

COMPANY INFORMATION MATERIALS

DUE
DILIGENCE
PACK FOR
FINANCIAL
ADVISERS

ISSUED BY UTMOST IRELAND DAC



A WEALTH *of* DIFFERENCE

utmost[™]
WEALTH SOLUTIONS

BACKGROUND INFORMATION

INTRODUCTION & HISTORY

Utmost Wealth Solutions (“Utmost”) is the brand name used by a number of Utmost companies. Under the Utmost Wealth Solutions brand, Utmost Ireland dac and Utmost Limited, provide ‘offshore’ bonds for high-net-worth UK residents and UK ex-pats serviced by fully regulated intermediaries in the UK.

Below is a brief history of Utmost Ireland dac “the Company”:

On 26 July 2016, the LCCG Ireland Group acquired Aviva Life International Ltd. Subsequent to the acquisition, Aviva Life International Ltd was renamed as Harcourt Life International dac (“HLI”).

In June 2017, HLI acquired AXA Life Europe dac’s (“ALE”) non-guaranteed offshore unit linked investment bond business written in the UK and a small number of domestic Irish unit linked policies written between May 2009 and May 2012. Subsequently, HLI was renamed Utmost Ireland dac. Following the acquisition of ALE’s offshore bond business, Utmost Ireland dac has now commenced writing the bond business previously written by ALE.

LIFE COMPANY CONSOLIDATION GROUP LIMITED (LCCG)

Formed by directors Paul Thompson and Ian Maidens (Founding Directors), LCCG is a company specialising in the acquisition and consolidation of life assurance business operating in the European life assurance sector. LCCG operates business: in Ireland, in the Isle of Man and the UK. In October 2016 LCCG acquired AXA Isle of Man group of companies and renamed as Utmost Ltd. Prior to the purchase of the AXA Isle of Man group of companies, it focused on acquiring closed books of business.

It sees Utmost Wealth Solutions as the centrepiece of a new business strategy to complement its existing closed book strategy. LCCG is part-owned by the Founding Directors, and part-owned by funds managed by Oaktree Capital Group LLC (‘Oaktree’). Oaktree is regulated by the U.S. Securities and Exchange Commission (SEC) and its UK entity, Oaktree Capital Management (UK) LLP, is authorised and regulated by the Financial Conduct Authority.

REGISTERED ADDRESS & CONTACT DETAILS

Registered office: Utmost Ireland dac
Ashford House
Tara Street
Dublin 2
D02 VX67
Ireland

Telephone number: 0845 6029281

Website: www.utmostwealth.com

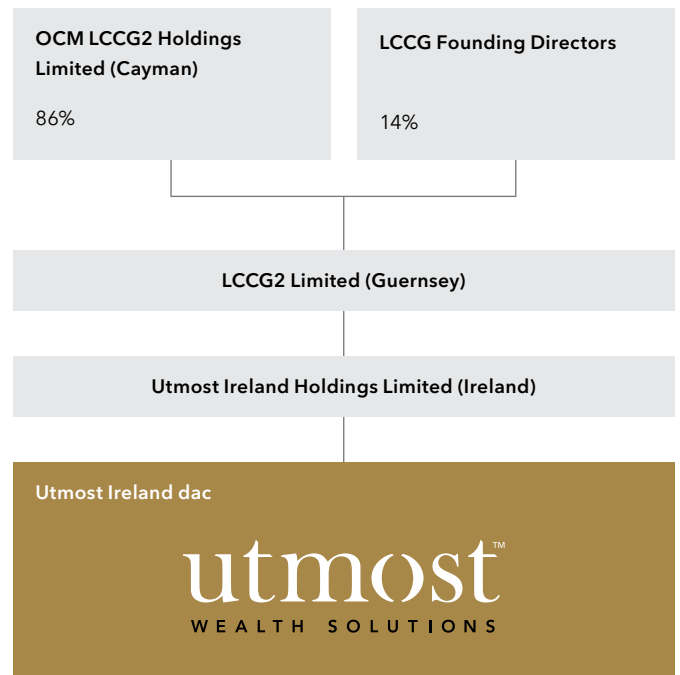
REGULATORY STATUS

Utmost Ireland dac is authorised by the Central Bank of Ireland and for UK business is regulated by the UK Financial Conduct Authority (FCA).

COMPANY OWNERSHIP

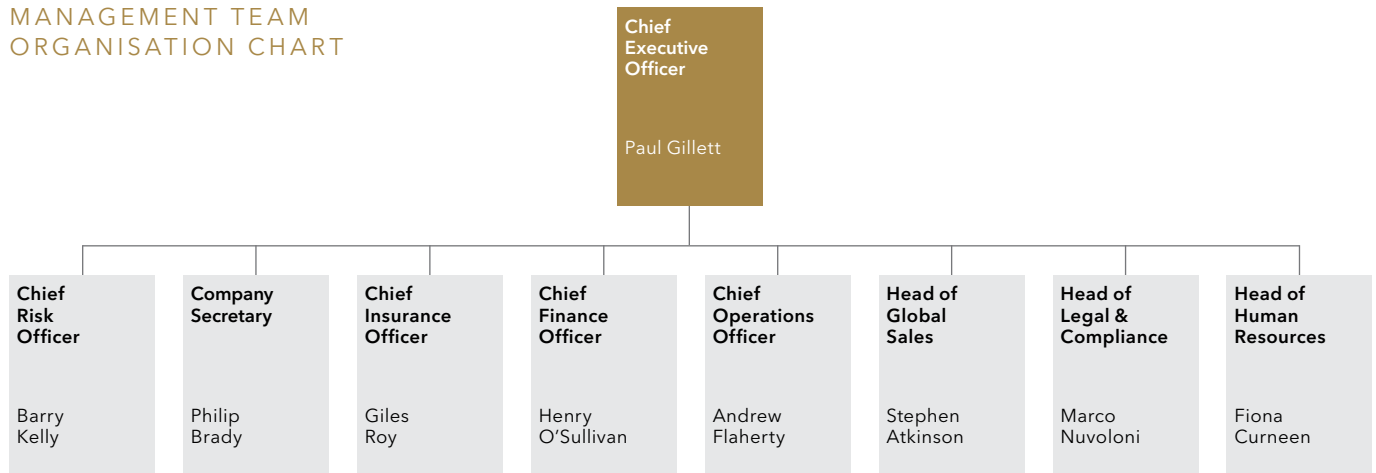
- › Utmost Ireland dac is wholly owned by Utmost Ireland Holdings Limited.
- › Utmost Ireland Holdings Limited is an Ireland incorporated holding company formed exclusively to take ownership of the Utmost Ireland group of companies.
- › Utmost Ireland Holdings is ultimately owned by Life Company Consolidation Group (2) Limited.
- › Life Company Consolidation Group (2) Limited is part-owned by the Founding Directors (14%) and OCM LCCG2 Holdings Limited (86%).
- › OCM LCCG2 Holdings Limited is owned by funds managed by Oaktree Capital Group LLC.

CORPORATE STRUCTURE (SIMPLIFIED)



OPERATIONAL INFORMATION

MANAGEMENT TEAM ORGANISATION CHART



FINANCIAL INFORMATION

AKG FINANCIAL STRENGTH RATINGS 2017

Company	FINANCIAL STRENGTH RATINGS				SUPPORTING RATINGS		
	Overall	With profits	Non profit	Unit linked	Service	Image & strategy	Annual review
Utmost Ireland DAC	B+	4*	N/A	4*	4*	3*	3*

*With profits business remains part of the closed book, wholly reinsured to AVIVA Life & Pensions.

STRATEGY

- › To grow Utmost Wealth Solutions (“Utmost”) both organically, through increasing the new business volumes written, and through further acquisitions.
- › Our key future plans remain centred on providing advisers with a streamlined, flexible service offering that aligns with the demands and business models in the UK. The financial services sector is ever-changing and it’s vitally important that Utmost adopts a flexible approach in order to meet the needs of its target clients and their advisers, and maintains its position as an industry leader. In order to provide policyholders with a relevant range of choices and options, it’s crucial that we consider alternative segments of the market and compatible jurisdictions in line with market demand.

We aim to achieve this by:



SUPPORT & SERVICES

TECHNICAL SUPPORT

For details on the range of support services available from our experienced distribution team, please read our **Natural Collaboration** corporate brochure or speak to your usual Utmost sales consultant. More detailed technical support is provided by the following teams:

Utmost Technical Team

The Utmost Technical Team provides guidance on a range of technical matters, including financial planning points and taxation of trusts and life policies. The team is led by Simon Martin. Simon has over 18 years' experience in the offshore life industry, the majority of which have been spent in technical services. Simon is an Associate of the Personal Finance Society and is a Chartered Financial Planner. He is also a fully qualified STEP practitioner and holds the CII certificate in mortgage advice. Simon sits on the tax panels of the Manx Insurance Association (MIA) and the Association of International Life Offices (AILO) and has written a number of articles in the trade press on tax and trust related matters.

Utmost Technical Sales Managers

Our two Technical Sales Managers are Chartered Financial Planners who have a wealth of experience, numerous qualifications, and are dedicated to providing support to advisers on a wide spectrum of technical areas.

Utmost Trustee Solutions

Utmost Trustee Solutions Limited, our in-house trust company, has expertise in understanding the nature of trusts used in combination with investment bonds, and the bonds themselves, as well as the duties and obligations of a trustee. The team is headed by Ricarda Best TEP, Dip PFS.

Utmost Trust Analysis Service

Our Trust Analysis Service is designed to equip you with clarity and assurance, so that you can talk about the inner workings of your client's trust with authority.

Utmost Investment Operations Team

The Utmost Investment Operations Team provides expert knowledge and analysis of the discretionary, advisory and execution-only market, as well as managing the mandates operated through our open architecture wrapper bonds.

ONLINE SERVICES & TOOLS

Our secure website offers a range of online services including the following:

- › Online valuations, including client information, are available at any time to policyholders and advisers.
- › Online illustrations are available and an illustration history is saved.
- › Online trading and tracking is available to policyholders and to advisers with the relevant agreements in place.
- › Adviser charging (and commission) statements are also available online.

POLICYHOLDER PROTECTION

For policyholder protection information, please see the detailed **Customer Guide to Investor Protection**, which is available on request. An overview is provided below.

COMPENSATION SCHEMES

UK Financial Services Compensation Scheme (FSCS)

In the event that Utmost Ireland dac is not able to meet its liabilities, any UK investors may be entitled to compensation under the FSCS. The scheme covers payments of 100% of the amount of liabilities of Utmost Ireland dac under the contract. Please note that eligibility is limited for some trusts and larger companies.

AWARDS & RATINGS

We haven't included any company awards won prior to us becoming Utmost Ireland dac but we have included the awards won by our products over the past three years:

Defaqto

- › 2016 - Selection Bond
5-star rating
- › 2015 - Selection Bond
5-star rating
- › 2014 - Selection Bond
5-star rating
- › 2016 - Delegation Bond
4-star rating
- › 2015 - Delegation Bond
4-star rating
- › 2014 - Delegation Bond
5-star rating

International Life Awards

- › 2016 - Joint winner of Best Single Premium Investment Bond
Delegation
- › 2014 - Winner of Best International Portfolio Bond
Delegation
- › 2014 - Joint winner of the Best New Product
Delegation

IMPORTANT INFORMATION

The purpose of this document is to assist the reader in deciding whether they wish to proceed with further discussions with Utmost Wealth Solutions in relation to the proposed transaction. The contents of, and all information contained in, this document (excluding this 'Important Information' section) is confidential and is not intended to be and shall not be legally binding upon Utmost Wealth Solutions. The terms of this document do not constitute an offer capable of acceptance.

Neither party has an obligation to negotiate with the other party, to enter into any transaction with the other party, or to make any offer to the other party. Any reference in this document to any future or proposed functionality is based on Utmost Wealth Solutions' expectations for the development and is subject to the successful development and delivery of such functionality within Utmost Wealth Solutions' anticipated timetable.

For the avoidance of doubt, in consideration of, inter alia, Utmost Wealth Solutions providing the information in this document, this 'Important Information' section of this document shall be legally binding. This document shall be governed and construed in accordance with English law.

The information in this document, which does not purport to be complete, has been provided by Utmost Wealth Solutions and has not been independently verified. While this information has been prepared in good faith, no representation or warranty, express or implied, is or will be made and no responsibility or liability is or will be accepted by Utmost Wealth Solutions, its subsidiaries or holding companies or by any of their respective officers, employees, agents or advisers in relation to the accuracy


or completeness of this letter or any other written or oral information made available to any interested party or its advisers and any such liability is expressly disclaimed.

No information set out or referred to in this document shall form the basis of any contract and all proposals are subject to due diligence and based on key assumptions, which could potentially affect the document. The reader and other relevant parties shall be required to acknowledge in any subsequent agreement with Utmost Wealth Solutions that it has not relied on or been induced to enter into such an agreement by any representation or warranty, save as expressly set out in such agreement.


This document is for information only and on the express understanding that it shall be used only for the purpose set out above. The reader shall not, and shall procure that its officer, employees, subcontractors or advisers shall not, use this information for any other purpose. The reader acknowledges that all intellectual property rights in or to the information remain at all times with Utmost Wealth Solutions, as owner or licensee of that information. Utmost Wealth Solutions gives no undertaking to provide the reader with access to any additional information, or to correct any inaccuracies in it which may become apparent, and it reserves the right, without giving reasons, at any time and in any respect, to amend or terminate its document to the reader. The issue of this document shall not be deemed to be any form of commitment on the part of Utmost Wealth Solutions.


CONTACT US

To find out more please contact us.

 +44 (0)1624 643 345

 customersupport@utmostwealth.com

 Utmost Ireland dac
Ashford House
Tara Street
Dublin 2
D02 VX67
Ireland

 www.utmostwealth.com

Please note that emails are not secure as they can be intercepted, so think carefully before sharing personal or confidential information in this way.

Telephone calls may be recorded.

utmost[™]
WEALTH SOLUTIONS

A WEALTH *of* DIFFERENCE

Utmost Wealth Solutions is the trading name used by a number of Utmost companies. Utmost Trustee Solutions is the trading name used by Utmost Trustee Solutions Limited. This item has been issued by: Utmost Ireland dac.

The following companies are registered in the Isle of Man: Utmost Limited (No 056473C), Utmost Administration Limited (No 109218C) and Utmost Trustee Solutions Limited (No 106739C), which are regulated or licenced by the Isle of Man Financial Services Authority. Utmost Services Limited (No 059248C) is not regulated. Each of the above companies has its registered office at: Royalty House, Walpole Avenue, Douglas, Isle of Man, IM1 2SL British Isles.

The following companies are registered in Ireland: Utmost Ireland dac, trading as Utmost Wealth Solutions, is regulated by the Central Bank of Ireland. Its registered number is 303257 and it has its registered office at: Ashford House, Tara Street, Dublin 2, D02 VX67, Ireland. Utmost PanEurope dac, trading as Utmost Wealth Solutions, is regulated by the Central Bank of Ireland. Its registration number is 311420 and it has its registered office at: Navan Business Park, Athlumney, Navan, Co. Meath C15 CCW8, Ireland. Its FCA number is 426350. Both companies are authorised by the Financial Conduct Authority in the UK for Conduct of Business Rules.

UI PR 0038/28.08.2018