investment is impaired to its recoverable value and any unrealised loss is recorded in the income statement.

Income from shares in group undertakings is recognised in the period in which they are received.

**(H) Impairment of non financial assets**

Non-financial assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows. Non-financial assets which have suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

**(I) Receivables and payables and other financial liabilities**

The classification and measurement of financial assets, including receivables, is driven by an assessment of the Company's business model for managing financial assets, and the extent to which the financial assets' contractual cash flows are solely payment of principal and interest. Based on the outcome of this assessment, receivables are initially recognised at the transaction price, with subsequent measurement being at amortised cost.

The Company calculates expected credit losses for all financial assets held at amortised cost. Expected credit losses are generally calculated on either a 12-month or lifetime basis depending on the extent to which credit risk has increased significantly since initial recognition. The Company makes use of a simplified approach for trade receivables such that expected credit losses are always calculated on a lifetime basis.

Payables and other financial liabilities are initially recognised at their fair value, with subsequent measurement being at amortised cost.

**(J) Statement of cash flows**

Cash and cash equivalents consist of cash at banks and in hand, deposits held on call with banks, treasury bills and other short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value. Such investments are those with less than three months' maturity from the date of acquisition, or which are redeemable on demand with only an insignificant change in their fair values.

**(K) Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is more probable than not that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

The amount recorded as a provision is the best estimate of the expenditure required to settle the present obligation at the balance sheet date. Where the effect of the time value of money is material, the provision is the present value of the expected expenditure.

Aviva Life Services UK Limited

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## Accounting policies (continued)

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### (L) 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.

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.

### (M) 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 will not be settled by delivery of a variable number of shares or is a derivative that can be settled other than for a fixed amount of cash, shares or other financial assets.

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**Income statement**

For the year ended 31 December 2023

|  | Note(s) | 2023<br>£000       | 2022<br>£000 |
|--|---------|--------------------|--------------|
| <b>Income</b>                              |         |                    |              |
| Revenue                                    | C       | <b>1,284,132</b>   | 1,289,068    |
| Interest receivable                        | D & 1   | <b>3,128</b>       | 1,024        |
|  |         | <b>1,287,260</b>   | 1,290,092    |
| <b>Expenses</b>                            |         |                    |              |
| Operating expenses                         | E & 2   | <b>(1,284,111)</b> | (1,289,884)  |
| Finance costs                              |         | <b>(14)</b>        | (8)          |
| Impairment loss on subsidiary undertakings | G & 7   | <b>(14,356)</b>    | (9,110)      |
|  |         | <b>(1,298,481)</b> | (1,299,002)  |
| <b>Loss before tax</b>                     |         | <b>(11,221)</b>    | (8,910)      |
| Tax charge                                 | L & 5   | <b>(744)</b>       | (50)         |
| <b>Loss for the year</b>                   |         | <b>(11,965)</b>    | (8,960)      |

The Company has no other comprehensive income (2022: *£nil*).

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

Aviva Life Services UK Limited

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**Statement of changes in equity**

For the year ended 31 December 2023

|                               |  |  |    | 2023                   |  |  |              |
|-------------------------------|--|--|----|------------------------|--|--|--------------|
|                               |  |  |    | Ordinary share capital | (Accumulated losses)/<br>retained earnings | Total equity                               |              |
|                               |  |  |    | £000                   | £000                                       | £000                                       |              |
|                               |  |  |    | Note(s)                |  |  |              |
| <b>Balance at 1 January</b>   |  |  |    |                        | 22,800                                     | 10,377                                     | 33,177       |
| Loss for the year             |  |  | 10 |                        | —  | (11,965)                                   | (11,965)     |
| <b>Balance at 31 December</b> |  |  |    |                        | 22,800                                     | (1,588)                                    | 21,212       |
|                               |  |  |    | 2022                   |  |  |              |
|                               |  |  |    | Notes                  | Ordinary share capital                     | (Accumulated losses)/<br>retained earnings | Total equity |
|                               |  |  |    |                        | £000                                       | £000                                       | £000         |
| <b>Balance at 1 January</b>   |  |  |    |                        | 22,800                                     | 19,337                                     | 42,137       |
| Loss for the year             |  |  | 10 |                        | —  | (8,960)                                    | (8,960)      |
| <b>Balance at 31 December</b> |  |  |    |                        | 22,800                                     | 10,377                                     | 33,177       |

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

Aviva Life Services UK Limited

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**Statement of financial position**

As at 31 December 2023

|  | Note(s) | 2023<br>£000   | 2022<br>£000 |
|--|---------|----------------|--------------|
| <b>Assets</b>                            |         |                |              |
| Intangible assets                        | F & 6   | —              | 357          |
| Investments in subsidiaries              | G & 7   | <b>22,567</b>  | 36,923       |
| Deferred tax assets                      | L & 11  | <b>3,244</b>   | 4,090        |
| Current tax assets                       | L & 11  | <b>102</b>     | 741          |
| Receivables                              | I & 8   | <b>55,917</b>  | 57,939       |
| Cash and cash equivalents                | J & 14  | <b>57,807</b>  | 64,006       |
| <b>Total assets</b>                      |         | <b>139,637</b> | 164,056      |
| <b>Equity</b>                            |         |                |              |
| Ordinary share capital                   | M & 9   | <b>22,800</b>  | 22,800       |
| (Accumulated losses)/retained earnings   | 10      | <b>(1,588)</b> | 10,377       |
| <b>Total equity</b>                      |         | <b>21,212</b>  | 33,177       |
| <b>Liabilities</b>                       |         |                |              |
| Provisions                               | K & 12  | <b>14,952</b>  | 17,107       |
| Payables and other financial liabilities | I & 13  | <b>103,473</b> | 113,772      |
| <b>Total liabilities</b>                 |         | <b>118,425</b> | 130,879      |
| <b>Total equity and liabilities</b>      |         | <b>139,637</b> | 164,056      |

The financial statements were approved by the Board of Directors on 24 May 2024 and signed on its behalf by



M Robinson  
Director

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



Aviva Life Services UK Limited

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**Statement of cash flows**

For the year ended 31 December 2023

|  | Note | 2023<br>£000   | 2022<br>£000 |
|--|------|----------------|--------------|
| <b>Cash flows from operating activities</b>                    |      |                |              |
| Cash (used in)/generated from operations                       | 14   | <b>(6,185)</b> | 4,306        |
| <b>Net cash (used in)/ generated from operating activities</b> |      | <b>(6,185)</b> | 4,306        |
| <b>Cash flows from financing activities</b>                    |      |                |              |
| Interest paid  |      | <b>(14)</b>    | (8)          |
| <b>Net cash used in financing activities</b>                   |      | <b>(14)</b>    | (8)          |
| <b>Net (decrease)/increase in cash and cash equivalents</b>    |      |                |              |
| Cash and cash equivalents at 1 January                         |      | <b>64,006</b>  | 59,708       |
| <b>Cash and cash equivalents at 31 December</b>                | 14   | <b>57,807</b>  | 64,006       |

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

Aviva Life Services UK Limited

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**Notes to the financial statements**

For the year ended 31 December 2023

**1. Interest receivable**

|                                  | 2023         | 2022  |
|----------------------------------|--------------|-------|
|                                  | £000         | £000  |
| Interest receivable              | <b>3,127</b> | 1,024 |
| <b>Total interest receivable</b> | <b>3,127</b> | 1,024 |

**2. Operating expenses**

Under a management agreement Aviva Central Services UK Limited, a fellow group undertaking, supplies and makes charges for the provision of operational assets and services to the Company. The agreement specifies the amounts payable in respect of these services.

Aviva Employment Services Limited, a fellow group undertaking, supplies and makes a charge for the provision of staff to the Company.

The Group offers share awards and option plans over Aviva plc ordinary shares, including a Save As You Earn plan. The costs of these plans relating to the IWR business are recharged to the Company. Aggregate disclosures in relation to share-based payments have been included in the financial statements of Aviva plc, the ultimate parent undertaking.

|                                 | 2023             | 2022      |
|---------------------------------|------------------|-----------|
|                                 | £000             | £000      |
| ACS recharges (operating)       | <b>1,283,769</b> | 1,281,783 |
| Other operating expenses        | <b>342</b>       | 8,101     |
| <b>Total operating expenses</b> | <b>1,284,111</b> | 1,289,884 |

**3. Directors' remuneration**

All directors were remunerated by Aviva Employment Services Limited, a fellow subsidiary of the ultimate parent company, Aviva plc. The emoluments are recharged, as part of a head office management charge under management service agreements, to all operating divisions of the Aviva Group. No direct recharge has been made to the Company in respect of these emoluments as they cannot be accurately calculated or disclosed. Accordingly, no emoluments are disclosed in respect of these directors. Their total emoluments are disclosed in the financial statements of Aviva Life & Pensions UK Limited.

**4. Auditors' remuneration**

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

|  | 2023       | 2022 |
|--|------------|------|
|  | £000       | £000 |
| Fees payable for the audit of the Company's financial statements | <b>105</b> | 100  |

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, PricewaterhouseCoopers LLP and its associates for services other than the statutory audit and audit related assurance services of the Company and other Group undertakings are disclosed in the consolidated financial statements of Aviva plc. Audit fees are payable by Aviva Central Services UK Limited, a fellow group company, and recharged as appropriate to the Company and fellow Group companies.

Aviva Life Services UK Limited

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**Notes to the financial statements (continued)**

For the year ended 31 December 2023

**5. Tax charge****(a) Tax charged to the income statement**

(i) The total tax charge comprises:

|   | 2023         | 2022        |
|---|--------------|-------------|
|   | £000         | £000        |
| <b>Current tax</b>                                |              |             |
| Adjustments in respect of prior years             | 102          | —           |
| <b>Total current tax</b>                          | <b>102</b>   | <b>—</b>    |
| <b>Deferred tax</b>                               |              |             |
| Origination and reversal of temporary differences | (846)        | (50)        |
| <b>Total deferred tax</b>                         | <b>(846)</b> | <b>(50)</b> |
| <b>Total tax charged to the income statement</b>  | <b>(744)</b> | <b>(50)</b> |

ii) Deferred tax charged to the income statement represents movements on the following items:

|   | 2023         | 2022        |
|---|--------------|-------------|
|   | £000         | £000        |
| Provisions and other temporary differences                | —            | (184)       |
| Unused losses and tax credits                             | (134)        | 134         |
| Accelerated capital allowances                            | (712)        | —           |
| <b>Total deferred tax charged to the income statement</b> | <b>(846)</b> | <b>(50)</b> |

**(b) Tax charged to other comprehensive income**

There was no tax credited or charged to other comprehensive income in either 2023 or 2022.

**(c) Tax reconciliation**

The tax on the Company's loss before tax differs from (2022: differs from) the theoretical amount that would arise using the tax rate of the United Kingdom as follows:

|   | 2023         | 2022        |
|---|--------------|-------------|
|   | £000         | £000        |
| Loss before tax   | (11,221)     | (8,910)     |
| Tax calculated at standard UK corporation tax rate of 23.5% (2022: 19%) | 2,637        | 1,693       |
| Adjustment to tax charge in respect of prior periods                    | (32)         | —           |
| Impairment of investment in subsidiaries                                | (3,374)      | (1,731)     |
| Movement in valuation of deferred tax                                   | (43)         | (12)        |
| Surrender of tax losses from Group undertakings for no charge           | 68           | —           |
| <b>Total tax charged to the income statement</b>                        | <b>(744)</b> | <b>(50)</b> |

The UK Government has enacted an increase in the UK corporation tax rate to 25% to take effect from 1 April 2023. This rate has been used in the calculation of the Company's deferred tax assets as at 31 December 2022 and 31 December 2023.

During 2023, legislation on The Organisation for Economic Co-operation and Development proposals to reform the international tax system and introduce a global minimum effective rate of corporation tax of 15% was enacted in the UK, to take effect from 31 December 2023.

The Company (as part of the Aviva Group) has assessed its potential exposure, based on the available information, and does not anticipate any exposure to additional tax under these provisions.

Aviva Life Services UK Limited

Annual Report and Financial Statements 2023

**Notes to the financial statements (continued)**

For the year ended 31 December 2023

**6. Intangible Assets**

|                                 | 2023          | 2022          |
|---------------------------------|---------------|---------------|
|                                 | £000          | £000          |
| <b>Cost</b>                     |               |               |
| At 1 January                    | 21,428        | 32,695        |
| De-recognised assets            | —             | (11,267)      |
| <b>At 31 December</b>           | <b>21,428</b> | <b>21,428</b> |
| <b>Accumulated amortisation</b> |               |               |
| At 1 January                    | 21,071        | 28,052        |
| Charge for the year             | 357           | 4,286         |
| De-recognised assets            | —             | (11,267)      |
| <b>At 31 December</b>           | <b>21,428</b> | <b>21,071</b> |
| <b>Net book value</b>           |               |               |
| At 1 January                    | 357           | 4,643         |
| <b>At 31 December</b>           | <b>—</b>      | <b>357</b>    |

Intangible assets related to internally generated software. At 31 December 2023 all intangible assets are now fully amortised.

In line with IAS 38, an adjustment was made in 2022 for fully amortised intangible assets. These have now been de-recognised as no future economic benefits are expected from their use.

**7. Investments in subsidiaries****(a) Movements in the Company's investments in its subsidiaries**

|                                     | 2023          | 2022    |
|-------------------------------------|---------------|---------|
|                                     | £000          | £000    |
| <b>Carrying amount at 1 January</b> | <b>36,923</b> | 46,033  |
| Impairment losses                   | (14,356)      | (9,110) |
| <b>At 31 December</b>               | <b>22,567</b> | 36,923  |

Investments in subsidiaries are recognised at cost less impairment. Investments are reviewed annually to test whether any indicators of impairment exist. Where there is objective evidence that such an asset is impaired, such as the financial difficulty of the entity or a significant or prolonged decline in its fair value below cost, the investment is impaired to its recoverable value and any unrealised loss is recorded in the income statement.

The impairment losses for 2023 and 2022 are driven by losses in Aviva Administration Limited.

(b) The subsidiary undertakings of the Company are shown below, all of which are wholly-owned and incorporated in England.

| Subsidiary                           | Principal activity                |
|--------------------------------------|-----------------------------------|
| Aviva Management Services UK Limited | Corporate administration services |
| Aviva Administration Limited         | Corporate administration services |

Registered office address:  
Aviva, Wellington Row, York, United Kingdom, YO90 1WR

**8. Receivables**

|  | 2023          | 2022          |
|--|---------------|---------------|
|  | £000          | £000          |
| Amounts owed by group undertakings             | 54,589        | 56,374        |
| Other receivables                              | 1,328         | 1,565         |
| <b>Total as at 31 December</b>                 | <b>55,917</b> | <b>57,939</b> |
| Expected to be recovered in less than one year | 55,917        | 57,939        |
| Expected to be recovered in more than one year | —             | —             |
|  | <b>55,917</b> | <b>57,939</b> |

Aviva Life Services UK Limited

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**Notes to the financial statements (continued)**

For the year ended 31 December 2023

**9. Ordinary share capital**

|  | 2023          | 2022   |
|--|---------------|--------|
|  | £000          | £000   |
| Allotted, called up and fully paid                       |               |        |
| 22,800,000 (2022: 22,800,000) ordinary shares of £1 each | <b>22,800</b> | 22,800 |

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.

**10. (Accumulated losses)/retained earnings**

|                               | 2023            | 2022    |
|-------------------------------|-----------------|---------|
|                               | £000            | £000    |
| Balance at 1 January          | <b>10,377</b>   | 19,337  |
| Loss for the year             | <b>(11,965)</b> | (8,960) |
| <b>Balance at 31 December</b> | <b>(1,588)</b>  | 10,377  |

**11. Tax assets****(a) Current tax**

Current tax assets recoverable in more than one year are £nil (2022: £nil)

**(b) Deferred tax**

(i) The net deferred tax asset arises on the following items:

|  | 2023         | 2022  |
|--|--------------|-------|
|  | £000         | £000  |
| Accelerated capital allowances               | <b>3,244</b> | 3,956 |
| Provisions and other temporary differences   | —            | 134   |
| <b>Net deferred tax asset at 31 December</b> | <b>3,244</b> | 4,090 |

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

|  | 2023         | 2022  |
|--|--------------|-------|
|  | £000         | £000  |
| <b>Net deferred tax asset at 1 January</b>   | <b>4,090</b> | 4,140 |
| Amounts charged to income statement          | <b>(846)</b> | (50)  |
| <b>Net deferred tax asset at 31 December</b> | <b>3,244</b> | 4,090 |

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

**12. Provisions**

|                               | 2023           | 2022    |
|-------------------------------|----------------|---------|
|                               | £000           | £000    |
| <b>Balance At 1 January</b>   | <b>17,107</b>  | 21,839  |
| Provided in the year          | —              | —       |
| Amounts utilised              | <b>(2,155)</b> | (4,732) |
| <b>Balance At 31 December</b> | <b>14,952</b>  | 17,107  |

In 2015 a provision of £22.0 million was made in relation to an onerous contract in respect of maintenance contracts on three properties that have been vacated by the Group. The balance outstanding at 31 December 2023 is £11.7 million (2022: £13.3 million). The balance of the provision relates to onerous contracts in respect of vacant properties. The discount rate used to calculate the onerous lease element of the provision remained unchanged at 2.5%.

Aviva Life Services UK Limited

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**Notes to the financial statements (continued)**

For the year ended 31 December 2023

**13. Payables and other financial liabilities**

|   | 2023           | 2022           |
|---|----------------|----------------|
|   | £000           | £000           |
| Amounts owed to group undertakings                    | 100,705        | 111,255        |
| Other payables including taxation and social security | 2,768          | 2,517          |
| <b>Total as at 31 December</b>                        | <b>103,473</b> | <b>113,772</b> |
| Expected to be settled within one year                | 103,473        | 113,772        |
| Expected to be settled in more than one year          | —              | —              |
|   | <b>103,473</b> | <b>113,772</b> |

**14. Statement of cash flows****(a) The reconciliation of loss before tax to the net cash (out)/inflow from operating activities is:**

|   | 2023            | 2022           |
|---|-----------------|----------------|
|   | £000            | £000           |
| <b>Loss before tax</b>  | <b>(11,221)</b> | <b>(8,910)</b> |
| Adjustments for:  |                 |                |
| Amortisation of intangible assets                               | 357             | 4,286          |
| Impairment losses on investments in subsidiaries                | 14,356          | 9,110          |
| Interest expense  | 14              | 8              |
| <b>Changes in working capital:</b>                              |                 |                |
| Decrease in tax assets  | 741             | —              |
| Decrease/(increase) in receivables                              | 2,022           | (7,274)        |
| Decrease in provisions  | (2,155)         | (4,732)        |
| (Decrease)/increase in payables and other financial liabilities | (10,299)        | 11,818         |
| <b>Total cash (used in)/generated from operating activities</b> | <b>(6,185)</b>  | <b>4,306</b>   |

**(b) Cash and cash equivalents in the statement of cash flows for the year ended 31 December comprised:**

|                                 | 2023          | 2022          |
|---------------------------------|---------------|---------------|
|                                 | £000          | £000          |
| <b>Cash at bank and in hand</b> | <b>57,807</b> | <b>64,006</b> |

**15. Capital**

The Company maintains an efficient capital structure from equity shareholders' funds, consistent with the Company's overall risk profile and the regulatory and market requirements of the business. This note describes the way the Company manages capital and shows how this is structured.

**(a) General**

IFRS underpins the Company's capital structure and accordingly the capital structure is analysed on this basis. The Company measures its capital requirements under the IPRU (Interim Prudential Sourcebook for Investment Businesses) and MIPRU (Prudential Sourcebook for Mortgage and Home Finance Firms, and Insurance Intermediaries) rulebooks.

**(b) Capital management**

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.

**(c) Different measures of capital**

The Company measures its capital on a number of different bases. These include measures which comply with the regulatory regime within which the Company operates and those which the directors consider appropriate for the management of the business. The measures which the Company uses are:

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For the year ended 31 December 2023

**(i) Accounting basis**

The Company is required to report its results on an IFRS basis.

**(ii) Regulatory basis**

Relevant capital and solvency regulations are used to measure and report the Company's financial strength. These measures are based on the Company being subject to the capital requirements applicable to companies which are personal investment firms imposed by the FCA. The Company fully complied with the relevant regulatory requirements during the year.

The reconciliation below is between total IFRS funds and total own funds under IPRU (Inv) and MIPRU.

|   | 2023           | 2022    |
|---|----------------|---------|
|   | £000           | £000    |
| Total IFRS shareholders' funds              | <b>21,212</b>  | 33,177  |
| <b>Adjustments onto a regulatory basis:</b> |                |         |
| Intangible assets                           | —              | (357)   |
| Deferred tax assets                         | <b>(3,244)</b> | (4,090) |
| <b>Total own funds</b>                      | <b>17,968</b>  | 28,730  |

The intangible assets deduction relates to capitalised internal computer software development costs, which along with deferred tax assets are inadmissible for FCA purposes.

In addition to the minimum regulatory requirements outlined above, the Company 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.

**16. 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 the 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, life insurance (including long-term health), 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. The nature of the business means that the Company is not exposed to significant market risk.

**(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.

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For the year ended 31 December 2023

Expected credit losses on material trade receivables and other assets are calculated with reference to the Company's historical experience of losses, along with an analysis of payment terms. The Company makes use of the simplified approach when calculating expected credit losses on trade receivables which don't include a significant financing component, and therefore calculates expected credit losses over the lifetime of the instrument in question. Expected credit losses have been calculated using a provision matrix where recoverability has been assessed against the age of the receivable.

**(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) Operational risk**

Increasing geo-political tensions have heightened the risk of cyber security attacks on the Aviva Group or its suppliers, with the potential to cause business service interruption and/or data or intellectual property theft. In response the Aviva Group continues to actively monitor the threat environment and enhance its IT infrastructure and Cyber controls to identify, detect and prevent attacks. Aviva's Cyber defences are regularly tested using our own 'ethical hacking' team and the Aviva Group has engaged with suppliers to put in place all reasonable measures so that services to Aviva and its customers are protected.

The Aviva Group actively monitors social and other media in order to manage misinformation about our business, products, colleagues and customers should we be targeted by a hostile actor, taking corrective media action if necessary.

**17. Related party transactions**

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

Under a management agreement Aviva Central Services UK Limited, a fellow group undertaking, supplies and makes charges for the provision of operational assets and services to the Company. The agreement specifies the amounts payable in respect of these services.

**(b) Services provided to related parties**

Other amounts receivable at the year end are due to the following:

|                     | 2023                  |                        | 2022                  |                        |
|---------------------|-----------------------|------------------------|-----------------------|------------------------|
|                     | Income earned in year | Receivable at year end | Income earned in year | Receivable at year end |
|                     | £000                  | £000                   | £000                  | £000                   |
| Parent              | —                     | —                      | —                     | —                      |
| Fellow subsidiaries | 1,280,266             | 54,589                 | 1,287,054             | 56,374                 |
|                     | <b>1,280,266</b>      | <b>54,589</b>          | 1,287,054             | 56,374                 |

The related parties' 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 (2022: £nil).

**(c) Services provided by related parties**

|                     | 2023                     |                     | 2022                     |                     |
|---------------------|--------------------------|---------------------|--------------------------|---------------------|
|                     | Expense incurred in year | Payable at year end | Expense incurred in year | Payable at year end |
|                     | £000                     | £000                | £000                     | £000                |
| Fellow subsidiaries | 1,283,769                | 100,705             | 1,281,783                | 111,255             |
|                     | <b>1,283,769</b>         | <b>100,705</b>      | 1,281,783                | 111,255             |

The related parties' payables are not secured and no guarantees were received in respect thereof.

**(d) Key management compensation**

Key management personnel are remunerated by Aviva Employment Services Limited, a fellow subsidiary of the ultimate parent company, Aviva plc. They act as key management for a number of fellow subsidiary undertakings and their remuneration is recharged, under management service agreements, across a number of operating divisions of the Aviva Group. Key management personnel's remuneration cannot be accurately calculated or disclosed. Accordingly, no costs are disclosed in respect of these employees.

**(e) Parent undertaking**

The immediate parent undertaking is Aviva Life Holdings UK Limited, a company incorporated in England.

**(f) 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. Its Group Financial Statements are available on application to the Group Company Secretary, Aviva plc, 80 Fenchurch Street, London, EC3M 4AE and on the Aviva plc website at [www.aviva.com](http://www.aviva.com).

The company has taken the exemption from preparing consolidated financial statements.