

# OCTIUM

**Octium Life DAC**

**Solvency and Financial Condition Report ("SFCR")**

**For the financial year ended 31 December 2022**



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## Summary

Following the introduction of the Solvency II EU regulatory regime on 1st January 2016, companies are required to provide a Solvency and Financial Condition Report (SFCR) providing detailed information in a publicly available document covering governance, business performance, solvency and capital management.

Octium Life DAC (“Octium” or the “Company”) is a life insurance company incorporated in Ireland and regulated by the Central Bank of Ireland. The Company, formerly UBS International Life Ltd, was first authorised to write life insurance business on 1 April 2003 and holds licences for class I (Life cover and life annuities), class III (Unit Linked) and class IV (Capital Redemption). Octium writes unit linked policies on a cross border basis under the EU freedom of services legislation, (Article 56 TFEU). The Octium Group acquired Octium from UBS AG in May 2017.

Octium offers single premium unit linked life insurance products to High Net Worth (“HNW”) individuals, whereby Clients have the flexibility to select from a broad range of investment options in conjunction with their chosen investment advisor or asset manager.

The Company operates cross border into EU markets under the third life directive’s freedom to provide services regime. Octium distributes its products through banks and other suitable intermediaries seeking wealth planning solutions for their clients. All products are offered subject to the local regulatory and tax requirements and in local language. The key markets for the Company are Germany, Greece, Italy, Spain and Turkey.

The Company has had no material changes over the period to its business, performance, systems of governance, risk profile or valuation for solvency purposes. The Company maintains a strong solvency position with a ratio of available assets to solvency requirement of 229% at 31 December 2022. Below is a summary of the business profile, key changes and events in 2022.

### Business and performance

Octium made a profit before tax for the year ended 31 December 2022 of €4.7m (2021: €5.0m). The assets under management decreased to €4.2bn (2021: €4.6bn).

### System of governance

Octium’s Board of Directors (the “Board”) has responsibility for compliance with the regulatory requirements and the governance arrangements. The Board has established effective governance and control systems to manage business activities and risks. There have been no material changes in the system of governance during the year.

### Risk profile

Octium is exposed to risks as outlined in section C. The most significant risks are market and lapse risk. Octium has established a robust risk management and internal control system to monitor and manage these risks. Although these risks may impact on future profitability, they do not have a significant impact on Octium’s ability to meet payments to clients. Policyholder investments are managed on a unit-linked basis the Company ensuring it is always able to meet policyholder withdrawal requests. The low risk nature of Octium’s business model means that the Solvency Ratio remains resilient to changes in the business. There have been no material changes in Octium’s risk exposures during the year.

### Valuation for solvency purposes

Octium continues to manage its balance sheet prudently to ensure its solvency is maintained adequately throughout the business cycle. The Company holds sufficient assets to match its policyholder liabilities at all times. Octium is also required to keep a buffer in excess of policyholder liabilities to cover potential losses arising from business risks. The Board ensures that Octium’s capital is adequate to cover the expected requirements in the short to medium term.

## **Capital management**

Octium's capital requirements are assessed by its Head of Actuarial Function and the solvency ratio at 31 December 2022 was 229% (2021: 158%). The solvency ratio indicates the amount of capital held relative to regulatory requirements.

## **Other information**

This report has been prepared in accordance with the requirements of the Solvency II Directive at 31 December 2022. Octium's financial year runs to 31 December each year and it reports its results in Euro. Octium's financial statements are prepared on the basis of Financial Reporting Standard 102 applicable in the UK and Republic of Ireland (FRS 102).

## A Business and Performance

### A.1. Business

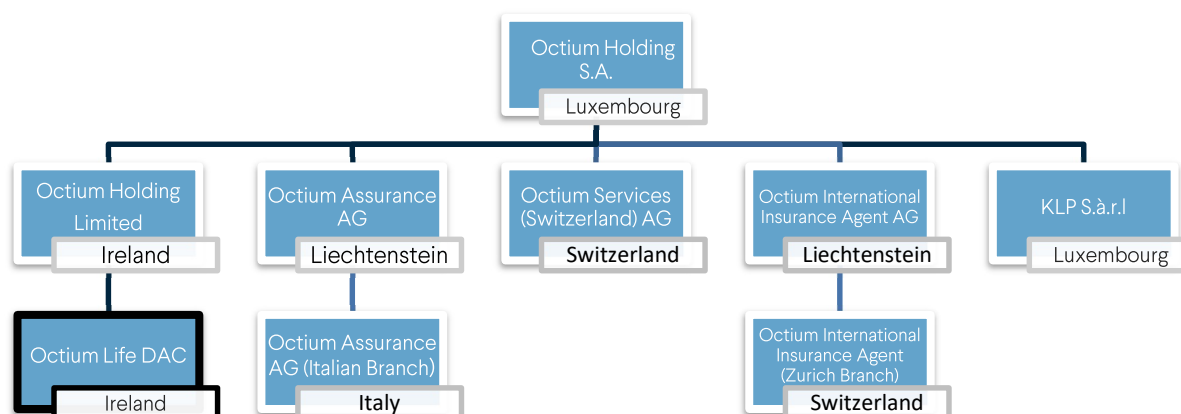
#### A.1.1. Company Information

Octium Life DAC (“Octium” or the “Company”) is an Irish domiciled and authorised insurance company whose principal activity is the transaction of cross-border life insurance business. The Company was established in 2003 originally as UBS International Life Ltd but its name changed to Octium Life DAC following its acquisition by the Octium Group in May 2017.

Name of Company	Octium Life DAC	Registered Address: 1st Floor College Park House, South Frederick Street, Dublin 2
Auditors	Deloitte Ireland LLP	Deloitte & Touche House, 29 Earlsfort Terrace Dublin 2 Ireland, D02 AY28
Regulatory Supervisor & Group Supervisor	Central Bank of Ireland	New Wapping Street, North Wall Quay, Dublin 1 Ireland

#### A.1.2. Shareholdings

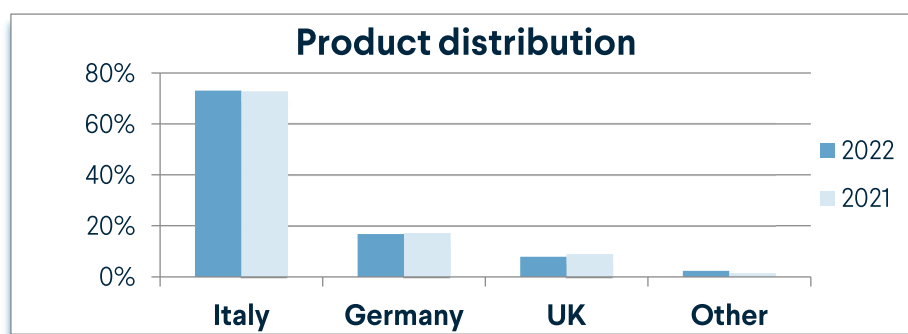
The Company’s immediate parent is Octium Holding Limited which in turn is owned by Octium Holding S.A., which is subject to Group supervision by Central Bank of Ireland. The Company’s ultimate parent undertaking is Havilland Group (Gue). At 31 December 2022 Octium Life DAC does not own any subsidiaries.



#### A.1.3. Products

Octium is a leading insurer in the cross-border insurance market offering unit linked life assurance products with an open architecture on a freedom of services basis in Germany, Greece, Italy and Spain. The company also accepts applications from the UK and Turkey provided the application is intermediated on a compliant basis, by a regulated distributor.

The main product offering is a portfolio bond, which allows the policyholders to link to a fund which is managed by their chosen asset manager or investment advisor. The Company does not offer products with guaranteed investment returns.



## A.1.4. Significant events

In November 2022 the Company agreed to acquire Insurevolution's PPLI portfolio in Ireland which consists of approximately CHF900m of unit-linked business with mostly EU policyholders. The transaction is part of a larger transaction between Octium Group and Insurevolution and is subject to regulatory approval by the Liechtenstein Regulatory Authority (FMA).

The Octium Group completed the purchase the life insurance business of Credit Suisse in January 2022. The enlarged Group including Octium is a significant force in the cross-border life insurance market with close to €10bn in assets.

No business or other event had a significant impact on Octium during the reporting period.

## A.2. Underwriting Performance

The Company's financial statements were prepared in accordance with FRS 102 ('The Financial Reporting Standard applicable in the UK and Republic of Ireland'), the Companies Act 2014 and the European Union (Insurance Undertakings: Financial Statements) Regulations 2015. Under this accounting standard, the majority of Octium's unit linked policies are classified as investment contracts whereby premiums and claims are shown as deposits to and payments from investment contracts.

Octium has minimal exposure to mortality risk which is limited by product design and/or reinsurance. Octium's unit linked products offer a standard death benefit which is generally a percentage of the surrender value of the policy. The average death benefit percentage at 31 December 2022 was less than 1% although individual policies can have a death benefit of up to 10%. In line with its risk appetite, Octium uses reinsurance to limit its exposure to a maximum of €30,000 per life insured.

Accounting profits are largely driven by policy administration fees received, net of commissions and other expenses as well as risk fees net of reinsurance and risk claims. Changes in the value of investments underlying unit linked policies are offset by corresponding changes in the value of technical provisions. Octium has defined accounting profits as a measure of its underwriting performance.

### A.2.1. Overview of accounting profits

Overview of accounting profits	2022 €,000	2021 €,000	Change %
Gross accounting profits	4,737	5,044	(6%)
Tax charge	609	684	(11%)
Profit attributable to the shareholder	4,128	4,360	(5%)

The reduction in profitability was primarily driven by negative asset performance impacting fee income, somewhat offset by lower costs.

## A.2.2. Risk fees net of reinsurance

Risk fees are the element of policy charges that relate to mortality risk and the payment of death risk benefits. The table below details the risk fees earned net of reinsurance.

<b>Risk fees</b>	<b>2022 €,000</b>	<b>2021 €,000</b>	<b>Change %</b>
Risk fees earned	1,243	1,160	7%
Reinsurer's share net of profit share	519	602	(14%)
Net Risk fees	724	558	30%

## A.2.3. Premiums written

The table below details the premiums written during the year as reported in QRT S.05.01.

<b>Index-linked and unit-linked insurance</b>	<b>2022 €,000</b>	<b>2021 €,000</b>	<b>Change %</b>
Gross	360,624	317,834	13%
Reinsurer's share	99	32	208%
Net Premiums	360,526	317,802	13%

## A.2.4. Death risk benefits net of reinsurance

The table below details the death risk benefits incurred.

<b>Death benefits</b>	<b>2022 €,000</b>	<b>2021 €,000</b>	<b>Change %</b>
Death risk benefits	170	419	(60%)
Reinsurer's share	129	359	(64%)
Net Death benefits	41	60	(32%)

## A.2.5. Claims incurred

The table below details total claims incurred as reported in QRT S.05.01.

<b>Index-linked and unit-linked insurance</b>	<b>2022 €,000</b>	<b>2021 €,000</b>	<b>Change %</b>
Gross claims	246,166	251,969	(2%)
Reinsurer's share	0	0	0%
Net claims	246,166	251,969	(2%)

## A.3 Investment Performance

Octium does not provide investment advice. All investments are selected by the policyholder or their intermediary from a pre-approved list of funds or investment managers who are appointed in accordance with a specific investment mandate. The investments selected must be in line with the client's risk profile.

The unit linked nature of the business means that the impact on profit of investment performance is second order. Octium's main source of income is from administration fees charged on the value of unit linked insurance contracts and therefore Octium is exposed to market risk on unit linked

investments to the extent that adverse movements in the value of these assets would reduce the future profitability of the Company through a decline in policy administration fees.

### A.3.1. Description of assets

The following investments are held in respect of shareholder and policyholder linked assets.

Asset Type	2022		2021	
	%	€'000	%	€'000
Cash and deposits	8%	335,935	5%	310,134
Collective Investment Schemes	71%	2,960,666	78%	3,538,668
Equities	5%	224,301	4%	219,485
Fixed Income Securities	10%	403,674	9%	340,304
Other	6%	253,944	4%	201,593
Total Assets	100%	4,178,520	100%	4,610,184

### A.3.2. Investment return

Investment return comprises interest, dividends and other income receivable, realised and unrealised gains and losses on investments and is net of related investment management fees and other account-keeping charges.

Investment Return	2022 €'000	2021 €'000
Interest income/expense – shareholders cash	(2)	(21)
Other investment income, gains and losses	(504,897)	362,482
Investment return	(504,899)	362,461

Asset performance during 2022 followed global market trends, which saw negative performance throughout the year.

### A.4 Performance of Other Activities

Octium's only activity is that of a unit linked life insurance company. Income is primarily derived from the fees charged to the policyholders for policy administration. Fees are charged as a percentage of the policy value and are thus affected by the performance of the underlying assets as well as premium and claim levels. The performance of the policies therefore depends on the performance of the assets selected and the expense relating to asset management, custody of assets and policy administration fees.

#### A.4.1. Other technical income net of reinsurance

Other Technical Income	2022 €'000	2021 €'000
Administration fees	16,440	17,119
Reinsurance premiums, profit share and claims	(391)	(243)
Other technical income	16,049	16,875

The reduction in administration fee income relative to 2021 reflects lower asset values during 2022 compared to 2021.



**A.4.2. Operating expenses**

<b>Operating Expenses</b>	<b>2022 €'000</b>	<b>2021 €'000</b>
Acquisition and administration	8,211	8,599
Commission paid	2,910	2,817
Change in deferred acquisition cost	19	15
Death claims	170	419
Operating expenses	11,310	11,810

Operating expenses decreased during the year due mostly to one-off cost savings.

**A.4.3. Italian substitute tax asset**

As a withholding tax agent for the Italian tax authorities, Octium makes advance payments in respect of Italian policyholder exit tax. Recovery is made when exit taxes are levied on chargeable gains.

During 2022 Octium revised its accounting policy such that payments to the Italian Revenue are recognised as a tax receivable. All recoveries are charged against the asset. The asset is initially recognised at cost with its recoverable amount assessed annually for impairment by the Board of Directors.

No impairment provision was recognised at 31 December 2022.

**A.5 Any other information**

All material information regarding the business and performance of the Company has been set out above.

## B. System of Governance

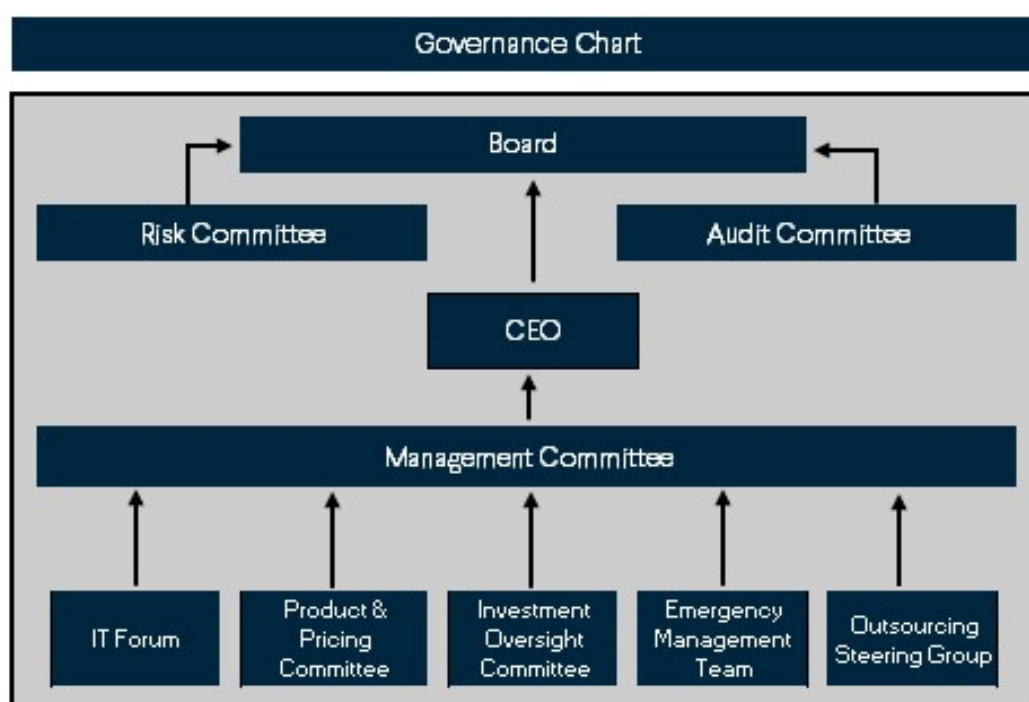
### B.1. General Information on the system of governance

Octium is classified as a medium low firm under the Central Bank of Ireland’s risk-based framework known as PRISM and is subject to the Central Bank of Ireland’s Corporate Governance Requirements for Insurance Undertakings 2015.

The Board is the supervisory body with responsibility for the overall direction, management and for ensuring Octium complies with applicable laws, rules and regulations. It decides on the strategic aims and the necessary financial and human resource requirements based on recommendations of the Management Committee and Chief Executive Officer.

#### B.1.1. Organisation structure

Octium is committed to high standards of corporate governance. The Octium governance structure comprising the Board, Board Committees, Management Committee, sub committees of the Management Committee is outlined below:



#### B.1.2. Board of Directors:

At 31 December 2022, the Board comprised of one Executive Director, two Group Non-Executive Directors and two Independent Non-Executive Directors.

Board Member	Type
Jean-Francois Willems (Chairman)	Non-Executive Director
Joan Collins (Risk Committee Chair)	Independent Non-Executive Director
Seamus Hughes (Audit Committee Chair)	Independent Non-Executive Director
Massimoluca Mattioli	Non-Executive Director
Dara Hurley (CEO)	Executive Director

At least annually, the Board reviews its own performance, as well as the performance of its committees to determine whether they are functioning effectively and efficiently.

## **B.1.3. Board Committees**

The Risk Committee and Audit Committee assisted the Board in discharging its obligations and have operated throughout the year. Both committees operate under defined terms of reference and report at each Board meeting.

### **Audit Committee**

The Audit Committee oversees the integrity of the Company's financial statements and regulatory reports, the effectiveness of its internal and external audit functions, its reporting procedures, its risk management framework, its compliance with legal and regulatory requirements and its system of internal controls. Its membership consists of three non-executive directors.

### **Risk Committee**

The Risk Committee oversee the risk management framework. The Committee provides leadership, direction and oversight of the risk management function and reviews the principal risks and the way they are managed, controlled and mitigated. Its membership consists of three non-executive directors.

## **B.1.4. Management Committee**

The Management Committee consists of the senior management team and includes the Chief Executive Officer, Chief Financial Officer, Chief Risk Officer, Head of Compliance, Head of Product Solutions, Head of Client Servicing and Administration and the Head of Change. The Committee has responsibility for:

- Day to day management of operations
- Implementation of policies and strategy approved by the Board
- Compliance with regulatory and legal obligations and ensuring there is adequate monitoring and reporting of breaches
- Financial management and reporting
- Product development and marketing

The following sub-committees are established to assist and support the Management Committee in fulfilling its responsibilities:

- IT Forum
- Product and Pricing Oversight Committee
- Investment Oversight Committee
- Emergency Management Team
- Outsourcing Steering Group

## **B.1.5. Independent control functions**

Octium has established four key independent control functions, who are responsible for providing oversight of and challenge to the business and for providing assurance to the Board on matters relating to the risk management framework and system of internal controls.

1. Risk Management
2. Compliance
3. Actuarial
4. Internal Audit

### **Risk management**

The Risk Management function, which is under the direct responsibility of the Chief Risk Officer, is charged with the oversight, review and supervision of the identification, measurement, management, reporting and monitoring of the risks to which the business is exposed. The responsibilities of the Chief Risk Officer include:

- To develop and maintain an effective risk management framework that meets the needs of the Company and is aligned with CBI expectations
- To facilitate the setting of Risk Appetites by the Board
- To develop and maintain appropriate risk policies and procedures that are consistent with the Company's Risk Appetite Statement
- To develop and maintain a risk register
- To monitor the impact of emerging issues and how they are managed within the business
- To ensure a comprehensive understanding of how risks affecting the Company are being managed and monitored and to communicate this appropriately
- To liaise with Head of Actuarial Function to review the outputs from the risk management framework and to ensure the universe of risks is adequately reflected within capital models
- To promptly inform the Board and CEO of any material risk limit breach
- To assess the capital model and provide input into the current and projected future solvency position
- To facilitate the production of the ORSA report and maintain the record-keeping file.
- To facilitate the maintenance and development of a Recovery Plan which is approved by the Board at least every two years.

The Chief Risk Officer is a member of the Management Committee, reports to the Chief Executive Officer and has direct access to the Chair of the Board and Risk Committee as required.

## **Compliance**

The Compliance function, which is under the direct responsibility of the Head of Compliance, is charged with oversight and implementation of the Company's Compliance Policy which aims to ensure Octium complies with all applicable laws, rules and regulations, and conducts its activities in compliance with those laws, rules and regulations.

The Head of Compliance provides advice and guidance in all compliance related matters, by identifying and evaluating all compliance risks associated with the Company's present and future business activities including new products and new business relationships.

The Head of Compliance responsibilities include:

- The design, implementation and execution of a risk-based compliance monitoring plan including reporting and escalation of issues to the Board, Audit or Management Committee as appropriate.
- Assisting in identifying the legal regulatory and code requirements which Octium is required to comply with and advising on new relevant regulations and standards.
- Maintaining a record of all material compliance obligations, together with details of how, when and by whom these are met and of any breaches that have been notified.
- Acting as Money Laundering Reporting Officer (MLRO) and in that capacity, the filing of Suspicious Activity Reports with the proper authorities in accordance with legislation and Octium Anti Money-Laundering Policies and Procedures ("AML Procedures").
- Reviewing staff training processes to ensure appropriate compliance competencies; and
- Promoting a culture of compliance across the company.

The Head of Compliance is a member of the Management Committee, reports to the Chief Risk Officer and has direct access to the Chair of the Board and Audit Committee as required.

## **Actuarial**

Please refer to section B.6

## **Internal audit**

Please refer to section B.5

## **B.1.6. Changes to the system of governance**

No changes to Octium's system of governance were implemented during 2022.

## **B.1.7. Remuneration, Employee Benefits and Practices**

The Board have approved a Remuneration Policy to ensure employee remuneration is aligned with the Company's long-term business strategy, its business objectives, its risk appetite and values. The remuneration structure is designed to promote sound and effective risk management and does not encourage risk-taking beyond risk tolerance limits set out in the Board approved Risk Appetite Statement.

The Company provides a total remuneration package with the intention of attracting, motivating and retaining people, who believe and live, its culture and values. The package comprises both fixed and variable benefits.

The fixed benefits paid to employees include salary, life cover, permanent health insurance and paid holiday arrangements. Octium also operates a defined contribution pension plan and makes contributions to employee pension funds based on a percentage of salary.

These fixed benefits represent a sufficiently high proportion of the total remuneration to avoid employees being overly dependent on the variable component and to mitigate behaviours which may result in customer detriment.

The Company also provides employees with an annual cash bonus scheme which is not guaranteed, and directly linked to certain Company and individual performance levels being achieved. There is no share or share option scheme in place.

## **B.1.8. Material transactions (with connected persons)**

There have been no material transactions with the shareholder, persons who exercise a significant influence on the undertaking or with members of the Board, other than:

- The Company received professional services from Octium International Insurance Agent AG, a related party, and incurred expenses of €500k.
- The Company incurred commission expenses to Octium International Insurance Agent AG, a related party, of €178k for distribution services.
- The Company received professional services from Octium Holding S.A, a related party, and incurred expenses of €120k. The Company also incurred expenses of €1.5k payable to Octium Holding S.A for its share of group statutory and regulatory reporting expenses.
- The Company provided financial and IT support services to Octium International Insurance Agent AG, a related party and received €26k.
- The Company provided IT & Change support services to Octium Assurance AG, a related party and received €30k.
- The Company provided IT & Change support services to Octium Assurance AG – Italy Branch, a related party and received €45k.

## **B.2 Fit and proper requirements**

Octium is subject to the Central Bank of Ireland's Fitness and Probity regime. The Company has a Fit and Proper policy in place and is committed to ensuring that Directors, key function holders and senior managers behave with integrity, honesty and skill.

Octium has processes in place to ensure appropriate fit and proper standards are met and maintained, both prior to appointment and on an ongoing basis thereafter. The key elements within the fit and proper framework, which apply to individuals undertaking prescribed control functions as well as those subject to pre-approval by the Central Bank of Ireland, are:

- A pre-appointment assessment, including an appraisal of the individual's knowledge; professional experience and qualifications; technical capability; prior business conduct and financial judgement; character, honesty and integrity
- A job description, detailing the significant requirements of the role
- A probationary period and an appropriate induction programme
- An annual attestation confirming their continued ability to meet fitness and probity requirements

Where a regulated function is outsourced, the responsible officer within Octium responsible for managing the arrangement ensures the outsourcing firm carries out and maintains appropriate fit and proper assessments.

Records are maintained, and notifications are made to the regulators, as and when required.

## **B.3 Risk management system including the own risk solvency assessment**

Octium's Risk Management System has been developed to enable the Board and Management to understand, appropriately manage and mitigate the risks associated with Octium's business strategy over the short, medium and longer term.

The Risk Committee receives regular reporting from the CRO in relation to the outcome of the periodic risk assessments undertaken by Management.

### **B.3.1. Risk management framework**

Octium's Risk Management Framework seeks to identify, assess, manage and report on the risks arising from the pursuit of business objectives. It comprises the entirety of systems, controls, processes and reports used to manage risk and is based on the classic "three lines of defence model". Risk management seeks not to eliminate risk but to manage it to acceptable levels.

### **B.3.2. Three lines of defence**

Within Octium, the first line is responsible for day-to-day operations and identifying and managing the risks that arise from those operations. The second line acts as a "critical friend" overseeing risk management activities and providing advice on the management of risk. The third line provides independent assurance that the risks are being managed appropriately.

The model's strength is the clear segregation between "doing", "overseeing" and "independent review". This ensures the appropriate level of perspective and challenge is brought to the management and control of risk. It also facilitates consistency in risk assessments and formalises independent review and assessment of risk and control matters.

Where a function is outsourced, first line risk management is carried out by the outsourced provider, with the Company providing oversight.

### **B.3.3. Risk appetite statement**

By its nature the business of the company involves taking risk. The Risk Appetite Statement (RAS) is the Board's articulation of the level of risk it is prepared to tolerate in pursuit of business objectives and provides the context for all risk management activities.

The RAS is owned by the Board and reviewed annually or more frequently if there is a significant change to the business strategy or external business environment.

### **B.3.4. Risk strategy and policies**

Octium's suite of risk policies set out the Company's approach to risk management and how particular risks are identified, assessed, managed and monitored. The policies clearly state the controls, procedures, limits, tolerances and escalation procedures to ensure risks are managed within risk appetite. Risk policies are reviewed annually by the Risk Committee and any significant changes are approved by the Board.

### **B.3.5. Monitoring and reporting risks**

Individuals who own or are responsible for managing processes, controls, projects or relationships have a responsibility for risk monitoring and reporting, using a variety of tools such as analysis of management information, communication and relationship management meetings to do so.

### **B.3.6. Key Risk Indicators**

A suite of Key Risk Indicators (KRIs) covering the key risks faced by the Company is maintained, with triggers based upon the risk appetite set by the Board and monitors actual risk exposures against stated risk appetite.

The KRIs are reported quarterly to the Management Committee, Risk Committee and the Board with a narrative providing detail in relation to any changing risks particularly those nearing risk appetite, or which have breached appetite.

### **B.3.7. Loss event reporting**

Data relating to loss events and near misses (events where no loss actually occurred but there was the potential for a loss) is recorded in the risk event log. The nature and root cause of each event is determined, and appropriate action is taken.

### **B.3.8. Internal audit reviews**

Internal Audit performs reviews on areas of key risk within the business, providing reports on the design adequacy and operational effectiveness of controls and compliance with internal policies and external regulation/legislation. The Internal Audit function is outsourced to KPMG and is independent of business operations and decisions. Internal Audit reviews are planned on a prioritised basis, ensuring that all key areas of risk are covered on a rolling basis.

### **B.3.9. Implementation of the risk function**

Octium's Risk Management Policy sets out the roles, responsibilities, tasks and reporting requirements in respect of all risk matters. The principles underlying the Company's approach to risk management are:

- Business risks and the controls used to manage them are owned by the business
- Risk management is responsible for risk strategy, oversight and the governance of risk
- Risks are managed in a proportionate manner
- A "risk aware" culture is fostered at all levels of the Company.

**B.3.10. Independent assurance**

Risk, Compliance and Internal Audit provide independent assessment of the risk management system and report directly to the Board through the relevant committees.

**B.3.11. Own Risk Solvency Assessment**

The Own Risk Solvency Assessment (“ORSA”) process is a core part of the Risk Management Framework, as it combines key processes across the Company: risk management, business planning and capital management.

The ORSA report, is produced at least annually, summarises the processes that make up the ORSA, including descriptions of key risks, how they are managed, and how those risks might change in the context of the business plan. It includes both qualitative and quantitative assessments of Octium’s risk profile and solvency needs on a forward-looking basis. Results arising from stress and scenario testing undertaken on a range of reasonably foreseeable scenarios and other risk assessment activities are documented within the report along with potential management actions.

The Board directs the ORSA and challenges its outcomes at various stages of the process. The production of the ORSA report is co-ordinated by the Chief Risk Officer, with significant input from the Head of Actuarial Function and approved by the Board prior to submission to the Central Bank of Ireland.

**B.3.12. Recovery Plan**

Octium maintains a Recovery Plan setting out a range of different measures, the Board may choose to implement to restore solvency and liquidity following a significant deterioration in its financial health. The Plan details governance processes, both for its preparation and approval, in addition to the process for activation and execution where required. It includes a detailed analysis of potential Recovery Options open to Octium, the Recovery Plan Indicators (“RPI”) to be applied in assessing whether the activation of the Plan is required and a detailed assessment of the impact and feasibility of each Recovery Option over a set of stress scenarios.

**B.4. Internal control system**

The internal control system encompasses the policies, processes and activities that contribute to integrity of financial reporting, the effectiveness of operations and compliance with laws and regulations. The Internal Control Framework for Octium has the following attributes:

**B.4.1 Roles and responsibilities**

Octium has set out clear roles and responsibilities for each function and the requirement for reporting activities to the Board. The Board directs and controls Octium through policies it approves and monitors performance against those policies. The Management Committee has clear accountability for the implementation of the policies and strategies approved by the Board. The policy-owners and CEO are responsible for effective communication of the policies.

**B.4.2 Management integrity**

Management integrity and the moral character of persons of authority, sets the overall tone for the organisation. Management integrity is communicated to employees through employee handbooks, policies, procedural manuals and meetings. In communicating the strategy and risk management objectives through statements and policies it facilitates training of employees. Management’s effective implementation of policies is the most significant indicator of Octium’s commitment to a successful internal control system.

**B.4.3. Competent personnel**

Octium’s ability to recruit and retain competent personnel indicates Management’s intent to create a stable and reliable environment. In addition, the retention of employees increases the understanding of the strategy, risks and financial information. The retention of experienced and



skilled staff enhances the quality, reliability and timeliness of data records from year to year. Competent personnel reduce the risk of a material misstatement in the entity's financial statements.

#### **B.4.4. Segregation of duties**

Segregation of duties is critical to effective internal control because it reduces the risk of mistakes and inappropriate actions. An effective system of internal control separates authoritative, accounting and custodial functions. For instance, the processing, payment and reporting of claims are segregated.

#### **B.4.5. Supervision and review**

Throughout the Company there are several levels of supervision and review:

- The Risk and Audit Committees and the Board itself offer supervision and review
- Management Committee meetings where the monitoring of internal controls is a key focus
- The CEO has bi-weekly meetings with the Heads of each function
- The Head of each function delegates tasks, reviews checklists and reports and has frequent meetings with their staff to identify and report on their responsibilities
- Compliance advises the Board on legislative requirements and conducts assessments of the possible impact of any changes to laws applicable to the Company.

Annually, the CRO reviews the entire risk framework taking into consideration changes in Octium's strategy, its operating environment and any emerging risks. Brainstorming sessions are held with the Management Committee to ensure that risks that are identified, managed and aligned with strategy and consider all relevant laws and regulations.

A common risk-rating system is used across the business to evaluate the impact and probability of risks as part of the quarterly risk self-assessment process.

#### **B.4.6. Records maintenance**

Maintaining appropriate records ensures that proper documentation exists for each business transaction. Records management involves storing, safeguarding and eventually destroying tangible and/or electronic records. There are also procedures that deter employees or Management from creating erroneous transactions in the underlying accounting records. A good records management program reduces operating costs, improves efficiency and minimizes the risk of litigation.

#### **B.4.7. Physical and cyber security**

Safeguards prevent unauthorised personnel from accessing valuable Company assets. Safeguards are physical, such as locks on cabinet doors and office doors; Clean Desk procedure (no documents containing personal client data can be left on the employee's desk or can be accessible after working hours); or intangible, such as computer software passwords. In addition, there is an IT strategy that includes the security and protection of Company data and systems from unauthorised access. There are also protocols relating to passing information in and out of Octium system by email.

#### **B.4.8. Controls over outsourced activities**

Octium requires that outsourced activities are managed to the same standard as internal activities and employ fit and proper people in its control functions. Octium has established an Outsourcing Policy which is intended to manage the outsourcing arrangements in a prudent manner. For all critically important service providers that are appointed, there is a due diligence and approval process prior to appointment, agreements are entered into which clearly set out the responsibilities of each party and the monitoring of the services to be provided. There is various monitoring of outsourced services which include daily control checks on data received from outsourced activities and reports on business transacted online.

Service providers are also required to certify the Fitness and Probity of their Control Functions, where applicable. Agreements require the outsource provider to immediately report any material incident or exposure. Further details of the controls over outsourced activities can be found in “B.7. Outsourcing/ Key Third Party Arrangements”.

## **B.5. Internal audit function**

The Internal Audit function and Head of Internal Audit have been outsourced to KPMG (Ireland) who operate in accordance with the International Standards for the Professional Practice of Internal Auditing and other relevant codes of conduct. The function provides independent and objective assurance services, in respect of Octium’s processes, whether carried out by its service providers or by employees of Octium, with due regard to the adequacy of the governance, risk management and internal control framework.

Audits are conducted within a Board approved Internal Audit Policy framework. The Head of Internal Audit reports to the Chair of the Audit Committee. The Audit Committee oversees the ‘risk based’ Audit Plan and reports and monitors implementation of recommendations.

Internal Audit reports highlight any significant control failings or weaknesses identified and the impact they have had or may have and the actions and timings which Management have agreed to take to rectify them.

The effectiveness of the Internal Audit Function as an assurance service depends upon its independence from the day-to-day operations of the business. The Head of Internal Audit provides an annual confirmation of the organisational independence of the Internal Audit function. This confirmation is undertaken through reporting to the Audit Committee.

## **B.6. Actuarial function**

Within Octium the Actuarial Function and Head of Actuarial Function (“HoAF”) are outsourced to KPMG (Ireland). The requirements of the HoAF are in line with guidance from the Central Bank of Ireland and the Society of Actuaries, and include, but are not limited to, the following matters:

- Coordinating the work of the actuarial function and advising the Board accordingly.
- Coordinating the calculation of the firm’s technical provisions.
- Providing an opinion on the Underwriting Policy and reinsurance arrangements.
- The provision of advice and support to Octium on its solvency requirements.
- Contributing to the effective implementation of the risk management process
- Modelling of the SCR and Minimum Capital requirement (MCR); and
- Contributing to the ORSA process.

In addition to the above, the HoAF attends Board, Risk Committee and Investment Oversight Committee meetings and interacts with the CEO, Finance and the CRO to provide advice and support to the business, consistent with the above requirements.

## **B.7. Outsourcing / Key Third Party Agreements**

The Company proactively manages all outsourcing relationships to ensure they meet the needs of the business and comply with all regulatory obligations. The Board has approved an Outsourcing Policy that requires:

- Prior to entering a new outsourcing arrangement an assessment is completed which considers the materiality of the arrangement and the potential for regulatory, financial, reputational or operational impact.
- A responsible person is appointed for managing/oversight of the outsourced activity.
- An appropriate selection and due diligence process is followed which is documented;
- A suitable management and oversight governance framework is implemented for all material outsourcing arrangements;

- A written contract is in place that contains adequate commercial protection and provides for a termination mechanism.
- Central Bank of Ireland is notified in advance of new appointments or changes to a material outsourcing agreement.
- Outsourcing register is submitted to the Central Bank of Ireland annually.

Octium’s outsourcing arrangements are subjected to an annual review and risk assessment, and the findings of this report are presented to the Board.

The following is a list of the critical or important operational functions Octium has outsourced together with the jurisdiction in which the third-party service providers of such functions or activities are located.

<b>Key Third Party Agreements 2022</b>			
<b>Service Provided</b>	<b>Supplier</b>	<b>Responsible</b>	<b>Supplier’s Country</b>
Asset Management	UBS	CFO	Germany, Italy, Switzerland
	89 Non-UBS Asset Managers		Italy, Luxembourg, Malta, Switzerland, UK
Policy Admin System	Lifeware	CEO	Switzerland
IT Network and Hosting Services	Ergo	CFO	Ireland
	Microsoft		
Actuarial	KPMG	CEO	Ireland
Internal Audit		CRO	

## **B.8. Any other information**

All material information regarding the System of Governance of Octium has been disclosed above.

## C. Risk profile

This section sets out the key risks to which Octium is exposed, how they are measured, the risk mitigation techniques employed and any material changes over the reporting period.

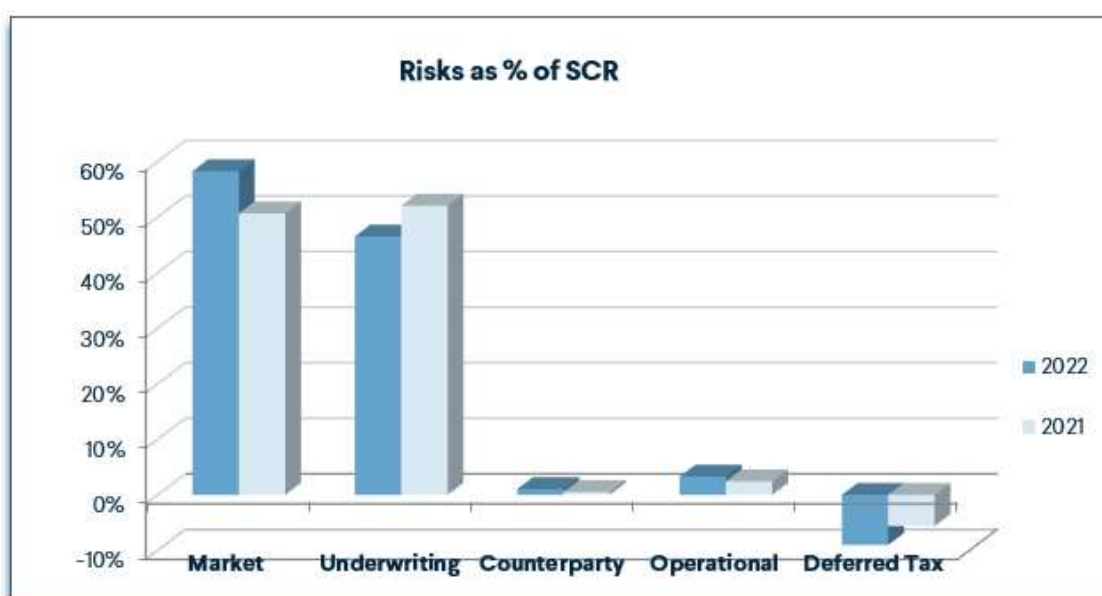
Octium is a manufacturer of unit linked insurance products with no investment guarantees, for HNW individuals. The Company distributes its products through banks and other suitable intermediaries seeking wealth planning solutions for their clients. Octium's risk exposures relate primarily to uncertainty over future revenues and expenses.

The Octium Board of Directors ("Board") have adopted the Standard Formula, as specified in the Solvency II regulation to assess the risks within the company and determine the level of Solvency Capital Requirement ("SCR").

The table below provides a breakdown of the key components of the Standard Formula calculation. Octium assesses the risks to its capital and profits through its Own Risk and Solvency Assessment (ORSA).

<b>Solvency Capital Requirement</b>	<b>2022 €'000</b>	<b>2021 €'000</b>
Market risk	30,475	39,688
Counterparty risk	535	414
Underwriting risk	24,324	40,797
Diversification effects	(11,676)	(17,134)
Basic SCR	43,657	63,765
Operational risk	1,705	1,910
Loss-absorbing capacity of Deferred Taxes	(4,721)	(4,422)
Solvency Capital requirement	40,641	61,253

The table below shows the main risks having adjusted for the diversification effect on a proportional basis.



## C.1. Underwriting risk

Underwriting risk is the risk of loss or adverse change in the values of insurance and reinsurance liabilities, resulting from inadequate pricing and provisioning assumptions.

### C.1.1. Risk exposure

Octium's underwriting risk profile is derived from the Standard Formula allowing for the impact of diversification. At 31 December 2022 the SCR for this module is €24.3m (2021: €40.8m) with intra-module diversification of 17.3% (2021: 13.9%) i.e. allowance for diversification between underwriting risks. The key underwriting risks to which Octium is exposed are set out below:

#### Lapse risk

The primary risk which Octium is exposed to is the risk of lapse rates being higher than expected leading to a loss of future income and potential increase in per policy expenses. Lapse rates may be impacted by changes in the economic climate, poor investment performance competitor activity or reputation damage.

#### Expense risk

Expense risk is the risk that future maintenance expenses are higher than levels assumed in the Solvency II balance sheet. Expense risk can arise through mis-estimation, higher than expected inflation, lower volumes of business than expected, expense overruns, regulatory change and changes in the business mix.

Expenses are managed in line with the agreed business plan and significant deviations to budget are monitored on a monthly basis by Finance. The Board reviews management accounts quarterly including an assessment of the level of expenses.

#### Mortality risk

Mortality risk is the risk of loss due to an increase in mortality rates. Octium's exposure to mortality risk may result in an increase in death cover payments and a reduction in expected future revenues.

### C.1.2. Changes in underwriting risk during 2022

The change in the significant intra-module components of the underwriting risk capital requirement is provided in the table below:



## C.1.3. Mitigating actions and controls

Octium assesses, monitors and controls underwriting risk through a number of methods:

- Product design minimises mortality risk
- Extensive use of reinsurance to limit the Company's mortality exposure
- Lapse risk is mitigated by high quality customer care at commencement and throughout the term of the policy
- Expenses are tightly controlled and managed in line with the business plan
- Quarterly monitoring of experience against stated risk tolerances
- The Own Risk and Solvency Assessment assesses risks under stressed conditions through a range of stress and scenario testing.

## C.1.4. Sensitivity and stress testing

Stress and scenario testing conducted as part of the ORSA demonstrate Octium's resilience to a range of adverse underwriting stresses. The estimated impact of these sensitivities is shown in the table below:

Sensitivity	Impact on SCR	Impact on Own Funds	% Change in SCR Ratio
50% permanent increase in mortality	(12.6%)	(3.3%)	18.6%
50% mass lapse event	(37.4%)	(54.6%)	(48%)
Expense shock +20%	2.9%	(9.5%)	(21.0%)

## C.1.5. Risk concentration

There are no material underwriting risk concentrations.

## C.2. Market risk

Market risk is the risk of lower returns or losses arising from adverse movements in market prices.

### C.2.1. Risk exposure

Octium's market risk profile is derived from the standard formula allowing for the impact of diversification. At 31 December 2022 the SCR for this module is €30.5m (2021: €39.7m) with intra-module diversification of 26.8% (2021: 22.2%) i.e. allowance for diversification between market risks.

Octium has minimal direct exposure to market risk but retains significant indirect exposure as adverse movements in the value of policyholder assets reduces future policy administration fees. Octium accepts this risk as an inherent element of its business model. The key market risks to which Octium is exposed are set out below:

#### Equity risk

Equity risk relating to unit-linked assets is borne by the policyholder as any change in the value of the assets underlying the policies are offset by corresponding changes in the value of technical provisions. Octium remains exposed to the change in policy administration fee income which is charged as a percentage of asset values.

#### Spread risk

Spread risk relating to unit-linked assets is borne by the policyholder as any change in the value of the assets underlying the policies are offset by corresponding changes in the value of technical provisions. Similar to Equity Risk, Octium's exposure is limited to the extent that policy administration fees which are charged as a percentage of unit linked asset values, are reduced.

## Currency risk

Currency risk is the risk of loss resulting from adverse movements in currency exchange rates. Octium's capital requirement for currency risk reflect the sensitivity of the values of assets, liabilities and in particular future revenues to changes in the level or in the volatility of currency exchange rates.

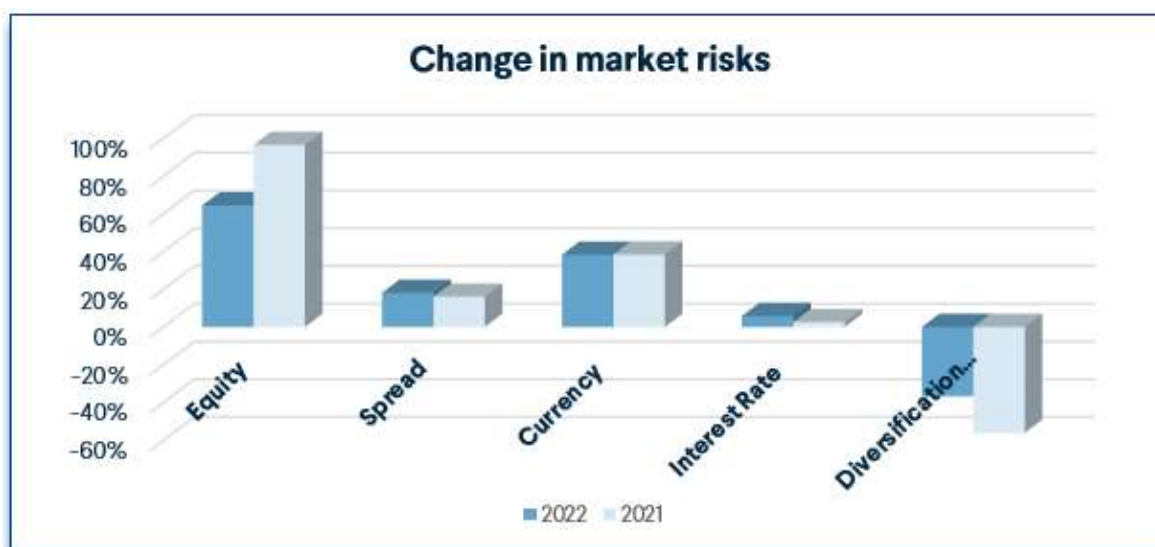
- Octium has an indirect exposure to currency risk to the extent that unit linked assets are denominated in currencies other than EUR - Approximately 39% of assets backing policyholder liabilities are denominated in non-EUR currencies of this an immaterial amount of assets are denominated in currencies pegged to the EUR;
- The Company has also some direct exposure as a result of policy administration fees or expenses being denominated in currencies other than EUR.
- Some expenses are incurred in non-EUR currencies, in particular CHF as Octium's main IT supplier (policy administration system) is a Swiss-based company

## Interest rate risk

Octium's on-demand cash deposits are valued at par and are therefore unaffected by movements in interest rates. A change in interest rates however does change the interest income generated from these deposits.

### C.2.2. Changes in market risk during 2022

The change in the significant intra-module components of the market risk capital requirement is provided in the table below:



### C.2.3. Mitigating actions and controls

Octium assesses, monitors and controls market risk through a number of methods:

- Complies with the Solvency II requirements relating to Prudent Person Principle
- Investment Oversight Committee oversees the investment of unit linked funds to ensure they are invested prudently and, in a manner, to ensure their security, quality and liquidity.
- Investment policy imposes close matching of assets to insurance liabilities
- The Own Risk and Solvency Assessment aims to assess risks under stressed conditions through a range of stress and scenario testing.

### C.2.4. Sensitivities and stress testing

Stress and scenario testing conducted as part of the ORSA demonstrate Octium's resilience to a significant market stress. The estimated impact on the of the sensitivity explored is detailed in the table below:

Sensitivity	Impact on SCR	Impact on Own Funds	% Change in SCR Ratio
Equity price shock -30%	(8.8%)	(16.3%)	(14.4%)
30% shock Euro/Swiss exchange rate	(9.3%)	(0.6%)	16.9%

### C.2.5. Investment of assets in accordance with the prudent person principle

The 'prudent person principle' requires that companies only invest in assets and instruments whose risks they can properly identify, measure, monitor, manage, control and report, and appropriately take into account in the assessment of its overall solvency needs. Octium considers these requirements before any investment in new assets or instruments.

The majority of the assets on Octium's balance sheet are held in respect of unit linked contracts where the policyholder bears the market risks of the investments included in their policy. In fact, assets are selected:

- directly by the policyholder (in policies where this option is available and the policyholder chooses to do so) or
- by the Asset Manager of the mandate(s) underlying the policy (mandate(s) underlying Octium policies are also chosen by the policyholder).

In order to mitigate as much as possible risks associated with investments, Octium implements investment monitoring processes in accordance with Solvency II prudent person principle and prudently selects asset managers and external funds suitable for policyholders.

Each external fund, before on-boarding is analysed to verify its compliance with Octium investment rules. Asset Managers are also subject to rigorous due diligence prior to business being placed with them. Asset Managers are issued with a fully documented set of rules and parameters specifying how assets are to be invested within each mandate and what assets are allowed in Octium's portfolios in order to support the policyholder benefits.

The Investment Oversight Committee monitors external funds and Assets Managers. Any investment mandate or limit breaches are escalated for resolution to ensure investments always lie within the parameters set. Additional controls are in place to monitor assets liquidity and quality of their valuation processes.

The Finance team must be comfortable that well defined and appropriate valuation methods have been developed for those instruments where external pricing information is not readily available.

### C.2.6. Risk concentrations

There are no material market risk concentrations.

## C.3. Credit risk

Credit risk is the risk of lower returns or loss if another party fails to perform its financial obligations.

### C.3.1. Risk exposure

Octium's credit risk profile is derived from the Standard Formula allowing for the impact of diversification. As at 31 December 2022 the SCR for this module is €0.5m (2021: €0.4m).

Similar to market risk, credit risk on unit linked assets is borne by the policyholder. In addition, the Company has an exposure to credit risk in relation to its deposits with credit institutions, the Italian Tax Authorities and amounts receivable under reinsurance arrangements.

### C.3.2. Changes in credit risk during 2022

There has been no material change in credit risk exposures during 2022.



### C.3.3. Mitigating actions and controls

The Company monitors and controls credit risk using the following methods:

- Credit risk policy imposing principles and requirements for credit risk management and Investment Policy imposing credit ratings limits for investment counterparties and concentration limits to avoid overexposure to any investment counterparty
- Regular monitoring of exposures relative to credit risk limits
- Quarterly settlement of outstanding reinsurance balances

### C.3.4. Sensitivities and stress testing

No credit risk sensitivity or stress testing was completed during 2022

### C.3.5. Risk concentrations

The Company transfers its mortality risk to a single reinsurance company. In certain extreme circumstances this may result in a significant exposure.

## C.4. Liquidity risk

Liquidity risk is the risk that Octium does not have sufficient liquidity to meet its obligations when they fall due or would have to incur excessive costs or trading losses to do so.

### C.4.1. Risk exposure

The liquidity risk associated with unit linked assets is borne by the policyholder as policy contracts are linked to the liquidity of the underlying assets as well as the value.

In the past, the requirements of the Italian substitute tax have been one of the most significant strains on the business liquidity. However, given a reducing cap and the 5-year roll-over relief which became effective in 2016, there has been a significant reduction in the annual requirements over the last number of years. Liquidity is projected to remain strong and support the payment of dividends over the business planning period.

However, if the level of funds under management from Italian tax residents were to increase by 10% say (through higher new business volumes or investment returns) then the ITWA cap would also increase by the same percentage leading to additional liquidity requirements.

### C.4.2. Changes in liquidity risk exposure during 2022

There has been no material change in liquidity risk exposures during 2022.

### C.4.3. Mitigating actions and controls

Octium's objective is to ensure that it has sufficient liquidity to meet the short- and medium-term requirements of the business. Octium maintains a prudent liquidity position to meet these requirements. Octium held €24.1m in on-demand cash deposits at 31 December 2022 (2021: €14.0m) and €15.0m subject to 90-day notice (2021: €14.5m).

Liquidity risk is principally managed in the following ways:

- Assets of a suitable marketability are held to meet liabilities as they fall due.
- Forecasts are prepared regularly to predict required liquidity levels over both the short and medium term.
- A liquidity buffer is maintained to cover unforeseen events
- Ongoing monitoring allows mitigating actions to be taken at an early stage if required.

### C.4.4. Sensitivities and stress testing

Octium's projected cash position before dividends is expected to improve significantly over the next five years. As part of the ORSA the cashflow of the business was subjected to a range of

adverse but plausible scenarios and in all cases the Company had sufficient cash inflows to meet its liquidity at all times.

#### **C.4.5. Expected profit included in future premiums**

As of 31 December 2022, the Company's expected profit in future premiums was Nil (2021: Nil).

#### **C.4.6. Risk concentrations**

There are no material liquidity risk concentrations.

### **C.5. Operational risk**

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems, or from external causes (deliberate, accidental or natural).

#### **C.5.1. Risk exposure**

Octium's operational risk profile is derived from the standard formula allowing for the impact of diversification. As at 31 December 2022 the SCR for this module is €1.7m (2021: €1.9m).

The primary operational risks exposures identified within the business include: Key person risk, system failure including business continuity risk, fraud risk, IT and cyber security, legal and compliance risk, governance failure, outsourcing and adequacy of resourcing.

#### **C.5.2. Changes in operational risk during 2022**

There has been no material change in operational risk exposures during 2022.

#### **C.5.3. Mitigating actions and controls**

The Company monitors and reports operational risks using the following methods:

- A robust framework for the oversight and management of operational processes, material outsourcing arrangements and business continuity.
- Regular Risk and Control Self-Assessment process
- Incident management process, root cause analysis and learning from adverse experience
- Oversight exercised by Internal Audit, Compliance and Risk functions
- Emerging risk workshops are held as required

#### **C.5.4. Sensitivity and stress testing**

No operational risk sensitivity or stress testing was completed during 2022

#### **C.5.5. Risk concentration**

There are no material operational risk concentrations.

### **C.6. Other material risks**

#### **C.6.1. Strategic risk**

The risk of loss or other adverse impact on the Company arising from failing to identify and react appropriately to opportunities and/or threats arising from changes in the market, some of which may emerge over a number of years.

Octium prepares and approves an annual plan and budget and performance is monitored against this plan throughout the year. Octium is significantly dependent on UBS for distribution of its products, bringing concentration risk. Octium accepts these risks as part of the strategy but is actively seeking new distributors to reduce this reliance on UBS. The financial impact of these risks materialising is lower profit and reduced solvency. Octium monitors key metrics such as lapses, claims and new business.

## **C.6.2. Climate Risk**

As a unit linked life insurance company, Octium does not have a material exposure to either physical or liability risks associated with climate change. The key risks identified by the Company are those associated with the transition to a low-carbon economy. In particular

- the speed at which a transition occurs and the associated impact from a disorderly transition.
- reputational damage from investments considered ungreen or the Company fails to ensure Clients have access to investment solutions that reflect their sustainability preferences.
- contagion risk from Octium's association with assets managers engaged in greenwashing.

## **C.6.3. Emerging risks**

Octium holds workshops with business units as and when new risks arise to analyse these risks and their potential impact on the business.

## **C.7. Any other information**

All material information regarding Octium's risk profile has been set out above.

## D. Valuation for Solvency Purposes

### D.1. Assets

The valuation of assets for solvency purposes is required to be on a market consistent fair value basis. In general, this is determined in accordance with the financial statements. Octium's financial statements have been prepared in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', FRS 103 Insurance Contracts, issued by the Financial Reporting Council of the UK and promulgated by the Institute of Chartered Accountants in Ireland, the Companies Act 2014 and the European Union (Insurance Undertakings: Financial Statements) Regulations 2015 (the 'Regulations') which cover the format and content of insurance company accounts.

Certain assets are measured and presented to comply with Solvency II principles and differ from the measurement and presentation in the financial statements.

Reconciliation of assets in F/S to Solvency II	2022 €'000	2021 €'000	Valuation Approach	Notes
POLICYHOLDER ASSETS				
Assets held to cover linked liabilities	4,178,520	4,610,184	Fair Value	D1.1
SHAREHOLDER ASSETS				
Cash at bank and in hand	39,119	28,473	Cost	
Italian substitute tax asset	30,660	37,793	2021: Fair Value 2022: Cost	
Other debtors and receivables	1,770	2,731	Cost	
Tangible assets	247	307	Amortised Cost	
Deferred acquisition cost	51	71	Amortised Cost	
Other financial investments	2	2		
Total assets per F/S	4,250,369	4,679,843		
Adjustments for Solvency II:				
Reinsurance recoverables	(1,523)	(1,466)	Fair Value	D1.2
Tax asset discounting	N/A	-	Fair Value	D1.3
Deferred acquisition cost	(51)	(71)		
Total assets per Solvency II	4,248,795	4,678,307		

#### D.1.1. Assets held for index-linked and unit-linked contracts

Unit linked assets are measured at fair value for Solvency II purposes as well as in Octium's financial statements.

Approximately 37% (2021: 36%) of these assets are valued based on quoted prices obtained from an active market (recognised and active exchange). Approximately 55% (2021: 58%) are priced based on inputs other than quoted prices that are market observable. Approximately 7% of assets (2021: 6%) are priced based on inputs which are unobservable in the marketplace.

The objective of the valuation techniques applied is to arrive at a fair value determination that reflects the price of the financial instrument at the reporting date that would have been determined by market participants acting at arm's length.

## D.1.2. Reinsurance recoverables

This amount represents the reinsurers' share of technical provisions net of reinsurance premiums. Recoverables are valued using the Solvency II criteria which take into account the expected cash flows from recoveries net of reinsurance premiums, discounted according to the risk-free rate curve. The result is a negative asset representing the present value of reinsurance.

No provision is required in Octium's financial statements for future benefits paid above the value of unit linked assets in the case of death as the amounts, net of reinsurance, are immaterial and there are sufficient profits arising from the policies to cover any costs.

## D.1.3. Withholding Tax Asset

Octium, as an Italian Withholding Tax Agent is required to make an annual tax prepayment to the Italian Tax Authorities of 0.45% of the Italian assets under administration at 31 December, subject to relief in the form of a cap on the overall level of the asset and an offset mechanism which compares payments five years prior to current year recoveries. Contributions to the Italian Revenue are recognised as a tax prepayment asset. Recovery of the asset is through future policyholder exit tax on chargeable gains, the amount and timing of which is dependent on the level of unrealised gains or losses that exist at policy level. The accounting policy was changed in 2022 such that the asset is valued at cost less any provision for impairment in the statutory financial statements. Previously a discounted cash flow model was used to apply a value-in-use valuation. In the Solvency II balance sheet, the asset is held at face value and reserving is applied using the Solvency II criteria within Best Estimate Liabilities element of technical provisions.

## D.2. Technical Provisions

The technical provisions have been calculated as the sum of a best estimate plus a risk margin in accordance with Articles 75 to 86 of the Solvency II Directive. They represent a realistic estimate of the Company's future obligations with an allowance for some deviation for plausible changes in estimation in the form of the risk margin.

The table below sets out the components of Octium's technical provisions as at 31 December.

<b>Technical Provisions</b>	<b>2022 €'000</b>	<b>2021 €'000</b>
BEL	4,092,314	4,487,412
Risk Margin	13,477	19,207
Technical provisions	4,105,791	4,506,618

The key sources of uncertainty for Octium are investment performance and policyholder behaviour assumptions. The non-unit BEL (negative liability) has decreased during 2022 primarily due to negative investment performance decreasing funds under management, as well as increased provisioning on the Italian tax asset due to reduced gains in the Italian book and an increased yield curve. This was offset somewhat by a reduced expenses BEL due to the increased yield curve.

### D.2.1. Best Estimate Liabilities (BEL)

The BEL represents unit linked liabilities less the projected future surplus arising from fees from the existing policies. The BEL is calculated as the discounted value of projected monthly cashflows involved in fulfilling the liabilities under the in-force business. Octium matches all liabilities under

unit linked policies with the underlying assets and the policies are valued by reference to the market value of those assets.

The main assumption in calculating the future surplus from the unit linked policies is regarding the level and duration of future expenses and policy lapse rates.

The calculations have been performed on a best estimate basis in accordance with the Solvency II Directive. The underlying policyholder behaviour assumptions are based on policyholder behaviour experience (e.g. surrenders/lapses, fund choices). Economic assumptions have been set consistent with economic conditions prevailing at 31 December 2022. The calculations do not make any allowance for transitional measures or assumed management actions.

## D.2.2. Risk Margin

The Risk Margin is an addition to the BEL to ensure that the technical provisions are equivalent to the amount that an insurance undertaking would be expected to be paid in order to take over the insurance liabilities and administer the payment of these obligations as they fall due. The risk margin is calculated as the amount of capital needed to support the SCR over the lifetime of the business.

In calculating the technical provisions Octium does not apply the following:

1. Matching adjustment referred to in Article 77b of Directive 2009/138/EC.
2. Volatility adjustment referred to in Article 77d of Directive 2009/138/EC.
3. Transitional risk-free interest rate-term structure referred to Article 308c of Directive 2009/138/EC.
4. Transitional deduction referred to in Article 308d of Directive 2009/138/EC.

The difference between financial statements and the Solvency II valuation of technical provisions is set out in the table below.

<b>Reconciliation of Technical Provisions</b>	<b>2022 €'000</b>	<b>2021 €'000</b>
Technical provisions per F/S	4,178,520	4,610,184
Solvency II adjustments		
Provisions other than Technical Provisions	(39,783)	(66,658)
BEL	(46,423)	(56,115)
Risk Margin	13,477	19,207
Solvency II Technical Provisions	4,105,791	4,506,618

## D.3. Other Liabilities

### D.3.1. Other Liabilities

These comprise of payments due to policyholders and intermediaries, other creditors such as tax and social insurance and accruals for expenses incurred prior to year-end. No adjustment is required to these valuations for solvency purposes as the amounts held under accounting principles are deemed to be approximations of fair value.

<b>Other Liabilities</b>	<b>2022 €'000</b>	<b>2021 €'000</b>
Creditors arising from insurance	40,023	66,898
Other creditors	246	323
Accruals	1,656	1,717
Deferred tax	3,921	4,422
Other Liabilities	43,606	73,360

### **D.3.2. Contingent liabilities**

For the valuation for solvency purposes, material contingent liabilities must be recognised as liabilities, unlike accounting principles under which they are only recognised if the payment of a liability is probable (more likely than not) and can be estimated reliably. Under Solvency II valuation principles, contingent liabilities are valued on the expected present value of future cash flows required to settle the liabilities over their lifetimes.

Octium had no contingent liabilities at 31 December 2022 or 31 December 2021.

### **D.4. Alternative Methods for Valuation**

Octium does not use any alternative methods for valuation other than those discussed above where the accounting basis differs from those prescribed under Solvency II.

### **D.5. Any Other Information**

All material information regarding valuation for solvency purposes is set out above.

## E. Capital management

### E.1. Own funds

#### E.1.1. Policies and Processes

Octium has a formal Capital Management Policy in place, which is approved by the Board and subject to review on at least an annual basis. The purpose of the policy is to provide a framework which will ensure that Octium, at all times, complies with the legal and regulatory requirements relating to the level and type of own funds held, and to ensure that own funds are managed effectively and efficiently in order to safeguard the financial soundness and support the strategic objectives of Octium.

Octium is a single shareholder entity whose shares are fully paid up. It has no debt financing and does not have any plans to raise debt or issue new shares in the short or medium term. Own fund items (other than the value arising from the existing policies and the Italian tax assets) are invested in bank deposits according to a Board approved Liquidity Policy.

Octium is at all times required to have own funds equal to at least 100% of its Own Solvency Needs (OSN), being the aggregate of the Solvency Capital Requirement (SCR) and any additional capital needs determined by the Board. Octium sets internal target capital levels above the level of OSN to ensure timely action can be taken to address a deteriorating capital position.

#### E.1.2. Analysis of Own Funds

Own funds are comprised of paid-in ordinary share capital, a paid-up irrevocable capital contribution and a reconciliation reserve, as detailed in the table below.

<b>Analysis of Own Funds</b>	<b>2022 €'000</b>	<b>2021 €'000</b>
Share Capital	1,000	1,000
Capital Contribution	5,000	5,000
Reconciliation Reserve	87,157	90,529
Own Funds Available to meet SCR	93,157	96,529

The reconciliation reserve is made up of retained earnings as per the financial statements and the projected future surplus arising from fees from the existing policies (i.e. technical provisions excluding unit reserves) net of deferred tax liabilities. A reconciliation between equity as shown in the financial statements and the Solvency II excess of assets over liabilities is shown below.

The eligible amount of own funds available to cover the OSN, SCR and MCR at 31 December 2022 was €93.2m (2021: €96.5m). This is comprised entirely of Tier 1 Basic Own Funds.

The decrease in own funds from 31 December 2021 to 31 December 2022 is mainly a result of the foreseeable dividend of €4m and negative investment performance of unit-linked assets impacting the present value of future profits. This was partially offset by an increase due to the increasing EIOPA yield curve and its impact on the expenses BEL.



## E.1.3. Reconciliation of equity in the Financial Statements and Own Funds

Reconciliation of Equity to Own Funds	2022 €'000	2021 €'000
Total Equity per F/S	69,707	67,379
Solvency II BEL	46,423	56,115
Solvency II Risk Margin	(13,477)	(19,207)
Deferred Tax Liability	(3,921)	(4,422)
Reinsurance Recoverables	(1,523)	(1,466)
Deferred Acquisition Cost	(51)	(71)
Excess of Assets over Liabilities	97,157	98,329
Foreseeable Dividends	(4,000)	(1,800)
Own Funds	93,157	96,529

Octium's own funds bear the following features:

1. They are not subject to transitional arrangements.
2. No deductions have been applied to own funds
3. There are no ancillary own funds.

## E.2. Solvency Capital Requirement and Minimum Capital Requirement

The amount of Octium's SCR and MCR at 31 December 2022 are €40.6m and €18.3m respectively (2021: €61.3m and €27.6m).

The table below shows the components of the SCR (using the Standard Formula) at 31 December for 2021 and 2022:

Solvency Capital Requirement	2022 €'000	2021 €'000
Market Risk	30,475	39,688
Counterparty Risk	535	414
Underwriting Risk	24,324	40,797
Diversification Effects	(11,676)	(17,134)
Basic SCR	43,657	63,765
Operational Risk	1,705	1,910
Loss-absorbing capacity of Deferred Taxes	(4,721)	(4,422)
Solvency Capital Requirement	40,641	61,253

The SCR decreased during 2022 due to a decrease in funds under management, assumption changes and an increasing yield curve, decreasing capital requirements.

## E.3. Use of the duration-based equity risk sub-module in the calculation of the SCR

Octium has not opted to use the duration-based equity risk sub-module, of the Solvency II regulations

## **E.4. Differences between the standard formula and any internal model used**

Octium does not use an internal model.

## **E.5. Non-compliance with the MCR and non-compliance with the SCR**

There was no breach of the Solvency Capital Requirement (and hence the Minimum Capital Requirement) over the reporting period.

## **E.6. Any Other Information**

Octium uses EIOPA's Solvency II Standard Formula. It does not use specific parameters and does not use simplified calculations in its computation of capital requirements.

## F. Appendix: Annual Quantitative Reporting Templates

### F.1. QRT – P02.01.02 – Balance Sheet Information

		<b>Solvency II value</b>
		C0010
	<b>Assets</b>	
R0030	Intangible assets	0
R0040	Deferred tax assets	0
R0050	Pension benefit surplus	0
R0060	Property, plant & equipment held for own use	247
R0070	Investments (other than assets held for index-linked and unit-linked contracts)	19,045
R0100	Equities	0
R0110	Equities - listed	0
R0120	Equities - unlisted	0
R0130	Bonds	0
R0140	Government Bonds	0
R0150	Corporate Bonds	0
R0160	Structured notes	0
R0170	Collateralised securities	0
R0180	Collective Investments Undertakings	2
R0190	Derivatives	0
R0200	Deposits other than cash equivalents	19,043
R0210	Other investments	0
R0220	Assets held for index-linked and unit-linked contracts	4,178,520
R0230	Loans and mortgages	0
R0240	Loans on policies	0
R0250	Loans and mortgages to individuals	0
R0260	Other loans and mortgages	0
R0270	Reinsurance recoverables from:	-1,523
R0280	Non-life and health similar to non-life	0
R0310	Life and health similar to life, excluding health and index-linked and unit-linked	0
R0340	Life index-linked and unit-linked	-1,523
R0350	Deposits to cedants	0
R0360	Insurance and intermediaries receivables	34
R0370	Reinsurance receivables	0
R0380	Receivables (trade, not insurance)	547
R0390	Own shares (held directly)	0
R0400	Amounts due in respect of own fund items or initial fund called up but not yet paid in	0
R0410	Cash and cash equivalents	20,076
R0420	Any other assets, not elsewhere shown	31,849
R0500	<b>Total assets</b>	<b>4,248,795</b>

## F.2. QRT – P02.01.02 – Balance Sheet Information (continued)

		C0010
	<b>Liabilities</b>	
R0510	Technical provisions – non-life	0
R0520	Technical provisions – non-life (excluding health)	0
R0560	Technical provisions - health (similar to non-life)	0
R0600	Technical provisions - life (excluding index-linked and unit-linked)	0
R0610	Technical provisions - health (similar to life)	0
R0650	Technical provisions – life (excluding health and index-linked and unit-linked)	0
R0660	TP calculated as a whole	0
R0670	Best Estimate	0
R0680	Risk margin	0
R0690	Technical provisions – index-linked and unit-linked	4,105,791
R0700	TP calculated as a whole	0
R0710	Best Estimate	4,092,314
R0720	Risk margin	13,477
R0740	Contingent liabilities	0
R0750	Provisions other than technical provisions	40,023
R0760	Pension benefit obligations	0
R0770	Deposits from reinsurers	0
R0780	Deferred tax liabilities	3,921
R0790	Derivatives	0
R0800	Debts owed to credit institutions	0
R0810	Financial liabilities other than debts owed to credit institutions	0
R0820	Insurance & intermediaries payables	246
R0830	Reinsurance payables	0
R0840	Payables (trade, not insurance)	1,656
R0850	Subordinated liabilities	0
R0860	Subordinated liabilities not in Basic Own Funds	0
R0870	Subordinated liabilities in Basic Own Funds	0
R0880	Any other liabilities, not elsewhere shown	0
R0900	<b>Total liabilities</b>	<b>4,151,638</b>
R1000	<b>Excess of assets over liabilities</b>	<b>97,157</b>

## F.3. QRT – S05.01.02 – Premiums, Claims and Expenses by Line of Business

		Line of Business for: <b>life insurance obligations</b>	<b>Total</b>
		Index-linked and unit-linked insurance	
		C0230	C0300
	<b>Premiums written</b>		
R1410	Gross	360,624,216	360,624,216
R1420	Reinsurers' share	98,552	98,552
R1500	Net	360,525,664	360,525,664
	<b>Premiums earned</b>		
R1510	Gross	360,624,216	360,624,216
R1520	Reinsurers' share	98,552	98,552
R1600	Net	360,525,664	360,525,664
	<b>Claims incurred</b>		
R1610	Gross	246,166,449	246,166,449
R1620	Reinsurers' share		0
R1700	Net	246,166,449	246,166,449
	<b>Changes in other technical provisions</b>		
R1710	Gross		0
R1720	Reinsurers' share		0
R1800	Net	0	0
R1900	<b>Expenses incurred</b>	9,006,264	9,006,264
	<b>Administrative expenses</b>		
R1910	Gross	5,317,683	5,317,683
R1920	Reinsurers' share		0
R2000	Net	5,317,683	5,317,683
	<b>Acquisition expenses</b>		
R2210	Gross	3,688,581	3,688,581
R2220	Reinsurers' share		0
R2300	Net	3,688,581	3,688,581
	<b>Overhead expenses</b>		
R2310	Gross		0
R2320	Reinsurers' share		0
R2400	Net	0	0
R2500	<b>Other expenses</b>		0
R2600	<b>Total expenses</b>		9,006,264
R2700	<b>Total amount of surrenders</b>	178,119,755	178,119,755

## F.4. QRT – S05.02.02 – Premiums, Claims and Expenses by Country (Annual)

	Home Country	Top 5 countries (by amount of gross premiums written) - life obligations		Total Top 5 and home country	
		C0150	C0160		C0170
R1400			IT	GR	
		C0220	C0230	C0240	C0280
	<b>Premiums written</b>				
R1410	Gross	184,880	171,763	3,981	360,624
R1420	Reinsurers' share	99	0	0	99
R1500	Net	184,781	171,763	3,981	360,526
	<b>Premiums earned</b>				
R1510	Gross	0	0	0	0
R1520	Reinsurers' share	0	0	0	0
R1600	Net	0	0	0	0
	<b>Claims incurred</b>				
R1610	Gross	137,595	87,038	21,533	246,166
R1620	Reinsurers' share	0	0	0	0
R1700	Net	137,595	87,038	21,533	246,166
	<b>Changes in other technical provisions</b>				
R1710	Gross	0	0	0	0
R1720	Reinsurers' share	0	0	0	0
R1800	Net	0	0	0	0
R1900	<b>Expenses incurred</b>	4,600	3,771	73	8,445
R2500	<b>Other expenses</b>				2,357
R2600	<b>Total expenses</b>				10,802

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## F.5. QRT – S.12.01.02 – Information on Technical Provisions

		Index-linked and unit-linked insurance			Total (Life other than health insurance, including Unit-Linked)	
		Insurance with profit participation	Contracts without options and guarantees	Contracts with options or guarantees		
		C0020	C0030	C0040	C0050	C0150
R0010	<b>Technical provisions calculated as a whole</b>	0	0			0
R0020	Total Recoverables from reinsurance/SPV and Finite Re after the adjustment for expected losses due to counterparty default associated to TP as a whole	0	0			0
	<b>Technical provisions calculated as a sum of BE and RM</b>					
	<b>Best Estimate</b>					
R0030	<b>Gross Best Estimate</b>	0		4,092,314	0	4,092,314
R0080	Total Recoverables from reinsurance/SPV and Finite Re after the adjustment for expected losses due to counterparty default	0		-1,523	0	-1,523
R0090	Best estimate minus recoverables from reinsurance/SPV and Finite Re - total	0		4,093,837	0	4,093,837
R0100	<b>Risk Margin</b>	0	13,477			13,477
	<b>Amount of the transitional on Technical Provisions</b>					
R0110	Technical Provisions calculated as a whole	0	0			0
R0120	Best estimate	0		0	0	0
R0130	Risk margin	0	0			0
R0200	<b>Technical provisions - total</b>	0	4,105,791			4,105,791

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## F.6. QRT – S.23.01.01 – Own Funds

		<b>Total</b>	<b>Tier 1 - unrestricted</b>
		C0010	C0020
<b>Basic own funds before deduction for participations in other financial sector as foreseen in article 68 of Delegated Regulation 2015/35</b>			
R0010	Ordinary share capital (gross of own shares)	1,000	1,000
R0130	Reconciliation reserve	87,157	87,157
R0140	Subordinated liabilities	0	
R0160	An amount equal to the value of net deferred tax assets	0	
R0180	Other own fund items approved by the supervisory authority as basic own funds not specified above	5,000	5,000
<b>Deductions</b>			
R0230	Deductions for participations in financial and credit institutions	0	0
R0290	<b>Total basic own funds after deductions</b>	93,157	93,157
<b>Ancillary own funds</b>			
R0580	<b>SCR</b>	40,641	
R0600	<b>MCR</b>	18,288	
R0620	<b>Ratio of Eligible own funds to SCR</b>	2.2922	
R0640	<b>Ratio of Eligible own funds to MCR</b>	5.0938	
<b>Reconciliation reserve</b>		C0060	
R0700	Excess of assets over liabilities	97,157	-
R0720	Foreseeable dividends, distributions and charges	4,000	-
R0730	Other basic own fund items	6,000	-
R0760	<b>Reconciliation reserve</b>	87,157	-



## F.7. QRT – P25.01.21 – Solvency Capital Requirement (Annual)

		<b>Gross solvency capital requirement</b>
		C0110
R0010	Market risk	30,475
R0020	Counterparty default risk	535
R0030	Life underwriting risk	24,324
R0040	Health underwriting risk	0
R0050	Non-life underwriting risk	0
R0060	Diversification	-11,676
R0070	Intangible asset risk	0
R0100	<b>Basic Solvency Capital Requirement</b>	<b>43,657</b>

		C0100
<b>Calculation of Solvency Capital Requirement</b>		
R0130	Operational risk	1,705
R0140	Loss-absorbing capacity of technical provisions	0
R0150	Loss-absorbing capacity of deferred taxes	-4,721
R0160	Capital requirement for business operated in accordance with Art. 4 of Directive 2003/41/EC	0
R0200	<b>Solvency capital requirement excluding capital add-on</b>	<b>40,641</b>
R0210	Capital add-on already set	0
R0220	<b>Solvency capital requirement</b>	<b>40,641</b>
<b>Other information on SCR</b>		-

		Yes/No
		C0109
R0590	<b>Approach to tax rate</b> Approach based on average tax rate	0

		LAC DT
		C0130
R0600	DTA	-
R0610	DTA carry forward	-
R0620	DTA due to deductible temporary differences	-
R0630	DTL	-
R0640	LAC DT	-4,721
R0650	LAC DT justified by reversion of deferred tax liabilities	0
R0660	LAC DT justified by reference to probable future taxable economic profit	-4,721
R0670	LAC DT justified by carry back, current year	0
R0680	LAC DT justified by carry back, future years	0
R0690	Maximum LAC DT	4,721

## F.8. QRT – S28.01.01 – Minimum Capital Requirement

### Linear formula component for life insurance and reinsurance obligations

		C0040		
R0200	MCRL Result	28,659,584		
			Net (of reinsurance/SPV) best estimate and TP calculated as a whole	Net (of reinsurance/SPV) total capital at risk
			C0050	C0060
R0230	Index-linked and unit-linked insurance obligations		4,093,837,093	<del> </del>
R0250	Total capital at risk for all life (re)insurance obligations		<del> </del>	3,891,935

### Overall MCR calculation

		C0070
R0300	Linear MCR	28,659,584
R0310	SCR	40,640,650
R0320	MCR cap	18,288,293
R0330	MCR floor	10,160,163
R0340	Combined MCR	18,288,293
R0350	Absolute floor of the MCR	4,000,000

		C0070
R0400	<b>Minimum Capital Requirement</b>	18,288,293