

Assured Guaranty UK Limited

Registered Number: 2510099

Annual report and financial statements

For the year ended 31 December 2022

**ASSURED
GUARANTY®**

Assured Guaranty UK Limited

Registered in England No. 2510099

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Company information

Directors

Robert Bailenson

Mark Batten

Dominic Frederico

Samantha Hoe-Richardson

Dominic Nathan

Richard Nicholas

Nicholas Proud

Penelope Shaw

David Todd

Company secretary

Joanne Merrick

Sandali Harvey

Registered office

11th Floor

6 Bevis Marks

London

England

EC3A 7BA

Independent auditors

Deloitte LLP

2 New Street Square

London

England

EC4A 3BZ

Strategic report for the year ended 31 December 2022

The directors present their strategic report for the year ended 31 December 2022.

Principal activities

The principal activity of Assured Guaranty UK Limited (the “Company” or “AGUK”) is providing financial guarantees for public finance (including infrastructure finance) and structured finance obligations. Financial guarantee insurance written by the Company generally guarantees scheduled payments of principal and interest on an issuer’s obligations in the event, and to the extent of, a payment default.

The Company is authorised by the Prudential Regulation Authority (“PRA”), and regulated by both the PRA and the Financial Conduct Authority (“FCA”), and is authorised to affect and carry out three classes of general insurance business: classes 14 (credit), 15 (suretyship) and 16 (miscellaneous financial loss). The Company also has permission to advise on, to arrange and to assist in the administration and performance of its financial guarantee insurance contracts.

The Company is a wholly owned subsidiary of Assured Guaranty Municipal Corp. (“AGM”). AGM is an insurance company domiciled in the State of New York, United States of America (“US”). AGM currently provides financial guarantee insurance on debt obligations issued in the US public finance and global public finance and infrastructure markets.

The Company generally issues its guarantees under a coinsurance structure. The coinsurer for public finance (including infrastructure finance) transactions is AGM, and for structured finance transactions it is Assured Guaranty Corp. (“AGC”). Under the coinsurance structure the Company directly insures 15% of new transactions and AGM or AGC directly guarantee the remaining 85% balance of the guaranteed obligations and also provide a second-to-pay guarantee for the Company’s portion of the guaranteed obligations. For transactions closed prior to 2011, the Company typically guaranteed obligations directly and reinsured to AGM approximately 92% of the Company’s retention, after cessions to other reinsurers, under the quota share cover of the AGM Reinsurance Agreement (as defined under Parental and Affiliate Support Agreements below). Transactions originally underwritten by the Company’s former subsidiaries, Assured Guaranty (UK) plc and CIFG Europe SA, and transferred to the Company under a cross-border merger completed in 2018, are reinsured 90% and 100% respectively to AGC. Transactions originally underwritten by Assured Guaranty (London) plc (“AGLN”) and also transferred to the Company under the 2018 cross-border merger have only limited levels of reinsurance, typically less than 5% to AGC and Assured Guaranty Reinsurance Limited (“AGRE”).

Given the limited level of reinsurance on the transactions originally underwritten by AGLN, the Company is seeking to reduce its net retention for certain single name risks by transferring an 85% share of certain policies originally underwritten by AGLN to AGM. In December 2022 the Company completed a series of policy novations to transfer 85% of the insured par for a UK regulated utility risk to AGM (£466.8 million net par transferred). The transfers of 85% of the net insured par for two further UK regulated utility risks (£1.8 billion total net par transferred, representing 24.6% of total net par as at 31 December 2022) were completed in February 2023, after the balance sheet date. Following these policy novations, the policy structure for these risks is aligned with the coinsurance structure described above. Additionally, during 2023 the Company will look to complete additional policy novations to AGM in order to further reduce its net retention for certain single name risks.

Economic environment

In recent years, the UK economy and financial markets have been impacted by the COVID-19 pandemic, political events, including the withdrawal of the UK from the European Union (“Brexit”) and Russia’s invasion of Ukraine and, related to these events, significant increases in inflation and interest rates.

Inflation rose to 9.2% in the 12 months to December 2022, up from 4.8% in December 2021. In response to rising inflation, the Bank of England steadily raised the Bank Rate eight times during the year, increasing to 3.5% by December 2022 and increasing further to 4.25% by March 2023. Like the Bank of England, other central banks around the world have raised interest rates to address the current levels of inflation, resulting in decreased global economic growth forecasts and increased risk of global recession during 2023. Several economic forecasts predict the UK economy will contract during 2023 for the first time since 2009, potentially leading the UK into recession.

Primarily, a rising interest rate environment is regarded as favourable for the Company. Although inflation and higher interest rates could impact certain of AGUK’s insured transactions, the majority have business models under which cost inflation can be passed to customers or for which revenues are contractually inflation-linked, largely mitigating the financial impacts of the current environment. More favourably, higher interest rates are often accompanied by wider credit spreads which generally make the Company’s financial guarantees more attractive, increase the level of premiums which can be charged and improve the competitiveness of the Company’s guarantee in a range of sectors. A deteriorating economy can create a more challenging environment

Strategic report for year ended 31 December 2022 (continued)

for certain of the Company's insured transactions. Such an environment generally also increases investor sensitivity to credit risk, potentially increasing demand for the Company's guarantee.

Equally, although further interest rate rises may impact the market value of fixed-rate securities held in the Company's investment portfolio, over time such impacts are expected to be negated by the Company's book yield investment strategy under which it seeks to hold investments to maturity. Higher interest rates will also increase the amount the Company can earn on its investment portfolio as fixed-rate securities mature and the proceeds are reinvested in higher yielding securities. The Company does not expect unrealised losses on the investment portfolio to significantly impact liquidity coverage ratios, and there was no significant impact on these ratios as at the balance sheet date. The Company's approach to liquidity risk management is further described in note 21 to the financial statements.

Consumer price inflation increases the Company's insured par for contracts where the insured obligations are inflation-linked. However, such increases are accompanied by corresponding increases in future instalment premiums the Company receives in respect of these exposures. As noted within the financial review below, a significant proportion of the gross written premium recognised during the year arose from such increases.

In addition, fluctuations in currency exchange rates as a result of the global economic environment can potentially impact the Company's financial performance. The Company's reporting currency is pounds sterling but it is exposed to liabilities and maintains a portion of its assets in currencies other than pounds sterling. Currency risk is further described in note 21 to the financial statements.

During the year the Company's financial performance was impacted by the unrealised losses on its investment portfolio due rising investment yields, as well as changes in currency exchange rates, especially the strengthening of the US dollar. These impacts are further described within the business review below.

Business Review*Financial position and performance of the Company*

The Company generated a loss on ordinary activities before tax of £31.5 million (2021: profit of £1.8 million) due to unrealised losses on the investment holdings, as further described below. The Board monitors the performance and position of the Company by reference to, among other measures, the following Key Performance Indicators:

	2022	2021
Number of new transactions	5	9
	£'000	£'000
Present value of new business production (PVP) ¹	6,491	9,742
Earned premiums, net of reinsurance	15,463	17,227
Claims incurred, net of reinsurance	(336)	(138)
Change in other technical provisions, net of reinsurance	(1,092)	3,591
Net operating expenses	(11,640)	(13,501)
Underwriting result	4,870	9,554
Investment return	(50,306)	(12,048)
Profit before tax	(31,497)	(1,819)
Net insured par value of obligations ("par") outstanding	6,907,266	7,427,789
Regulatory solvency cover ratio ²	213%	210%

¹ PVP, a non-GAAP (Generally Accepted Accounting Principles) financial measure used by Assured Guaranty group companies, is defined as gross upfront and instalment premiums received, plus the present value of gross estimated future instalment premiums on contracts written in the current year. Future instalment premiums are discounted at the approximate average pre-tax book yield of fixed-maturity securities purchased across Assured Guaranty group companies during the prior calendar year, other than loss mitigation securities. The discount rate is recalculated annually and updated as necessary

² The regulatory solvency cover ratio is the ratio of the Company's Solvency II own funds to the Company's Solvency Capital Requirement calculated in accordance with the Solvency II Standard Formula.

Strategic report for the year ended 31 December 2022 (continued)

During 2022 the Company underwrote business in several public finance sectors, including government accommodation, regulated utilities and transportation. This included a liquidity guarantee for a UK water company, restructuring of an existing UK water transaction and a guarantee of index-linked bonds for an existing UK public finance transaction. The largest new insured transaction was a bilateral guarantee for an institutional investor on two index-linked bullet bonds from an issuer in the transportation sector, generating PVP of £2.0 million.

PVP and gross written premiums from new business were £6.5 million (2021: £9.7 million) and £7.9 million (2021: £11.4 million) respectively. PVP includes transactions that were restructured or modified during the year which generated additional PVP but no additional insured exposure. The reduction in PVP from the prior year is primarily due to the timing of transaction close, with the typically long underwriting lead times for the Company's guarantees meaning that certain new business transactions developed during 2022 were closed in 2023.

Total gross written premium decreased from £11.7 million last year to £3.3 million for the year ended 31 December 2022. The decrease is due to the policy novations completed in December 2022 to transfer an 85% share of a UK regulated utility risk to AGM. For accounting purposes, the reduction in future premiums due to the policy novations was recorded as negative gross written premiums of £21.2 million. Excluding the impact of policy novations, gross written premium was £24.5 million. The increase from prior year is primarily due to increases in expected future premiums for indexed-linked policies due to higher levels of inflation.

The overall underwriting result for the year was a profit of £4.9 million compared to a profit of £9.6 million in 2021. The underwriting result includes a £2.2 million gain recognised on the policy novations to AGM. The 85% share of the policies were novated at their fair value and cash was paid by AGM to AGUK for the difference between the fair value of the exposure transferred and 85% of future premiums. The underwriting result for the year was negatively impacted by adverse development of £1.1 million net on the unexpired risks provision in respect of one of the Company's below investment grade ("BIG") risks. Additionally, the 2021 underwriting result benefited from favourable development of £3.6 million on the unexpired risks provision and also included a £2.0 million gain on commutating certain reinsurance cessions with AGM, following the restructuring of the underlying insured transactions.

Net operating expenses decreased from 2021 primarily due to a reduction in administrative expenses, due in part to a reduction in personnel expense, and an increase in reinsurance commissions income. These decreases were partially offset by an increase in amortisation of deferred acquisition costs due to accelerating the recognition of the acquisition costs associated with the 85% share of policies novated to AGM.

The overall credit quality of the insured portfolio has not significantly changed during the year. The proportion of BIG risks increased from 2.4% of gross par outstanding ("GPO") at 31 December 2021 to 4.8% due to the downgrade of a UK healthcare risk to BIG. There were no new claims incurred during the year, although the Company experienced adverse net development of £0.2 million on existing claims and, as noted above, £1.1 million in respect of the unexpired risks provision.

The Company's investment strategy focuses on establishing highly liquid, diversified investment portfolios of high credit quality managed by an external investment manager. Due to the significant increases in investment yields during the year, the Company suffered unrealised losses on its investment portfolio, resulting in a total investment return of negative £50.3 million for the year (2021: negative £12.0 million). However, given that investments are typically held to maturity, the Company's preferred measure of investment return is yield-to-maturity, which was 1.71% (2021: 1.49%), including securities held for loss mitigation purposes.

The overall duration of the investment portfolio at 31 December 2022 was 2.78 years (2021: 3.40 years) and the average credit quality was AA- (2021: AA-), excluding short term deposits and securities held for loss mitigation purposes. The market value of the investment portfolio at 31 December 2022 was £685.6 million (2021: £723.0 million).

The Company remains in a strong financial position with a regulatory solvency cover ratio of 213% (2021: 210%). The solvency surplus increased during 2022 due to a decrease in the Solvency Capital Requirement ("SCR"), following a reduction in underwriting risk as a result of insured portfolio run-off and the impact of the policy novations referred to above.

Strategic report for the year ended 31 December 2022 (continued)*Ratings*

The obligations insured by the Company are generally awarded ratings on the basis of the financial strength ratings given to the Company by major securities rating agencies. As at 30 March 2023, AGM and the Company have been assigned the following insurance financial strength ratings set out below, by S&P Global Ratings, a business unit of Standard & Poor's Financial Services ("S&P"), Moody's Investors Service, Inc. ("Moody's") and Kroll Bond Rating Agency, Inc. ("KBRA"):

S&P: AA / Stable Outlook

Moody's: A1 / Stable Outlook

KBRA: AA+ / Stable Outlook

These ratings are subject to continuous review. S&P, Moody's and KBRA have all reaffirmed the financial strength ratings of AGM and the Company within the last 12 months. Most recently, on 21 October 2022, KBRA affirmed its financial strength rating of "AA+" (stable outlook) and on 8 July 2022, S&P issued a credit rating report in which it affirmed AGM's and the Company's financial strength rating of "AA" (stable outlook). On 18 March 2022, Moody's issued a credit rating report in which it affirmed AGM's and the Company's financial strength rating of "A1" (stable outlook).

Parental and Affiliate Support Agreements

AGM currently provides support to the Company, through a quota share and excess of loss reinsurance agreement (the "AGM Reinsurance Agreement") and a net worth maintenance agreement (the "AGM Net Worth Maintenance Agreement"). Under the quota share cover of the AGM Reinsurance Agreement, AGM reinsures between approximately 95% - 99% of the Company's retention of each policy after cessions to other reinsurers, excluding the transactions which were originally underwritten by the Company's former subsidiaries and transferred to the Company under a cross-border merger in 2018. The policies reinsured under the agreement are those issued prior to 2011 because, as noted above, since 2011 the Company has generally underwritten new business on a coinsurance basis.

Under the excess of loss cover of the AGM Reinsurance Agreement, AGM is required to pay the Company the amount by which (i) the sum of (a) the Company's incurred losses calculated in accordance with UK GAAP and (b) the Company's net paid losses and loss adjustment expenses, exceed (ii) an amount equal to (a) the Company's capital resources under UK law minus (b) 110% of the amounts as may be required by the PRA as a condition for the Company to maintain its authorisation to carry on financial guarantee business in the UK. The AGM Reinsurance Agreement permits the Company to terminate the agreement upon the following events: a downgrade of AGM's ratings by Moody's below Aa3 or by S&P below AA- if AGM fails to restore its rating(s) to the required level within a prescribed period of time, AGM's insolvency or failure by AGM to maintain the minimum capital required by its home jurisdiction.

The AGM Reinsurance Agreement requires AGM to pledge collateral to support its reinsurance obligations to the Company. AGM's collateral requirement at the end of each calendar quarter is calculated as the sum of AGM's share of: (a) AGUK's unearned premium reserve (net of AGUK's reinsurance premium payable to AGM); (b) AGUK's provisions for unpaid losses and allocated loss adjustment expenses (net of any salvage recoverable); and (c) any unexpired risks provision, in each case as calculated in accordance with Generally Accepted Accounting Practice in the UK ("UK GAAP").

Under the terms of the AGM Net Worth Maintenance Agreement, AGM is obligated to ensure the Company maintains capital resources equal to 110% of the amounts as may be required by the PRA as a condition of the Company maintaining its authorisation to carry on financial guarantee business in the UK provided that AGM's contributions:

(a) do not exceed 35% of AGM's policyholders' surplus on an accumulated basis as determined by the laws of the State of New York; and

(b) are in compliance with Section 1505 of the New York Insurance Law.

The Company has also entered into quota share reinsurance agreements with AGC and AGRE. The AGC Reinsurance Agreement provides 90% quota share reinsurance of the Company's legacy Assured Guaranty (UK) plc policies and 100% reinsurance of the legacy CIFG policies. The AGRE Reinsurance Agreement provides quota share reinsurance for policies written by the Company prior to 2011, and also for policies originally underwritten by AGLN and transferred to the Company in 2018.

Strategic report for the year ended 31 December 2022 (continued)

These agreements impose a collateral requirement on AGC and AGRE consistent with that for the AGM Reinsurance Agreement, as described above, except that AGC continues also to post as collateral its share of an AGUK-guaranteed triple-X insurance bond purchased by AGC for loss mitigation.

Strategy and future outlook

The Company continues to develop its pipeline of new business opportunities, building upon the established demand for its financing solutions within the public finance and essential infrastructure markets, including roads, airports, ports, social infrastructure, student accommodation and other physical assets delivering services. The Company is targeting growth in new business volumes and will look to further develop its offering in structured finance markets, as well as evaluating opportunities in new public finance sectors and markets.

Additionally, during 2023 the Company will look to complete additional policy novations to AGM in order to further reduce its net retention of certain single name risks.

Principal risks and uncertainties

The Company has a risk management framework which seeks to ensure that risk is managed within the overall risk appetite and associated limits established by the Board. Under this framework risks are categorised into five areas: insurance risk, counterparty default risk, market risk, liquidity risk and operational risk. The Company's exposure to these risks and its approach to managing them is described within note 21 to the financial statements. Risks arising from climate change are also discussed in the climate change and sustainability section below.

There have been no significant developments in principal risks and uncertainties from 31 December 2022 to the date of this report.

Climate change and sustainability

We recognize the importance of a healthy environment to the global community, our business, and our employees. The challenges of protecting the environment and combating climate change, including the challenges of energy transition, have become a major issue. We are committed to understanding, managing and mitigating the risks to our business associated with the environment and to operating our business in a sustainable and environmentally responsible manner.

We believe the Company is most likely to be exposed to the financial risks of climate change from its underwriting and investing activities. As a financial guarantor of public finance (including infrastructure finance) and structured finance transactions, the Company does not take direct insurance exposure to climate change but does face the risk that its obligors' ability to pay debt service will be impaired by the impact of climate related events. AGUK provides insurance policies with durations of 30 years or longer, meaning in-force risks, as well as those currently being underwritten, are potentially exposed to climate change impacts many years into the future. AGUK also has a substantial investment portfolio backing its insurance liabilities and regulatory capital requirements. Equally, while we believe the direct impact of our operations on the environment is relatively small, we understand that we have a role and a responsibility to manage our operations in ways that reflect our respect for the environment.

AGUK's ultimate parent, AGL, has implemented policies and procedures on environmental responsibility which apply to AGUK's operations and employees. AGL's statements on Environmental Policy, Climate Change, and Environmental Stewardship can be found in the "Environmental and Social Responsibility" subsection of AGL's website (www.assuredguaranty.com/about-us/environmental-and-social-responsibility). The policy establishes key requirements for the Assured Guaranty Group, in managing climate impacts and the approach to mitigating the business impact on the environment, including risk management and strategic opportunities, investment opportunities, business operations and facilities management, and employee engagement. The policy applies to all personnel, across all offices and operations of the Assured Guaranty Group, including AGUK.

Although the Company is not required to provide climate-related information in line with the recommendations of the Task Force on Climate-related Financial Disclosures ('TCFD'), given the growing importance of this area for many stakeholders, the climate-related disclosures below have been prepared with reference to TCFD recommendations, focusing on four key thematic areas; governance, strategy, risk management and metrics.

Governance

The Company's Board is committed to operating the Company in a sustainable and environmentally responsible manner.

Strategic report for the year ended 31 December 2022 (continued)

To oversee, implement and further develop the objectives and initiatives of the Environmental Policy, AGL created the Environmental and Social Initiatives Task Force (“Task Force”), whose members include senior Assured Guaranty Group management. The Company’s management, including members of the Board, work closely with members of the Task Force who are responsible for:

- Reporting on the progress of the Assured Guaranty Group’s environmental efforts
- Examining the Assured Guaranty Group to identify ways to contribute to the sustainability of the environment
- Coordinating and supporting activities that reduce environmental impact
- Promoting environmental awareness among employees and encouraging employee engagement

The Company’s Board is responsible for overseeing the implementation of environmental and sustainability initiatives at an AGUK level. The initiatives implemented by AGUK during the year are detailed within the Streamlined Energy and Carbon Reporting section of the Directors’ Report. The Company has also established an AGUK ESG management working group which is tasked with further developing the Company’s ESG framework and appropriately embedding Assured Guaranty Group’s environmental policies and procedures at a Company level.

The Board is also responsible for the oversight of climate risk. Assessment of the financial risks associated with climate change is now embedded in the Company’s risk management framework and within regular cycles of risk reporting to the Board and Risk Oversight Committee of the Board, led by the Chief Risk Officer who is the Senior Manager with regulatory responsibility for managing the financial risks from climate change.

Strategy

The increasing focus on climate change action may give rise to a number of opportunities for the Company to support environmentally responsible business developments and other initiatives. We believe that AGUK’s financing solutions have an important role to play in helping to finance the infrastructure improvements, renewable energy generation and new technologies required to prepare for the impacts of climate change related events, reduce greenhouse gas emissions and transition to a low-carbon economy. We continue to explore new business opportunities in these areas.

Risk Management

AGUK takes a holistic and long-term approach to managing the risks arising from climate change, utilising its risk management framework to identify and manage the related financial risks. We have integrated environmental considerations into underwriting, surveillance, and risk management processes.

(i) Surveillance of existing exposures

The potential impacts of climate change on the Company’s insured portfolio have been incorporated into our surveillance monitoring processes. The susceptibility of insured transactions to climate change is assessed when initially assigning and subsequently reassessing internal ratings. This assessment includes the vulnerability of the operations or assets of the insured transaction to long-term physical and transitional impacts of climate change and also the immediate exposure to extreme weather hazards or increasing volatility. The small number of risks in the insured portfolio, 263 (269 as at 31 December 2021), means that consideration can be given to the impact of climate on individual insured risks.

(ii) Underwriting guidelines for new exposures

The financial impacts of climate change have also been incorporated into the underwriting processes. Underwriting submissions are required to include environmental and/or transitional risk factors as part of the underwriting analysis, including vulnerability of obligors to future climate changes, extreme weather events, and other physical risks.

(iii) Own Risk and Solvency Assessment (“ORSA”)

The ORSA process is integral to the Company’s risk management framework. Through the ORSA process, AGUK uses scenario analysis and stress testing to inform the risk identification process and understand the short- and long-term financial risks to the Company’s business model from climate change.

Strategic report for the year ended 31 December 2022 (continued)*(iv) Investments*

The Company's investment portfolio predominantly comprises fixed-income securities; therefore, the potential impacts of climate change are primarily credit-related and significantly mitigated by the relatively short average duration of the portfolio (2.78 years as at 31 December 2022). Nonetheless, the risks arising from climate change are relevant in the evaluation by AGUK and its investment manager of the creditworthiness of specific issuers and industries. The Company's investment manager relies on their ESG corporate philosophy statements and uses ESG information, when conducting research and due diligence on new investments and in managing the portfolio. AGUK has prohibited its investment manager from making any new investments in thermal coal enterprises, specifically; (i) thermal coal enterprises that generate 30% or more of their revenue from either the ownership, exploration, mining, or refining of thermal coal, and (ii) corporate and municipally owned utilities that generate 30% or more of their electricity from thermal coal.

Metrics and Targets

The Company's climate-related metrics are included in the Streamlined Energy and Carbon Reporting ("SECR") information provided in the Directors' report. The Company continues to work to enhance the sophistication of its metrics and targets with respect to climate change.

Stakeholder engagement

The directors of the Company must act in accordance with a set of general duties. These duties are detailed in Section 172 of the UK Companies Act 2006, which is summarised as follows:

"A director of a company must act in the way he considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

- the likely consequences of any decision in the long term;
- the interests of the Company's employees;
- the need to foster the Company's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between members of the Company."

As part of their induction, the directors are briefed on their duties and they can access professional advice on these, either through the Company or, if they judge it necessary, from an independent provider. The Board is responsible for leading, directing and promoting the long-term success of the Company, taking into account the interests of the Company and its stakeholders. To discharge this responsibility, the Board has established frameworks for governance, risk management and internal control.

Each year, the Board oversees a review of the Company's strategy, including the business plan for the following three years. Once approved by the Board, the business plan and strategy form the basis for financial budgets, resource plans and investment decisions, and also the future strategic direction of the Company. The ORSA process is a key component of the risk and capital management frameworks and integral to the business planning process and the Board's long-term decision making. In making decisions concerning the business plan and future strategy, the Board has regard to a variety of matters including the interests of various stakeholders, the consequences of its decisions in the long term and its long-term reputation.

The following summarises how the directors have fulfilled their duties with respect to specific stakeholders.

Shareholders

AGM is the sole shareholder of the Company. Representatives of AGM are also directors of the Company which ensures that strategies and objectives are well understood by the shareholder and, where appropriate, aligned to those of the external shareholders of AGL, the Company's ultimate parent.

Strategic report for the year ended 31 December 2022 (continued)

Policyholders/Customers

The Company aims to provide tailored products that address customer needs within various sectors of the public finance, essential infrastructure and structured finance markets. The Chief Executive Officer and Chief Underwriting Officer are in regular contact with the project sponsors and investors to ensure the Company's financing solutions continue to meet the needs of its customers.

Ensuring that the Company can meet its obligations to existing policyholders is a key objective for the Board in its oversight of the Company's strategy and business plan. The Company's capital management process is further described in note 21 to the financial statements.

Regulators and rating agencies

The Board is committed to working constructively with regulators and recognises the importance of engagement to meeting regulatory expectations. Senior management have maintained regular dialogue with regulators to explain key changes during the period, such as key operational initiatives and the policy novations to AGM.

The independent views from rating agencies on the Company's financial strength and claims paying capabilities, are very important for several of our stakeholders. The directors believe the Company has well-established relationships with the rating agencies. All relevant publications produced by the Company's key rating agencies were published on AGL's website for ease of access by all stakeholders.

Employees

We regard the employees of Assured Guaranty (UK) Services Limited ("AGUKS") as the workforce of the Company. The Company's long-term success is dependent on the commitment of its workforce and their demonstration of the Company's values on a daily basis. As part of the governance framework, the Board oversees the delivery of employee training programmes under which employees complete annual training on the Company's code of conduct, anti-money laundering, anti-bribery and corruption, anti-workplace harassment and whistleblowing requirements. Employees are also required to prepare personal development plans to ensure the identification of other training and development needs.

Employee engagement and transparent communication are important features of the Company's culture. During the year, members of the Company's Board held town hall meetings with UK employees, providing the opportunity to communicate key updates and answer questions. In addition, each quarter after the Assured Guaranty Group issues its financial results, in addition to meeting with shareholders and investors, the AGL Chief Executive Officer and Chief Financial Officer, who are both members of the AGUK Board, hold a town-hall meeting for all employees where they provide an update on the Assured Guaranty Group's performance and strategy and acknowledge contributions made by employees to the continued success of its business.

Over the course of the year, the Company has enhanced the articulation of its culture, including its values and how these values are understood and met by employees. This has involved the development and delivery of a purpose and vision statement and then, with employee input, a statement of the Company's cultural values. These cultural values are: We are Professional. We act with Integrity. We are Responsible. We are a Team. We are Ambitious. The employees of the Company strive to model these values and the Company assesses and reports on its progress against these values, including by holding an annual staff survey.

The Assured Guaranty Group has implemented a Diversity and Inclusion ("D&I") policy, which can be found in the "Governance and Policies" subsection of AGL's website (www.assuredguaranty.com/about-us/governance). The D&I policy applies to all personnel, across all offices and operations of the Assured Guaranty Group and outlines the Assured Guaranty Group's commitment to building and sustaining at all levels of the organization a diverse workforce, and creating an inclusive culture. The Assured Guaranty Group has taken a number of steps to demonstrate its organisational commitment to diversity and inclusion, which include:

- (i) Diversity training has been provided to all employees on how to identify and interrupt unconscious bias and the role each employee can play to promote diversity and inclusion.
- (ii) Based on employee feedback, employee resource groups were launched for woman and working parents to create community, awareness and encourage employees to engage with and support one another.
- (iii) A number of talent acquisition strategies have been added to the recruiting practices in order to deliberately reach and attract a diverse and qualified applicant pool.

Strategic report for the year ended 31 December 2022 (continued)

- (iv) An employee-led Diversity and Inclusion Committee plays a key role in recommending strategies and initiatives to achieve diversity and inclusion goals, such as a mentoring program, employee resource groups and investing in organizations that work to create a pipeline of diverse and qualified candidates.

The Company continues to invest in the professional development of its workforce. To support the advancement of its employees, the Company provides access to training, mentoring opportunities, as well as tuition reimbursement assistance.

In 2022, the Assured Guaranty Group launched its inaugural employee engagement survey. While the Company encourages open dialogue, the engagement survey provided a confidential way for employees to provide more candid feedback. A third-party provider conducted the survey and benchmarked the results relative to other similar-size financial services companies. The survey was sent to the total global workforce; 88% of all employees participated in the survey. The overall engagement score exceeded the benchmark.

Suppliers

The Company has a supplier management policy which dictates that all suppliers must adhere to the Company's high ethical standards and aims to treat all suppliers fairly. During the year, the Company utilised the supplier approval process set out in the supplier management policy to assess all new suppliers. Existing suppliers were also periodically reviewed to ensure that they continued to meet the requirements of the supplier management policy.

The Company has also established policies and processes to appropriately monitor the performance of outsourced service providers and other material service arrangements to ensure compliance with regulatory requirements and legislative requirements and has issued a Modern Slavery Act statement (www.assuredguaranty.com/images/uploads/AGUK_Statement_under_the_Modern_Slavery_Act_2015.pdf).

Impact of the Company's operations on the community and environment

As a financial guarantor, the Company plays a valuable role in lowering the financing cost of essential infrastructure projects which benefit communities within the UK, including hospitals, roads, airports, social housing, universities and utilities. The Company also believes that its products have an important role to play in helping to finance the infrastructure improvements, renewable energy generation and new technologies required to prepare for, and mitigate the impacts of, climate change-related events.

The Directors' oversight of the impact of the Company's operations on the environment is described within the climate change section above.

The Assured Guaranty Group has expressed its commitment to social responsibility, not only to its employees and other stakeholders as described above, but also to its community. The Assured Guaranty Group commitment can be found in the "Social Responsibility" subsection of AGL's website (www.assuredguaranty.com/about-us/environmental-and-social-responsibility/social-responsibility). Both the Company and the wider Assured Guaranty Group believe in giving back through corporate philanthropy, volunteering, and encouraging employees to contribute to the causes they care about. The Assured Guaranty Group Philanthropy Committee leads all charitable efforts, including corporate donations and volunteering opportunities in the UK. Employee charitable contributions are matched by the Company and to encourage involvement in community outreach, the Company provides employees with the opportunity to take one work day off with pay every calendar year to volunteer in the local community.

Approved by the Board of Directors on 30 March 2023 and signed on its behalf by:



Richard Nicholas
Chief Financial Officer
30 March 2023

Directors' report for the year ended 31 December 2022

The directors present their report and the audited financial statements of the Company for the year ended 31 December 2022.

Future developments

The likely future developments for the Company are discussed within the strategic report.

Dividends

The directors do not recommend the payment of a dividend (2021: no dividends recommended).

Financial instruments

Information on the use of financial instruments by the Company and its management of financial risk, including the Company's management of its exposure to market risk is disclosed in note 21 to the financial statements.

Directors

The directors of the Company who were in office throughout the year and up to the date of signing the financial statements (unless otherwise stated) were:

Robert Bailenson
Mark Batten
Dominic Frederico
Samantha Hoe-Richardson
Dominic Nathan
Richard Nicholas
Nicholas Proud
Penelope Shaw
David Todd

Qualifying third party indemnity provisions

The Company's articles of association include a qualifying third-party indemnity provision for the benefit of the members of the Board of Directors of the Company and of its associated companies.

Post balance sheet events

The Company completed a further 9 policy novations in February 2023 to transfer an 85% share of two UK regulated utility risks to AGM. The total net insured par transferred was £1.8 billion, representing 24.6% of total net par as at 31 December 2022.

During March 2023, several regional US banks collapsed, leading to a broader loss of confidence in the banking sector, and in Europe, following financial difficulties, Credit Suisse was acquired by UBS. The Company is satisfied that these events do not have a material impact on its financial position, financial results or its operations. As the situation continues to develop, it is being closely monitored by management and our risk assessment will be kept under regular review.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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." 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;

Directors' report for the year ended 31 December 2022 (continued)

- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

Streamlined Energy and Carbon Reporting ("SECR")

The Companies (Directors' report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 ("the Regulations") require companies to disclose their UK annual energy use, greenhouse gas emissions, and related information. The Company has adopted the Greenhouse Gas Protocol Reporting Protocol – Corporate Standard methodology to calculate its annual energy use, greenhouse gas emissions and related information required to be disclosed under the Regulations.

The Company classifies its energy emissions into three categories:

- Scope 1 - Direct emissions,
- Scope 2 - Indirect emissions
- Scope 3 - Other indirect emissions

There are no direct emissions relating to the Company's business activities and it does not own or control any of the utilities it consumes. The Company therefore believes that its Scope 1 emissions are zero. Scope 2 emissions comprise purchased heating and electricity consumed at the Company's London office. Scope 3 emissions primarily comprise those related to business travel undertaken by employees, including flights and ground transport.

The Company's energy use, as defined and required to be reported under the Regulations, which for the Company comprises only Scope 2 emissions, is reported below.

For the years ended 31 December 2022 and 2021:

Onsite energy used:	2022	2021	Change
Gas – kWh	40,829	53,999	(24.4)%
Electricity – kWh	104,431	105,512	(1.0)%
Transport energy used	—	—	— %
Emissions from energy use - CO2 equivalent (kg)	40,692	43,523	(6.5)%
Intensity metric - tonnes of CO2 per employee of AGUKS	1.23	1.66	(25.9)%

Although the direct impact of the Company's operations on the environment is relatively small we are nonetheless committed to reducing our environmental footprint by operating our business in a sustainable and environmentally responsible manner. The Company's office is in a building with an "Excellent" BREEAM (Building Research Establishment Environmental Assessment Method) rating. In addition, the building has in place an ISO 14001: 2015, which establishes the standards for its environmental management system that are intended to minimize the impact of its operations on the environment and comply with applicable laws and regulations. During 2022 the building implemented the following initiatives:

- further LED light installations,
- installed a property management software tool that analyses the heating, ventilation and air-conditioning system and utility meters in the building to reduce energy inefficiency, energy costs and carbon emissions, and
- installed a system that helps to improve dry waste and recycling segregation.

Directors' report for the year ended 31 December 2022 (continued)

Over recent years the Company has undertaken actions to reduce usage of both paper and single-use plastics, including via the addition of filtered water dispensers and encouraging employees to use reusable water bottles. In addition, the Company's office is equipped with video conferencing capabilities to minimize the need for travel. We also solicit suggestions from employees. The Assured Guaranty Group has established an online employee sustainability suggestion box.

Statement of disclosure of information to auditors

Each of the persons who is a director at the date of this report confirms that:

- 1) so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- 2) they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Independent auditors

The auditors, Deloitte LLP, have indicated their willingness to continue in office. A resolution concerning their reappointment was approved at the meeting of the Company's Board of Directors on 30 March 2023.

Information included in strategic report

In accordance with section 414C(11) of the Companies Act, the Company has chosen to set out the following information in the strategic report, which would otherwise be required to be disclosed within the directors' report:

- Future Developments; and
- Statement of engagement with suppliers, customers and others in a business relationship with the Company.

Approved by the Board of Directors on 30 March 2023 and signed for on its behalf by:



Richard Nicholas
Chief Financial Officer
30 March 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF ASSURED GUARANTY UK LIMITED

Report on the audit of the financial statements

1. Opinion

In our opinion the financial statements of Assured Guaranty UK Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and Financial Reporting Standard 103 "Insurance Contracts"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 28.

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

2. 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 as applied to public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. The non-audit services provided to the company for the year are disclosed in note 8 to the financial statements. We confirm that we have not provided any non-audit services prohibited by the FRC's Ethical Standard to the company.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. Summary of our audit approach

Key audit matters

The key audit matters that we identified in the current year were:

- Completeness of claims outstanding and the unexpired risk provision (“URP”); and
- Level 3 investment valuation – asset-backed securities

Within this report, key audit matters are identified as follows:

- ⊕ Similar level of risk
 - ⊖ Decreased level of risk
-

Materiality

The materiality that we used in the current year was £6.7m which was determined on the basis of net assets.

Scoping

All audit work for the Company was performed by, or under the supervision of, one engagement team using the statutory materiality.

Significant changes in our approach

In our 2021 audit, we identified a key audit matter in revenue recognition for instalment premiums, which were linked to variable inflation rates. In our risk assessment in the current year, we noted little to indicate the existence of a key audit matter in relation to revenue recognition. The earning pattern for instalment premiums on certain contracts is dependent on an inflation rate assumption for future periods which is inherently uncertain given the current economic environment. The inflation inputs are linked directly to the Office of National Statistics (“ONS”) data and are fed into the premiums system through the earnings calculator with no judgment from management. Hence this year we do not consider this to be a key audit matter.

Furthermore, in our 2021 audit we considered a key audit matter in valuation of claims outstanding and the unexpired risk provision (“URP”). Due to the nature of claims outstanding provision being non-judgmental and there being no change to the underlying models that we tested last year and the balance of the unexpired risk provision (“URP”) being quantitatively immaterial in 2022, we no longer consider the valuation assertions on these balances as a key audit matter. Our risk assessment around completeness remains a key audit matter.

4. 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 evaluation of the directors’ assessment of the company’s ability to continue to adopt the going concern basis of accounting included:

- Evaluated future profit forecasts, management’s method in producing these, and the consistency with current year results;
- Evaluated management’s capital and solvency stress testing and assessed the reasonableness of management’s assumptions, including those related to the recoverability of reinsurance assets and any support arrangements; and

- Evaluated appropriateness of the disclosures presented in note 3 of 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 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.

5. 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) that we identified. These matters included 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.

5.1. Completeness of claims outstanding and the unexpired risk provision (“URP”)

Key audit matter description

The economic environment may impact the ability of counterparties of certain guaranteed financial instruments to continue to make required interest or principal payments as they fall due. Management has a surveillance team closely monitoring the performance of the portfolio and assessing where remedial action or specific provisions are necessary.

A provision for claims outstanding is recorded when there is a significant deterioration of a specific insured obligation, such that the insured obligation is in default at the balance sheet date. The gross claims outstanding recorded at 31 December 2022 were £35.0m (2021: £29.4m). Alternatively, a URP is recognised when, for Below Investment Grade (“BIG”) credits, the estimated value of future claims and expenses likely to arise after the end of the financial year, exceeds the provision for unearned premiums following the deduction of any deferred acquisition costs and premiums receivable for those specific contracts. The URP at 31 December 2022 was £3.5m (2021: £2.5m) and made up of three out of the six BIG (2021: three out of five) credits.

Due to the nature of the claims outstanding provision being non-judgmental and there being no change to the underlying models that we tested last year and the balance of the unexpired risk provision (“URP”) being quantitatively immaterial in 2022, we no longer consider the valuation assertions on these balances as key audit matter.

Management use an internal credit rating model that uses a scorecard methodology to assign ratings to each transaction in the portfolio. The ratings reflect the company’s view of the transaction credit quality, taking into account the long-duration nature of the contracts and the risk of default of the underlying credit. There is a risk therefore that the company does not recognise a provision for

credits which have experienced a deterioration in their credit quality based upon the internal rating model and surveillance process. Management's model further makes use of assumptions such as probability of default, loss given default and severities.

In assessing whether any credits have become BIG, management conducts inflationary stress tests and impact analysis on the portfolio that is most likely to be impacted.

Due to the possibility of manipulation of models in the estimation process and internal ratings, we identify a potential fraud risk associated with this key audit matter.

Refer to Note 4 (Critical accounting judgements and estimation uncertainties) and Note 23 (Technical provisions) of the financial statements.

How the scope of our audit responded to the key audit matter

We obtained an understanding of the relevant controls in relation to management's process for identifying BIG credits as well as the subsequent reserving considerations for these credits. Our substantive audit procedures to address the completeness of the BIG list involved the following:

- We held inquiries with management's surveillance team to evaluate whether we are up to date with the most recent events for a sample of credits then corroborated the internal credit rating through evaluation of surveillance reports by comparing these to independent credit ratings, news reports and other external data. For this sample we:
 - Obtained the external credit rating from S&P / Moody's independently then compared this rating to those used internally by management. Where ratings could not be obtained, we assessed the scorecard methodology developed by management for appropriateness by involving our in-house credit modelling specialists to test this methodology and the inputs used by management;
 - If the internal rating was below investment grade (below BBB-), we evaluated whether it was included on the BIG list;
 - If the internal rating was above investment grade (BBB- or above), we evaluated whether it was not included on the BIG list.
- We obtained and inspected the reserve committee meeting minutes and loss reserve memos to identify and evaluate any relevant information; and
- Involving our in-house credit modelling specialists, we:
 - assessed the appropriateness of management's internal ratings model by evaluating judgment used and benchmarking with industry data;
 - evaluated the appropriateness of management's significant assumptions (probability of default, loss given default and

-
- severities) including a comparison to market information where applicable; and
 - o obtained and assessed management’s inflationary stress tests and impact analysis for reasonableness, by benchmarking with economic data.
-

Key observations

Based on our procedures performed we are satisfied that the completeness of the claims outstanding and URP recorded as of 31 December 2022 is reasonable.

5.2 Level 3 investment valuation – asset-backed securities

Key audit matter description

AGUK holds a single Level 3 financial asset, a Triple-X securitisation carried out by a life insurance company. The asset value as at 31 December 2022 is £25.5m (2021: £24.5m).

Management engages a third-party valuation expert to price the level 3 investment on a quarterly basis. The valuation uses a discounted cash flow model with input data being life insurance cash flows from the underlying assets. The key assumption applied is the yield, which is determined as 11.3% (2021: 4.96%) at year-end. In arriving at the yield, a Weighted average rating factor (“WARF”) analysis is performed to arrive at the credit rating for the Investment, in combination with market data for comparable securities.

Given the key judgements applied to the discounted cash flows model we consider this as a key audit matter. Further details are included in note 17 to the financial statements.

How the scope of our audit responded to the key audit matter

We obtained an understanding of the level 3 investment valuation process including the relevant controls in the process.

In addition, we performed the following substantive audit procedures:

- We involved our valuation specialists to assess and evaluate the yield rate used. With involvement of specialists, we developed an independent discount spread range to value the Triple-X securitisation.
- We assessed the reasonableness of the insurance cash-flows, agreeing inputs to supporting documentation; and
- We assessed the competence, capabilities and objectivity of management’s third-party expert.

Key observations

Based on our procedures performed we are satisfied that the valuation of level 3 asset-backed securities is reasonable.

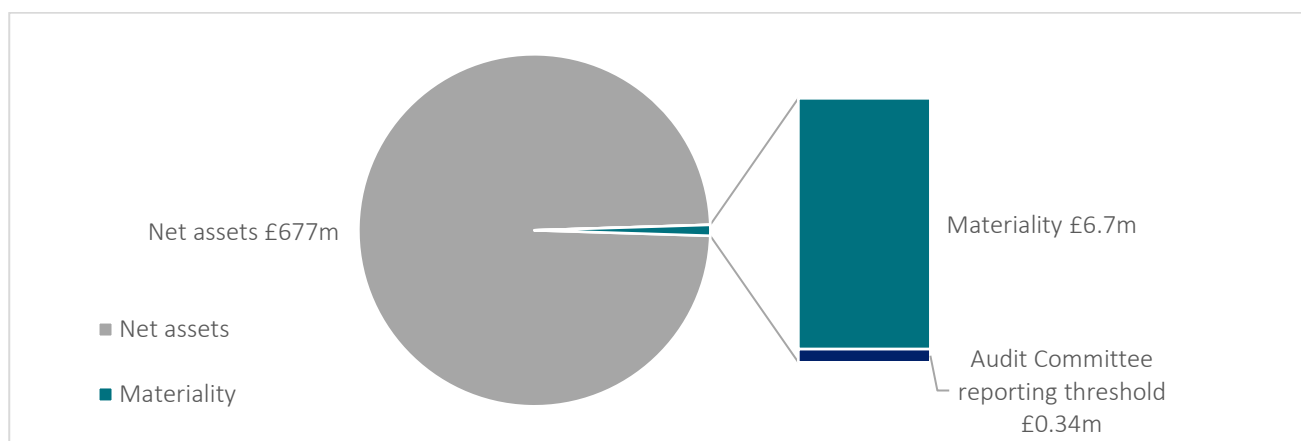
6. Our application of materiality

6.1. Materiality

We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Materiality	£6.7 million (2021: £7.0 million)
Basis for determining materiality	1% of net assets (2021: 1% of net assets)
Rationale for the benchmark applied	Net assets are a primary focus of the users of the financial statements. In addition, net assets are one of the key UK GAAP measures monitored and reported by the board, as is expected for insurers who are required to maintain an adequate solvency position in line with the internal and external capital requirements.



6.2. Performance materiality

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements as a whole. Performance materiality was set at 70% of materiality for the 2022 audit (2021: 60%). In determining performance materiality, we considered the following factors:

- The fact that this is the second year we have audited the Company;
- Our understanding of the entity and its control environment and operations; and
- the nature, volume and size of misstatements (corrected and uncorrected) in the previous audit, which has indicated no corrected and uncorrected misstatements identified in prior periods

6.3. Error reporting threshold

We agreed with the Audit Committee that we would report to the Committee all audit differences in excess of £0.34m (2021: £0.35m) as well as differences below that threshold that, in our view, warranted reporting on

qualitative grounds. We also report to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

7. An overview of the scope of our audit

7.1. Scoping

Our audit was scoped by obtaining an understanding of the nature of the entity and its environment, including internal control, and assessing the risks of material misstatement. Audit work to respond to the risks of material misstatement was performed by the audit engagement team. This was a full scope audit for the Company in which we audited all material and significant account balances and disclosures.

7.2. Our consideration of the control environment

IT controls

In planning our 2022 audit we identified four systems that were material to AGUK's financial reporting processes. These systems handled data relating to premiums, including the earning patterns applied to instalment policies and we intended to rely on the IT and business controls associated with these systems. We worked alongside our IT specialists to assess the operating effectiveness of the general IT controls associated with these systems, as well as the wider general IT control environment across the business. We were able to rely upon the IT controls associated with all four systems identified.

Business processes and financial reporting controls

In our 2022 audit we identified the gross written premiums (revenue) and claims loss reserving and surveillance business cycles as being material to AGUK's financial reporting processes, and we intended to rely on the business controls associated with the gross written premiums (revenue) cycle. Having completed our testing over the operating effectiveness of business controls associated with gross written premiums, we concluded that we were able to rely upon the business controls associated with this cycle. For claims loss reserving and surveillance process, we have obtained an understanding of relevant controls and we have adopted a full substantive approach.

7.3. Our consideration of climate-related risks

We have gained an understanding of management's processes to address climate-related risks, including management's internal risk assessment. We have assessed whether these initiatives undertaken by management are aligned with the Climate Change Roadmap developed by the Association of British Insurers. We have performed a risk assessment of the financial impact of climate risks on the financial statements. In doing so we considered the estimates and judgements applied to the financial statements and how climate risks impact their valuation. We evaluated whether appropriate disclosures have been made in the financial statements and we have read the disclosures in the strategic report to consider whether they are materially consistent with the financial statements and our knowledge obtained in the audit.

8. 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.

9. 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.

10. 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.

11. 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.

11.1. Identifying and assessing potential risks related to irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- the nature of the industry and sector, control environment and business performance including the design of the company's remuneration policies, key drivers for directors' remuneration, bonus levels and performance targets;

- results of our enquiries of management, internal audit, directors and the audit committee about their own identification and assessment of the risks of irregularities, including those that are specific to the company's sector;
- any matters we identified having obtained and reviewed the company's documentation of their policies and procedures relating to:
 - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance ;
 - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
 - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- the matters discussed among the audit engagement team and relevant internal specialists, including tax, IT, valuation and credit specialists regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas: Completeness of claims outstanding and the unexpired risk provision ("URP"). In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

We also obtained an understanding of the legal and regulatory framework that the company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the UK Companies Act and tax legislation.

In addition, we considered provisions of other laws and regulations that 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. These included those imposed by the Financial Conduct Authority ('FCA'), the Prudential Regulation Authority ('PRA') and the company's regulatory solvency requirements.

11.2. Audit response to risks identified

As a result of performing the above, we identified completeness of claims outstanding and the unexpired risk provision ("URP") as a key audit matter related to the potential risk of fraud. The key audit matters section of our report explains the matter in more detail and also describes the specific procedures we performed in response to the key audit matter.

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

- reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- enquiring of management, the audit committee and in-house legal counsel concerning actual and potential litigation and claims;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- reading minutes of meetings of those charged with governance, reviewing internal audit reports and reviewing correspondence with the FCA and PRA; and
- in addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members including internal specialists and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Report on other legal and regulatory requirements

12. 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 have 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.

13. Matters on which we are required to report by exception

13.1. Adequacy of explanations received and accounting records

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

- we have not received all the information and explanations we require for our audit; or
- 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.

We have nothing to report in respect of these matters.

13.2. Directors' remuneration

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of directors' remuneration have not been made.

We have nothing to report in respect of this matter.

14. Other matters which we are required to address

14.1. Auditor tenure

Following the recommendation of the audit committee, we were reappointed by the board of directors on 31 March 2022 at the board of directors' meeting, to audit the financial statements for the year ending 31 December 2022 and subsequent financial periods. The period of total uninterrupted engagement including previous renewals and reappointments of the firm is 2 years, covering the years ending 31 December 2021 to 31 December 2022

14.2. Consistency of the audit report with the additional report to the audit committee

Our audit opinion is consistent with the additional report to the audit committee we are required to provide in accordance with ISAs (UK).

15. 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.



Claire Clough (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

London, United Kingdom

30 March 2023

Profit and loss account for the year ended 31 December 2022

	<i>Note</i>	2022	2021
		£'000	£'000
Technical Account – General Business			
Earned premiums, net of reinsurance			
Gross written premiums	6	3,331	11,706
Outward reinsurance premiums		(12,904)	(3,931)
Net written premiums		(9,573)	7,775
Change in the gross provision for unearned premiums		38,435	30,111
Change in the provision for unearned premiums, reinsurer's share		(13,399)	(20,659)
Net change in unearned premiums		25,036	9,452
Earned premiums, net of reinsurance		15,463	17,227
Other technical income / (expense)	25	2,475	2,375
Total technical income		17,938	19,602
Claims incurred, net of reinsurance			
Claims paid			
Gross amount		1,678	1,842
Reinsurer's share		(1,566)	(1,765)
		112	77
Changes in the provision for claims			
Gross amount		2,243	604
Reinsurer's share		(2,019)	(543)
		224	61
Claims incurred, net of reinsurance		336	138
Changes in other technical provisions, net of reinsurance		1,092	(3,591)
Net operating expense	7	11,640	13,501
Total technical charges		13,068	10,048
Profit / (Loss) on the technical account for general business		4,870	9,554
Non-Technical Account			
Profit / (Loss) on the general business technical account		4,870	9,554
Investment income	11	13,092	13,644
Unrealised gains on investments	11	2,262	2,035
Investment expenses and charges	11	(559)	(459)
Unrealised losses on investments	11	(65,101)	(27,268)
Other income	26	13,939	675
(Loss) / Profit on ordinary activities before tax	12	(31,497)	(1,819)
Tax credit / (charge) on (loss) / profit on ordinary activities	13	8,085	509
(Loss) / Profit for the financial year		(23,412)	(1,310)

The notes on pages [29](#) to [47](#) form part of the financial statements. All results derive from continuing activities.

The Company has no material recognised gains and losses other than the profit for the financial year above and therefore no separate statement of comprehensive income is presented.

Assured Guaranty UK Limited

Registered in England No. 2510099

Balance sheet as at 31 December 2022	<i>Note</i>	2022	2021
		£'000	£'000
Assets			
Investments			
Financial investments	17	685,575	722,958
Reinsurer's share of technical provisions			
Provision for unearned premiums	23	255,908	267,118
Claims outstanding	23	31,652	26,427
Other technical provisions	23	292	472
Debtors			
Debtors arising out of direct insurance operations	16	363,057	387,155
Other debtors	16	44,696	46,867
Other assets			
Tangible assets	15	387	445
Cash at bank and on hand	3	8,517	4,318
Deferred tax	14	9,263	1,178
Prepayments and accrued income			
Accrued interest		5,738	5,698
Deferred acquisition costs	24	20,087	21,799
Other prepayments and accrued income		748	657
Total assets		1,425,920	1,485,092
Liabilities and shareholder's funds			
Capital and reserves			
Called up share capital	22	55,000	55,000
Capital contribution		385,865	385,865
Other reserves		122,625	122,625
Profit and loss account		113,447	136,859
Total shareholder's funds		676,937	700,349
Technical provisions			
Provision for unearned premiums	23	454,644	490,819
Claims outstanding	23	35,169	29,363
Other technical provisions	23	3,459	2,546
Creditors			
Creditors arising out of reinsurance operations	18	169,359	171,652
Other creditors	18	9,068	9,819
Accruals and deferred income	19	77,284	80,544
Total liabilities and shareholder's funds		1,425,920	1,485,092

The notes on pages [29](#) to [47](#) form part of the financial statements.

The financial statements on pages [26](#) to [47](#) were approved by the Board of Directors on 30 March 2023 and were signed on its behalf by:



Richard Nicholas
Chief Financial Officer

Assured Guaranty UK Limited

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Statement of changes in equity for the year ended 31 December 2022

	Called up share capital	Capital contribution reserve	Other reserves	Profit and loss account	Total shareholder's funds
	£'000	£'000	£'000	£'000	£'000
Balance as at 1 January 2021	55,000	385,865	122,625	138,169	701,659
Loss for the financial year	—	—	—	(1,310)	(1,310)
Balance as at 31 December 2021	55,000	385,865	122,625	136,859	700,349
Loss for the financial year	—	—	—	(23,412)	(23,412)
Balance as at 31 December 2022	55,000	385,865	122,625	113,447	676,937

The capital contribution reserve represents additional capital contributed by AGUK's parent company, AGM. Other reserves were created following the merger of AGUK with its former subsidiaries in November 2018 and represented the difference between the Company's investment in group undertakings and the value of net assets transferred to the Company upon merger.

Notes to the financial statements for the year ended 31 December 2022

1. General information

The principal activity of the Company is the provision of financial guarantee insurance for public finance (including infrastructure finance) and structured finance obligations. The policies underwritten by the Company generally guarantee scheduled payments of principal and interest on an issuer's obligation in the event, and to the extent of, a payment default.

The Company is a private company limited by shares and is incorporated and domiciled in England. Its registered office is 6 Bevis Marks, London, EC3A 7BA.

2. Statement of compliance

The individual financial statements of the Company have been prepared in compliance with The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, United Kingdom Accounting Standards, including Financial Reporting Standard 102 and Financial Reporting Standard 103, the Financial Reporting Standards applicable in the United Kingdom and Republic of Ireland ("FRS 102" and "FRS 103") and the Companies Act 2006.

3. Summary of significant accounting policies

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

(a) Basis of preparation

The directors consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements. The directors have also concluded that there are no material uncertainties that could cast significant doubt over the Company's ability to continue as a going concern which should be disclosed.

The Company's products insure some policyholders against very long term, very low probability credit events, often relating to government linked entities. Modelling such defaults is inherently very judgmental, and includes factors which cannot easily be modelled, such as long-term political risk. The insured risk profile is therefore such that plausible events could emerge in the future which are outside the extreme but plausible stress scenarios envisaged under current risk and solvency assessments. In the highly unlikely event that such losses should occur, AGUK may be dependent on the protection available under the AGM Excess of Loss Reinsurance Agreement and other AGM support to continue as a going concern. Other AGM support is secured by the Net Worth Maintenance Agreement, which obliges AGM to contribute further capital, as described in the Parental and Affiliate Support Agreements section of the Strategic Report. The directors have considered the role of these support arrangements with AGM in extreme stress scenarios in presenting the accounts of AGUK on a going concern basis.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Those areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 4.

(b) Premiums written

Premiums written relate to business incepted during the year, together with any differences between premiums recognised for prior years and those previously accrued and include estimates of premiums not yet due.

- (i) Where the premium on a policy is received up front, the premium is recognised as written on the date of inception.
- (ii) Where a premium is received in instalments and the underlying bonds are callable, management considers the nature of the call provision(s) and the likelihood of exercise of those provisions, and determines whether it is reasonably certain that the contract will run its full term.

The full expected premium is recorded when it is received or when it is reasonably certain that it will be received. When the contract is not expected to run its full term, the written premium recognised is either the premium amount to the first call point under the contract or the guaranteed minimum premium (where such a clause exists in the policy documents) or where the contract is callable without any notice period, the Company records the instalments as they fall due.

3. Summary of significant accounting policies (continued)

When instalment premiums to be received under the policy are linked to an outstanding debt that could be paid down faster than anticipated, or where a premium is linked to an index, the Company recognises premiums written based upon an analysis of the premium it is reasonably certain to receive. Any anticipated change in the expected premium receivable is recognised as an adjustment to premium; in the case of decreases in premium, as soon as it is foreseen and in the case of increases, when such an adjustment is assessed as reasonably certain.

(c) Earned Premium

Written premiums are recognised as earned premiums over the policy duration on a time apportionment basis which reflects the incidence of risk. An unearned premiums provision is established for the proportion of written premiums in the current or prior years that relate to unexpired terms of policies in force at the balance sheet date.

(d) Claims and claim expenses incurred

Claims incurred comprise claims and related claims expenses paid in the year and the change in provision for claims outstanding. A provision for claims outstanding is recorded when there is significant deterioration on a specific insured obligation and the obligation is in default at the balance sheet date. When appropriate, provisions for claims outstanding are discounted to their present value using a discount rate which represents the rate of return achieved on the Company's investment portfolio. Claims outstanding are calculated gross of any reinsurance recoveries which are calculated separately (see reinsurance below).

A substantial measure of experience and judgment is involved in assessing claims outstanding, the ultimate cost of which may not be known with certainty at the balance sheet date. Provisions for claims outstanding and related reinsurance recoveries are determined on the basis of information available at the balance sheet date; however, it is inherent in the nature of business written that the ultimate liabilities may vary as a result of subsequent developments. Further information on the estimation of claims outstanding is included within note 4.

(e) Subrogation and salvage

When the Company becomes entitled to cashflows from the underlying insured transaction as a result of a prior claims payment or an expected future claims payment, the Company recognises a salvage and subrogation asset. Recoveries arising out of subrogation or salvage are estimated on a prudent basis and included within debtors.

(f) Reinsurance

Contracts entered into by the Company with reinsurers, under which the Company is compensated for losses on insurance policies issued by the Company and that meet the classification requirements for insurance contracts, are classified as reinsurance contracts.

Reinsurance premiums are recognised based on the premium reasonably expected to be paid across the life of the reinsurance contract. Reinsurance premiums are recognised as earned with regard to the incidence of risk for the direct business to which they relate.

The amounts recoverable from reinsurers (shown in reinsurer's share of Claims outstanding, reinsurer's share of Other technical provisions and Other debtors) are estimated based upon the gross claims outstanding, having due regard to collectability. Collectability is assessed on the basis of market data and other relevant information on the financial strength of each reinsurer and any collateral provided to the Company. The reinsurers' share of claims incurred in the profit and loss account reflects the change in amounts received or receivable from reinsurers in respect of those claims incurred during the period. Reinsurance liabilities are primarily premiums payable for reinsurance contracts and are recognised in the profit and loss account as Outward reinsurance premiums.

(g) Acquisition costs and ceding commission income

Acquisition costs comprise the direct expenses for the production of new business, which include underwriter salaries and transaction legal fees. Management uses its judgment in determining what types of costs, as well as what percentage of these costs should be deferred.

The Company conducts an annual study to determine how much of the direct costs qualify for deferral. Costs incurred for soliciting potential customers, market research, training, administration, unsuccessful acquisition efforts, and product development as well as all overhead related costs are expensed as incurred and not deferred. When an insured obligation is retired early, the remaining related deferred acquisition cost is expensed.

Reinsurance ceding commission income is deferred, subject to recoverability, and earned over the period in which the related reinsurance premiums are recognised.

3. Summary of significant accounting policies (continued)**(h) Financial Investments**

The Company's policy is to measure all financial investments at fair value through profit or loss. The basis on which the Company determines the fair value of its investments is set out in note 17. Gains or losses arising from changes in the fair value of financial investments are presented in the profit and loss non-technical account in the period in which they arise. Realised gains and losses are calculated as the difference between net sales proceeds and purchase price. Unrealised gains and losses represent the difference between the valuation at the balance sheet date and their purchase price, or if they were held in the prior year also, their valuation at the last balance sheet date.

Financial investments include short term deposits which do not meet the definition of Cash at bank and on hand.

Investment return comprises all investment income, realised investment gains and losses and movements in unrealised gains and losses, net of investment expenses.

(i) Taxation*Current tax*

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred taxation

A deferred tax asset or liability is recognised if transactions have occurred at the balance sheet date that give rise to an obligation to pay more tax in the future, or a right to pay less tax in the future. Deferred tax is measured using tax rates that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred tax assets and liabilities are not discounted.

(j) Operating lease

Leases of assets where a significant portion of the risk and rewards of ownership are effectively retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease. Any operating lease incentives, including rent free periods, are spread over the period of the lease.

(k) Tangible fixed assets

Tangible fixed assets comprising leasehold improvements, office furniture and IT hardware are recorded at cost less depreciation.

The costs of tangible fixed assets comprise their purchase cost, together with any incidental costs of acquisition. Depreciation is calculated on the straight-line method to recognise the asset's cost over its estimated useful life as follows:

Tangible assets	Useful life
Leasehold improvements	13 years
Furniture	5 years
Hardware	3 years

The residual values and useful lives of tangible fixed assets are reviewed, and adjusted if appropriate, at each balance sheet date. When the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount. Gains and losses on disposal of tangible fixed assets are determined by reference to their carrying amount and are taken into account in determining net operating income / (expense).

3. Summary of significant accounting policies (continued)

(l) Provisions

A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle that obligation.

(m) Unexpired risks provision

A provision is established for any deficiencies arising when unearned premiums, net of associated acquisition costs, are insufficient to meet expected claims and expenses, after taking into account future investment return. The expected claims are calculated based on information available at the balance sheet date. The unexpired risks provision is included in Other technical provisions gross of reinsurance, whilst the reinsurer's share is included within reinsurer's share of Other technical provisions. Within the profit and loss account, the movement in the unexpired risks provision is shown net of reinsurance.

(n) Foreign currency

The Company's financial statements are presented in pounds sterling. The Company's functional currency is pounds sterling. Transactions in foreign currencies are translated to sterling at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities expressed in foreign currencies at the balance sheet date are translated into sterling at the rates of exchange ruling at that date. Differences arising on exchange are reflected in the non-technical account.

(o) Cash at bank and on hand

Cash at bank and on hand comprises on-demand bank deposits only.

(p) Exemption for qualifying entities under FRS 102

FRS 102 permits a qualifying entity certain disclosure exemptions. The Company has taken advantage of the following exemptions:

- (i) from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company includes the Company's cash flows in its own consolidated financial statements; and
- (ii) from disclosing related party transactions on the basis that the transactions are with related parties which are wholly owned within the same group.

4. Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements requires the use of estimates, judgements and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses.

Judgements and estimates are continually evaluated for their appropriateness and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

The use of such judgements and estimates is most critical to the measurement of the Company's insurance liabilities. Further information on the methodologies and processes used to establish key judgements and estimates in respect of the Company's insurance liabilities is included within note 21.

Key sources of estimation uncertainty

The directors consider the following to be the key sources of estimation uncertainty and those most critical to understanding the Company's result and financial position.

(i) Written premiums

The amount of written premiums at contract inception is determined as follows:

For premiums received upfront on financial guarantee insurance contracts, written premiums are equal to the amount of cash received. For premiums received in instalments, written premiums are equal to the value of the expected premiums to be collected over the life of the contract, where premium payments must be contractually payable, the amount of premium payable must be probable, and the amount of premium payments must be reasonably estimated.

4. Critical accounting judgments and key sources of estimation uncertainty (continued)

Instalment premiums on certain insurance contracts are dependent upon the rate of inflation. The Company assumes a stable rate of inflation for future periods. However, if future inflation rates differ to that assumed by the Company then the estimated premium due to the Company will differ. When the Company adjusts premium payment assumptions or expected premium collections, an adjustment is recorded to the written premiums.

(ii) Claims reserves and unexpired risks provision

Determining the ultimate cost of the Company's insurance obligations is an inherently subjective process involving numerous estimates, assumptions and judgments by management, using both internal and external data sources with regard to frequency, severity of loss, economic projections, governmental actions, negotiations and other factors that affect credit performance. These estimates, assumptions and judgments, and the factors on which they are based, may change materially over a year, and as a result the Company's loss estimates may change materially over that same period.

The Company does not use traditional actuarial approaches to determine its estimates of expected losses. Actual losses will ultimately depend on future events or transaction performance and may be influenced by many interrelated factors that are difficult to predict. As a result, the Company's current projections of probable and estimated losses may be subject to considerable volatility and may not reflect the Company's ultimate claims obligations.

(iii) Valuation of investments - Level 3 investments

Level 3 investments (as determined under the UK GAAP fair value hierarchy) are those investments which due to their illiquidity cannot be valued using market observable inputs and are instead valued using a valuation model and estimates/assumptions which are not observable from market activity for that asset or similar assets. Unobservable inputs reflect the assumptions the Company believes that market participants would use in pricing the asset or liability.

The Company held only one Level 3 investment for loss mitigation purposes at 31 December 2022. A valuation of this bond is prepared each quarter by independent valuation specialists and reviewed by management. Additional information on the Company's valuation techniques for this Level 3 investment is included in note 17.

5. Policy novations to AGM

In December 2022 the Company completed a series of policy novations to transfer 85% of the insured par for a UK regulated utility risk to AGM. The 85% share of the policies were novated at their fair value and cash was paid by AGM to AGUK for the difference between the fair value of the exposure transferred and 85% of the future premiums to be paid by the policyholder, resulting in AGM paying AGUK £1.3 million. A total of £466.8 million of net insured par was transferred.

The policy novations were treated as policy cancellations for accounting purposes and the Company derecognised the carrying value of the related insurance and reinsurance balances as of the effective date with the difference of £2.2 million between the amounts derecognised and the cash received from AGM representing a gain on transfer and reported within other technical income. The reduction in future premiums of £21.2 million was recorded as negative gross written premiums (negative £20.4 million net) within the income statement.

The Company completed a further 9 policy novations in February 2023 to transfer an 85% share of two UK regulated utility risks to AGM. The total net insured par transferred was £1.8 billion, representing 24.6% of total net par.

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6. Segmental analysis

The Company has only one business segment, which is financial guarantee insurance. The net assets and the business written by the Company are predominantly based in the United Kingdom, with business underwriting decisions made in the United Kingdom.

(a) Gross written premiums by location of risk

	2022	2021
	£'000	£'000
– UK	865	10,297
– Europe, excluding UK	3,517	1,395
– Other	(1,051)	14
Total gross premiums written	3,331	11,706

Total gross written premiums include new business written in the year and changes to in-force business written in prior years. Negative premiums can arise where estimated total premiums have been either adjusted for indexation, refunds or cancellation. As noted above, the policy novations to AGM were treated as policy cancellations for accounting purposes, resulting in negative gross written premiums of £21.2 million. The Company does not measure profit and loss on geographical segments.

(b) Gross claims incurred by location of risk

	2022	2021
	£'000	£'000
– Europe, excluding UK	844	1,601
– Other	3,077	845
Total gross claims incurred	3,921	2,446

7. Net operating expense

	2022	2021
	£'000	£'000
Acquisition costs deferred	844	726
Amortisation of deferred acquisition costs	(2,556)	(2,114)
Administrative expenses	(17,016)	(18,620)
Reinsurance commissions earned	7,088	6,507
Net operating expense	(11,640)	(13,501)

8. Auditors' remuneration

	2022	2021
	£'000	£'000
Fees payable to the Company's auditors for the audit of the Company's financial statements	408	365
Fees payable to the Company's auditors for other services:		
Audit related assurance services	62	52
Other non-audit services	—	—
Total auditors' remuneration	470	417

Auditors' remuneration is included within net operating expense.

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9. Directors' emoluments

The Company did not have any employees during the year (2021: nil). With the exception of the independent non-executive directors, with whom the Company has entered into separate service contracts, the directors of the Company are employees of AGUKS, Assured Guaranty US Group Services Inc ("AGSRV") and AGL. In consideration for their services, management fees were levied on the Company. Amounts paid by AGUKS, AGSRV, AGL and by the Company to the directors in respect of their services to the Company are summarised below.

	2022 £'000	2021 £'000
Aggregate remuneration	1,438	1,419
Aggregate amounts (excluding share options) under long-term incentive plans of the ultimate parent company, AGL	582	479
	<u>2,020</u>	<u>1,898</u>

Share options

No directors (2021: no director) exercised share options in the parent Company's shares during the year.

Long-term incentive scheme

Five directors (2021: five directors) received shares (or had shares receivable) under a long-term incentive scheme. An amount of £0.58 million (2021: £0.48 million) was paid to or receivable by directors under a long-term incentive scheme.

Pension contributions

There were three directors for whom retirement benefits are accruing under money purchase schemes (2021: three directors). The Company paid £0.02 million (2021: £0.02 million) to a money purchase pension scheme in respect of directors' qualifying services.

There are no other assets (2021: £nil) (other than money, shares and share options) received or receivable by directors in respect of their services to the Company.

Highest paid director

The highest paid director's emoluments were as follows:

	2022 £'000	2021 £'000
Aggregate remuneration and benefits under long-term incentive schemes (excluding share options)	899	895
Company pension contributions to money purchase scheme	—	—
	<u>899</u>	<u>895</u>

The highest paid director did not exercise any share options in 2022 (2021: no shares exercised) and is accruing benefits under a long-term incentive scheme in 2022 and 2021.

Key management compensation

Key management includes the executive directors and members of senior management. The compensation paid or payable to key management for their services to the Company is shown below:

	2022 £'000	2021 £'000
Salaries and other short-term benefits	1,899	1,618
Post-employment benefits	57	48
Share-based payments	652	420
	<u>2,608</u>	<u>2,086</u>

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10. Employees

All staff supporting the Company's operations are employees of AGUKS and AGSRV. In consideration for their services, management service fees were levied on the Company by AGUKS and AGSRV. The total amount levied during the year was £9.6 million (2021: £11.4 million). It is not feasible to ascertain separately the element of the service fee that relates to staff costs and hence no disclosure of staff costs is provided.

11. Investment return

	2022	2021
	£'000	£'000
Investment Income		
Interest income from investments	13,527	14,921
Unrealised gains on investments	2,262	2,035
	15,789	16,956
Investment expense and charges		
Investment management expenses	(559)	(459)
Net realised losses on investments	(435)	(1,277)
Unrealised losses on investments	(65,101)	(27,268)
	(66,095)	(29,004)
Total investment return	(50,306)	(12,048)

12. Profit on ordinary activities before tax

	2022	2021
	£'000	£'000
Profit on ordinary activities before tax is stated after (charging) / crediting:		
Operating lease charges	(242)	(230)
Depreciation on tangible fixed assets	(102)	(87)
Foreign exchange gain / (loss)	13,939	675

13. Tax on profit on ordinary activities

	2022	2021
	£'000	£'000
UK corporation tax (charge) / credit		
– Prior year adjustment	—	83
– Deferred tax	8,085	426
Tax credit / (charge) on profit on ordinary activities	8,085	509

The tax assessed for the year is lower (2021: lower) than the standard rate of corporation tax in the UK. The reconciliation between the current tax provision and that expected from the standard UK tax rate of 19.0% (2021: 19.0%) is as follows:

	2022	2021
	£'000	£'000
(Loss) / profit on ordinary activities before tax	(31,497)	(1,819)
(Loss) / profit on ordinary activities before tax multiplied by standard rate tax in the UK of 19.0% (2021: 19.0 %)	5,985	346
Effects of:		
– Expenses not deductible for tax purposes	32	(16)
– Adjustments to tax charge in prior year	—	83
– Change in tax rate	2,091	96
– Deferred tax credits forfeited in Part VII Transfer	(23)	—
Tax credit / (charge) for the year	8,085	509

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13. Tax on profit on ordinary activities (continued)

Factors affecting current and future tax changes

The increase in corporation tax rate outlined in Finance No. 2 Bill 2021 became substantively enacted on 24 May 2021. As a result, deferred tax for temporary timing differences that are forecast to unwind on or after 1 April 2023 have been recognised at 25%.

14. Deferred tax asset

	2022 £'000	2021 £'000
Double taxation relief	44	83
Capital Allowances	23	26
Net operating losses	8,786	496
Other temporary timing differences	410	573
Net deferred tax asset	9,263	1,178

The movement in the net deferred tax asset is as follows:

	2022 £'000	2021 £'000
At 1 January	1,178	692
Temporary timing differences	5,993	307
Double taxation relief	—	83
Tax rate change	2,092	96
At 31 December	9,263	1,178

15. Tangible assets

	Leasehold improvements £'000	Furniture £'000	IT Hardware £'000	Total £'000
Cost				
At 1 January 2022	751	273	93	1,117
Additions	42	—	1	43
At 31 December 2022	793	273	94	1,160
Accumulated Depreciation				
At 1 January 2022	312	273	87	672
Charge for year	100	—	2	102
At 31 December 2022	412	273	89	774
Net book value at 31 December 2022	381	—	5	386
Net book value at 31 December 2021	439	—	6	445

16. Debtors

	2022 £'000	2021 £'000
Arising out of direct insurance operations	363,057	387,155
Arising out of reinsurance operations	44,671	46,867
Other debtors including taxation and social security	25	—
Total debtors	407,753	434,022

17. Financial investments

All financial investments are held at fair value. Fair value is based on quoted market prices, where available. If listed prices or quotes are not available, fair value is based on either internally developed models that primarily use, as inputs, market-based or independently sourced market parameters, including but not limited to yield curves, interest rates and debt prices or third party proprietary pricing models.

The fair value of bonds in the investment portfolio is generally based on prices received from third party pricing services or alternative pricing sources with reasonable levels of price transparency. The pricing services prepare estimates of fair value measurements using their pricing models, which take into account: benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers, reference data, industry and economic events and sector groupings.

Classification within the fair value hierarchy is determined based on whether the inputs to valuation techniques used to measure fair value are observable or unobservable.

Level 1: The unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date.

Level 2: Inputs other than quoted prices included within Level 1 that are observable (that is, developed using market data) for the asset or liability, either directly or indirectly,

Level 3: Inputs that are unobservable (that is, for which market data is unavailable) for the asset.

As at 31 December 2022, the only Level 3 financial investment held by the Company was a single holding in an asset-backed security guaranteed by AGUK and purchased for loss mitigation purposes. The security is priced with the assistance of an independent third-party and the pricing is based on a discounted cash flow approach using the third-party's proprietary pricing model. The model uses inputs including life insurance cash flow projections; estimated default rates (determined on the basis of an analysis of collateral attributes, historical collateral performance; collateral reinvestment assumptions; and other features relevant to the evaluation of collateral credit quality); yields on similar securities and recent trading activity. The key valuation input as of 31 December 2022 was yield which was determined by reviewing various attributes of the security including collateral type, weighted average life, and sensitivity to losses, in conjunction with market data on comparable securities. Significant changes to any of these inputs could have materially changed the expected timing of cash flows within this security which is a significant factor in determining the fair value. The yield used to discount the projected cash flows as at 31 December 2022 was 11.3% (2021: 5.0%)

The table below presents the Company's financial investments measured at fair value at 31 December 2022 and at 31 December 2021, including classification of the fair value in accordance with the fair value hierarchy.

		2022		2021	
		Carrying Value	Purchase Cost	Carrying Value	Purchase Cost
		£'000	£'000	£'000	£'000
Level	Financial investments				
1	Short term deposits	14,374	14,374	15,191	15,191
2	UK government bonds	69,361	77,314	83,189	84,366
2	Non-UK government bonds	33,293	32,916	16,480	16,057
2	UK government agency bonds	12,350	15,479	13,921	15,479
2	Supranationals	186,972	202,106	166,269	169,627
2	Corporate bonds	282,436	315,900	342,373	348,507
2	Non-UK government agency bonds	59,698	64,091	57,330	58,175
2	Asset-Backed securities	1,541	1,592	3,726	3,730
3	Asset-Backed securities	25,550	19,010	24,479	19,010
	Total financial investments	685,575	742,782	722,958	730,142

The value of listed investments as at 31 December 2022 is £685.6 million (2021: £723.0 million).

18. Creditors

	2022	2021
	£'000	£'000
Arising out of reinsurance operations - including amounts owed to group undertakings	169,359	171,652
Other amounts owed to group undertakings	8,929	9,803
Other creditors including taxation and social security	139	16
Total creditors	178,427	181,471

Other amounts owed to group undertakings are unsecured, interest free and payable on demand.

19. Accruals and deferred income

	2022	2021
	£'000	£'000
Accrued expense	1,630	1,342
Reinsurance commission deferred	75,654	79,202
Total accruals and deferred income	77,284	80,544

20. Other financial commitments and guarantees

The Company has guaranteed certain obligations of its affiliate, Assured Guaranty Credit Protection Limited (“AGCPL”) for which the Company receives insurance premiums. AGCPL sells credit protection to counterparties through credit default swaps and may incur a loss in the event of payment default by an obligor. The Company is not aware of any actual or potential liabilities in relation to these guarantees. The Company does not expect AGCPL to issue credit default swaps in the future.

The Company has entered into a lease agreement in respect of the Company’s offices at 6 Bevis Marks. At the balance sheet date, the Company had the following future minimum lease payments under non-cancellable lease rentals in respect of this agreement:

	2022	2021
	£'000	£'000
Payments due:		
Not later than one year	529	529
Later than one year and not later than five years	2,118	2,118
Later than five years	923	1,452
Total payments due	3,570	4,099

21. Risk management

The Company has established a Risk Management Framework which seeks to ensure that risk is managed within the overall risk appetite and associated limits established by the Company’s Board. The Risk Management Framework seeks to identify, measure, monitor, manage and report on the risks to which the Company is or could be exposed.

Under this framework risks are categorised into five areas: underwriting risk, market risk, counterparty default risk, liquidity risk and operational risk. The identified key risks are captured within the Company’s risk register along with the internal controls and other actions designed to mitigate these risks to a level consistent with that set out within the Company’s Risk Appetite Framework. The key risks and compliance with limits and capital allocations are monitored via the use of key risk indicators prescribed under the Risk Appetite Framework. The Company’s ORSA, which forms an integral part of the Risk Management Framework, is the process by which management determines an appropriate level of capital to hold against the identified risks. The operation of the risk management framework is overseen by the Board Risk Oversight Committee.

The Company has adopted the three lines of defence risk management model to ensure the effective implementation of the Risk Management Framework. Under the three lines of defence model, the first line of defence comprises the business functions who have the primary responsibility for risk identification, measurement, monitoring, management and reporting; the second line risk and compliance functions provide support for management, oversee risk-taking activities, and provide challenge; and the third line functions provide independent assurance over the activities of the business and the risk and compliance function.

21. Risk management (continued)

(a) Underwriting risk

Insurance risk

As a financial guarantee insurance company, which protects holders of debt instruments and other monetary obligations from defaults in scheduled payments, the Company's key underwriting risk is credit risk, i.e., the risk that obligors of insured debt obligations will fail to pay. The policies issued by the Company are generally non-cancellable, with the premiums paid up front, in instalments, or both. The obligation of the Company to make claim payments cannot be accelerated, although the Company generally maintains the right to accelerate payment on defaulted obligations. The Company has no life or health underwriting risk or any other general insurance underwriting risk. The Company actively seeks insurance risk; taking insurance credit risk for appropriate financial return is the Company's primary corporate objective. The approach to managing and monitoring insurance risk is described below.

(i) Insurance risk – Approach to underwriting new business

The Company's underwriting risk appetite and associated risk limits have been established by the Board and are set out within the Company's Risk Appetite Framework. The adherence to risk appetite and limits is overseen by the Company's Underwriting Committee. The Company can only enter into new risks or significantly vary the terms of existing risks on the approval of the Underwriting Committee.

(ii) Insurance risk – Approach to insured portfolio monitoring

To manage the insurance risk associated with the insured portfolio, the Company's surveillance personnel are responsible for monitoring and reporting on all risks. The primary objective of the surveillance process is to monitor trends and changes in transaction credit quality, detect any deterioration in credit quality, and recommend to management such remedial actions as may be necessary or appropriate. All risks in the insured portfolio are assigned internal credit ratings, and surveillance personnel are responsible for recommending adjustments to those ratings to reflect changes in transaction credit quality. Surveillance personnel are also responsible for managing work-out and loss situations when necessary.

The Company segregates its insured portfolio into investment grade and BIG surveillance categories to facilitate the appropriate allocation of resources to monitoring and loss mitigation efforts and to aid in establishing the appropriate cycle for periodic review of each exposure. BIG exposures include all exposures with internal credit ratings below BBB-. The Company's internal credit ratings are based on internal assessments of the likelihood of a default and loss severity in the event of a default. Internal credit ratings are expressed on a ratings scale similar to that used by the rating agencies and generally are reflective of an approach similar to that employed by the rating agencies.

The Company monitors its investment grade risks to determine whether any additional risks need to be internally downgraded to BIG. Quarterly surveillance procedures include qualitative and quantitative analysis on the Company's insured portfolio to identify potential new BIG risks. The Company refreshes its internal credit ratings on individual credits in cycles based on the Company's view of the credit quality, loss potential, volatility and sector. Ratings on risks and in sectors identified as under the most stress or with the most potential volatility are reviewed every quarter. Risks identified through this process as BIG are subjected to further review by surveillance personnel to determine the various probabilities of a loss. For risks where a loss is considered probable, surveillance personnel and the Actuarial Function make recommendations on loss reserves to the Executive Risk Committee

(b) Market risk

(i) Market risk

Market risk is defined as the risk of loss or adverse change in financial position arising from variations in the level and volatility of market prices of assets and financial instruments. Market risk comprises interest rate risk, currency risk and other price risk.

The Company's investments, other than those purchased for loss mitigation purposes, are managed by a third-party investment manager and governed through an investment management agreement and guidelines. The investment guidelines are established by the Company with the key objectives of maximising after-tax book income within the Company's stated appetite for market risk, whilst also preserving the highest possible ratings for the Company and maintaining sufficient liquidity to cover unexpected stress in the insurance portfolio. The guidelines include specific restrictions which limit risk arising from duration, currency, liquidity and counterparty credit risks. The investment manager is required to regularly confirm its compliance with these limits.

21. Risk management (continued)

In addition to methods described below, the Company monitors its exposure to market risk by calculating the market risk component of the SCR standard formula on a quarterly basis, monitoring against the permitted solvency capital allocation.

(ii) Interest rate risk

Interest rate risk arises primarily from investments in fixed interest securities. In addition, to the extent that claims inflation is correlated to interest rates, liabilities to policyholders are exposed to interest rate risk. The average duration of the investment portfolio is restricted by the investment guidelines to within a prescribed range of the selected benchmark portfolio. The Company monitors interest rate risk on a quarterly basis by calculating the mean duration of the investment portfolio. The mean duration is an indicator of the sensitivity of the assets and liabilities to changes in current interest rates.

The sensitivity analysis for interest rate risk set out below illustrates the financial impact to the Company of changes in market interest rates at the reporting date. An increase or decrease of 300 basis points in interest yields would result in the following:

£'000	300 Basis Point			
	Increase		Decrease	
	2022	2021	2022	2021
(Loss) / profit before tax	(52,538)	(66,417)	59,777	21,185
(Decrease) / increase in equity	(42,556)	(53,798)	48,419	17,160

(iii) Currency risk

The Company is primarily exposed to currency risk in respect of its financial investments and assets and liabilities under insurance policies denominated in currencies other than pounds sterling. The currencies to which the Company has the most exposure are US Dollar and Euro. The Company has established defined tolerances for the level of currency risk it is willing to accept and compliance with these prescribed limits is monitored under the Risk Management Framework. The Company generally manages its exposure to non-sterling insurance liabilities by maintaining monetary assets denominated in those currencies.

At 31 December 2022, if the pound had weakened/strengthened by 20% against the Euro and US Dollar with all other variables held constant, profit for the year would have been £26.4 million (2021: £24.9 million) higher/lower respectively. Shareholder's equity would have been £21.3 million (2021: £20.2 million) higher/lower, respectively.

(c) Counterparty default risk

Counterparty default risk is the risk that a counterparty will be unable to pay amounts in full when due. The Company's primary exposures to counterparty default risk are in respect of:

- Premiums due from policyholders and / or bond issuers,
- Reinsurer's shares of insurance liabilities, and
- Proceeds due on maturity of financial investments held (i.e. bond investments).

To manage the risk of a reinsurer defaulting when it is called upon to pay its share of insurance liabilities, collateral is required from the reinsurer for the reinsurer's share of insurance liabilities. The creditworthiness of the Company's reinsurers is analysed on a quarterly basis by reviewing their financial strength and other developments which could impact creditworthiness. The results of this assessment, and any recommend mitigating actions are reported to the Risk Oversight Committee.

To manage the risk of non-recoverability of premiums due from financial guarantee holders and / or bond issuers, the Company undertakes extensive due diligence prior to underwriting a contract with its counterparties.

Counterparty default risk (including spread risk) in respect of financial investments is managed by the use of detailed investment guidelines which place limits and restrictions on the size of holdings with individual issuers and also include minimum credit quality levels and duration requirements for both individual securities and the overall portfolio. The average credit quality of the Company's investment portfolio as at 31 December 2022 was AA- (2021: AA-), with an average duration of 2.78 years (2021: 3.40 years), excluding short term deposits and securities held for loss mitigation purposes.

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21. Risk management (continued)

The table below summarises counterparty credit risk exposure for the Company's material assets. Ratings for financial investments and cash represents the lower of the Moody's and S&P classifications. For reinsurance debtors the S&P rating has been used and for other assets the internal rating, as described above, is used. There were no assets that were past due or impaired.

2022	AAA £'000	AA £'000	A £'000	BBB £'000	> BBB or not rated £'000	Total £'000
Investments	275,144	138,866	110,501	135,514	25,550	685,575
Cash at bank	—	8,224	293	—	—	8,517
Debtors arising out of direct insurance operations	146	17,429	86,664	223,088	35,730	363,057
Debtors arising out of reinsurance operations	—	44,671	—	—	—	44,671
2021						
Investments	261,501	162,218	122,775	151,985	24,479	722,958
Cash at bank	—	4,036	282	—	—	4,318
Debtors arising out of direct insurance operations	185	19,530	110,548	223,252	33,640	387,155
Debtors arising out of reinsurance operations	—	46,867	—	—	—	46,867

(d) Liquidity risk

Liquidity risk is the risk that cash may not be available at a reasonable cost to pay obligations as they fall due. The Company has established an overall liquidity risk appetite and liquidity risk management framework to appropriately manage its exposure to liquidity risk. This includes maintaining an appropriate "liquidity buffer" which comprises short-term deposits and financial investment which can be liquidated within a timeframe sufficient to meet potential liquidity requirements under the Company's identified, severe but plausible liquidity stress scenarios.

The Company's exposure to liquidity risk is also significantly mitigated by the terms of its reinsurance contracts with Assured Guaranty Group companies, under which the reinsurers are required to pay the Company within the earlier of five business days of receipt of a claim or the day on which AGUK is required to make a claim payment to a policyholder. Similarly, in the event of a funding requirement under the Net Worth Maintenance Agreement; the Company's parent company is required to contribute the required funding within three business days of receipt of notice.

The following table analyses financial assets and liabilities by maturity date:

2022	< 1 year or no contracted maturity	1 to 4 years	5 to 10 years	10 + years	Total
Assets (£'000)					
Investments	96,490	487,252	73,109	28,724	685,575
Cash at bank	8,517	—	—	—	8,517
Debtors arising out of direct insurance operations	65,201	102,947	89,477	105,432	363,057
Debtors arising out of reinsurance operations	7,793	12,159	12,648	12,071	44,671
	178,001	602,358	175,234	146,227	1,101,820
Liabilities (£'000)					
Creditors arising out of reinsurance operations	44,919	41,015	42,787	40,638	169,359

21. Risk management (continued)

2021

Assets (£'000)

Investments	88,542	483,713	121,894	28,809	722,958
Cash at bank	4,318	—	—	—	4,318
Debtors arising out of direct insurance operations	61,507	106,584	102,822	116,242	387,155
Debtors arising out of reinsurance operations	8,152	12,409	12,903	13,403	46,867
	162,519	602,706	237,619	158,454	1,161,298
Liabilities (£'000)					
Creditors arising out of reinsurance operations	41,901	41,537	43,249	44,965	171,652

(e) Operational risk

Operational risk is defined as the risk of loss or other adverse consequences on business outcomes resulting from inadequate or failed internal processes, personnel or systems, or from external events. Operational risk is seen as a business-wide risk that could arise from either underwriting, investing, risk mitigation or any other activity the Company undertakes. Consequently, operational risk is inherent in all the Company's processes, interactions with third parties and other activities. The Company has limited appetite for operational risk and expects that the Company's business functions work actively to avoid operational risk to the extent it is commercially appropriate.

First line management have overall responsibility for identifying, measuring or assessing, monitoring and managing operational risk, including new and emerging risks, which are incorporated into the Company's risk register. The Risk Function works closely with first line management to co-ordinate the Company's approach to operational risk management and to develop common standards for managing and reporting operational risk. Operational risks are identified and assessed against implemented controls. Risk which remains outside the established risk tolerances are subject to management action plans.

As at 31 December 2022, the Company had 263 risks (2021: 269) in its insured portfolio and generally adds only a small number of new transactions each year, limiting the potential for operational errors. The relatively small number of risks allows careful review of the transaction documents and quality control of the data points captured in the Company's systems by knowledgeable employees.

Key risk indicators and other risks metrics effectively 'convert' the Board's risk preference and the Solvency II operational risk capital allocation into practical monitoring tools for business functions to monitor operational risk. Operational risk reporting is provided to the Company's Risk Oversight Committee on a quarterly basis.

Capital management

The Company seeks to maintain an efficient capital structure which is consistent with its risk profile and the future needs of its operations. The Company's key objectives in the management of capital are:

- Preserve the claims paying ability of the Company to ensure all policyholder claims can be met on a timely basis;
- Ensure that the Company is adequately capitalised and remains in compliance with its regulatory capital requirements;
- Maintain the Company's external financial strength ratings; and
- Enable an appropriate return on capital for the Company's shareholder.

The Company assesses its capital position against both regulatory capital requirements and an internally developed economic capital requirement. For determining its economic capital requirement, the Company utilises an in-house capital model. The model is designed to measure the Company's underwriting and reinsurance counterparty risk, by calculating projected stress losses across the portfolio in a 1-in-200 lifetime loss scenario (the 99.5% lifetime value-at-risk, or VaR), instead of the 1-in-200 one year loss scenario required under the Solvency II Standard Formula.

The Company assesses its regulatory capital requirements in accordance with the Solvency II Standard Formula SCR and Minimum Capital Requirement ("MCR"). The Company maintained compliance with both the SCR and MCR throughout the year.

21. Risk management (continued)

The Company's capital management policy establishes a target range for both regulatory and economic solvency which is determined with reference to the Company's established capital risk appetite. The Company seeks to manage its current and forecasted levels of capital against this range to meet its capital management objectives, including remaining compliant with both its regulatory and internal economic capital requirements. The Company regularly assesses the appropriateness of its capital position under the ORSA, which incorporates regular use of stress and scenario testing.

Other risks*Climate change*

While the current impacts of climate change do not have a material impact to AGUK's business, the Company recognises climate change as a potential material longer-term risk and AGUK utilises its risk management framework to identify and manage the financial risks arising from climate change.

(i) Surveillance of Existing Exposures

The potential impacts of climate change on the Company's insured portfolio have been incorporated into our surveillance monitoring processes. The susceptibility of insured transactions to climate change is assessed when initially assigning and subsequently reassessing internal ratings. This assessment includes the vulnerability of the operations or assets of the insured transaction to long-term physical and transitional impacts of climate change and also the immediate exposure to extreme weather hazards or increasing volatility. The small number of risks in the insured portfolio, 263 (269 as at 31 December 2021), means that consideration can be given to the impact of climate on individual insured risks.

(ii) Underwriting Guidelines and Credit approval for New Exposures

The financial impacts of climate change have also been incorporated into the underwriting and credit approval processes. Underwriting submissions are required to include environmental and/or transitional risk factors as part of the underwriting analysis, including vulnerability of obligors to future climate changes, extreme weather events, and other physical risks. To improve the Company's understanding of these climate change risks and to better evaluate the related financial risks, AGL's Risk Management group recently recruited a risk analyst with climate science expertise who is available to the Company.

(iii) ORSA

The ORSA process is integral to the Company's risk management framework. Through the ORSA process, AGUK uses scenario analysis and stress testing to inform the risk identification process and understand the short- and long-term financial risks to the Company's business model from climate change.

(iv) Investments

The Company's investment portfolio predominantly comprises fixed-income securities; therefore, the potential impacts of climate change are primarily credit-related and significantly mitigated by the relatively short average duration of the portfolio (2.78 years as at 31 December 2022). Nonetheless, the risks arising from climate change are relevant in the evaluation by AGUK and its investment managers of the creditworthiness of specific issuers and industries. Our portfolio manager relies on their ESG corporate philosophy statements and uses ESG information, when conducting research and due diligence on new investments and in managing the portfolio. AGUK has prohibited its investment manager from making any new investments in thermal coal enterprises, specifically; (i) thermal coal enterprises that generate 30% or more of their revenue from either the ownership, exploration, mining, or refining of thermal coal, and (ii) corporate and municipally owned utilities that generate 30% or more of their electricity from thermal coal.

22. Called up share capital

	2022	2021
	£'000	£'000
Authorised		
500,000,000 (2021: 500,000,000) ordinary shares of £1 each	500,000	500,000
Allotted and fully paid		
55,000,003 (2021: 55,000,003) ordinary shares of £1 each	55,000	55,000

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23. Technical provisions**(i) Unearned premiums and deferred reinsurance commissions**

Reconciliations of the opening and closing unearned premium provision and deferred reinsurance commissions are set out below:

	Gross		Reinsurers' share	
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
Unearned premium provision:				
At 1 January	490,819	522,877	267,118	289,788
Movement in provision (excluding policy novations)	(17,261)	(30,111)	(12,592)	(20,659)
Policy novations to AGM	(21,174)	—	(807)	—
Foreign exchange movements	2,260	(1,947)	2,189	(2,011)
At 31 December	454,644	490,819	255,908	267,118
			2022	2021
			£'000	£'000
Deferred reinsurance commission:				
At 1 January			79,202	86,023
Movement in provision (excluding policy novations)			(3,960)	(6,227)
Policy novations to AGM			(275)	—
Foreign exchange movements			687	(594)
At 31 December			75,654	79,202

(ii) Claims development tables

The development of the Company's claims estimates is reported within the table below. The Company has taken advantage of the exemption provided under FRS 103, paragraph 6.3, from preparing information about claims development that occurred earlier than five years before the end of the first financial year in which the FRS was first applied.

	Gross	Reinsurer's share
	£'000	£'000
Estimate of ultimate claim cost as at 31 December:		
2013	62,749	56,474
2014	70,621	63,559
2015	84,016	75,614
2016	78,704	70,834
2017	57,289	51,560
2018	66,930	60,237
2019	65,673	59,106
2020	63,903	57,513
2021	64,963	58,467
2022	71,476	64,328
Cumulative claims payments to date	36,306	32,676

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23. Technical provisions (continued)**Claims outstanding**

A reconciliation of the opening and closing provision for claims outstanding is set out below:

	Gross		Reinsurers' share	
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
At 1 January	29,363	28,440	26,427	25,596
Increase / (decrease) in provision	3,917	2,470	3,581	2,330
Paid claims	(1,678)	(1,842)	(1,566)	(1,765)
Foreign exchange movements	3,567	295	3,210	266
At 31 December	35,169	29,363	31,652	26,427

Movement in prior year's provision for claims outstanding

The increase in the provision for claims outstanding during the year is due to adverse claims development.

(iii) Discounted claims

Claims outstanding have been discounted at a rate of 1.56% (2021: 1.58%) and the mean term of the liabilities is 2.0 years (2021: 2.5 years). These claims relate to a single class of business. The period that will elapse before claims are settled is determined by the contractual date. The claims outstanding provisions before discounting are as follows:

	2022	2021
	£'000	£'000
Claims outstanding before discounting	36,156	30,458
Reinsurer's share of claims outstanding before discounting	(32,541)	(27,412)
Claims outstanding before discounting net of reinsurance	3,615	3,046

The amortisation of claims discounting, which is reported within claims incurred, was £0.05 million (2021: £0.05 million). The investment return on the assets supporting the liabilities being discounted was £0.06 million (2021: £0.04 million).

(iv) Unexpired risks provision

A reconciliation of the opening and closing unexpired risks provision included within other technical provisions is presented in the table below:

	Gross		Reinsurers' share	
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
At 1 January	2,546	6,384	472	718
Movement in provision	894	(3,800)	(198)	(209)
Foreign exchange movements	19	(38)	18	(37)
At 31 December	3,459	2,546	292	472

The future investment return assumed in calculating the unexpired risks provision is 1.56% (2021: 1.58%).

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24. Deferred acquisition costs

A reconciliation of opening and closing deferred acquisition costs is presented in the table below:

	2022	2021
	£'000	£'000
At 1 January	21,799	23,187
Deferred in the year	844	726
Amortisation	(2,556)	(2,114)
At 31 December	20,087	21,799

25. Other technical income / (expense)

	2022	2021
	£'000	£'000
Other technical income	323	2,375
Gain on policy novations to AGM	2,152	—
	2,475	2,375

Other technical income for 2022 comprises surveillance fees received by the Company and a gain on the policy novations to AGM, as described in note 5.

26. Other income

	2022	2021
	£'000	£'000
Foreign exchange gains	13,939	675

27. Ultimate and immediate parent company

The immediate parent undertaking of the Company is AGM, a stock insurance corporation organised under the laws of the State of New York, United States of America. The ultimate parent undertaking and controlling party of the Company is AGL, a Bermuda incorporated insurance holding company.

AGL is the parent undertaking of the largest group of undertakings to consolidate these financial statements for the year ended 31 December 2022. The consolidated financial statements of AGL can be obtained from their registered office at 30 Woodbourne Avenue, Hamilton HM 08, Bermuda or on the ultimate parent's website www.assuredguaranty.com

AGM is the parent undertaking of the smallest group of undertakings to consolidate these financial statements. The consolidated financial statements of AGM can be obtained from their registered office at 1633 Broadway, New York, NY 10019, United States of America or on the ultimate parent's website www.assuredguaranty.com

28. Events after the balance sheet date

The Company completed a further 9 policy novations in February 2023 to transfer an 85% share of two further UK regulated utility risks with total net insured par transferred of £1.8 billion to AGM.

During March 2023, several regional US banks collapsed, leading to a broader loss of confidence in the banking sector, and in Europe, Credit Suisse collapsed and was acquired by UBS. The Company is satisfied that these events do not have a material impact on its financial position, financial results or its operations. As the situation continues to develop, it is being closely monitored by management and our risk assessment will be kept under regular review.