Registered Number: 2071487

Unaudited Annual Report and Financial Statements 2018

The M.I. Group Limited

Directors:	J M Dye	(Chairman)
	W R Treen	
	M J Churchlow	(resigned 31.12.18)

Secretary: R C Jack-Kee

Registered Office: 57 Ladymead, Guildford, Surrey, GU1 1DB

Registered No: 2071487

Directors' Report

The Directors present their Directors' Report and the unaudited financial statements for the year ended December 31, 2018.

Directors

The Directors of the Company who were in office during the financial year are shown on page 1.

Results and dividends

The accounts do not include a Statement of Comprehensive Income, Statement of Cash Flows or Statement of Changes in Equity as there were no revenue or cash transactions during the year.

The Directors do not recommend the payment of a dividend on the Ordinary shares for the year ended December 31, 2018 (2017: £nil). The holders of the Cumulative Preference shares have waived their right to a dividend.

Future outlook

No changes in the principal activity are anticipated in the foreseeable future.

Going Concern

The fact that the Company has not traded since 2008 and is not expected to trade in the foreseeable future has resulted in the financial statements being prepared on a basis other than that of a going concern. Using this basis of preparation, the Directors are satisfied that no change is required in the carrying value of the Company's assets and liabilities.

By order of the Board

R C Jack-Kee
Secretary
The M. I. Group Limited
Company Number: 2071487

September 16, 2019

Statement of Directors' Responsibilities in Respect of the Annual Report and the Financial Statements

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 the financial statements, the Directors are required to:

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

The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006.

By order of the Board

J M Dye
Director

September 16, 2019

Balance Sheet

As at December 31, 2018

	Notes	*2018* *£'000*	*2017* *£'000*
Assets			
Amounts due from related parties	11	8	8
Total assets		8	8
Equity and liabilities			
Equity attributable to equity holders of the parent			
Share capital	8	637	637
Capital contribution		29,895	29,895
Share premium		9,875	9,875
Retained earnings		(40,404)	(40,404)
Total equity		3	3
Liabilities			
Preference shares classified as liabilities	7	5	5
Total liabilities		5	5
Total liabilities and shareholders' equity		8	8

The accounting policies and notes on pages 5 to 8 are an integral part of these financial statements.

For the year ending December 31, 2018 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 ("the Act") relating to dormant companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Act.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved by the Board of Directors on September 16, 2019 and signed on its behalf by:

J M Dye
Director

Notes to the Financial Statements

For the year ended December 31, 2018

1. ACCOUNTING POLICIES

1.1. Company and its operations

The M.I. Group Limited ("the Company") is a private limited company incorporated and domiciled in the United Kingdom.

1.2. Statement of compliance

The financial statements of The M.I. Group Limited have been prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) and with the Companies Act 2006 as applicable to companies reporting under IFRS.

1.3. Basis of preparation

The financial statements have been prepared on the historical cost basis.

Going concern

The fact that the Company has not traded since 2008 and is not expected to trade in the foreseeable future has resulted in the financial statements being prepared on a basis other than that of a going concern. Using this basis of preparation, the Directors are satisfied that no change is required in the carrying value of the Company's assets and liabilities.

New standards and interpretations adopted by the Company

A number of new standards and interpretations adopted by the EU are mandatorily effective from January 1, 2018. These have been adopted within this set of financial statements. Their impact is outlined below:

- IFRS 9: Financial Instruments (EU effective date January 1, 2018) – IFRS 9 Financial Instruments replaces IAS 39 'Financial Instruments: Recognition and Measurement', and includes requirements for classification and measurement of financial assets and liabilities, impairment of financial assets and hedge accounting. The impact assessment and implementation project has been carried out at Allianz Holdings plc group level. The Company has opted to apply all aspects of IFRS 9 from January 1, 2018. The Company has opted not to restate comparative figures. Differences in the carrying amounts of financial assets resulting from the adoption of IFRS 9 are recognised in retained earnings as at January 1, 2018. Accordingly, the information presented for the comparative period does not reflect the requirements of IFRS 9 and is not comparable to the information presented in the current period under IFRS 9.
  Under previous accounting standard IAS 39, Available for sale financial assets, after initial recognition, were measured at fair value. Unrealised gains and losses were reported as a separate component of equity until the investment was derecognised or the investment was determined to be impaired. On derecognition or impairment, the cumulative gain or loss previously reported in equity was transferred to the statement of comprehensive income. Under IFRS 9 available for sale financial assets continue to be measured at fair value. Unrealised gains and losses are reported in the statement of comprehensive income. IFRS 9 replaces the 'incurred loss model' under IAS 39 with an 'expected credit loss model'. Under IFRS 9, credit losses are recognised earlier than under IAS 39.
  The Company holds financial instruments in the form of receivables.
- IFRS 15 Revenue from Contracts with Customers – (EU effective date January 1, 2018) – IFRS 15 Revenue from Contracts with Customers replaces IAS 18 Revenue. The Company has determined that there will be no impact due to the Company not deriving revenue from contracts with customers.

New standards and interpretations not yet adopted by the Company

A new standard and interpretation adopted by the EU which is not mandatorily effective has not been applied in preparing these financial statements. The Company does not plan to adopt this standard early; instead it will apply the standard from the effective date as determined by the date of EU endorsement:

- IFRS 16: Leases (EU effective date January 1, 2019) – IFRS 16 Leases replaces IAS 17 Leases. The Company has determined that there will be no impact on the financial statements as there are no leasing arrangements in place.

Notes to the Financial Statements

For the year ended December 31, 2018

1. ACCOUNTING POLICIES (CONTINUED)

1.4. Summary of significant accounting policies

(a) Classification of financial instruments issued by the Company

Following the adoption of IAS32, financial instruments issued by the Company are treated as equity (i.e. forming capital attributable to the shareholders) only to the extent that they meet the following conditions:

i) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and

ii) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as financial liability.

Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

(b) Receivables

Intercompany balances with fellow subsidiaries within the Allianz Holdings plc Group, are deemed to have an extremely low credit risk. There is no likelihood of any demand for these intercompany balances to be repaid in the short term but if this was the case, the group has sufficient liquid assets to ensure that any demand could be met.

An expected credit loss (ECL) provision is calculated as at the balance sheet date. The receivable balance is reported after deduction of any ECL amount. The Company has concluded that the ECL model has made no material impact on the valuation of receivables reported in the financial statements.

(c) Cash and cash equivalents

An expected credit loss (ECL) provision is calculated as at the balance sheet date. The cash and cash equivalents are reported after deduction of any ECL amount. The Company has concluded that the expected credit loss model has made no material impact on the valuation of cash and cash equivalents reported in the financial statements.

2. USE OF CRITICAL ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

The Company makes estimates, assumptions and judgements that affect the reported amounts of assets and liabilities. Estimates, assumptions 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. None of these are deemed to be critical.

3. EMPLOYEE RELATED COSTS

M.I. Group Limited has no employees and as such incurs no employee related costs.

4. AUDITOR'S REMUNERATION

The total remuneration payable by the Company excluding VAT, to its auditors (2017: KPMG LLP, 2018: PricewaterhouseCoopers LLP) in respect of the audit of these financial statements, is shown below. The Company's audit fees are borne by Allianz Management Services Limited. Other services supplied pursuant to legislation were £nil (2017: £nil).

	2018	*2017*
	£'000	*£'000*
Fees payable for the audit of the Company's financial statements	-	2

Notes to the Financial Statements

For the year ended December 31, 2018

5. DIRECTORS' EMOLUMENTS

J M Dye and M J Churchlow were not directly remunerated for their roles as Directors of M.I. Group Limited as the amount of time spent performing their duties was incidental to their roles as key management personnel of the Allianz Holdings plc Group.

W R Treen was not directly remunerated for his role as a Director of M.I Group Limited.

Details of compensation of key management personnel for the Allianz Holdings plc Group can be found in note 39 of the consolidated financial statements of Allianz Holdings plc.

6. DIVIDENDS

No dividend was paid during the year ended December 31, 2018 (2017: none).

7. FINANCIAL LIABILITIES

The 7% Cumulative Preference shares carry a fixed preferential dividend of 7% per annum payable annually in arrears on December 31.

The holders of the preference shares had previously waived their right to cumulative dividends on the preference shares.

On a winding up of the Company, repayment of the nominal value of the preference shares and any arrears of their dividend has priority over the repayment of the ordinary shares.

None of the preference shares carry votes at meetings unless the business of the meeting includes a resolution involving a variation in any of the rights attached to the relevant class, in which event each holder shall have one vote.

Credit, market and interest risks
The Directors have considered the credit, market and interest risks for all these financial liabilities, however, the Directors do not consider there to be any material risks associated with them.

Valuation
The Directors do not believe there is any difference in fair value of the financial liabilities compared to the settlement value in the future.

8. SHARE CAPITAL

	2018	*2017*
	£'000	*£'000*
20,000 1p 'A' Ordinary shares (voting, total nominal value £200)	–	–
6,000,000 5p 'C' Ordinary shares	300	300
6,750,000 5p 'D' Ordinary shares	337	337
Total share capital classified as issued capital attributable to equity holders of the parent	637	637

9. RISK MANAGEMENT POLICIES

Capital management

The Company has been dormant for a number of years. Its operations were primarily based in the United Kingdom hence any risk exposure would be almost entirely confined within the United Kingdom.

10. ULTIMATE PARENT UNDERTAKING

The immediate parent undertaking is Allianz Holdings plc, a company registered in England and Wales.

The ultimate parent undertaking, Allianz Societas Europaea ("Allianz SE"), is incorporated in Germany and is the parent of the largest group of undertakings for which Allianz SE group accounts are drawn up and of which the Company is a member.

Copies of the Allianz SE Group accounts are available on request from Allianz Societas Europaea, Königinstrasse 28, 80802 München, Germany.

Notes to the Financial Statements

For the year ended December 31, 2018

11. RELATED PARTY TRANSACTIONS

During the year the Company did not enter into transactions, in the ordinary course of business, with other related parties.

Year end balances are as follows:

	2018	*2017*
	£'000	*£'000*
Due from related parties at December 31		
Parent	8	8

12. SUBSEQUENT EVENTS

There have been no subsequent events after the balance sheet date.