

Registered number: 01679424

JLT GROUP HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2023

JLT GROUP HOLDINGS LIMITED

COMPANY INFORMATION

Directors

D Brennan
M C Chessher
L Dartnell (appointed 24 February 2023)
J Flahive (resigned 24 February 2023)

Company secretary

Marsh Secretarial Services Limited

Registered number

01679424

Registered office

1 Tower Place West
Tower Place
London
EC3R 5BU
United Kingdom

JLT GROUP HOLDINGS LIMITED

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JLT GROUP HOLDINGS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

The directors present their annual report and the audited financial statements for JLT Group Holdings Limited (the 'Company') for the year ended 31 December 2023. The Company's registration number is 01679424.

PRINCIPAL ACTIVITIES

The Company acts as an intermediate holding company in the Marsh & McLennan Companies, Inc. Group of Companies ('MMC' or the 'Group') and expects to continue as such for the foreseeable future. Its global subsidiaries are primarily engaged in insurance broking, reinsurance broking and employee benefits.

BUSINESS REVIEW

Profit before taxation amounted to £91,313,000 (2022: £1,301,000).

The Company received dividends of £91,095,000 (2022 - £810,000) during the year.

The results of the Company for the year ended 31 December 2023 are set out in the financial statements on pages 9 to 25.

FINANCIAL KEY PERFORMANCE INDICATORS

Given the nature of the business, the Company's directors believe that analysis using KPIs for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business.

SECTION 172 (1) OF THE COMPANIES ACT 2006 (THE "ACT") STATEMENT

This Statement is made pursuant to s. 414CZA of the Companies Act 2006.

The Company forms part of the Marsh & McLennan Companies, Inc. Group of Companies, a global professional services provider, specialising in the areas of risk, strategy and people. It acts as a non-trading intermediate holding company and its activities are aligned to the strategy and risk management and control frameworks of the Group.

The directors of the Company are committed to lead and direct the affairs of the Company in order to promote the long-term sustainable success of the Company, generating value for its shareholder and ensuring sound and prudent management of the firm.

The directors of the Company consider that, both individually and collectively, they have acted in a way, in good faith, that would most likely promote the success of the Company, for the benefit of its members (s. 172(1)), also having regard to the long-term consequences of any decisions taken (172(1)(a)). Distributions to the Company's shareholder are only considered after a full assessment of capital adequacy and the Company's ability to continue as a going concern into the foreseeable future. Further information on dividends is set out in the Notes to the Financial Statements on page 16.

Sections 172(1)(b)-(e) do not apply to the Company in its capacity as a non-trading intermediate holding company for the Group, as it does not have employees, clients or suppliers.

The Greater Good, which is MMC's Code of Conduct, applies to all directors of the Company and it embodies the Group's commitment to maintaining the highest ethical conduct and professional standards. These non-negotiable standards are outlined in the Greater Good, which emphasises the importance of building trust with colleagues, clients and the wider community.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties facing the Company are those listed below:

Geopolitical & Macroeconomic Environment

The risk that changes within the geopolitical and macroeconomic environment adversely impacts the Company's strategy, reputation and/or growth targets resulting in potential losses, associated costs and operational disruption. The business continuously monitors and responds to any material external environmental factors, such as: fiscal changes (including inflation and GDP growth), geopolitical influences (e.g. Russia/Ukraine war, Israel/Palestine conflict, China/Taiwan tensions) and market-wide activity.

Financial Risk

The Company is exposed to credit risk, the risk that a counterparty will be unable to pay amounts in full when due. The main area where the Company is exposed to credit risk is amounts due from counterparties in respect of fees not yet received. Amounts due from counterparties are monitored closely and active collection processes exist to reduce the time taken from billing to receiving payment for services. There is regular reporting and review of balances by senior management.

Interest rate risk

The interest rate risk of the Company is managed by treasury staff, in line with guidelines issued by its ultimate parent company. In managing interest rate and currency risks the Company aims to reduce the impact of short term fluctuations on the Company's earnings. Over the longer term, however, permanent changes in interest rates would have an impact on earnings.

Impairment risk

As an intermediate holding entity, the Company is reliant on positive trading results from its active subsidiaries to ensure dividend income is received and impairments in the carrying value of its investments are not required. The results of the trading subsidiaries are subject to a number of risks, including competition from other providers, outsourcing of key tasks, availability of IT systems, cyber attacks and political events such as the situation in Ukraine. The Company's subsidiary undertakings mitigate these risks through a number of approaches including regular review and enhancement of the offering to clients to mitigate the risk of loss of business to competitors and active communication with Group IT functions and colleague training and awareness campaigns as well as regular patching and security updates to mitigate the risk of availability of IT systems and cyber attack. The risk of outsourcing is mitigated through monitoring of contracts and deliveries against agreements and key performance indicators and political risk is assessed through regional and Group level dedicated incident management forums, aligning the Company's responses to both local governmental and Group corporate guidance. Ongoing risk assessments continue to monitor all the enterprise risk categories to support executive decision making.

Liquidity/cash flow risk

Liquidity and cash flow risk is the risk that cash may not be available to pay obligations when due. The Company maintains adequate holdings in liquid funds to mitigate against this risk.

This report was approved by the board and signed on its behalf on 12 August 2024.



M C Chessher
Director

JLT GROUP HOLDINGS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

The directors present their report and the financial statements for the year ended 31 December 2023.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £91,273,000 (2022: £1,126,000). The Company received dividends of £91,095,000 (2022 - £810,000) during the year.

The Company paid dividends of £27,500,000 during the year 31 December 2023 (2022: £nil).

DIRECTORS

The directors who served during the year were:

D Brennan

M C Chessher

L Dartnell (appointed 24 February 2023)

J Flahive (resigned 24 February 2023)

QUALIFYING THIRD PARTY INDEMNITY PROVISION

The Company has put in place an indemnity in its Articles of Association to indemnify directors and officers of the Company against losses or liabilities sustained in the execution of their duties of office. The indemnity is a qualifying third party indemnity provision under s232 and s234 of the Companies Act 2006.

FUTURE DEVELOPMENTS

The Company is non-trading and acts as an intermediary holding company. It is the intention of the directors that the Company remains this way in 2024.

FINANCIAL RISK MANAGEMENT

As disclosed in the Principal Risks and Uncertainties note within the Strategic Report of this document, the Company's financial risk management is considered to be integrated with that of the Group. The Principal Risks and Uncertainties and Financial Risks of the Group, which include those of the Company, are set out in the Annual Report of the Group.

GOING CONCERN

The directors have reasonable expectation that the Company has adequate resources to continue in operational existence for a period of twelve months after signing the financial statements and therefore, continue to adopt the going concern basis in preparing the annual report and financial statements.

The directors have no plans for a change in the principal activities of the Company or any intention to liquidate the Company in the foreseeable future. These financial statements are therefore presented on a going concern basis.

Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in note 2.3 to the financial statements.

GREENHOUSE GAS EMISSIONS, ENERGY CONSUMPTION AND ENERGY EFFICIENCY ACTION

The Company consumed less than 40MWh in the UK for the 12 month ended 31 December 2023. As a result of meeting that criteria, the Company itself is not required to make the detailed energy and carbon reporting disclosures included within the Environmental Reporting Guidelines.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

JLT GROUP HOLDINGS LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023**

POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since the year end.

AUDITOR

The auditor, Deloitte LLP, has indicated their willingness to continue in office and will be deemed to be reappointed under Section 487 (2) of the Companies Act 2006.

This report was approved by the board and signed on its behalf on 12 August 2024.



M C Chessher
Director

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2023**

The directors are responsible for preparing the Annual Report and 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 101 "Reduced Disclosure Framework". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 Company will continue in business.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JLT GROUP HOLDINGS LIMITED

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of JLT Group Holdings Limited (the 'Company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the statement of financial position
- the statement of changes in equity;
- the related notes 1 to 18.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in 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 the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JLT GROUP HOLDINGS LIMITED
(CONTINUED)**

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

Extent to which the audit was considered capable of detecting irregularities, including fraud

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

We considered the nature of the Company's industry and its control environment, and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and internal audit about their own identification and assessment of the risks of irregularities, including those that are specific to the Company's business sector.

We obtained an understanding of the legal and regulatory framework that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management, internal audit and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance and reviewing internal audit reports.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF JLT GROUP HOLDINGS LIMITED
(CONTINUED)

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

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

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

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

Matters on which we are required to report by exception

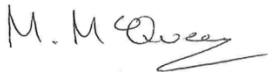
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.

Use of our report

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



Mark McQueen, FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP
Statutory Auditor

London, United Kingdom

Date: 15 August 2024

JLT GROUP HOLDINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 £000	2022 £000
Administrative (expense)/income		(34)	449
Operating (loss)/profit		(34)	449
Income from fixed assets investments	6	91,095	810
Interest receivable and similar income	7	253	51
Interest payable and similar expenses	8	–	(9)
Profit before tax		91,313	1,301
Tax on profit	9	(40)	(175)
Profit for the financial year		91,273	1,126

There were no recognised gains and losses for 2023 or 2022 other than those included in the statement of comprehensive income.

All transactions derive from continuing operations.

There was no other comprehensive income for 2023 (2022: £nil).

The notes on pages 14 to 25 form part of these financial statements.

JLT GROUP HOLDINGS LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2023**

	2023	2022
	£000	£000
Profit for the financial year	91,273	1,126
Total comprehensive income for the year	91,273	1,126

The notes on pages 14 to 25 form part of these financial statements.

JLT GROUP HOLDINGS LIMITED
REGISTERED NUMBER: 01679424

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2023

	Note	2023 £000	2022 £000
Fixed assets			
Investments	10	<u>179,703</u>	<u>179,703</u>
		179,703	179,703
Current assets			
Debtors: amounts falling due within one year	11	24,299	2,743
Cash at bank and in hand	12	<u>264</u>	<u>301</u>
		24,563	3,044
Creditors: amounts falling due within one year	13	<u>(17,917)</u>	<u>(60,170)</u>
Net current assets/liabilities		6,646	(57,126)
Total assets less current liabilities		186,349	122,577
Net assets		<u>186,349</u>	<u>122,577</u>
Capital and reserves			
Called up share capital	14	1	1
Capital contribution reserve	15	50,000	50,000
Profit and loss account	15	<u>136,348</u>	<u>72,576</u>
		<u>186,349</u>	<u>122,577</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 12 August 2024.

Mark Chessher

M C Chessher
Director

The notes on pages 14 to 25 form part of these financial statements.

JLT GROUP HOLDINGS LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2023**

	Called up share capital £000	Capital contribution reserve £000	Profit and loss account £000	Total equity £000
At 1 January 2023	1	50,000	72,576	122,577
Comprehensive income for the year				
Profit for the year	—	—	91,273	91,273
Total comprehensive income for the year	—	—	91,273	91,273
Dividends paid	—	—	(27,500)	(27,500)
At 31 December 2023	1	50,000	136,348	186,349

The notes on pages 14 to 25 form part of these financial statements.

JLT GROUP HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Called up share capital £000	Capital contribution reserve £000	Profit and loss account £000	Total equity £000
At 1 January 2022	1	50,000	71,450	121,451
Comprehensive income for the year				
Profit for the year	—	—	1,126	1,126
Total comprehensive income for the year	—	—	1,126	1,126
At 31 December 2022	1	50,000	72,576	122,577

The notes on pages 14 to 25 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

1 GENERAL INFORMATION

The Company is a private company limited by share capital incorporated and domiciled in United Kingdom under the Companies Act and registered in England and Wales.

The address of its registered office is:

1 Tower Place West
Tower Place
London
EC3R 5BU

The nature of the Company's operations and its principal activities are set out in the Strategic Report on pages 1 to 2.

2 ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

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

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

These financial statements are presented in GBP Sterling (£). Amounts shown are rounded to the nearest thousand, unless stated otherwise.

2.2 FINANCIAL REPORTING STANDARD 101 - REDUCED DISCLOSURE EXEMPTIONS

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraphs 88B to 88D, and the exception provided by paragraph 88A, of IAS 12 Income Taxes
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets;
- the requirements of paragraphs 88B to 88D, and the exception provided by paragraph 88A, of IAS 12 Income Taxes.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

2 ACCOUNTING POLICIES (CONTINUED)

2.3 GOING CONCERN

These financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 2006.

The Company meets its day-to-day working capital requirements from corporate cash balances. The current economic conditions create uncertainty particularly over the exchange rate between US dollar and foreign currencies. The Company continues to monitor the uncertainty in the current economic and business environment and the directors are satisfied that the Company's services will continue to be attractive to clients. This monitoring and analysis considered our business resilience and continuity plans of the Company's subsidiaries and stress testing of liquidity and financial resources. The analysis modelled the financial impact assuming an increasing severity of impact in relation to revenue and certain costs, for a 12-month period so that the potential impact on profitability and liquidity could be assessed.

Having assessed the responses to their enquiries the directors have no reason to believe that a material uncertainty exists that may cast significant doubt upon the ability of the Company to continue as a going concern.

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of twelve months from the date of the approval of the financial statements and, therefore, they continue to adopt the going concern basis in preparing the annual financial statements.

2.4 NEW STANDARDS, AMENDMENTS & INTERPRETATIONS EFFECTIVE IN 2022

There are no new accounting standards, amendments to accounting standards or IFRIC interpretations that are effective for the year ended 31 December 2023 which have a material impact on the Company's financial statements.

2.5 EXEMPTION FROM PREPARING CONSOLIDATED FINANCIAL STATEMENTS

The Company is a wholly owned subsidiary of Calm Treasury Holdings Limited and of its ultimate parent, Marsh & McLennan Companies, Inc. It is included in the consolidated financial statements of Marsh & McLennan Companies, Inc., which are publicly available. Therefore, the Company is exempt by virtue of section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

2.6 FOREIGN CURRENCY TRANSLATION

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

2 ACCOUNTING POLICIES (CONTINUED)

2.6 FOREIGN CURRENCY TRANSLATION (CONTINUED)

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

2.7 DIVIDEND INCOME

Dividend income is recognised when the right to receive payment is established.

2.8 INTEREST INCOME

Interest income is recognised in profit or loss using the effective interest method.

2.9 FINANCE COSTS

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.10 TAXATION

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

2.11 VALUATION OF INVESTMENTS

Investments in subsidiaries are measured at cost less accumulated impairment.

2.12 DEBTORS

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.13 CASH AND CASH EQUIVALENTS

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.14 CREDITORS

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

2 ACCOUNTING POLICIES (CONTINUED)

2.15 FINANCIAL INSTRUMENTS

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets and financial liabilities are initially measured at fair value.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

Fair value through profit or loss

All of the Company's financial assets other than those which meet the criteria to be measured at amortised cost are subsequently measured at fair value at the end of each reporting period, with any fair value gains or losses being recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset.

Debt instruments at amortised cost

Debt instruments are subsequently measured at amortised cost where they are financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling the financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is calculated using the effective interest method and represents the amount measured at initial recognition less repayments of principal plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

2.16 DIVIDENDS

Dividends are the way that the Company makes distributions from the Company's profits to its shareholder. The dividend is determined in sterling, the economic currency of the Company. The Directors may choose to declare dividends in any currency provided that a sterling equivalent is announced.

The Board decides the level of dividend in consultation with, or consideration of, various stakeholders, including the management of the Company's ultimate parent company, Marsh & McLennan Companies, Inc. The amount and timing of a dividend is influenced by factors such as:

- the Company's working capital requirements to sustain its business plans
- the Company's future capital investment needs, and
- the Company's excess financial resources.

Equity dividends are recognised when they become legally payable.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

3 JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Company's accounting policies

The following is the critical judgment that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Impairment review of fixed asset investments

The Company has an annual process of reviewing its fixed asset investments for indicators of impairment. Areas of critical judgment include estimates of future discount rates, future earnings and consideration of whether there is a willing buyer in the market for these investments.

Impairment and impairment reversals are measured by comparing the carrying value of the asset with its future discounted cash flow. Any impairments that have subsequently been reversed are capped to their historical acquisition cost.

Key sources of estimation uncertainty

Management have considered key sources of estimation uncertainty. There are no key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

4 AUDITOR'S REMUNERATION

Auditor's remuneration for the statutory audit of the financial statements of the Company for the year ended 31 December 2023 is £18,700 (2022: £17,600).

The Auditor's remuneration is paid on behalf of the Company, by a fellow subsidiary.

The Company has not engaged its auditor for any non-audit services.

5 INFORMATION REGARDING DIRECTORS AND EMPLOYEES

No remuneration was paid or is payable to the directors of JLT Group Holdings Limited in respect of their services to the Company during the period. The directors are remunerated for their services to other companies in the Marsh & McLennan Companies, Inc. Group and their remuneration is dealt with in the financial statements of those companies. The Company had no other employees during the period.

Where the Company's directors are in receipt of share-based payments and awards as part of their overall remuneration, these are disclosed in the financial statements of Marsh Services Limited, the Group's principal employing company.

6 INCOME FROM FIXED ASSET INVESTMENTS

	2023	2022
	£000	£000
Dividends received from unlisted investments	91,095	810
	91,095	810

The dividends received during 2023 were from JIB Group Limited (£90,711,000) and Private Client Services by Mercer China Limited (£384,000).

JLT GROUP HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

7 INTEREST RECEIVABLE AND SIMILAR INCOME

	2023	2022
	£000	£000
Interest receivable from group companies	250	51
Foreign exchange gain	3	–
	253	51

8 INTEREST PAYABLE AND SIMILAR EXPENSES

	2023	2022
	£000	£000
Foreign exchange loss	–	9
	–	9

9 TAXATION

	2023	2022
	£000	£000
Corporation Tax		
Current tax on profits for the year	–	95
	–	95
Foreign tax		
Foreign tax on income for the year	40	80
	40	175

JLT GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

9 TAXATION (CONTINUED)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than (2022: *lower than*) the standard rate of corporation tax in the UK of 23.5% (2022: 19%). The differences are explained below:

	2023	2022
	£000	£000
Profit before tax	<u>91,313</u>	<u>1,301</u>
Profit multiplied by standard rate of corporation tax in the UK of 23.5% (2022 - 19%)	21,477	247
EFFECTS OF:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	–	2
Foreign tax	40	80
Non-taxable income	(90)	(154)
Dividends from UK companies	(21,336)	–
Group relief for nil consideration	(51)	–
TOTAL TAX CHARGE FOR THE YEAR	<u>40</u>	<u>175</u>

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The UK Corporation Tax rate increased from 19% to 25% with effect from 1 April 2023.

The international tax reform released by the Organisation for Economic Cooperation and Development (OECD), known as Pillar Two, is a framework for the introduction of a global minimum effective tax rate of 15%, which could impact the tax charge of the Company in future periods in the jurisdiction where the Company operates. The legislation was enacted by Finance (No. 2) Act 2023, which received Royal Assent on 20 June 2023, and will be effective from 1 January 2024.

JLT GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

10 FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £000
Cost	
At 1 January 2023	466,276
At 31 December 2023	466,276
Impairment	
At 1 January 2023	286,573
At 31 December 2023	286,573
Net book value	
At 31 December 2023	179,703
At 31 December 2022	179,703

SUBSIDIARY UNDERTAKINGS

Details of the Company's investments at 31 December 2023 are shown below:

Name	Registered office	Holding
JIB Group Limited*	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100 %
JIB Group Holdings Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
JIB Overseas Holdings Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
JLT Holdings (Bermuda) Ltd	Power House, 7 Par la Ville Road, Hamilton HM11, Bermuda	100%
Agnew Higgins Pickering & Co (Bermuda) Limited	Clarendon House, 2 Church Street, Hamilton HM11, Bermuda	100 %
JLT Holdings (Barbados) Ltd	1st Floor Lime Grove Centre, St James House, Second Street, Holetown, St James, Barbados	100%
JLT Towner Insurance Management (Anguilla) Limited	Babrow's Commercial Complex, The Valley, AI 2640, Anguilla	100%
JLT Latin American Holdings Limited	The St Botolph Building, 138 Houndsditch, London, EC3A 7AW, England	100%
JLT Chile Holdings SpA	Costanera Sur 2730, Piso 14, Las Condes, Santiago, Chile	100%
Carpenter Marsh Fac Chile Corredores de Reaseguros Limitada	Costanera Sur 2730, Piso 14, Las Condes, Santiago, Chile	99.92 %

JLT GROUP HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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Name	Registered office	Holding
JLT Colombia Retail Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
JLT Colombia Wholesale Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
Carpenter Marsh Fac Colombia Corredores de Reaseguros S.A.	Avenida El Dorado N° 69 B – 45 - Piso 9, Bogota, Colombia	95 %
JLT LATAM (Southern Cone) Wholesale Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
JLT Mexico Holdings Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
JLT Mexico, Intermediario de Reaseguro, S.A. de C.V.	Avenida Insurgentes Sur 1898, Piso 19, Colonia Florida, CP 01030, Mexico	100%
JLT Peru Retail Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
JLT Peru Wholesale Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
Carpenter Marsh Fac Peru Corredores de Reaseguros S.A.C.	Amador Merino Reyna (ex Los Rosales), 285, Piso 9, San Isidro, Lima 27, Peru	60.46 %
JLT Peru Reinsurance Solutions Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100 %
JMIB Holdings BV	Conradstraat 18, Ingang E, 3013 AP Rotterdam, PB124, 30000 AC Rotterdam, Netherlands	100%
Insure Direct - Jardine Lloyd Thompson Limited	P.O. Box 9731, Dubai, United Arab Emirates	100%
Insure Direct (Brokers) LLC	Level 23, Burj Al Salam, World Trade Centre Roundabout, Sheikh Zayed Road, Dubai, P.O.BOX 57006, United Arab Emirates	49 %
JLT Asia Holdings BV	Conradstraat 18, Ingang E, 3013 AP Rotterdam, PB124, 30000 AC Rotterdam, Netherlands	100%
JI Holdings Limited	c/o SGG Corporate Services (Mauritius) Ltd, Les Cascades, Edith Cavell Street, Port Louis, Mauritius	100%
JLT Advisory Services Limited	E 2/16, 2nd Floor, White House, Ansari Road, Darya Ganj, New Dehli, 110002, India	92.60 %
JLT Independent Consultancy Services Private Limited	1201 02, Tower 2, One World Centre, Jupiter Mills Compound, Senapati Bapat Marg, Elphinstone Road (W), Mumbai, 400 013, India	100%

JLT GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

Name	Registered office	Holding
JLT Insurance Brokers Limited	Suite 3402 3406, 34/F & 33/F, One Taikoo Place, 979 King's Road, Quarry Bay, Hong Kong	100%
JLT Singapore Holdings Pte. Ltd.	8 Marina View #09-02, Asia Square Tower 1, Singapore, 018960	100%
Private Client Services by Mercer Holdings Pte. Ltd	80 Robinson Road #02-00, Singapore, 068898, Singapore	75 %
Private Client Services by Mercer Pte. Ltd.	8 Marina View #09-12, Asia Square Tower 1, Singapore, 018960, Singapore	100 %
Private Client Services by Mercer SA	Tessinerplatz 5, 8002 Zurich, Switzerland	100%
Lavaretus Underwriting AB	Lilla Robertsgatan 11 4B, FI 00130 Helsingfors/Helsinki, Finland	100%
Lavaretus Underwriting AB (Branch Finland)	Lilla Robertsgatan 11 4B, FI 00130 Helsingfors/Helsinki, Finland	100 %
MAG SpA	Francesco Crispi 74, Naples, Italy	25 %
JIB UK Holdings Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
JLT UK Investment Holdings Limited	1 Tower Place West, Tower Place, London, United Kingdom, EC3R 5BU	100%
Private Client Services by Mercer China Limited*	Rm 5001 Hong Kong New World Tower, No. 300 Huaihai Zhong Road, Shanghai, 200021, China	100%
Private Client Services by Mercer China Limited (Beijing Branch)	Rm 5001 Hong Kong New World Tower, No. 300 Huaihai Zhong Road, Shanghai, 200021, China	100 %
Private Client Services by Mercer China Limited (Guangzhou Branch)	Rm 5001 Hong Kong New World Tower, No. 300 Huaihai Zhong Road, Shanghai, 200021, China	100 %

*Direct subsidiary

Following an impairment review there was no impairment of subsidiary undertakings in 2023 (2022: £nil). In the opinion of the directors the value of investments in the Company's subsidiaries is not less than the amount at which it is included in the Statement of Financial Position.

All shares are Ordinary shares unless otherwise stated.

JLT GROUP HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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11 DEBTORS: Amounts falling due within one year

	2023	2022
	£000	£000
Due within one year		
Amounts owed by group undertakings	24,299	2,694
Other debtors	–	49
	24,299	2,743

Amounts owed by group undertakings due within one year include a loan of £23,853,887.49 which is charged at a rate of interest between 3.1117% and 4.8739% and is repayable on demand. All other amounts included in Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

12 CASH AND CASH EQUIVALENTS

	2023	2022
	£000	£000
Cash at bank and in hand	264	301
	264	301

13 CREDITORS: Amounts falling due within one year

	2023	2022
	£000	£000
Amounts owed to group undertakings	17,562	59,774
Corporation tax	95	95
Other creditors	260	301
	17,917	60,170

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

14 SHARE CAPITAL

	2023	2022
	£000	£000
Allotted, called up and fully paid		
20,000 (2022- 20,000) Ordinary shares of £0.05 each	1	1

15 RESERVES**Capital contribution reserve**

Capital contribution reserve represents the premium received above the par value on ordinary share capital transactions.

Profit and loss account

The profit and loss reserve represents cumulative profits or losses, net of dividends paid and other adjustments.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

16 CONTINGENT LIABILITIES

The Company participates in cash pooling agreements with banks. Each member of the pool indemnifies against all losses incurred as a result of the failure of any other pool member, limited to any net cash balance held in the pool. As at 31 December 2023 the Company had a total balance of £23.9m (2022: £0.9m) in the pool. The other members of the pooling arrangements are companies fully owned by Marsh & McLennan Companies, Inc.

17 POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since the year end.

18 CONTROLLING PARTY

The Company's immediate parent is Calm Treasury Holdings Limited, registered in England and Wales. The Company's ultimate parent company and controlling entity is Marsh & McLennan Companies, Inc., incorporated in the state of Delaware, United States of America.

The smallest and largest group in which the results of the Company are consolidated is Marsh & McLennan Companies, Inc. whose registered address is 1166 Avenue Of The Americas, New York, Ny 10036, United States. The consolidated financial statements of Marsh & McLennan Companies, Inc. are available to the public and may be obtained from:

Companies House
Crown Way
Cardiff
CF14 3UZ

and also from:

The Company Secretary
Marsh & McLennan Companies UK Limited
1 Tower Place West
Tower Place
London
EC3R 5BU