THE GRIFFIN INSURANCE ASSOCIATION

# ANNUAL REPORT AND FINANCIAL STATEMENTS
## YEAR ENDED 30 SEPTEMBER 2022

# CONTENTS

# STRATEGIC REPORT

The directors present their Strategic Report for the year ended 30 September 2022.

The Griffin Insurance Association Limited (Griffin or the Association) is a mutual insurance company which provides professional indemnity insurance to a select group of insurance intermediaries (the Members). The Association was founded in 1988 and currently has 71 (2021 – 72) Members.

The Association's strategic objectives were first established in response to the aspirations and concerns of its founding Members and are regularly reviewed to ensure that they remain relevant, valid and appropriate. The most recent review took place during March 2022, at which it was agreed that the main strategic objectives of the Association were as follows:

- Provide the Members with control over an important aspect of their business through the appropriate management of their professional indemnity risk;
- Secure the continuing availability and continuity of cover that meets the membership's requirements;
- Achieve stability in the cost of cover;
- Avoid the inherent conflict of interest in maintaining professional indemnity insurance in the same market in which the Members operate;
- Provide confidentiality in a sensitive area of business;
- Ensure that the relationship between the Members and the Griffin is based on a spirit of partnership and mutuality;
- Raise awareness of the Association as an alternative to the commercial market for the provision of professional indemnity cover, drawing attention to the particular benefits offered through membership, with a view to maximising opportunities for sustainable growth.

**Financial review**

The Association's financial statements for the year ended 30 September 2022 have been prepared at a time when Russia has invaded Ukraine, one of the largest spikes of inflation for over 40 years and Central Banks increasing interest rates significantly.

The Association continues to remain in a strong financial position, with capital resources in excess of the target set by the Board. The result for the year to 30 September 2022 shows a deficit on the technical account before returns of call of £0.9m. The underwriting result for the past five years and the impact of returns of call is shown in the table below:

| | 2022 £m | 2021 £m | 2020 £m | 2019 £m | 2018 £m |
|---|---|---|---|---|---|
| Balance on the technical account before returns of call | **(0.9)** | 19.4 | 9.5 | 6.5 | 3.4 |
| Returns of call | **(7.8)** | (7.9) | (8.1) | (7.9) | (6.0) |
| Balance as reported in the Income and Expenditure Account | **(8.7)** | 11.5 | 1.4 | (1.4) | (2.6) |
| | % | % | % | % | % |
| Net combined ratio (before returns of call)* | **113.9** | 6.8 | 50.8 | 68.9 | 100.2 |

* The net combined ratio (before returns of call) has been calculated as the sum of claims incurred net of reinsurance and net operating expenses divided by the sum of Calls and premiums less reinsurance premiums as disclosed in the Association's Income and Expenditure Account on page 15. The Association is a monoline insurer and the combined ratio is impacted by a small number of notifications being reported during a financial year. During years where there are high estimates attributed to notifications the combined ratio will be closer to or above 100% and when the Association experiences a benign claims year or notifications that were previously reserved at a high loss estimate improve the Association will see a significantly improved combined ratio well below 100%.

The Association has remained in a strong capital position and this capital strength allowed the Board at its meeting in June 2022 to approve a return of call of approximately £7.8m (2021 – £7.9m), the fourth successive year in which the return of call has been at this level. Returns of call amounting to approximately £44.0m have now been made to the membership over the course of the last six financial years.

At the renewal on 1 October 2021 there was an 'as expiry' renewal. Following the significant growth seen by the Association during the previous policy year and those Members now being entered for a full policy year the Association saw a significant increase in Advance Call which was further impacted by Members also declaring higher commission income than projected. This resulted in Calls and premiums being higher when compared with the previous year, up from £20.9m to £27.1m. Furthermore, two (2021 – 22) Members joined the Association during the financial year while four (2021 – four) Members terminated their membership.

The return of call during the current financial year was made from two policy years, £3.9m from each of the 2013/14 and 2014/15 policy years

# STRATEGIC REPORT (continued)

compared with £1.1m from the 2012/13 policy year and £6.8m from the 2013/14 policy year in the prior financial year, and represented, respectively, 30.0% (2021 – 8.5%) and 30.0% (2021 – 38.0%) of the Advance Call of those policy years.

The reinsurance premiums paid by the Association were higher than the previous year at £3.7m (2021 – £3.1m). This increase reflected the growth in Advance Call, to which reinsurance premiums are proportionate. There was also a rate decrease in the reinsurance premium rate at renewal.

The number of claims notified to the Association in the 2021/22 policy year was higher than in the previous year at 188 (2020/21 – 142, with six accepted after year end), reflecting the growth in membership during the policy year. The aggregate value of claims after 12 months was considerably higher at the same stage reflecting one large claim which is projected to cost the Association £5.0m, net of projected reinsurance recoveries of £11.3m, and nine notified claims between £100,000 and £1.0m projected to cost the Association £3.0m in the aggregate. This highlights the significant claims volatility that the Association can experience during a policy year. There are also significant contingency reserves, in excess of the 90th percentile of confidence, which have been retained within the policy year in order to absorb any future deterioration in notified claims.

Claims paid in the year were £4.7m (2021 – £3.3 m). The provision for gross outstanding claims increased by £29.3m offset by reinsurance recoveries of £11.3m. The claims position in older policy years showed a minor deterioration of £0.5m. Overall, the level of claims incurred in the financial year was £22.7m.

Net operating expenses were higher than in the previous year at £3.9m (2021 – £3.0m). The balance on the technical account, which represents the underwriting result, was a deficit of £8.7m compared with a surplus of £11.5m in the previous year.

The actual investment return (net of investment management expenses) achieved for the year of £12.3m loss, was significantly below the long-term rate, which resulted in a transfer from the investment reserve, after adjusting for tax, of £14.7m. More detailed commentary on the investment performance is set out in the Investment Strategy and Performance section below.

The Association's net deficit after tax for the financial year was £24.4m (2021 – surplus of £14.1m).

The value of the Association's investment portfolio decreased by £3.6m (2021 – increased by £3.5m) in the year, the result of the £12.3m reduction (2021 – £6.6m growth) in the invested assets referred to above, offset by a £8.7m transfer to (2021 – £3.1m transfer from) the portfolio. At 30 September 2022, the value of the portfolio stood at £122.9m (2021 – £126.5m). A detailed analysis of the investments held at the year-end is shown in note 9 to the financial statements.

The free reserves of the Association at 30 September 2022 were £76.6m (2021 – £100.1m), which, as noted above, is higher than the Board's capital target and the Association therefore remains financially strong.

## Investment Strategy and Performance

The Association's investment strategy is the responsibility of the Board, assisted by its investment managers, Schroders. Detailed discussions are delegated to the Investment Strategy Group and recommendations for adoption are made to the Board. There has been no material change to the Association's investment strategy during the year.

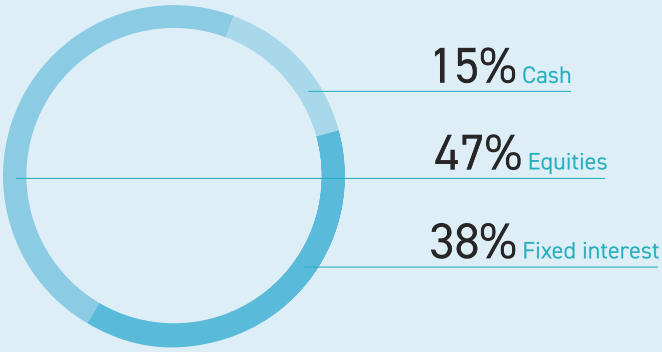
The Association's investment strategy is a long-term one, reflecting the long-tail nature of many of its liabilities and the nature of mutuality. The investment strategy is twofold:

- To hold a portfolio of government bonds and cash which matches, in terms of average duration and currency, the claims liabilities of the Association. This is known as the 'matching portfolio'; and
- To invest the assets in excess of the matching portfolio, in accordance with the 'prudent person principle', in such a way as to achieve the maximum return for a level of risk consistent with the Association's investment risk appetite. This is known as the 'growth portfolio'.

### The return on investments comprises:

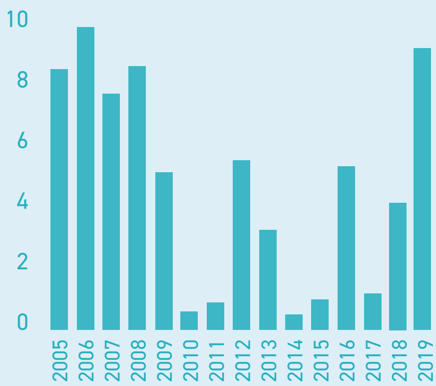
| | 2022<br>£ | 2021<br>£ |
|---|---|---|
| Investment (loss)/income (note 6) | **(678,352)** | 966,136 |
| Unrealised (loss)/gain on investments | **(11,350,012)** | 5,936,876 |
| Investment management expenses | **(287,603)** | (267,787) |
| Total return on investments | **(12,315,967)** | 6,635,225 |

## Investment holdings at 30 September 2022




The investment performance is a tale of two years. The previous year benefitted from the recovery following the volatility of the COVID-19 pandemic and the return being well in excess of the longer-term rate of return. However, during the current financial year concerns around rising inflation, the gradual increase of interest rates from record lows, the unexpected invasion of Ukraine by Russia in February and a disastrous September for the UK when government spooked investors which saw significant volatility return to investment markets. This volatility ultimately eroded the returns seen during the previous year and generated a significant unrealised loss during the current financial year.

## Net claims £m




Policy year
(Data in 2020 and 2021 policy years is insufficient to make accurate projections)

In the year ended 30 September 2022, the overall return on investments was negative 9.8%, equivalent to a loss of £12.3m, compared with a long-term rate of 1.8%. The best performing asset class was deposits with financial institutions, with a return of 0.6% before investment management expenses, while all other investment classes had negative returns.

### Key performance indicators

The key performance indicator used to manage the Association is the total capital available to meet regulatory and internal capital requirements. This indicator provides a comprehensive view of the financial position of the Association.

The total reserves of £76.6m (2021 – £100.1m) are sufficient to meet regulatory requirements and provide the Association with the resources required to meet its strategic objectives as set out on page 3 of the Strategic Report.

### Claims

In the last policy period the number of notifications increased 33% from the previous year. However, this reflects the substantial increase in the membership during that period and many of the claims are low value.

COVID-19 is still not expected to lead to a substantial increase in claims payments.

### Risk Management of Members

The Managers continue to monitor levels of risk across the membership through the Association's risk management programme. The programme is based upon a structure of regular reviews, with a risk-based approach being applied to the review timetabling. The focus of each review is agreed with the Member in advance to ensure that any particular areas of potential risk are considered during the review. After each review, a report is produced and a plan agreed with the Member at a summary meeting, to address any issues identified. Support is provided to assist Members in implementing any recommendations arising out of the review, with presentations and workshops to staff regularly forming part of the follow-up. Much of the file review work is done remotely, through a combination of video conferencing and remote access to Members' systems. Meetings are carried out in person, where possible.

The structure of files and the quality of electronic filing remains an important focus of the programme. The ability to follow an audit trail of the handling of a piece of business is essential to the successful defence of a professional indemnity claim. The Managers also continue to stress the importance to Members of a robust peer review system which would eradicate many of the errors identified in documentation on risk management reviews. Cybercrime is currently a significant risk to Members' businesses and bank account verification procedures, in particular, are now checked at each review. The Managers have also continued to provide guidance on templates, and the standard disclosure and important provisions warnings which should be given to clients at key stages in the placement/underwriting process.

# STRATEGIC REPORT (continued)

The Managers use a variety of tools to raise awareness of risk amongst the membership. External speakers are invited to present on topical issues at the quarterly Technical Forums. Recent subjects have included Delegated Authority Arrangements and areas of risk for intermediaries; hot topics, including the shifting regulatory landscape and evolving risks; the value of using plain English as a risk management tool; and the Financial Conduct Authority's (FCA) supervision strategy for intermediaries. An ad hoc session was also arranged to discuss changes in the sanctions regime following Russia's invasion of Ukraine. In addition, a suite of presentations and workshops is available to the membership and these are regularly tailored to reflect the particular training needs of individual Members. The Association's website has a Member portal which gives Members access to a range of resources. This includes regularly updated MGA and Broker Risk Management Guidelines and a number of regularly published bulletins on topical market, legal and regulatory issues. These resources are all produced in accordance with the Association's objective of developing risk awareness at all levels of the business.

## Rules of the Association

The Managers and the Board continue to review the cover provided by the Association to ensure that it meets the needs of the Members and responds to developments in the market, while remaining as broad as is sustainable in the long term. A number of housekeeping amendments were made with effect from 1 October 2022 to ease the administration of the Association and to give the Managers discretion to make operational claims decisions in some areas.

## Market Conditions

The market has continued to be very challenging in the professional indemnity sector and the Managers have continued to receive an unprecedented number of enquiries from firms wishing to discuss membership. Concerned with the need to increase resourcing in the Managers and to 'onboard' the new Members that joined during 2019/20, the Board instructed the Managers not to start any new conversations about membership with any firms from February 2021 unless there were exceptional reasons to do so. The Managers continued discussions with any firms they had started a conversation with prior to February 2021 but any new enquiries were put on hold. The moratorium on new discussions was lifted in March 2022 following a meeting of the Future Strategy Group and Association Board.

Despite the pause on new discussions from October 2021 to March 2022 two Members joined the Association during the 2021/22 policy year with a combined commission income of £60m. The Managers have continued to adopt robust due diligence reviews before any firm is put before the Board for approval to offer terms.

## COVID-19

The directors have considered the impact on the Association's business of the ongoing COVID-19 pandemic and have concluded that there is no material exposure to the risks covered by the Association, or to the Association being able to continue its operations for the foreseeable future.

## Griffin Cell

The Griffin Cell established in Malta in December 2020 continues to provide cover to Members' EU operations and the risks are then 90% reinsured into Griffin. The relationship with the cell host, Atlas Insurance Company PCC Limited, intermediated by SRS Europe Limited, continues to be very positive with Cell Committee meetings held on a quarterly basis. Procedures were agreed for the 1 October 2021 renewal when all Members with EU-domiciled risks required cover via the Griffin Cell. By the end of the policy year £1.8m premium was written by the Cell. This was higher than originally projected as more Members have opened offices in Europe to service existing EU clients and there have been more acquisitions of EU companies and organic growth of existing operations than originally anticipated.

## Principal Risks and Uncertainties

The process of risk acceptance and risk management is addressed through a framework of policies, procedures and internal controls. The Association is focussed on identification and management of potential risks. The key areas of risk to the Association are set out below:

- **Underwriting risk** – incorporating premium and reserving risk;
- **Market risk** – incorporating interest rate risk, equity risk, spread risk and currency risk;
- **Counterparty risk** – being the risk that a counterparty is unable to pay amounts in full when due;
- **Operational risk** – being the risk of failure of internal processes or controls.

The business risks and uncertainties are discussed further in note 11 to the financial statements.

### Future Development

Prudent financial management and the absence of pressure from any outside interests seeking a short-term return ensure that the Association has the financial security and sustainability that allow it to continue to deliver the support and protection sought by its Members. The Managers continue to welcome discussion with potential Member firms, but terms are not offered unless specific approval to do so has been obtained from the Board.

### Climate change

Whilst in the years ahead there may be an increase in weather/climate-related claims covered by insurance/reinsurance policies, the Association does not, at this stage, believe that climate change itself will give rise to a material increase in negligence-related claims on insurance intermediaries. Accordingly, the Association does not believe that climate change will lead to a material increase in claims payments made by the Association.

There is still some work to do in identifying metrics against which the Association's climate-related risks and opportunities are assessed and these are more likely to be quantifiable in connection with the operational activities of the Managers. To this end various steps have already been taken in terms of recycling and energy use and the Managers are working with the building managers of their London premises, from where the Association is managed, to set targets and to assess performance against those targets.

### Statement of Compliance with Section 172(1) of the Companies Act 2006

Section 172(1) of the Companies Act 2006 requires the directors to promote the success of the Association for the benefit of the Members and other key stakeholders. In doing so, the directors must have regard to six areas:

- The likely consequences of any decision taken in the long term;
- The interests of employees, which in the case of the Association relates to those employed by the Association's Managers;
- The need to foster business relationships with suppliers, customers and others;
- The impact of the operations of the Association on the community and the environment;
- The desire to maintain a reputation for high standards of business conduct; and
- The need to act fairly between the Members of the Association.

The Association's key stakeholders are the Members, who comprise insurance intermediaries and firms that have their professional indemnity insurance provided by the Association. The Association's corporate governance structure includes a Committee, with a representative from each Member firm, which allows wider engagement with the membership on the impact of the main decisions of the Board, including Call setting, investment strategy and the Association's strategic direction.

At the Committee meeting in July 2022 the Managers provided a briefing on the key decisions that had been taken during the year, primarily in relation to the Call setting for the policy year renewing on 1 October 2022. This included the decision to apply an 'as expiry' renewal and the approval by the Board to a return of call for renewing Members on 1 October 2022 amounting to approximately £7.8m as the Association's capital position remained in excess of its economic capital benchmark.

Further engagement with the membership takes place through the Technical Forums and the risk management of Members as described earlier in the Strategic Report.

The other principal stakeholders that have been identified by the Board are the Managers, Tindall Riley & Co. Limited, and their employees, who carry out all the day to day operational and management functions of the Association, and those others that provide services to the Association such as investment managers, professional advisers, the Association's reinsurers and its reinsurance broker (who is also a Member of the Association).

The Association has built strong relationships with all the above stakeholders over the years. It is perhaps particularly noteworthy that the average length of the current membership of the Association is 9 years (2021 – 11 years).

One of the Board's seven risk appetite statements relates to the long-term sustainability of the Association's business. All key decisions of the Board, such as those set out above, have regard to this principle such that 'short-termism' is avoided in favour of the long-term view. The Board also sets economic capital targets at very high levels of confidence with the aim of achieving long-term financial stability.

# STRATEGIC REPORT (continued)

The relationship between the Association and the Managers, which dates back over 30 years, is symbiotic, in that the success of one is inextricably linked to the success of the other. Decisions taken by the Board that directly impact the Managers, such as the amount of the management fee, take full account of this relationship, having regard to service levels and accountability.

The Association has for many years aligned the way that it does business with the Regulators' conduct rules, such as 'treating customers fairly'. As a mutual insurance business, the fair treatment by the Association of its Members is a fundamental principle. The Association's Ethics policy sets out these regulatory conduct rules and covers additional areas such as its whistleblowing policy, how the Association manages conflicts of interest, its remuneration policy and its anti-bribery and corruption policy. In addition, the Association also has a Financial Crime policy.

The direct impact of the Association on the community and environment is considered minimal as the entirety of the management of the Association is outsourced and managed by the Managers where these items would be considered.

The Association's reputation is fundamental to its ability to carry out its business and it seeks to protect this reputation by sticking firmly to the principles established by the Board of fairness and sound business conduct.

The financial statements were authorised for issue by the Board on 21 December 2022.

**Mark Warren**
Chair of the Association
21 December 2022

# STATUTORY DIRECTORS' REPORT

The directors have pleasure in presenting their report together with the audited financial statements for the year ended 30 September 2022.

The principal activity of the Association is the insurance of the professional indemnity risks of a select group of insurance intermediaries. The Strategic Report on the preceding pages provides a summary of the principal matters affecting the Association's business during the year.

The names of the directors are shown on page 33. Maryse Hazell, Gary Masters and Mark Warren retired by rotation at the Annual General Meeting on 12 July 2022 and were reappointed. Andrew Cross retired from the Board on 30 September 2022.

The Board met four times during the year under review, in October, December, March and June. The list below details the more important matters considered at those meetings, many of which are discussed in the Strategic Report:

- Future Strategy and Emerging Risks
- Membership and Opportunities for Growth
- Investment Performance and Strategy
- Report and Financial Statements
- Call Rates
- Reinsurance Arrangements
- Claims and Claims Trends
- Risk Management of Members
- Risk and Compliance
- Corporate Governance
- Appointment and Retirement of Directors and Senior Managers
- Regulatory Capital Requirements and Technical Provisions
- Rules of the Association
- Managers' and Directors' Remuneration

### Financial Instruments

Information on the use of financial instruments by the Association and its management of financial risk is disclosed in note 11 to the financial statements. The Association's exposure to cash flow risk is addressed under the headings of Credit risk, Liquidity risk and Market risk.

### Future Developments

Likely future developments of the Association are set out in the Strategic Report.

### Directors' Indemnity Insurance

The Association purchases directors' and officers' liability insurance in respect of all the Association's directors.

### Audit

The directors have delegated day to day responsibility for the maintenance of the Association's accounting records and the preparation of the financial statements to the Managers. They have confirmed that they have provided the auditor with all relevant audit information of which they are aware.

The Audit Group has considered the financial statements with the Managers, met privately with the auditor, and reported to the Board.

So far as each person who is a director at the time of this report is aware, there is no relevant audit information of which the Association's auditor is unaware. The directors confirm that they have taken all steps that they ought to have taken as directors to make themselves aware of any relevant audit information and to establish that the Association's auditor is aware of that information.

Mazars LLP has expressed its willingness to be reappointed as auditor of the Association and, subject to no objections being received, will be deemed to be reappointed in accordance with Section 487 of the Companies Act 2006.

The directors confirm that, to the best of their knowledge, the Strategic Report on pages 1 to 6 includes a fair review of the development and performance of the business and the position of the Association, together with a description of the principal risks and uncertainties that it faces.

The Association has considerable financial resources and the directors believe that it is well placed to manage its business risks successfully.

The directors have a reasonable expectation that the Association has adequate resources to continue in operational existence for the foreseeable future and therefore continue to adopt the going concern basis of accounting in preparing the annual financial statements.

### Energy and Carbon Reporting

Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Reporting) Regulations 2018 (the Regulation) require the Association to report publicly on its UK energy use and carbon emissions if the Association meets two or more of the following criteria:

1) Turnover (or gross income) of £36m or more;
2) Statement of financial position assets of £18m or more;
3) 250 employees or more.

As the Association does not meet two out of the three criteria listed above it is exempt from the reporting criteria and therefore no disclosures have been made.

### Subsequent events

There are no subsequent events which require adjustment or disclosure in the financial statements.

By order of the Board

**Susie Parramore**
Secretary
21 December 2022

# AUDIT GROUP REPORT

The Audit Group has a particular role in ensuring that Members' interests are protected in relation to the Association's financial reporting and internal control; in this it acts independently of the Managers but is nevertheless appropriately and ably supported by them. I am pleased to present the Audit Group's Report on how the Group fulfilled that role in relation to the year ended 30 September 2022.

The Audit Group draws on the pool of senior financial and other personnel within Member firms. There were no changes to the composition of the Audit Group during 2021/2022 so it continues to comprise the following non-executive directors of the Association:

**Duncan McKechnie**, BA FCA (member since 05/10/2017)
**Anthony Phillips**, BA ACA (member since 26/11/2013) (Chair)
**Chetan Shah,** BSc ACA (member since 05/10/2017)
**Adam Stafford,** BA (member since 27/05/2021)

The Audit Group meets four times each year, approximately a week before each scheduled Board Meeting, and as otherwise required. It receives regular reports from the Managers during the course of the year.

## Financial reporting

In relation to financial reporting, the Audit Group advises the Board on the Association's annual Report and Financial Statements and the Association's Solvency and Financial Condition Report to the Prudential Regulation Authority. In reaching its recommendations, the Group:

- considers the independence of the Association's external auditors, Mazars LLP, and identifies any actual or perceived threats to their independence and/or conflicts of interest they may have within the regulatory or professional requirements governing them as auditors of the annual Report and Financial Statements;
- liaises closely with the Association's external auditors in the planning and conduct of the audit of the annual Report and Financial Statements;
- receives reports from the auditors, particularly in relation to their findings on key audit matters concerning the annual Report and Financial Statements;
- in conjunction with reports received from the Chief Actuary, scrutinises the methodology adopted in setting the Association's closing technical provisions and the quantum thereof as stated in the Association's annual Report and Financial Statements and the Association's Solvency and Financial Condition Report;
- considers the external audit report and the contents of the auditors' management letter in connection with the annual Report and Financial Statements; and
- meets with the auditors independently of the Managers to discuss any matters of concern.

The Audit Group is satisfied that the external auditors remain independent. During the course of 2021/22 Mazars LLP did not receive any fees from the Association in respect of non-audit work.

The valuation of the Association's technical provisions is always an area of particular focus for both the Audit Group and the external auditors; Mazars LLP concluded that the technical provisions as at 30 September 2022 are fairly stated and consistent with evidence obtained.

This is Mazars LLP's fifth audit, the first with Amanda Barker acting as audit partner (Sam Porritt being required by Section 3 of the Financial Reporting Council's Revised Ethical Standard 2019 to step down as audit partner at the conclusion of last year's audit). The external audit proceeded smoothly and no matters of concern were raised by the auditors.

The Audit Group is charged to make recommendations to the Board concerning the appointment or reappointment of the external auditors. The Audit Group recommended to the Board that Mazars LLP be reappointed for 2023.

## Internal audit

Internal audit submits its reports to the Chair of the Audit Group throughout the year and these submissions are followed by meetings between the Chair and the Head of Internal Audit to discuss the reports and their findings independently of the Managers. The reports are then distributed to all the other members of the Audit Group for review and comment.

Areas covered in 2021/22 were internal audit's ongoing reviews of the Association's IT & Data Security and Risk Management Framework; and new audit work in the fields of Underwriting, Actuarial, Claims Handling and Regulatory Compliance. The internal auditor's findings were discussed by the Group in each case and recommendations monitored to ensure satisfactory completion and sign-off. The IT & Data Security audit was outsourced to PKF Littlejohn. The Group paid particular attention to its findings and recommendations as Tindall Riley & Co Limited moves towards Cyber Essentials Plus and ultimately IASME accreditation. In connection with the review of the Association's Risk Management Framework, the Group sought assurances from the Managers concerning the resourcing of the Association's risk and compliance function and was pleased to note the recruitment of additional personnel in the second half of 2021/22.

The External Quality Assessment (EQA) Report by the Chartered Institute of Internal Auditors on the Association's internal audit function was finally received in April 2022 and presented to the Group at its meeting in June. The Group was pleased to note that internal audit generally conformed with 55 of the 63 applicable 'fundamental principles' of the *UK Internal Audit Financial Services Code of Practice* and partially conformed with the remaining eight. The Report also contained some useful recommendations to make internal audit and its relationship with the Audit Group more effective. The Group concluded that the EQA had been a positive exercise, providing additional confidence that the Association's internal audit function was effective and appropriate to the Association's business.

Internal audit drew on the EQA's recommendations in formulating its *Internal Audit Plan for 2022/23*. It also invited both the Managers and the Audit Group to propose areas on which internal audit might focus its activity. The Group approved the Plan at its meeting in September. At the same meeting the Group approved refreshed internal audit Terms of Reference, again drawing on the EQA process and expressly referencing *The Institute of Internal Auditors' International Professional Practices Framework* and incorporating a commitment to a quality assurance and improvement programme.

**Compliance monitoring**

The Audit Group maintains oversight responsibility for compliance on behalf of the Board under the direction and guidance of the Association's Chief Risk Officer. The Chair of the Audit Group now meets with the Chief Risk Officer before each Audit Group meeting to discuss any compliance issues, particularly in the light of matters raised by the internal audit function. This follows a recommendation from the EQA Assessor that there be greater dialogue between the internal audit and risk functions. At its September meeting the Audit Group approved the Compliance Plan for 2022/23 which includes thematic reviews of Financial Crime; Licence to write risks in Members' localities/broker due diligence; Gifts and Hospitality/Complaints; Cloud computing; and Regulatory roles held by the NEDs and the Managers.

**Governance**

At its meeting in May 2022 the Audit Group reviewed and approved minor changes to it terms of reference. It also reviewed its performance over the preceding year with the assistance of the Managers. The Group concluded that it continued to operate effectively and in accordance with its terms of reference and this was supported by the feedback the Chair received from members of the Board on the performance of the Audit Group as part of the Association's annual director appraisal process. Development of more formal criteria against which the Group could be seen to measure its performance continues with a view to implementation in 2023.

The Audit Group remains mindful that the Association is a mutual with no external shareholders and that the Group's principal role is to support the Board and through the Board serve the Association and its Members.

**Anthony Phillips**
Chair of the Audit Group
21 December 2022

# STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 *'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and FRS 103 'Insurance Contracts'*. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Association and of the surplus or deficit of the Association for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Association will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Association's transactions and disclose with reasonable accuracy at any time the financial position of the Association and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Association and to prevent and detect fraud and other irregularities.

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

# INDEPENDENT AUDITORS' REPORT

To the Members of the Griffin Insurance Association Limited

We have audited the financial statements of The Griffin Insurance Association Limited ('the Association') for the year ended 30 September 2022 which comprise the Income and Expenditure Account, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *'The Financial Reporting Standard applicable in the UK and Republic of Ireland'* and FRS 103 *'Insurance Contracts'* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Association's affairs as at 30 September 2022 and of its deficit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the Association 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 as applied to public interest entities, 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.

Our audit procedures to evaluate the directors' assessment of the Association's ability to continue to adopt the going concern basis of accounting included but were not limited to:

- Undertaking an initial assessment at the planning stage of the audit to identify events or conditions that may cast significant doubt on the Association's ability to continue as a going concern;
- Obtaining and reviewing a copy of the Association's Own Risk and Solvency Assessment Report ('ORSA');
- Evaluating the directors' method to assess the Association's ability to continue as a going concern by making enquiries of the directors to understand the period of assessment considered by them, the assumptions they considered and the implication of these when assessing the Association's future financial performance;
- Obtaining a cash flow forecast for the Association extending to 12 months from the date of approval of the financial statements;
- Evaluating the appropriateness of the directors' key assumptions in their cash flow forecasts by reviewing supporting and contradictory evidence in relation to these key assumptions;
- Testing the accuracy and functionality of the model used to prepare the directors forecast;
- Considering the consistency of the directors' forecasts with other areas of the financial statements and our audit;
- Evaluating the key assumptions used and judgements applied by the directors in forming their conclusions on going concern; and
- Evaluating the appropriateness of the disclosures in the financial statements.

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 Association'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.

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

### Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

# INDEPENDENT AUDITORS' REPORT

To the Members of the Griffin Insurance Association Limited

We summarise below the key audit matter in forming our opinion above, together with an overview of the principal audit procedures performed to address the matter and our key observations arising from those procedures.

This matter, together with our findings, were communicated to those charged with governance through our Audit Completion Report.

### Key Audit Matter
### Valuation of technical provisions

**Technical provisions – £58,448,754 (2021 – £29,143,139).**

Refer to Note 2 'Accounting policies – Claims Outstanding' and 'Critical Accounting Judgements and Estimation Uncertainty' and Note 4 'Technical Provisions'.

The valuation of technical provisions is a key area of judgement and estimation uncertainty.

Professional indemnity insurance is inherently more uncertain than other classes of business, and for the Association these are often more complex claims given their longer tail, with some claims classed as NA 'not assessable' and NAR which are not assessable, but large. The long-tail claims settlement pattern and volatile nature of the Association's claims experience makes it more difficult to predict, with accuracy, the estimated total claims costs.

The Association underwrites professional indemnity insurance on a 'claims made' basis and recognises technical provisions primarily made up of case reserves and a provision for 'Incurred But Not Enough Reported' ('IBNER').

The provision for IBNER is the most subjective and is based on the estimate of the ultimate cost to settle all claims, including the related costs of handling the claims.

Given the level of subjectivity and judgement, there is a risk that inappropriate reserve projections are made, and we therefore identified the valuation of technical provisions as a significant risk and a key audit matter.

### How our audit addressed the key audit matter and our observations

We reviewed the year-end claims reserving position of the Association and, in conjunction with specialist members of our actuarial team, we performed the following audit procedures:

- We gained an understanding of the reserving process used by the actuaries of the Association and of the related controls, paying particular attention to the process surrounding NA/ NAR claims;

- We reviewed the Reserving Paper produced by the Association's internal actuarial team as at 30 September 2022;

- We reviewed the data reconciliation and validation performed by the actuaries of the Association to determine if the data used for reserving was reasonable;

- We checked the integrity of the data used by the actuaries by agreeing it to the accounting records and considered whether the data used for reserving was complete and accurate;

- We considered the appropriateness of the actuarial methodologies and assumptions applied including those relating to the disclosed estimation changes made in the period (Note 4) and performed an independent reserve projection comparing our independent reserve projection to that derived by the actuaries of the Association;

- We reviewed the accuracy of claims estimates made in prior years vs actual development;

- We evaluated the appropriateness of the margin applied to the actuarial best estimate, the approach taken and benchmarked the margin against margins held by other general insurers; and

- We assessed the disclosures in the financial statements.

**Our observations:**
Overall, based on the audit work performed, we found that valuation of the technical provision is reasonable.

# INDEPENDENT AUDITORS' REPORT

To the Members of the Griffin Insurance Association Limited

### Our application of materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and on the financial statements as a whole. Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

### Overall materiality

£1,532,959 (2021 – £2,001,000)

### How we determined it

2% of the Association's capital and reserves.

### Rationale for benchmark applied

In determining our materiality, we considered financial metrics which we believed to be relevant and concluded that capital and reserves was the most relevant benchmark as it best represents the financial stability and solvency of the Association.

### Performance materiality

Performance materiality is set to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements in the financial statements exceeds materiality for the financial statements as a whole.

We set performance materiality of £1,149,719, which represents 75% of overall materiality.

### Reporting threshold

We agreed with The Audit Group that we would report to it misstatements identified during our audit above 3% of overall materiality (£45,989) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

As part of designing our audit, we assessed the risk of material misstatement in the financial statements, whether due to fraud or error, and then designed and performed audit procedures responsive to those risks. In particular, we looked at where the directors made subjective judgements such as making assumptions on significant accounting estimates.

We tailored the scope of our audit to ensure that we performed sufficient work to be able to give an opinion on the financial statements as a whole. We used the outputs of a risk assessment which included the review of the ORSA, our understanding of the Association, its environment, controls and critical business processes, to consider qualitative factors in order to ensure that we obtained sufficient coverage across all financial statement line items.

### Other information

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 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 this 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 Statutory Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Statutory Directors' Report have been prepared in accordance with applicable legal requirements.

### Matters on which we are required to report by exception

In light of the knowledge and understanding of the Association and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Statutory 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 by the Association, or returns adequate for our audit have not been received from branches not visited by us; or
- the Association 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 Statement of Directors' Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Association'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 Association or to cease operations, or have no realistic alternative but to do so.

# INDEPENDENT AUDITORS' REPORT

To the Members of the Griffin Insurance Association Limited

## Auditor's responsibilities for the audit of the financial statements

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

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 Association and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: breaches of the regulatory requirements of the Prudential Regulation Authority ('PRA'), the Financial Conduct Authority ('FCA') and the Companies Act 2006.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- At the planning stage of our audit, gaining an understanding of the legal and regulatory framework applicable to the Association, the industry in which it operates and considering the risk of acts by the Association which were contrary to the applicable laws and regulations, including fraud;
- Inquiring of the directors and management as to whether the Association is in compliance with laws and regulations, and discussing their policies and procedures in place regarding compliance with laws and regulations;
- Inspecting correspondence with relevant regulatory authorities including the PRA and the FCA;
- Reviewing minutes of directors' meetings in the year; and
- Discussing amongst the engagement team the identified laws and regulations and remaining alert to any indications of non-compliance.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as UK tax legislation and the Companies Act 2006.

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to the valuation of technical provisions (specifically IBNER), and significant one-off or unusual transactions.

Our procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud;
- Addressing the risks of fraud through management override of controls by performing journal entry testing;
- Critically assessing accounting estimates impacting amount included in the financial statements for evidence of management bias; and
- Considering significant transactions outside of the normal course of business. Our approach included reviewing Board minutes, review of correspondence with the PRA and FCA and substantively testing the transactions and related disclosures where considered material.

The primary responsibility for the prevention and detection of irregularities including fraud rests with both those charged with governance and management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

The risks of material misstatement that had the greatest effect on our audit are discussed in the 'Key audit matters' section of this report.

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

## Other matters which we are required to address

We were appointed by ordinary resolution at the Association's Annual General Meeting on 5 July 2018 to audit the financial statements for the year ended 30 September 2018 and subsequent financial periods. The period of total uninterrupted engagement is 5 years, covering the years ended 2018 to 2022.

The non-audit services prohibited by the FRC's Ethical Standard were not provided to the Association and we remain independent of the Association in conducting our audit.

Our audit opinion is consistent with our additional report to The Audit Group.

## Use of the audit report

This report is made solely to the Association'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 Association'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 Association and the Association's members as a body for our audit work, for this report, or for the opinions we have formed.

**Amanda Barker**
(Senior Statutory Auditor)
for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor

30 Old Bailey
London
EC4M 7AU
29 December 2022

# INCOME AND EXPENDITURE ACCOUNT

for the year ended 30 September 2022

| Technical Account – General Business | Note | | 2022 £ | | 2021 £ |
|---|---|---|---|---|---|
| **Earned premiums, net of reinsurance** | | | | | |
| Calls | 3 | **25,469,939** | | 20,827,826 | |
| Inward reinsurance premiums | | **1,627,235** | | 47,611 | |
| Returns of call | 3 | **(7,844,374)** | | (7,903,098) | |
| Earned premiums | | | **19,252,800** | | 12,972,339 |
| Reinsurance premiums | | **(3,721,881)** | | (3,057,782) | |
| | | | **15,530,919** | | 9,914,557 |
| Allocated investment return transferred from the non-technical account | | | **2,353,936** | | 2,771,671 |
| | | | **17,884,855** | | 12,686,228 |
| **Claims paid** | | | | | |
| Gross amount | | **(4,670,242)** | | (3,253,493) | |
| Reinsurers' share | | **-** | | – | |
| | 4 | **(4,670,242)** | | (3,253,493) | |
| **Change in the provision for claims** | | | | | |
| Gross amount | | **(29,305,615)** | | 5,025,177 | |
| Reinsurers' share | | **11,270,000** | | – | |
| | 4 | **(18,035,615)** | | 5,025,177 | |
| **Claims incurred net of reinsurance** | | | **(22,705,857)** | | 1,771,684 |
| Net operating expenses | 5 | | **(3,912,622)** | | (2,982,958) |
| **Balance on the technical account** | | | **(8,733,624)** | | 11,474,954 |

| Non-technical account | Note | 2022 £ | 2021 £ |
|---|---|---|---|
| Balance on the technical account | | **(8,733,624)** | 11,474,954 |
| Investment (loss)/income | 6 | **(678,352)** | 966,136 |
| Investment expenses | | **(287,603)** | (267,787) |
| Unrealised (loss)/gain on investments | 9 | **(11,350,012)** | 5,936,876 |
| Allocated investment return transferred to the general business technical account | 7 | **(2,353,936)** | (2,771,671) |
| **Net (deficit)/surplus before taxation** | | **(23,403,527)** | 15,338,508 |
| Taxation | 8 | **(18,000)** | (1,286,211) |
| **Net (deficit)/surplus and total comprehensive income after taxation** | | **(23,421,527)** | 14,052,297 |

There are no other items of comprehensive income, so no Statement of Other Comprehensive Income has been prepared. All amounts are derived from continuing operations.

The notes on pages 19 to 32 form part of these financial statements.

# STATEMENT OF FINANCIAL POSITION
as at 30 September 2022

| Assets | Note | 2022<br>£ | 2021<br>£ |
|---|---|---|---|
| **Financial investments** | 9 | **122,931,108** | 126,495,948 |
| **Investment in protected cell company** | 10 | **3,411,027** | 3,411,027 |
| **Reinsurers' share of technical provisions** | | | |
| Claims outstanding | 4 | **11,270,000** | – |
| **Debtors** | | | |
| Direct insurance operations – Members | | **54,620** | 86,367 |
| Reinsurance operations | | **–** | – |
| Other debtors | | **178,821** | – |
| **Cash at bank** | | **6,144,466** | 8,938,775 |
| | | **143,990,042** | 138,932,117 |

| Equity and Liabilities | Note | 2022 | 2021 |
|---|---|---|---|
| **Capital and reserves** | | | |
| Investment reserve | | **5,654,248** | 20,345,592 |
| General reserve | | **25,000,000** | 25,000,000 |
| Reinsurance and Technical reserve | | **10,000,000** | 10,000,000 |
| Income and Expenditure Account | | **35,993,687** | 44,723,870 |
| | | **76,647,935** | 100,069,462 |
| **Technical provisions** | | | |
| Gross outstanding claims | 4 | **58,448,754** | 29,143,139 |
| **Creditors** | | | |
| Direct insurance operations – Members | | **7,977,709** | 7,925,371 |
| Reinsurance operations | | **135,152** | 461,240 |
| Taxation | | **–** | 730,493 |
| Accrued creditors and deferred income | | **84,000** | 54,746 |
| Other creditors | | **696,492** | 547,666 |
| | | **67,342,107** | 38,862,655 |
| | | **143,990,042** | 138,932,117 |

Approved by the Board on 21 December 2022

**M R W Warren** Director
**Rhona Lewry** Director

The notes on pages 19 to 32 form part of these financial statements.

# STATEMENT OF CHANGES IN EQUITY

for the year ended 30 September 2022

| | Investment reserve £ | General reserve £ | Reinsurance and technical reserve £ | Income and expenditure £ | Total £ |
|---|---|---|---|---|---|
| **At 30 September 2020** | **17,230,971** | **25,000,000** | **10,000,000** | **33,786,194** | **86,017,165** |
| Surplus for the financial year | – | – | – | 14,052,297 | 14,052,297 |
| Transfer from investment reserve | 3,114,621 | – | – | (3,114,621) | – |
| **At 30 September 2021** | **20,345,592** | **25,000,000** | **10,000,000** | **44,723,870** | **100,069,462** |
| Surplus for the financial year | – | – | – | (23,421,527) | (23,421,527) |
| Transfer from investment reserve | (14,691,344) | – | – | 14,691,344 | – |
| **At 30 September 2022** | **5,654,248** | **25,000,000** | **10,000,000** | **35,993,687** | **76,647,9352** |

The Association is incorporated as a company limited by guarantee and does not therefore have share capital.

The Investment Reserve comprises the cumulative net transfers from the Income and Expenditure Account equivalent to the net unallocated return on the Association's investment portfolio.

The General Reserve has been established in accordance with Rule 26 of the Association to provide for any unforeseen contingencies, claims, expenses, losses or other outgoings of the Association. Transfers to this reserve are considered upon closure of each policy year. To date the 1987/88 to 2012/13 policy years have been closed.

The Reinsurance and Technical Reserve is limited to £10.0m and is funded by transfers from the Association's Income and Expenditure Account. The transfer is made from current surpluses in open years, apportioned between those years according to their level of surplus and the transfers are adjusted annually to keep the reserve at £10.0m but to ensure that each policy year's transfer is reflective of its current surplus. The reserve is aimed primarily at providing the Association with the means to preserve stability in the cost of insurance to Members in the event that the costs of reinsurance increase; it will allow the Association to respond to any such increase in a number of ways, including increasing its retention, participating as a co-reinsurer, or contributing to the cost. However, should the Association consider it appropriate, the reserve may also be used for other purposes.

The notes on pages 19 to 32 form part of these financial statements.

# STATEMENT OF CASH FLOWS
for the year ended 30 September 2022

| Cash flows from operating activities | Note | 2022 £ | 2021 £ |
|---|---|---|---|
| Net (deficit)/surplus before taxation | | **(23,403,527)** | 15,338,508 |
| Adjustments for: | | | |
| Change in provisions for claims | | **18,035,615** | (5,025,177) |
| Increase in insurance and other debtors | | **(147,074)** | (46,245) |
| (Decrease)/increase in insurance and other creditors | | **(137,650)** | 440,384 |
| Investment loss/(income) (net of expenses) | | **965,956** | (698,349) |
| Unrealised loss/(gain) on investments | 9 | **11,350,012** | (5,936,876) |
| **Net cash generated from operating activities** | | **6,663,332** | 4,072,245 |
| | | | |
| **Cash flows from investing activities** | | | |
| Purchase of equity shares | 9 | **(14,009,910)** | (10,362,926) |
| Purchase of fixed interest investments | 9 | **(16,726,534)** | (854,186) |
| Sale of equity shares | 9 | **-** | 11,427,676 |
| Sale of fixed interest investments | 9 | **21,464,510** | 5,731,600 |
| Net change to deposits with credit institutions | 9 | **765,247** | (2,482,346) |
| Income from bank and other cash | | **1,880** | 722 |
| Investment management expenses paid | | **(245,624)** | (327,435) |
| Exchange loss on revaluation of investments when realised | | **9,808** | (79,443) |
| Income taxes paid | | **(748,493)** | (851,379) |
| Investment in protected cell company | 10 | **-** | (3,411,027) |
| **Net cash from investing activities** | | **(9,489,116)** | (1,208,744) |
| | | | |
| **Net (decrease)/increase in cash at bank** | | **(2,825,784)** | 2,863,501 |
| Cash at bank at the beginning of the financial year | | **8,938,775** | 6,058,941 |
| Effect of foreign exchange rate changes | | **31,475** | 16,333 |
| **Cash at bank at the end of the financial year** | | **6,144,466** | 8,938,775 |

The notes on pages 19 to 32 form part of these financial statements.

# NOTES TO THE FINANCIAL STATEMENTS
30 September 2022

## 1 General information

The Griffin Insurance Association Limited is a company incorporated in England and Wales authorised by the PRA and FCA to carry out non-life insurance business. The address of the registered office is given on page 33. The nature of the Association's operations and its principal activities are set out in the Strategic Report on pages 1 to 6.

These financial statements represent the results of the Association and the Association is not part of a Group.

## 2 Accounting policies

**Basis of Accounting**

These financial statements have been prepared under the historical cost convention as modified to include investments at market value, in compliance with Schedule 3 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI2008/410) under the Companies Act 2006 and in accordance with applicable accounting standards in the UK including Financial Reporting Standard 102, *'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland'* (FRS 102). In accordance with Financial Reporting Standard 103, *'Insurance Contracts'* (FRS 103), the Association has applied accounting policies for insurance contracts. The Regulations require the use of the term 'Profit and Loss Account' as a heading. The Statutory 'Profit and Loss Account' is replaced by an 'Income and Expenditure Account' in these financial statements, consistent with the mutual status of the Association.

**Going Concern**

The directors have a reasonable expectation that the Association has adequate resources to continue in operational existence for the foreseeable future which includes the renewing 2022/23 policy year and the business planning horizon included in the Own Risk and Solvency Assessment that was conducted in July 2022 covering a further two years to 30 September 2025. This provided the directors with comfort that the Association will continue to meet its strategic objectives and all capital requirements over the planning horizon. They therefore continue to adopt the going concern basis of accounting in preparing the annual financial statements.

**Statement of Compliance**

These financial statements have been prepared in compliance with United Kingdom Accounting Standards, including FRS 102 and FRS 103, and the Companies Act 2006.

**Policy year accounting**

The Association's business is accounted for on an annual basis. For the purposes of reporting to mutual Members, all transactions, including Calls, reinsurance premiums payable, claims and reinsurance recoveries are allocated to the policy year to which they relate. In the case of claims and reinsurance recoveries, the appropriate year is decided by the date on which the notification (of either a claim or a circumstance) is made to the Association. Other income and expenditure is allocated to the current policy year.

Members remain liable for their rateable proportions of any excess of claims and expenses over income for any open policy year and may, at the discretion of the directors, have returned to them any balance not retained and applied for the purposes of the Association. Underwriting years are closed only when the directors are satisfied that the information on claims payable is sufficiently reliable to enable the outcome of that year to be determined with reasonable accuracy.

The Income and Expenditure Account presents the aggregate of changes during the financial year on all policy years, both open and closed.

**Calls and premiums**

Calls and premiums are credited to the Income and Expenditure Account as and when charged to Members. Since all insurance policies are coterminous with the Association's financial year, there are no unearned calls or premiums at the year-end date.

Returns of call are accounted for when approved by the directors, but credited to the Members' account on renewal as at 1 October. Returns of call are made where a policy year is in surplus and of sufficient maturity. Returns of call are calculated in proportion to the Calls and premiums that Members originally paid in the policy year from which the return is to be made and are paid based on that proportion.

Outward reinsurance premiums are accounted for in the same period as Calls and premiums for the related insurance.

**Claims and reinsurance recoveries**

Claims incurred include all claims and claims settlement expense payments made during the year and the movement in the provision for outstanding claims.

Reinsurance recoveries and reinstatement premiums are accrued to match the relevant claim amounts that have been charged to the Income and Expenditure Account.

**Rates of exchange**

In preparing the financial statements, transactions in currencies other than the Association's functional currency (foreign currencies) are recorded at the rates of exchange prevailing on the date of the transaction. All assets and liabilities, excluding the investment in the protected cell company, denominated in currencies other than Sterling are monetary items and translated into Sterling at the rates of exchange ruling at the Statement of Financial Position date. The investment in the protected cell company is a non-monetary item and was translated into Sterling at the date of acquisition and is not revalued annually. Exchange differences are recognised in the Income and Expenditure Account in the period in which they arise when they relate to items for which gains and losses are recognised in equity. The functional and presentational currencies are both Sterling.

# NOTES TO THE FINANCIAL STATEMENTS
30 September 2022

## 2 Accounting policies (continued)

**Investment income**
Investment income includes interest and dividends receivable for the year. Dividend income is recognised when the right to receive payment is established.

Net gains or losses on the disposal of investments (representing the difference between net proceeds and purchase cost) are credited or charged to the Income and Expenditure Account as and when realised. Unrealised gains and losses represent the difference between the fair value of investments at the Statement of Financial Position date and their purchase price or previous valuation, together with the reversal of unrealised gains and losses recognised in earlier accounting periods in respect of investment disposals in the current period. Unrealised gains and losses are recognised in the Income and Expenditure Account.

The transfer to/from the investment reserve represents the difference (net of tax) between the actual investment income for the year and the investment return allocated to the Technical Account – General Business.

**Allocation of investment return**
An allocation is made from the non-technical account to the Technical Account – General Business in respect of the longer-term investment return on the total investment portfolio, since these investments relate wholly to the technical provisions and Members' funds held for mutually insured risks.

**Claims outstanding**
The Association underwrites professional liability risks on a 'claims made' basis. The provision for claims outstanding in the financial statements comprises the directors' estimate of the ultimate outcome of all reported claims based on current information, plus their forecast of the ultimate cost of claims incurred but not enough reported (IBNER). The provision also includes an allowance for future claims handling costs.

The Association reserves individual claims notified on a 'worst likely outcome' basis. Estimates for the cost of claims are made by legally experienced claims handlers who base their estimates on the information available about the individual claim and experience of similar cases. Where it is not yet possible to make an assessment of the likely outcome of a claim, an actuarially derived reserve is applied based on the development of similar notifications in earlier policy years.

The IBNER provision for claims within the Association's retention is determined by the directors based on standard actuarial projection techniques supported by stochastic modelling. The model uses historical information on claims development, adjusted for inflation and other variables, to project the ultimate cost of claims. The principal assumption underlying this approach is that past experience is a reliable basis for projecting the ultimate cost of claims in more recent years. The confidence level selected for setting IBNER reserves reflects the Association's reserving philosophy.

The provision for outstanding claims is based on information available at the Statement of Financial Position date. The majority of claims are settled only after extensive investigation and negotiation, which can take a number of years to complete. Accordingly, the ultimate cost of such claims cannot be known with certainty at the Statement of Financial Position date. Subsequent information and events may result in the ultimate liability being greater or less than the amount provided. Any differences between provisions and subsequent settlements are dealt with in the Technical Account - General Business in later years. The provision for outstanding claims is not discounted for time.

At each reporting date the Association performs a liability adequacy test on its insurance liabilities to ensure that the carrying value is adequate, using current estimates of future cash flows, taking into account the relevant investment return. If that assessment shows that the carrying amount of the liabilities is inadequate, any deficiency is recognised as an expense to the Income and Expenditure Account by recognising an additional liability for claims provisions.

**Investments**
The Association has chosen to apply the recognition and measurement provision of IAS39 and the disclosure requirements of FRS 102.

The Association reports its investments as financial assets at fair value, gains and losses are taken to the Income and Expenditure Account, which reflects the management of the portfolio on a fair value basis. Fair values of investments traded in active markets are measured at bid price.

**Investment in protected cell company**
The investment in the protected cell company in the Association's Statement of Financial Position is classified as available for sale. Available for sale assets are measured at fair value and where the fair value cannot be reliably measured it is measured at cost As the fair value of the investment cannot be reliably measured, the basis for accounting for the investment is cost less impairment.

**Cash and cash equivalents**
Cash and cash equivalents are defined as cash in hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value. Cash equivalents are investments with original maturity of three months or less from the date of acquisition.

**Acquisition costs**
Acquisition costs represent underwriting management costs, costs associated with renewal of existing Members, negotiation with potential Members, the processing of documentation, the renewal of the Association's reinsurance programme and ceding commission and the inward reinsurance premiums. As Calls and premiums are fully earned in the year, acquisition costs are debited to the Income and Expenditure account.

## 2 Accounting policies (continued)

**Creditors**

Creditors relating to direct insurance operations are measured at the transaction amount.

**Critical accounting judgements and estimation uncertainty**

The Association makes estimates and assumptions that affect the reported amounts of assets and liabilities. The estimation of the ultimate liability arising from claims made under insurance contracts is the Association's most critical accounting estimate. The estimation of the ultimate liability arising from claims made under insurance contracts is the Association's most critical accounting estimate. There are several sources of uncertainty that need to be considered in the estimate of the amount that the Association will ultimately pay for such claims. Estimates are made of the expected ultimate cost of claims at the end of the reporting period and these could be significantly different in future accounting periods once those claims are settled. The estimate of IBNER is generally subject to a greater degree of uncertainty than that for reported claims. In calculating the estimated liability, the Association uses a variety of estimation techniques based upon actuarial analyses of historical experience which assumes that past trends can be used to project future developments. Estimates and judgements are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. Large claims are usually separately addressed using input from the claims handlers. Further disclosure can be found in note 4 and 11.1.

The Association is required to determine whether the investment in the protected cell company is controlled by the Association and whether it should be consolidated under the requirements of FRS 102 Section 9. The Association has reviewed the requirements of this section and concluded that its investment in the protected cell company, as disclosed in note 10, does not result in the control of the operations of the protected cell company and that the restrictions included in the cell agreement further preclude overall control of the protected cell company. Therefore the protected cell company has not been consolidated.

## 3 Net calls and premiums

| | 2022<br>£ | 2021<br>£ |
|---|---|---|
| Advance calls and premiums | **25,469,939** | 20,827,826 |
| Inward reinsurance premiums | **1,627,235** | 47,611 |
| | **27,097,174** | 20,875,437 |
| Returns of call – 2014/15 | **(3,884,110)** | – |
| Returns of call – 2013/14 | **(3,960,264)** | (6,835,087) |
| Returns of call – 2012/13 | **-** | (1,068,011) |
| | **(7,844,374)** | (7,903,098) |

## 4 Technical provisions

### Net claims movement

| | 2022<br>£ | 2021<br>£ |
|---|---|---|
| Net provision at beginning of year | **29,143,139** | 34,168,316 |
| Current year provision | **20,400,000** | 11,200,000 |
| Claims paid in year | **(4,670,242)** | (3,253,493) |
| Movement in prior years' net claims provisions | **453,877** | (14,746,620) |
| Claims expenses | **1,851,980** | 1,774,936 |
| | **47,178,754** | 29,143,139 |

The methodology for reserving has been refined for the current year end to allow for the increasing proportion of non-GBP claims and the recent significant fluctuations in exchange rates. An exchange rate adjusted triangle has been created and used for the projections. This was calculated by converting the underlying currency amounts into GBP at 30 September 2022 exchange rates rather than the historic rates in force at the time of payments or when the claims handler set the outstanding reserve. As at 30 September 2022 only 11% of the claims outstanding estimates are in GBP, compared with 30% as at 30 September 2021. Had this enhanced methodology been applied in the prior year it would not have materially impacted the net technical provision.

### Movement in prior years' claims provisions

Included within the net change in provision for claims is a debit of £453,877 (2021 – credit £14,746,620) relating to prior years made up as follows:

| | | |
|---|---|---|
| Net provision at beginning of year | **29,143,139** | 34,168,316 |
| Net payments during the year in respect of these provisions | **(2,662,518)** | (1,445,758) |
| Net provision carried forward in respect of claims provided for at the end of the previous year | **(26,934,498)** | (17,975,938) |
| | **(453,877)** | 14,746,620 |

During the year the future claims handling cost allocation calculation was reviewed and the methodology to calculate the allocation was reassessed. This resulted in the future claims handling cost allocation increasing from £3.5m to £4.4m. The £0.9m deterioration forms part of the overall movement in prior years' claims provisions reflected in the table above.

# NOTES TO THE FINANCIAL STATEMENTS

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## Claims development tables

The development of insurance liabilities provides a measure of the Association's ability to estimate the ultimate value of claims. The top half of the table below illustrates how the Association's estimate of total claims outstanding for each policy year has changed at successive year ends. The bottom half of the table reconciles the cumulative claims to the amount appearing in the Statement of Financial Position.

**Insurance claims – gross**

Estimate of ultimate cost attributable to the policy year.

| Reporting year | 2012/13 | 2013/14 | 2014/15 | 2015/16 | 2106/17 | 2017/18 | 2018/19 | 2019/20 | 2020/21 | 2021/22 |
|---|---|---|---|---|---|---|---|---|---|---|
| | £ | £ | £ | £ | £ | £ | £ | £ | £ | £ |
| End of reporting year | 16,000,000 | 14,280,000 | 13,790,000 | 11,595,000 | 10,100,000 | 9,540,711 | 8,830,000 | 11,046,000 | 11,200,000 | 31,670,000 |
| One year later | 14,691,639 | 5,374,669 | 7,428,000 | 6,647,000 | 14,945,975 | 8,376,090 | 8,830,000 | 8,296,000 | 8,700,000 | |
| Two years later | 13,125,752 | 4,107,000 | 4,087,000 | 3,786,999 | 14,073,407 | 3,126,090 | 4,330,000 | 9,296,000 | | |
| Three years later | 7,915,000 | 2,400,000 | 1,142,167 | 1,707,733 | 10,323,407 | 1,176,090 | 4,330,000 | | | |
| Four years later | 6,358,000 | 2,350,114 | 585,568 | 1,207,733 | 5,323,407 | 1,176,090 | | | | |
| Five years later | 6,124,201 | 2,145,904 | 585,568 | 957,733 | 5,398,820 | | | | | |
| Six years later | 5,733,423 | 2,145,904 | 485,568 | 957,733 | | | | | | |
| Seven years later | 5,633,423 | 2,145,904 | 485,568 | | | | | | | |
| Eight years later | 5,633,423 | 3,345,904 | | | | | | | | |
| Nine years later | 5,564,879 | | | | | | | | | |
| Current estimate of ultimate claims | 5,564,879 | 3,345,904 | 485,568 | 957,733 | 5,398,820 | 1,176,090 | 4,330,000 | 9,296,000 | 8,700,000 | 31,670,000 |
| Cumulative payments to date | 5,564,879 | 1,031,418 | 321,523 | 419,788 | 4,367,498 | 685,581 | 1,587,745 | 2,526,638 | 213,260 | 155,744 |
| Liability recognised at the end of the year | – | 2,314,486 | 164,045 | 537,945 | 1,031,322 | 490,509 | 2,742,255 | 6,769,362 | 8,486,740 | 31,514,256 |
| Total liability relating to the last ten policy years | | | | | | | | | | 54,050,920 |
| Prior year movements and claim handling costs | | | | | | | | | | 4,397,834 |
| **Total reserve included in the Statement of Financial Position** | | | | | | | | | | **58,448,754** |

**Insurance claims – net**

Estimate of ultimate cost attributable to the policy year.

| Reporting year | 2012/13 | 2013/14 | 2014/15 | 2015/16 | 2016/17 | 2017/18 | 2018/19 | 2019/20 | 2020/21 | 2021/22 |
|---|---|---|---|---|---|---|---|---|---|---|
| | £ | £ | £ | £ | £ | £ | £ | £ | £ | £ |
| End of reporting year | 16,000,000 | 14,280,000 | 13,790,000 | 11,595,000 | 10,100,000 | 9,540,711 | 8,830,000 | 11,046,000 | 11,200,000 | 20,400,000 |
| One year later | 14,691,639 | 5,374,669 | 7,428,000 | 6,647,000 | 14,945,975 | 8,376,090 | 8,830,000 | 8,296,000 | 8,700,000 | |
| Two years later | 13,125,752 | 4,107,000 | 4,087,000 | 3,786,999 | 14,073,407 | 3,126,090 | 4,330,000 | 9,296,000 | | |
| Three years later | 7,915,000 | 2,400,000 | 1,142,167 | 1,707,733 | 10,323,407 | 1,176,090 | 4,330,000 | | | |
| Four years later | 6,358,000 | 2,350,114 | 585,568 | 1,207,733 | 5,323,407 | 1,176,090 | | | | |
| Five years later | 6,124,201 | 2,145,904 | 585,568 | 957,733 | 5,398,820 | | | | | |
| Six years later | 5,733,423 | 2,145,904 | 485,568 | 957,733 | | | | | | |
| Seven years later | 5,633,423 | 2,145,904 | 485,568 | | | | | | | |
| Eight years later | 5,633,423 | 3,345,904 | | | | | | | | |
| Nine years later | 5,564,879 | | | | | | | | | |
| Current estimate of ultimate claims | 5,564,879 | 3,345,904 | 485,568 | 957,733 | 5,398,820 | 1,176,090 | 4,330,000 | 9,296,000 | 8,700,000 | 20,400,000 |
| Cumulative payments to date | 5,564,879 | 1,031,418 | 321,523 | 419,788 | 4,367,498 | 685,581 | 1,587,745 | 2,526,368 | 213,260 | 155,744 |
| Liability recognised at the end of the year | – | 2,314,486 | 164,045 | 537,945 | 1,031,322 | 490,509 | 2,742,255 | 6,769,362 | 8,486,740 | 20,244,256 |
| Total liability relating to the last ten policy years | | | | | | | | | | 49,780,920 |
| Prior year movements and claim handling costs | | | | | | | | | | 4,397,834 |
| **Total reserve included in the Statement of Financial Position** | | | | | | | | | | **47,178,754** |

| 5 Operating expenses | 2022 £ | 2021 £ |
|---|---|---|
| Acquisition costs | **1,193,051** | 822,491 |
| Administrative expenses | **2,719,571** | 2,160,467 |
| | **3,912,622** | 2,982,958 |

Included in acquisition costs are:
i) An allocation of the management fee (excluding risk management) amounting to £708,285 (2021 – £614,159).
ii) Reinsurance commissions of £200,000 (2021 – £200,000) payable for the placement of the reinsurance programme.
iii) 17.5% commission payable to Atlas Griffin Cell of £284,766 (2021 – £8,332).

Included in administrative expenses are:
i) Risk management fees of £1,510,000 (2021 – £1,077,000) payable to the Managers in respect of the conduct of the Association's risk management programme.
ii) Directors' remuneration of £120,223 (2021 – £97,327).
iii) Auditor's remuneration of £67,200 payable for the audit of the Association (2021 – £57,000).

The Association has no employees. Management services are provided by Tindall Riley & Co Limited (trading as Griffin Managers). See note 11.

| 6 Investment (loss)/income | 2022 £ | 2021 £ |
|---|---|---|
| Bank and other interest | **1,880** | 722 |
| (Loss)/gain on the realisation of investments | **(721,515)** | 1,028,524 |
| Exchange gain/(loss) | **41,283** | (63,110) |
| **Investment (loss)/income** | **(678,352)** | 966,136 |

| 7 Allocated investment return | 2022 £ | 2021 £ |
|---|---|---|
| Allocated investment return | **2,353,936** | 2,771,671 |

Investment income is allocated to the Technical Account - General Business on the basis of longer-term rates of investment return. The longer-term return is based on historical real rates of return and current inflation expectations adjusted for consensus economic and investment forecasts. The return is calculated by applying these rates to the investible assets held during the period on a monthly basis. The following average rates have been used:

| | 2022 UK£ | 2021 UK£ | 2022 US$ | 2021 US$ | 2022 € | 2021 € |
|---|---|---|---|---|---|---|
| Government bonds | **1.20%** | 1.65% | **-** | – | **1.15%** | 1.35% |
| Corporate bonds | **-** | 2.20% | **1.00%** | 2.20% | **-** | – |
| Equities | **3.85%** | 4.75% | **-** | – | **-** | – |
| Cash | **0.68%** | 0.45% | **0.9%** | 0.45% | **-** | 1.40% |

A transfer of £14,691,344 has been made from the investment reserve equivalent to the deficit/surplus of actual return against the longer-term return for the year (net of tax) during the current year (2021 – transfer to the investment reserve £3,114,621).

| **Comparison of longer-term return with actual returns over 10 years** | 2022 £ | 2021 £ |
|---|---|---|
| Actual net investment return | **22,117,251** | 40,246,743 |
| Longer-term rate of return | **31,582,358** | 32,208,401 |
| Surplus of actual return above allocated return | **(9,465,107)** | 8,038,342 |

# NOTES TO THE FINANCIAL STATEMENTS
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## 8 Taxation

By virtue of its mutual status the Association is not liable to tax on its insurance operations. It is liable to tax on its income and net gains from investments. The charge in the Income and Expenditure Account represents:

| **Analysis of charge in period** | 2022 £ | 2021 £ |
|---|---|---|
| UK corporation tax | **–** | 1,272,684 |
| Under provision in previous years | **18,000** | 13,527 |
| Total tax charge | **18,000** | 1,286,211 |

**Factors affecting tax charge for period**

The tax assessed for the period is different from the standard rate of corporation tax in the UK 19% (2021 – 19%). The differences are explained below:

| | 2022 £ | 2021 £ |
|---|---|---|
| Net (deficit)/surplus before tax | **(23,403,527)** | 15,338,508 |
| (Deficit)/surplus on ordinary activities multiplied by standard rate of corporation tax in the UK | **(4,446,670)** | 2,914,317 |
| Effects of: | | |
| Non-taxable mutual insurance operations | **4,454,514** | (1,653,624) |
| UK dividends not taxable | **–** | – |
| Exchange (gain)/loss not taxable | **(7,844)** | 11,991 |
| Under provision in previous years | **18,000** | 13,527 |
| Total tax charge – see above | **18,000** | 1,286,211 |

It was announced in the Budget on 3 March 2021 that the rate of corporation tax would be increased to 25% with effect from 1 April 2023. The Finance Bill 2021 was substantively enacted on 24 May 2021. As at 30 September 2022, the Association has unutilised tax losses of approximately £12.4m that are available for offset against future taxable profits, for which no deferred tax asset is recognised. The availability of unutilised tax losses for offsetting against future taxable profits of the Association is subject to the relevant provisions of the Income Tax Act and agreement of the tax authorities.

## 9 Investments

Investments comprise fixed interest investments (UK & EU government securities), UK and US corporate bonds, equities and other investments, and deposits with credit institutions. They are carried through to the Income and Expenditure Account using the fair value methodology.

| | credit institutions £ | Deposits with investments £ | Corporate bond investments £ | Fixed interest investments £ | Equity and other Total £ |
|---|---|---|---|---|---|
| Purchase of investments | 4,736 | – | 16,726,534 | 14,009,910 | 30,741,180 |
| Sale of investments | (769,983) | (17,498,317) | (3,966,193) | – | (22,234,493) |
| Realised gain | (2,228) | (374,358) | (344,929) | – | (721,515) |
| Net portfolio investment | (767,475) | (17,872,675) | 12,415,412 | 14,009,910 | 7,785,172 |
| Unrealised (loss)/gain | 722,775 | (372,796) | (6,186,577) | (5,513,414) | (11,350,012) |
| Change in value of portfolio | (44,700) | (18,245,471) | 6,228,835 | 8,496,496 | (3,564,840) |
| Market value at 30 September 2021 | 18,234,807 | 18,245,471 | 40,481,246 | 49,534,424 | 126,495,948 |
| **Market value at 30 September 2022** | **18,190,107** | **–** | **46,710,081** | **58,030,920** | **122,931,108** |
| | | | | | |
| Cost at 30 September 2021 | 18,322,207 | 17,872,675 | 40,040,702 | 42,653,641 | 118,889,225 |
| **Cost at 30 September 2022** | **17,554,732** | **–** | **52,456,114** | **56,663,551** | **126,674,397** |

## 10 Investment in protected cell company

| | Country of incorporation | Share held | Class of shares | Principal activity | 2020 £ |
|---|---|---|---|---|---|
| Atlas Insurance PCC Limited – Griffin Cell | Malta | 100% | Ordinary | Reinsurance | 3,411,027 |

**Registered address** 48–50 Ta' Xbiex, Seafront, Ta' Xbiex XBX, 1021, Malta
Atlas Insurance PCC Limited (Atlas) is a protected cell company registered in Malta.

The Griffin Cell in Atlas was approved by the Malta Financial Services Authority on 31 December 2020.

## 11 Risk Management Framework

The Association is governed by a Board comprising a non-executive Chair, nine non-executive directors, and two executive directors who are also directors of the Managers. There are five sub-groups of the Board, the Audit Group, the Remuneration Group, the Nominations Group, the Investment Strategy Group and the Future Strategy Group.

The duties of **the Audit Group** are to review and advise the Board in relation to the report and financial statements; the Solvency and Financial Condition Report to the Prudential Regulation Authority; internal and external audit; the robustness of internal financial systems and controls; and to maintain oversight responsibility for monitoring compliance and regulatory matters. The Audit Group now meets at least four times a year and receives regular reports from the Managers, including the Chief Risk Officer and Chief Actuary, and from the Association's internal and external auditors.

**The Remuneration Group** meets annually to review proposals put forward in relation to the fee paid to the Managers and the remuneration paid to non-executive directors, and to agree the recommendations to be put to the Board for approval.

**The Nominations Group** is responsible for reviewing and making recommendations to the Board in relation to suitable candidates for appointment or re-appointment as directors of the Association, candidates for appointment to regulatory roles and the appointment and re-appointment of the Chair of the Association. The Nominations Group also monitors the overall performance and collective skills of the Board and its sub-groups.

**The Investment Strategy Group** meets at least once a year to review the Association's overall strategic asset allocation, the performance of the Association's investments against an agreed benchmark, and the performance and remuneration of Association's fiduciary investment managers.

**The Future Strategy Group** meets annually to review the Association's strategic objectives, and to monitor the implementation of the wider strategy agreed by the Board. The Group also considers whether any changes need to be made to the Association's strategy as a result of changes in the Association's business environment and emerging risks.

The Association complies with the requirements of the Senior Managers and Certification regime (SMCR) and maintains a Management Responsibilities Map which sets out the governance structure of the Association and identifies senior management functions, the notified non-executive directors and other significant roles that carry additional responsibility, called Certification Functions. It also shows reporting lines and the allocation of prescribed responsibilities. Changes to the Management Responsibilities Map are reviewed and approved by the Board.

Each Member firm is entitled to nominate one of its partners or directors to sit on the Association's Committee. All Member directors of the Association are also members of the Committee and firms represented on the Board are entitled to nominate a second Committee Representative, should they wish to do so. The Committee meets at least twice each year to receive reports on major decisions made by the Board. The Committee does not have authority to make decisions, but provides an opportunity for Members to ask questions and exchange views with the Managers and the Board on matters relating to the running of the Association and on matters of general commercial interest.

The Association is managed on a day-to-day basis by Tindall Riley & Co Limited, trading as Griffin Managers (the Managers). Tindall Riley & Co Limited is a private company owned principally by its directors and senior staff.

# NOTES TO THE FINANCIAL STATEMENTS
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## 11 Risk Management Framework (continued)

The Association has in place a robust risk management framework that is the responsibility of the Board. The Risk Register sets out in detail the risks faced by the Association and the internal controls that mitigate those risks. It is reviewed and updated in April and October to reflect any changes to the risk profile and any identified Risk Incidents (adverse events outside expectation) or Emerging Risks (changes in the internal or external environment that change the nature of the Association's risk profile).

The key areas of risk to the Association are set out below:

- **Underwriting risk** – incorporating premium and reserving risk;
- **Market risk** – incorporating interest rate risk, equity risk, spread risk and currency risk;
- **Counterparty risk** – being the risk that a counterparty is unable to pay amounts in full when due; and
- **Operational risk** – being the risk of failure of internal processes or controls.

The Association assesses a wider set of risks, including Reputational and Strategic Risk, as well as the maintenance of risk capital in excess of the regulatory minimum, through its Own Risk and Solvency Assessment (ORSA) process.

The Board monitors the development and operation of the risk management framework through the establishment of Risk Appetite Statements that set the amount of risk exposure that is acceptable and the expectation of key control performance. These are given further clarity through policies and procedures, including controls, which are then independently assessed and tested by the Risk, Compliance and Internal Audit functions.

The Association manages the risks relating to the operation of the Association through the Risk Register, which analyses exposures by degree and magnitude of risk. There have been no changes in the methods or assumptions used to calculate these risks.

### 11.1 Underwriting risk

The Association adopts a conservative approach to underwriting, characterised by selectivity of membership and prudent rating, allied to commercial awareness.

The terms of cover provided by the Association for professional indemnity risks are fixed by the Rules and therefore individual underwriters have no discretion to vary terms or to breach maximum limits of cover.

There are detailed procedures, documented in the Griffin Procedures Manual, for the selection of new Members, which reinforce the risk tolerances in terms of the types of intermediaries the Association wishes to attract, and their size, type and the nature of business undertaken. This maintains an appropriate mix and balance of Members. There are also procedures for renewing Members. While the Association is always open to approaches from intermediaries, the active marketing of the Association consists of a targeted approach to certain firms identified as potential Members. These firms are identified from the Managers' and/or the Members' knowledge of the insurance industry together with personal introductions by existing Members and/or other contacts.

Monitoring of compliance with the risk tolerances within underwriting is undertaken by the Senior Underwriting Director, the Chair of Griffin Managers, the directors of Griffin Managers and the Board of the Association, supported by analysis from the Chief Actuary and the wider actuarial function.

Due to the nature of the Association's business, insurance risk is wholly concentrated on professional indemnity risks. The business is all written in the UK but the Association has exposure to claims liabilities worldwide and in currencies other than Sterling.

**Reinsurance**

The reinsurance programme reduces the impact of individual large losses on the Association. The Association retains the first £5m per Member (the Association's retention), above which the market reinsurance arrangements respond up to the £30m maximum limit of cover on any one claim. These risk tolerances are set by the Board.

## 11 Risk Management Framework (continued)

**Claims reserves**

The Association's risk appetite in respect of claims reserves is low, characterised by prudent estimation of individual claims (on a 'worst likely outcome basis') and IBNER reserves set at an appropriate level of confidence above the best estimate.

The Association targets a GAAP IBNER which should be appropriate to cover significant adverse claims development. To do this it targets a 99th Percentile across the whole reserves (i.e. across all policy years). These reserving percentiles are monitored each quarter and in particular at each year end and where existing reserves fall short of the level acceptable to the Board, additional IBNER provisions are made.

The adequacy of reserves is monitored by senior management quarterly and by the directors of Griffin Managers, the Audit Group and the Board of the Association at each year end, when a formal report is prepared by the Chief Actuary, setting out the reserves for each policy year, the percentage of confidence on an overall basis and an explanation as to how these have moved since the last formal review.

**Sensitivity**

The Association carries out sensitivity testing on its claim reserves. The results of sensitivity testing are set out below, showing the impact on the surplus/(deficit) before tax, gross and net of reinsurance, and equity. The sensitivity analysis assumes that a change in loss ratio is driven by a change in claims incurred and that there are no reinsurance recoveries, and has been calculated excluding the impact of returns of call.

| **Impact on surplus/(deficit) before tax and equity**<br>Increase in loss ratio by 5% | 2022<br>£ | 2021<br>£ |
|---|---|---|
| Gross | **1,354,859** | 1,041,391 |
| Net | **1,273,497** | 1,041,391 |

A 5% decrease in loss ratios would have an equal and opposite effect.

### 11.2 Market risk

Market risk is the risk of adverse financial impact as a consequence of market movements such as currency exchange rates, interest rates and equity price changes. Market risk arises due to fluctuations in the value of both assets and liabilities.

The investment strategy, which is reviewed periodically by the Investment Strategy Group, is set by the Board with the assistance of external investment consultants. The strategy reflects the risk appetite of the Association and is designed to maximise return whilst holding a risk level deemed acceptable. The policy allows the investment managers to invest a proportion of the portfolio in assets which carry a greater risk but potentially higher return, such as equities, with the majority being held in investments such as government bonds, corporate bonds and cash.

The asset allocation of the investment portfolio is monitored by the Managers. Where an asset class exceeds its permitted range, the investment managers will be instructed to carry out a rebalancing exercise, in order to restore the allocation to within its strategic range.

The Association is exposed to currency risk in respect of liabilities under insurance denominated in currencies other than Sterling. The most significant currencies to which the Association is exposed are Euro and US dollars. In order to manage this risk, the Association holds a proportion of its investments in each currency at a level to match expected future claim payments in those currencies.

The Association uses 0.5% as a reasonable benchmark to measure the impact of market risk.

# NOTES TO THE FINANCIAL STATEMENTS
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## 11 Risk Management Framework (continued)

### 11.2 Market risk (continued)

The table below shows the effects of a 5% increase or decrease in foreign exchange rates on the surplus/(deficit) before tax and equity:

| | 2022 US$ | 2022 € | 2021 US$ | 2021 € |
|---|---|---|---|---|
| **Foreign currency bond holdings:** | | | | |
| Effect of 5% increase in foreign exchange rates | **184,698** | **25,091** | 150,549 | 240,775 |
| Effect of 5% decrease in foreign exchange rates | **(184,698)** | **(25,091)** | (150,549) | (240,775) |
| **Foreign currency cash holdings:** | | | | |
| Effect of 5% increase in foreign exchange rates | **194,859** | **8,655** | 170,237 | 1,963 |
| Effect of 5% decrease in foreign exchange rates | **(194,859)** | **(8,655)** | (170,237) | (1,963) |

**Interest rate risk management**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market rates. Interest rate risk arises primarily from the nature and term of investments held and is managed through the buying and selling of appropriate fixed interest securities of different durations.

The table below shows the effects of a 0.5% increase or decrease in interest on earnings from debt securities and the anticipated change in investment market values:

| | 2022 £ | 2021 £ |
|---|---|---|
| 0.5% increase in interest rates | **35,005** | 38,118 |
| 0.5% decrease in interest rates | **(35,005)** | (38,118) |

**Equity price sensitivity analysis**

The Association is exposed to price risk through its holding of equities. The exposure through equities is limited to a controlled proportion of the overall portfolio. At the year end, the holding in equities was 47% (2021 – 39%) of the investment portfolio. The value of the equity holding at the year-end amounted to £58.0m (2021 – £49.5m).

The table below shows the anticipated change in investment market values from a 5% increase or decrease in price:

| | 2022 £ | 2021 £ |
|---|---|---|
| 5% increase in equity price | **2,901,546** | 2,476,721 |
| 5% decrease in equity price | **(2,901,546)** | (2,476,721) |
| 5% increase in corporate bond price | **-** | 912,274 |
| 5% decrease in corporate bond price | **-** | (912,274) |
| 5% increase in fixed interest price | **2,335,504** | 2,024,062 |
| 5% decrease in fixed interest price | **(2,335,504)** | (2,024,062) |

### 11.3 Counterparty risks

#### 11.3.1 Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Association.

The key areas where the Association is exposed to credit risk are:

- **Amounts recoverable from reinsurance contracts**
- **Amounts due from Members**
- **Counterparty risk with respect to cash and investments**

## 11 Risk Management Framework (continued)

### 11.3.1 Credit risk (continued)

**Amounts recoverable on reinsurance contracts**

The Association is exposed to credit risk from a counterparty failing to comply with its obligations under a contract of reinsurance. The excess of loss reinsurance programme is placed through BMS Group Limited, a Lloyd's broker. The Association has set selection criteria whereby each reinsurer is required to hold a credit rating of at least 'A-' at the time the contract is made. The reinsurance is also placed with Lloyd's underwriters (A rated). This is monitored by the Board.

**Amounts due from Members**

Amounts due from Members represent Calls owing to the Association in respect of insurance business written. The Association manages the risk of Member default through a screening process to ensure the quality of new entrants to the Association and the ability to suspend cover and outstanding claims recoveries to Members that fail to settle amounts payable. The Association's policy is that Members should have paid all outstanding Calls within 30 days. Amounts written off as bad debts have been minimal over recent years. The Association has no debtor balances that are past due.

**Counterparty risk with respect to cash and investments**

The majority of the Association's investments are invested in funds managed by Schroders and are not rated by external rating agencies. The policy allows for investment in equities, fixed interest securities, corporate bonds and cash.

The average ratings of the funds are monitored by the Association's Investment Strategy Group, with assistance from Schroders. The fund credit ratings allocated by Schroders and the underlying credit ratings of the investments held within the funds are reviewed by the Group to ensure that materially all investments are at least rated as investment grade. The Group also ensures that Schroders monitors the underlying investments to limit the risk of default.

The following tables provide information regarding credit risk exposure for financial assets with external credit ratings (S&P or equivalent).

| | 2022<br>£ | 2021<br>£ |
|---|---|---|
| Corporate bond investments | – | 18,245,471 |
| Fixed interest investments | 46,710,081 | 40,481,246 |
| Equity and other investments | 58,030,920 | 49,534,424 |
| Reinsurance debtors | 11,270,000 | – |
| Member and other debtors | 233,441 | 86,367 |
| Deposits with credit institutions | 18,190,107 | 18,234,807 |
| Cash at bank | 6,144,466 | 8,938,775 |
| Investment in protected cell company | 3,411,027 | 3,411,027 |
| **Total financial assets bearing credit risk** | **143,990,042** | **138,932,117** |

| An analysis of this exposure by credit rating is shown below | | |
|---|---|---|
| AAA | – | – |
| AA | – | – |
| A | 6,144,466 | 8,938,775 |
| BBB+ and below | – | – |
| No rating | 137,845,576 | 129,993,342 |
| **Total financial assets bearing risk** | **143,990,042** | **138,932,117** |

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## 11 Risk Management Framework (continued)

### 11.3.2 Liquidity risk

Liquidity risk is the risk that cash may not be available to pay obligations as they fall due at a reasonable cost. The Association has adopted an investment policy which requires the maintenance of significant holdings in cash funds and short-term deposits to ensure sufficient funds are available to cover anticipated liabilities and unexpected levels of demand. Short-term cash needs are monitored to ensure the most efficient investment of cash balances.

The following table provides a maturity analysis of the Association's financial assets representing the date that a contract will mature, amounts are due for payment or the asset could be realised without significant additional cost (there is no maturity date for equities):

| As at 30 September 2022 | Within 1 year £ | 1-2 years £ | 2-5 years £ | Over 5 years £ | Total £ |
|---|---|---|---|---|---|
| Equities and other investments | 58,030,920 | – | – | – | 58,030,920 |
| Debt securities and other fixed income securities | 46,710,081 | – | – | – | 46,710,081 |
| Deposits with credit institutions | 18,190,107 | – | – | – | 18,190,107 |
| Direct insurance operations – Members | 54,620 | – | – | – | 54,620 |
| Reinsurers' share of technical provisions | 605,116 | 795,606 | 6,149,754 | 3,719,524 | 11,270,000 |
| Other debtors | 178,821 | – | – | – | 178,821 |
| Cash at bank | 6,144,466 | – | – | – | 6,144,466 |
| Investment in protected cell company | – | – | – | 3,411,027 | 3,411,027 |
| **Total assets** | **129,914,131** | **795,606** | **6,149,754** | **7,130,551** | **143,990,042** |
| **As at 30 September 2021** | | | | | |
| Equities and other investments | 49,534,424 | – | – | – | 49,534,424 |
| Debt securities and other fixed income securities | 58,726,717 | – | – | – | 58,726,717 |
| Deposits with credit institutions | 18,234,807 | – | – | – | 18,234,807 |
| Direct insurance operations – Members | 86,367 | – | – | – | 86,367 |
| Cash at bank | 8,938,775 | – | – | – | 8,938,775 |
| Investment in protected cell company | – | – | – | 3,411,027 | 3,411,027 |
| **Total assets** | **135,521,090** | **–** | **–** | **3,411,027** | **138,932,117** |

The following is an analysis of the estimated timings of net cash flows by financial liability. The timing of cash flows is based on current estimates and historic trends. The actual timing of cash flows may be materially different from those disclosed below:

| As at 30 September 2022 | | | | | |
|---|---|---|---|---|---|
| Gross outstanding claims | 6,276,539 | 8,252,382 | 30,303,126 | 13,616,707 | 58,448,754 |
| Direct insurance operations – Members | 7,977,709 | – | – | – | 7,977,709 |
| Reinsurance operations | 135,152 | – | – | – | 135,152 |
| Accrued creditors and accrued income | 84,000 | - | - | - | 84,000 |
| Other creditors | 696,492 | – | – | – | 696,492 |
| **Total liabilities** | **15,169,892** | **8,252,382** | **30,303,126** | **13,616,707** | **67,342,107** |
| **As at 30 September 2021** | | | | | |
| Gross outstanding claims | 2,918,905 | 3,302,834 | 16,104,959 | 6,816,441 | 29,143,139 |
| Direct insurance operations – Members | 7,925,371 | – | – | – | 7,925,371 |
| Reinsurance operations | 461,240 | – | – | – | 461,240 |
| Accrued creditors and accrued income | 54,746 | – | – | – | 54,746 |
| Other creditors | 1,278,159 | – | – | – | 1,278,159 |
| **Total liabilities** | **12,638,421** | **3,302,834** | **16,104,959** | **6,816,441** | **38,862,655** |

### 11.4 Operational risk

Operational risk relates to the failure of internal processes, systems or controls due to human or other error. In order to mitigate such risks the Association documents all key processes and controls in a procedures manual. This manual is embedded into the organisation, updated on a continuous basis by senior staff and is available to all staff. Compliance with the procedures and controls documented within the manual is audited on a regular basis through quality control checks and the internal audit function, which is directed and reviewed by Tindall Riley & Co Limited and the Audit Group. A staff handbook contains all key policies that have also been documented.

## 11 Risk Management Framework (continued)

### 11.5 Limitation of the sensitivity analyses

The sensitivity analyses in the section above show the impact of a change in one input assumption with other assumptions remaining unchanged. In reality, there is normally correlation between the change in certain assumptions and other factors which would potentially have a significant impact on the effect noted above.

### 11.6 Capital risk management

The Association maintains an efficient capital structure, consistent with the Association's risk profile. The Association's capital is represented by net assets. The Association's objective is to maintain sufficient capital to ensure it is able to continue as a going concern and meet regulatory requirements.

The Solvency II regime has been effective from 1 January 2016. The Association is subject to these regulations. The Association is required to meet a Solvency Capital Requirement (SCR) which is calibrated to seek to ensure a 99.5% confidence of the ability to meet obligations over a 12-month time horizon. The Association calculates its SCR in accordance with the standard formula prescribed in the Solvency II regulations as the assumptions underlying the standard formula are considered to be appropriate for the Association's risk profile.

The Association is regulated by the PRA and FCA. The Board's policy is to develop and maintain a strong and flexible capital base in order to meet the capital requirements of the PRA. The SCR is monitored and updated annually, although if anything significant (such as a large claim or investment movement) occurs in the year, it is updated immediately. Other capital measures used by the Board include an Economic Capital Benchmark, which is also monitored against actual capital resources.

In order to monitor capital requirements, the Board and the Managers review the capital position on a quarterly basis at a high level.

Throughout the period the Association complied with the regulators' capital requirements. At 30 September 2022 the Association's Solvency II own funds exceeded the SCR with a solvency ratio of 4.0 (2021 – 3.9). In accordance with the PRA rulebook, the Association has taken benefit of the audit exemption of the SCR and the Solvency and Financial Condition Report (SFCR) and therefore the current and prior year SCR, SFCR and solvency ratios are unaudited.

### 11.7 Fair value hierarchy

Fair value is the amount for which an asset or liability could be exchanged between willing parties in an arm's length transaction. Fair values are determined at prices quoted in active markets. In some instances, such price information is not available for all instruments and the Association applies valuation techniques to measure such instruments. These valuation techniques make maximum use of market observable data but in some cases the Managers estimate unobservable market inputs within the valuation model. There is no standard model and different assumptions would generate different results.

Fair values are subject to a control framework designed to ensure that input variables and outputs are assessed independently of the risk taker. These inputs and outputs are reviewed and approved by the Managers. The Association has no exposure to financial assets or liabilities which are valued at other than quoted prices in an active market.

The classification criteria and their application to the Association can be summarised as follows:

- The unadjusted quoted price in an active market for identical assets or liabilities that the Association can access at the measurement date (Level 1)
- Inputs other than quoted prices included within Level 1 that are observable (i.e., developed using market data) for the asset or liability, either directly or indirectly (Level 2)
- Inputs are unobservable (i.e., for which market data is unavailable) for the asset or liability (Level 3)

| | Deposits with credit institutions | | Corporate bonds | | Fixed interest | | Equity and other investments | |
|---|---|---|---|---|---|---|---|---|
| | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| **Group** | £ | £ | £ | £ | £ | £ | £ | £ |
| Level 1 | **18,190,107** | 18,234,807 | **–** | 18,245,471 | **46,710,081** | 40,481,246 | **58,030,920** | 49,534,424 |
| Level 2 | **–** | – | **–** | – | **–** | – | **–** | – |
| Level 3 | **–** | – | **–** | – | **–** | – | **–** | – |
| | **18,190,107** | 18,234,807 | **–** | 18,245,471 | **46,710,081** | 40,481,246 | **58,030,920** | 49,534,424 |

# NOTES TO THE FINANCIAL STATEMENTS
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## 12 Related parties transactions

The Board, comprising up to 12 representatives of the membership of the Association and two Manager nominees, is appointed to oversee the management of the Association on behalf of the Members. However, because of the mutual nature of the Association, all Members, being both insurer and insured, are in effect related parties.

The aggregate of transactions with Members is disclosed in the financial statements and these are the only transactions between the Association and the Members.

The Association's reinsurance programme is placed by a Member of the Association and the Member earned reinsurance commission of £200,000 (2021 – £200,000) for placing the programme.

Tindall Riley & Co Limited (trading as Griffin Managers) manages the Association and received £4,745,000 (2021 – £4,233,003) in respect of management fees and risk management services.

## 13 Subsequent events

There are no subsequent events which require adjustment or disclosure in the financial statements. The financial statements were authorised for issue by the Board on 21 December 2022.

# DIRECTORS AND COMPANY INFORMATION

The Griffin Insurance Association Limited, Limited by Guarantee

**Board of Directors**
Mark Warren (Chairman)
Hugh Armytage
William Bloomer
Maryse Hazell
Rhona Lewry
Gary Masters
Duncan McKechnie
Samantha Peat
Anthony Phillips
Chetan Shah
Adam Stafford

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Companies House
Number 2134231

**Managers**
Tindall Riley & Co Limited
Trading as:
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London EC4R 9AN

**Auditors**
Mazars LLP
30 Old Bailey
London EC4M 7AU

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