
AXA MPS Financial Limited

Directors' report and financial statements

Year ended 31 December 2014

Registered number: 293822

AXA MPS Financial Limited

Directors' report and financial statements

For the year ended 31 December 2014

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AXA MPS Financial Limited

Directors and other information

For the year ended 31 December 2014

Directors	B. Derouvroy Bernard, Chairman and Non Executive Director (France) F. de Courtois, Non Executive Director, (France) F. Accorinti, Non Executive Director (Italy) N. Guinan, CEO and Executive Director B. Guiot, Non Executive Director (France) J. Goold, Independent Non Executive Director (UK) S. Hughes, Independent Non Executive Director S. Vannier, Non Executive Director (Italy) M. Pescarini, Non Executive Director (Italy)
Registered office	33 Sir John Rogerson's Quay Dublin 2 Ireland
Secretary	Tudor Trust Limited 33 Sir John Rogerson's Quay Dublin 2 Ireland
Appointed actuary	James Archer AXA MPS Financial Limited
Auditors	Mazars Chartered Accountants and Registered Auditors Harcourt Centre, Block 3 Harcourt Road Dublin 2 Ireland
Bankers	Allied Irish Banks plc 7/12 Dame Street Dublin 2 Ireland Banca Monte dei Paschi di Siena Member of MPS Banking Group 23100 Siena Italy
Solicitors	Dillon Eustace 33 Sir John Rogerson's Quay Dublin 2 Ireland
Service provider	Irish Progressive Services International Limited Block C Irish Life Centre Lower Abbey Street Dublin 1 Ireland

AXA MPS Financial Limited

Directors and other information

For the year ended 31 December 2014

Investment managers

J.P. Morgan Asset Management
Anima Asset Management Ltd
Fidelity Investments Luxembourg S.A.
BNY Mellon Asset Management
ING Investment Management
Julius Baer Investment Funds
Candriam
Aberdeen Global Services S.A.
Ubam
AXA Rosenberg
BNP Paribas Investment Partners
UBS Fund Services Luxembourg S.A.
Schroder Investment Management Luxembourg S.A.
Invesco Asset Managers
Alliance Bernstein Investor Services
Carmignac Investment Managers
Franklin Templeton Investments
AXA Investment Managers
Architas Multi Manager Europe
Blackrock Investment Managers
State Street Global Advisors
Old Mutual Global Investor Services
Metzler Ireland Limited
Threadneedle Luxembourg
MFS International Limited
Brown Advisory Limited
Morgan Stanley
Amundi Asset Management
M&G Investments
Henderson Fund Management
Natixis Global Asset Management
HSBC Global Asset Management
Goldman Sachs Asset Management
Legg Mason
Jupiter Fund Management
BlueBay Asset Management
Investec Asset Management
Pictet Asset Management

AXA MPS Financial Limited

Directors' report

For the year ended 31 December 2014

The Directors present their annual report and the audited financial statements for AXA MPS Financial Limited ("the Company") for the year ended 31 December 2014. The Directors consider it appropriate that these financial statements are prepared on a going concern basis.

Principal activities, business review and future developments

The principal activity of the Company is, as authorised by the Central Bank of Ireland, to transact cross-border life assurance business in the European Union under the Third Life Directive as introduced into domestic Irish legislation by the European Communities (Life Assurance) Framework Regulations, 1994.

The Company's business to date has mainly been the sale of single premium investment and insurance products in Italy through a distribution network of banking intermediaries.

During 2014, investment and insurance product sales amounted to €3,390 million (2013: €3,242 million), an increase of 4.5% on 2013. This level of sales was the highest recorded by the Company since inception. Gross Written Premium reported in the Profit and Loss account amounts to €4.2 million (2013: €9.62 million) due to the unbundling of contracts in line with Company accounting policy.

Total insurance claims and investment redemptions for the period amounted to €3,856 million for the year (2013: €2,836 million) an increase of 36% on 2013. Surrenders and partial surrenders of €3,339 million account for 87% of claims paid. The surrender or "lapse" rate of the Company excluding maturities is 36.9% for 2014 compared to 26.5% for 2013, with all product lines showing an increase in lapse activity from the prior year. Claims incurred reported in the Profit and Loss account amount to €254.4 million (2013: €217.4 million) due to the unbundling of contracts in line with Company accounting policy.

Total policyholder assets under management amount to €9,117m (2013: €8,691m) which is an increase of €426m from the previous year. Strong investment performance was the main contributor to the increase in policyholder assets as net technical operating cash flow was a negative €466m (2013: positive €406m) for the year.

The Company generated a profit after tax of €143.77 million (2013: €106.35 million) and net assets at the 31 December 2014 amounted to €385.96 million (2013: €350.69 million).

The regulatory solvency position of the Company at 31 December 2014 is satisfactory with total available assets of €330.25 million (2013: €261.75 million) and the excess of available assets over the required minimum solvency margin is €308.8 million (2013: €224.22 million).

The Directors, play an active role in the development of the Company through the ongoing review and oversight of budgets and performance. It is the Company's objective to achieve a satisfactory level of profitability for its shareholder whilst taking into account statutory, financial, fiscal and regulatory requirements and to meet policyholders reasonable expectations. At each Board meeting the Directors are provided with financial key performance indicators and a margin variance analysis against budget to inform them of the main profit drivers. The Company continues to meet policyholder needs by way of delivering a range of products to meet their requirements and this is reflected in the premium sales for 2014.

AXA MPS Financial Limited

Directors' report *(continued)*

For the year ended 31 December 2014

Financial risk management

The responsibility for the Company's internal control environment, including risk management, rests with the Company's Board of Directors. Management have day-to-day responsibility for monitoring, measuring, controlling and reporting the risks connected with the Company's activities (Note 25). The Company's risk appetite limits have been set in the areas of market, credit (counterparty exposure), life and operational risks via the Risk Appetite Statement, which was revised and adopted by the Company Board of Directors in April 2014 and most recently in December 2014.

Corporate governance

As the Company has developed, the Directors have been developing the corporate governance framework in line with best practice, the guidance provided by the group parent and the corporate governance code issued by the Central Bank of Ireland. The Company has been rated as Medium High entity according to the Central Bank of Ireland PRISM rating guide and the Company believes it is in compliance with the standards expected of a company with this rating. The Directors are aware of the critical need for effective corporate governance, risk management and internal controls to guide the Company's business practices and activities, thereby promoting compliance with all laws and regulations and safeguarding the Company's reputation.

The Company have established a Board Audit Committee, a Board Investment Committee and a Board Risk Committee all of which met at least 4 times during 2014. The charter for these committees is reviewed annually and the committees report back to the Board on all issues noted to and raised by them.

Key performance indicators

The Company tracks on a quarterly basis certain Key Performance Indicators (KPIs). These are shown below in €'000s.

Premium written	€3,389,528	(2013: €3,241,789)
TOCF*	€(466,358)	(2013: €406,021)
Staff Costs	€5,031	(2013: €5,027)
Profit after tax	€143,769	(2013: €106,351)

*Technical Operating Cash Flow

Results for the year and state of affairs at 31 December 2014

The results for the year are set out on pages 21 and 22. The Company's balance sheet is set out on pages 23 and 24.

Dividends

The Directors approved the payment of an interim dividend in May 2014 of €108.5 million (2013: €60 million). The Directors are not proposing a final dividend for the year ended 31 December 2014.

Directors

The following Directors served during the year:

Béatrice Derouvroy Bernard – Chairman and Non Executive Director
Frédéric de Courtois - Non Executive Director
Fabio Accorinti - Non Executive Director
Lodovico Mazzolin - Non Executive Director (resigned 23 January 2015)
Jonathan Goold - Independent Non Executive Director
Seamus Hughes - Independent Non Executive Director

AXA MPS Financial Limited

Directors' report (*continued*)

For the year ended 31 December 2014

Directors (*continued*)

Neil Guinan - CEO and Executive Director

Bruno Guiot – Non Executive Director

Sergio Vicinanza - Non Executive Director (resigned 24 June 2014)

Sophie Vannier – Non Executive Director

Maurizio Pescarini – Non Executive Director (appointed 09 December 2014)

Except where noted, the Directors served for the entire year and the period up to the date of signing the financial statements.

Directors and secretary and their interests

The Directors and secretary who held office at 31 December 2014 had no interests in the shares in, or debentures or loan stock of, the Company. The beneficial interests of the Directors and Secretary in the share capital of the ultimate parent Company AXA S.A. are as follows:

Name of Director	Company	Shares		Options	
		31/12/14	01/01/14	31/12/14	01/01/14
Frédéric de Courtois	AXA S.A.	23,520	15,600	228,443	252,083
Jonathan Gould	AXA S.A.	-	-	-	-
Lodovico Mazzolin	AXA S.A.	-	-	-	-
Fabio Accorinti	AXA S.A.	-	-	-	-
Seamus Hughes	AXA S.A.	-	-	-	-
Neil Guinan	AXA S.A.	-	-	1,041	1,041
Bruno Guiot	AXA S.A.	-	-	1,036	1,036
Sophie Vannier	AXA S.A.	6,940	6,940	18,699	18,699
Béatrice Derouvroy Bernard	AXA S.A.	81,239	72,081	150,574	137,134
Maurizio Pescarini	AXA S.A.	-	-	-	-

Name of Director	Company	Performance Units		Share Plan Units	
		31/12/14	01/01/14	31/12/14	01/01/14
Frédéric de Courtois	AXA S.A.	14,000	38,402	-	-
Neil Guinan	AXA S.A.	5,665	3,245	2,653	2,197
Bruno Guiot	AXA S.A.	1,325	1,325	-	-
Fabio Accorinti	AXA S.A.	4,965	2,165	-	-
Beatrice Derouvroy Bernard	AXA S.A.	15,200	7,200	-	-

Books of account

The Directors believe that they have complied with the requirements of Section 202 of the Companies Act, 1990 with regard to books of account by employing a service provider and personnel within the Company with appropriate expertise and by providing adequate resources to the financial function. The books of account of the Company are maintained at the premises of its service provider, Irish Progressive Services International Ltd, Block C, Irish Life Centre, Lower Abbey Street, Dublin 1, Ireland, for specified services in accordance with the service level agreement.

Political donations

The Company made no political donations during the year (2013: Nil).

Post balance sheet events

There have been no significant events affecting the Company since the year end which require amendment to the financial statements.

AXA MPS Financial Limited

Directors' report *(continued)*
For the year ended 31 December 2014

Solvency II

The Company continues to progress its preparation for the implementation of Solvency II in 2016, following the project streams coordinated at AXA Group level. During 2014 there was an acceleration of the pace of development at a legislative level with a firm implementation date of 1 January 2016 communicated by EIOPA in Q3 2014.

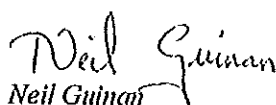
During 2014 the Company focused its resources on developing readiness for the EIOPA Implementing Measures, which the Central Bank of Ireland ("CBI") adopted in full for the period 2014 to 2016. To this end, project activities were mainly focused on the Pillar II components – documenting the Risk and Model Governance structures, and extension of the IFC Framework to the processes of STEC (Short Term Economic Capital – the Solvency Capital Requirement under the AXA Group Internal Model) and AFR (Available Financial Resources) construction. Processes underlying production of the ORSA were further developed. In parallel, on Pillar I work was focused on improving documentation of the STEC model – in particular its local application, such as model testing and back testing. The Company believes that it is broadly compliant with the EIOPA Implementing Measures.

In 2015, focus will turn to the Pillar III structures – aligned with AXA Group deliverables and project plan – to meet EIOPA and CBI Interim Measure reporting requirements, and to develop processes for the production of required Quantitative Reporting Templates from 2016. Work will continue on Pillars I and II – in particular, review and improvement of the model documentation, extension of local calibration, and embedding the STEC production processes and sign-offs as mature and business as usual activities.

Auditors

Mazars, Chartered Accountants and Registered Auditors, will continue in office, in accordance with the provisions of Section 160 (2) of the Companies Act, 1963.

On behalf of the board


Neil Guinan
Director


Seamus Hughes
Director

24 April 2015

AXA MPS Financial Limited

Statement of Directors' responsibilities

For the year ended 31 December 2014

The Directors are responsible for preparing the financial statements in accordance with applicable Irish law and Generally Accepted Accounting Practice in Ireland including the accounting standards issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland.

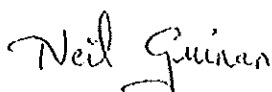
Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and the profit or loss for that period. In preparing those financial statements, the Directors are required to:-

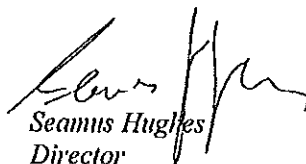
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare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

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

The Directors are responsible for keeping proper books of account which disclose with reasonable accuracy at any time the financial position of the Company and which enable them to ensure that the financial statements are prepared in accordance with accounting standards generally accepted in Ireland and comply with the Companies Acts, 1963 to 2013. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the board


Neil Guinan
Director


Seamus Hughes
Director

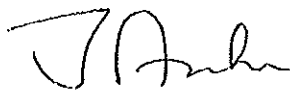
24 April 2015

AXA MPS Financial Limited

Report of the reporting actuary For the year ended 31 December 2014

I certify that at 31 December 2014:

- (i) in my opinion, proper records have been kept by the Company, adequate for the purposes of the valuation of the liabilities of its life assurance business;
- (ii) the computation of the life assurance provision has been made on the basis of recognised actuarial methods and with due regard to the actuarial principles laid down in Council Directive 92/96/EEC; and
- (iii) the life assurance provision is sufficient to enable the Company to meet any liabilities arising out of insurance contracts as far as can reasonably be foreseen.



James Archer
Fellow Member of the Society of Actuaries in Ireland
Reporting Actuary of AXA MPS Financial Limited

24 April 2015



Report of the independent auditors to the members of AXA MPS Financial Limited

We have audited the financial statements of AXA MPS Financial Limited for the year ended 31 December 2014, which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is Irish law and accounting standards issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland (Generally Accepted Accounting Practice in Ireland).

This report is made solely to the company's members, as a body, in accordance with section 193 of the Companies Act, 1990. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities on page 8, the directors are responsible for the preparation of the financial statements giving a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with Irish law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the directors' report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies, we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view in accordance with Generally Accepted Accounting Practice in Ireland of the state of the company's affairs as at 31 December 2014 and of its profit for the year then ended; and
- have been properly prepared in accordance with the requirements of the Companies Acts, 1963 to 2013 and the European Communities (Insurance Undertakings Accounts) Regulations, 1996.

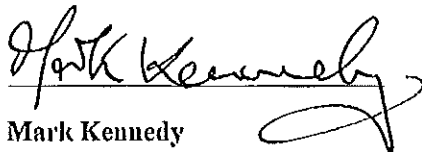
Report of the independent auditors to the members of AXA MPS Financial Limited (continued)

Matters on which we are required to report by the Companies Act, 1963 to 2013

- We have obtained all the information and explanations which we consider necessary for the purposes of our audit.
- In our opinion, proper books of account have been kept by the company.
- The financial statements are in agreement with the books of account.
- In our opinion, the information given in the directors' report is consistent with the financial statements.
- The net assets of the company, as stated in the balance sheet are more than half of the amount of its called-up share capital and, in our opinion, on that basis there did not exist at 31 December 2014, a financial situation which under section 40(1) of the Companies (Amendment) Act, 1983, would require the convening of an extraordinary general meeting of the company.

Matters on which we are required to report by exception

We have nothing to report in respect of the provisions in the Companies Acts, 1963 to 2013, which require us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions specified by law are not made.


Mark Kennedy

**For and on behalf of Mazars
Chartered Accountants
and Registered Auditors
Harcourt Centre
Block 3
Harcourt Road
Dublin 2**

24 April 2015

AXA MPS Financial Limited

Statement of accounting policies *for the year ended 31 December 2014*

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

Basis of preparation

The financial statements have been prepared in accordance with the Companies Acts, 1963 to 2013 and the Statement of Recommended Practice (SORP) issued by the association of British Insurers.

The financial statements are prepared in accordance with the historical cost convention modified by the valuation of financial investments which are carried at fair value and Accounting Standards issued by the Financial Reporting Council as promulgated by the Institute of Chartered Accountants in Ireland.

The preparation of these financial statements requires management on an on-going basis to make certain judgements, estimates and assumptions that affect the application of policies and the reported amount of assets, liabilities, income and expenses. The actual results may differ significantly from these estimates. Judgements made by management that have a significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in Note 26.

Currency

The financial statements are prepared in Euro (€) which is the Company's functional currency.

Foreign currency transactions

Transactions in foreign currencies are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to euro at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to euro at foreign exchange rates ruling at the date the fair value was determined.

Insurance and investment contracts - classification

Classification of contracts

Contracts under which the Company accepts insurance risk from another party (the policyholder) by agreeing to compensate the policyholder or other beneficiary if a specified uncertain future event (the insured event) adversely affects the policyholder or other beneficiary, are classified as insurance contracts.

Insurance risk is risk other than financial risk. Financial risk is the risk of a possible future change in one or more of a specified interest rate, security price, commodity price, foreign exchange rate, index of prices or rates, a credit rating or credit index or other variable, provided in the case of a non-financial variable that the variable is not specific to a party or contract.

AXA MPS Financial Limited

Statement of accounting policies (*continued*) for the year ended 31 December 2014

Classification of contracts (continued)

Where a direct contract contains both an investment and an insurance element (rider benefit) the Company “unbundles” this contract into its constituent parts. The insurance element of the contract is accounted for as an insurance contract and the investment element of the contract is accounted for as an investment contract. In the case of contracts where the rider benefit is not explicit, a prudent present value estimate is made of the death benefit costs and the contract is unbundled accordingly. Where an insurance contract contains an investment element which cannot be measured separately from the insurance element, the Company does not unbundle the contract. Unit reserves are created to match the underlying fund choices of the policyholders. A reserve is held to cover the excess of the future expected claims on any guaranteed element of the product over the future income from that part of the product charges defined at policy commencement to cover the guaranteed benefits. A reserve calculation is performed to identify any additional reserve required to cover future expenses and provision is made for such a reserve where appropriate.

A contract that qualifies as an insurance contract remains an insurance contract until all rights and obligations are extinguished or expire. However, an investment contract classified as such on inception, could subsequently be reclassified as an insurance contract, if it meets the insurance definition as described above.

Insurance contracts – recognition and measurement

a) Premium

Premium written in respect of insurance contracts is accounted for in the profit and loss account in the same period in which the liabilities arising from this premium is established.

b) Claims

Claims incurred comprise claims paid in the year and changes in technical provisions, together with any other adjustments to claims from previous years. Claims incurred include maturities, deaths and surrenders. Maturity claims are recognised on a due basis. Death and surrender claims are accounted for upon notification, and the value of such claims then ceases to be included within technical provisions. Claims incurred include related internal and external claims handling expenses.

c) Long term business provision

The long-term business provision is calculated on an annual basis with regard to the principles laid down in the EU Third Life Directive (92/96EEC). It comprises of a provision for future mortality. Although the Directors consider that the gross long term business provision and the related reinsurance recovery are fairly stated in line with the information currently available the eventual liability may vary as a result of subsequent information and events.

AXA MPS Financial Limited

Statement of accounting policies (*continued*) for the year ended 31 December 2014

Insurance contracts – recognition and measurement (*continued*)

The provision, estimation technique and assumptions adopted are periodically reviewed with any changes in estimates reflected in the long-term business provision as they occur, through the profit and loss account.

d) Reinsurance

Only insurance contracts that give rise to a significant cession of insurance risk from the Company are accounted for as reinsurance. The Company only considers those entities with a credit rating of BBB and higher as reinsurance partners. Amounts recoverable under such contracts are recognised in the same period as the related claim and premiums are recognised in the profit and loss account.

A transfer of insurance risk is only considered to have occurred if there is a reasonable possibility both of a significant range of outcomes and of the reinsurer realising a significant loss. No transfer is considered to have occurred if under all reasonable scenarios the reinsurer will effectively receive no more than a lender's rate of return. In assessing whether a significant transfer has occurred consideration is given to the commercial substance of the contract, the range of outcomes that may reasonably be expected to occur under the contract and the timing of the cash flows anticipated under the contract.

The amounts recoverable under reinsurance contracts are assessed for impairment at each balance sheet date. Such assets are deemed impaired if there is objective evidence, as a result of an event that occurred after its initial recognition, that the Company may not be able to recover all amounts due and that the event has a reliable measurable impact on the amounts that the Company will receive from the reinsurer.

Investment contracts – recognition and measurement

Unit linked investment contracts have been classified as financial liabilities at fair value through the profit and loss account to eliminate an inconsistency that would otherwise arise between the valuation of assets and liabilities. Unit linked liabilities are valued with reference to the value of the underlying investment fund at the balance sheet date. Non unit linked investment contracts are measured based on the value of the liability to the policyholder at the balance sheet date.

The revenue arising from these contracts (front end fees, surrender penalties and annual management charges) is recognised over the life of the contract and is recorded in the fees and commission income lines. These are deducted from the policyholders' funds. Policyholder contract benefits charged to the profit and loss account include benefit claims incurred during the period in excess of policyholders' funds and interest credited to the policyholders' balance.

a) Premium / benefits paid

Premium written from and benefits paid to policyholders of investment contracts are accounted for as deposits received (or repaid) and are not included within premiums and claims in the profit and loss account.

b) Liability measurement

Liabilities related to unit linked contracts are held at fair value through the profit and loss account. The fair value of a financial instrument is the fund value of the contract, without any reduction. A financial liability is derecognised when and only when the liability is extinguished, that is, when the obligation specified in the contract is discharged, cancelled or has expired.

AXA MPS Financial Limited

Statement of accounting policies (*continued*) for the year ended 31 December 2014

Liability measurement (*continued*)

The difference between the carrying amount of a financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the profit and loss account. Gains and losses arising from changes in the fair value of financial liabilities designated at fair value through the profit and loss account are included in the profit and loss account in the period in which they arise.

c) Deferred acquisition costs

Deferred acquisition costs are directly associated with the acquisition of new investment contracts and are deferred to the extent that they are expected to be recoverable out of future revenues to which they relate. Such costs are amortised through the profit and loss account over the period in which the revenues on the related contracts are expected to be earned, at a rate commensurate with those revenues.

Deferred acquisition costs are reviewed by category of business at the end of each financial year. Should the circumstances which justified the deferral of costs no longer apply, these costs to the extent that they are believed irrecoverable are written off.

Deferred income liability

Any upfront margins associated with the acquisition of investment business are deferred. These margins are amortised through the profit and loss account over the life of the contract. If policies exit earlier than the anticipated date, then any remaining margins are recognised in that period in full.

Investment income

The Company has designated all unit linked products and their associated investment and insurance contract liabilities at fair value through the profit and loss account. Investment income in the technical account comprises all investment income (including interest income for financial assets carried at amortised cost, using the effective interest rate method), realised investment gains and losses and movements in unrealised gains and losses supporting the insurance business.

Realised gains and losses on investments carried at fair value through profit and loss are calculated as the difference between net sales proceeds and purchase price. Movements in unrealised gains and losses on investments represent the difference between the fair value at the balance sheet date and their purchase price or their fair value at the last balance sheet date, together with the reversal of unrealised gains and losses recognised in earlier accounting periods in respect of investment disposals in the current period.

Non-technical investment income and charges refers to unrealised gains and losses in respect of shareholder assets.

a) Interest income

Interest income is recognised in the profit and loss account as it accrues, using the effective interest rate method.

b) Dividend income

Dividend income is recognised in the profit and loss account on the date the Company's right to receive payments is established.

AXA MPS Financial Limited

Statement of accounting policies (*continued*) for the year ended 31 December 2014

Financial assets

The Company classifies its financial assets as designated at fair value through the profit and loss account on initial recognition at cost, being fair value consideration paid. The basis of this designation is that the financial assets and liabilities are managed and evaluated together on a fair value basis. This designation eliminates or significantly reduces a measurement inconsistency that would otherwise arise if these financial liabilities were not measured at fair value since the assets held to back the investment contract liabilities are also measured at fair value.

The fair value of the Company's unit linked investment contract liabilities are based on the fair value of the financial assets held within the appropriate unit-linked funds. These assets are held to cover policyholder liabilities and are typically comprised of unit linked investments (managed funds) and index linked bonds.

Financial assets held for trading comprise of financial assets which on initial recognition are designated by the Company as being held at fair value through the profit and loss account. These assets mainly comprise fixed and variable rate Government securities and options attached to index linked bonds which are held for the benefit of policyholders.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These investments are initially recognised at cost, being fair value of consideration paid for the acquisition of the investment. After initial measurement, loans and receivables are measured at amortised cost.

Purchases of financial assets are recognised on the trade date, which is when the Company commits to purchase the assets. Financial assets are derecognised when contractual rights to receive cash flows from the investments expire, or where the investments, together with substantially all the risks and rewards of ownership have been transferred.

Financial assets are initially measured at fair value plus, in the case of assets not designated at fair value through the profit and loss account, transaction costs that are directly attributable to their acquisition.

Transaction costs in relation to financial assets designated at fair value through profit and loss account are expensed immediately. After initial recognition, the Company measures financial assets at fair value through the profit and loss account and available for sale financial assets at fair value without any deduction for transaction costs it may incur on disposal. The fair values of investments are based on quoted bid prices where available or amounts derived from cash flow models.

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Derivative financial instruments

The Company does not use hedge accounting. The derivatives held where the risk is retained by the Company are options held for short periods of time as a result of policyholders surrenders or held to maturity where investment risk is marginal and is in line with the Company's risk appetite statement. The Company also holds derivatives in respect of the dynamic hedging strategy for the Accumulator guarantee business and new tracker bonds issued since 1 November 2010.

AXA MPS Financial Limited

Statement of accounting policies (*continued*) for the year ended 31 December 2014

Derivative financial instruments (*continued*)

With regard to the options held for short periods of time resulting from policyholders surrenders of structured assets, the Company does not hold these for speculative purposes and sells the instrument back to the issuing Company at the next available opportunity but may exercise its right to retain the asset until maturity where the risk of holding is minimal and is in line with the risk appetite statement of the Company. Other derivatives held are included in assets held on behalf of policyholders where all gains and losses on these derivatives are exactly matched by changes in the related liabilities to policyholders.

Derivative financial instruments are recognised initially at cost. Subsequent to initial recognition, derivative financial instruments are stated at fair value. The gains or losses on re-measurement to cost, being fair value consideration paid is recognised immediately in the profit and loss account.

Employee benefits

(a) Defined contribution plans

The pension entitlements of employees are secured by contributions from the Company to a separately administered defined contribution pension fund. Contributions to the fund are charged to the profit and loss account in the same period as the salaries to which they apply. The Company makes a payment equal to between 5% and 15% of the gross income for each eligible employee.

(b) Life assurance

The Company makes a payment towards life assurance and permanent health insurance for all full time staff. Contributions towards these plans are recognised as an expense in the profit and loss account as incurred.

Italian tax provision

Contributions to the Italian Revenue, as a result of the Company being a withholding agent, are recognised as a deferred asset in the balance sheet of the Company. All Italian capital gains tax due on policies maturing after the final payment of the Italian tax liability will be written off against this asset. The recoverable amount of this asset is reviewed at each year end by the Board of Directors.

Impairment of non-financial assets

The carrying amount of the Company's assets is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the carrying value is reduced to the estimated recoverable amount which is a charge to the profit and loss account.

The difference between the carrying value and the current fair value, less any impairment loss on that financial asset is recognised in the profit and loss account.

Calculation of recoverable amount

The recoverable amount of receivables carried at amortised cost is calculated as the present value of estimated future cash flows, discounted at the original effective interest rate. Receivables with a short term duration are not discounted. The recoverable amount of other assets is the greater of their net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

AXA MPS Financial Limited

Statement of accounting policies (*continued*) for the year ended 31 December 2014

Calculation of recoverable amount (continued)

For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

The Italian tax asset is held at face value and the recoverability thereof is reviewed at each year end.

An impairment loss is reversed only to the extent that an asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances, call deposits and other short term highly liquid investments with less than 90 days to maturity from the date of acquisition.

Management expenses

Management expenses and administration costs are charged to the profit and loss account on an accruals basis.

Technical provisions

Technical provisions for linked liabilities relate to unit linked contracts. The liability for these contracts is determined as the value of the units allocated at the valuation date and other technical provisions that have been established for additional risk benefits and costs. Other technical provisions include provisions set aside for future expenses associated with unit linked liabilities and claims incurred but not reported.

The life assurance provisions are calculated by a Fellow Member of the Society of Actuaries in Ireland, Mr. James Archer FSAI FIA. The computation was made on the basis of recognised actuarial methods, with due regard to the actuarial principles laid down in the Council Directive 92/96/EEC. The life assurance provision was computed separately for each life assurance contract using modern tables of mortality and expense assumptions which reflect the Company's expected experience.

Taxation

Corporation tax payable is provided on taxable profits at the current attributable rates.

In accordance with Financial Reporting Standards No. 19 "Deferred Tax", except where otherwise required by accounting standards, full provisioning without discounting is made for all timing differences which have arisen but not reversed at the balance sheet date. Deferred tax balances are provided for at the average tax rates that are expected to apply to the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

A deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be recognised as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

AXA MPS Financial Limited

Statement of accounting policies *(continued)* *for the year ended 31 December 2014*

Trade and other receivables

Trade and other receivables are initially booked at fair value of the consideration paid and are stated at amortised cost less provision for impairment. The average payment period of debtors is less than three months. The carrying amount of trade and other receivables are reviewed at each balance sheet date to determine whether there is any indication of impairment.

Tangible fixed assets

The charge for depreciation is calculated to write down the cost or current value of tangible fixed assets to their estimated residual values by equal annual instalments over their expected useful lives as follows:

Fixtures and fittings, other equipment	20%
Computer equipment and software	20%

Dividend distributions

Dividends paid are recognised in the financial statements when they have been approved by the Directors and are no longer at the discretion of the Company. Interim dividends declared by the Directors are recognised when paid.

AXA MPS Financial Limited

Profit and loss account for the year ended 31 December 2014

Technical account – life assurance business

	Notes	2014 €'000	2013 €'000
Earned premium, net of reinsurance			
Gross premiums written	1	4,269	9,620
Outward reinsurance premiums	1	(55)	(65)
		<hr/> 4,214	<hr/> 9,555
Investment income	2	879,945	527,068
Unrealised gains on investments	2	553,732	420,374
Fee and commission income	3	224,047	282,507
Change in deferred income liability	23	18,053	(37,722)
		<hr/> 1,679,991	<hr/> 1,201,782
Claims incurred	4	(254,491)	(217,353)
Policyholder contract benefits	20	(1,064,934)	(678,110)
Change in technical provisions			
Technical provision for linked liabilities	20	229,481	166,705
Other technical provisions	19	26,997	36,263
		<hr/> (1,062,947)	<hr/> (692,496)
Investment expenses and charges	2	(42,231)	(86,911)
Unrealised losses on investments	2	(280,535)	(144,681)
Operating expenses	5	(144,315)	(148,872)
		<hr/> (1,530,028)	<hr/> (1,072,960)
Balance on the technical account – life assurance business		<hr/> 149,963	<hr/> 128,822

AXA MPS Financial Limited

Profit and loss account for the year ended 31 December 2014

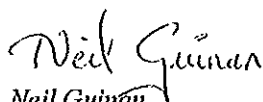
	Notes	2014 €'000	2013 €'000
Balance on the technical account - life assurance business		149,963	128,822
Non-technical account			
Investment income	2	14,765	3,967
Investment expenses and charges	2	(407)	(11,164)
Profit on ordinary activities before taxation		164,321	121,625
Tax on profit on ordinary activities	9	(20,552)	(15,274)
Profit on ordinary activities after taxation	24	143,769	106,351

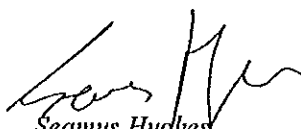
The Company had no recognised gains or losses in the financial year or in the preceding financial year other than the profit on ordinary activities as shown above.

All profits were generated by continuing activities.

The accompanying notes form an integral part of these financial statements.

On behalf of the board


Neil Guinan
Director


Seamus Hughes
Director

24 April 2015

AXA MPS Financial Limited

Balance Sheet

As at 31 December 2014

Assets	<i>Notes</i>	2014 €'000	2013 €'000
Investments			
Financial assets held for trading	<i>10</i>	496,640	456,759
Financial assets held at fair value	<i>11</i>	8,951,797	8,549,801
Loans and receivables	<i>12</i>	280,149	325,338
		<hr/>	<hr/>
		9,728,586	9,331,898
Other assets			
Tangible fixed assets	<i>13</i>	316	437
Deferred acquisition cost	<i>14</i>	29,903	18,849
Other debtors	<i>15</i>	59,990	85,945
Cash and cash equivalents	<i>16</i>	71,943	25,526
		<hr/>	<hr/>
		162,152	130,757
Total Assets		<hr/>	<hr/>
		9,890,738	9,462,655
		<hr/>	<hr/>

AXA MPS Financial Limited

Balance Sheet


As at 31 December 2014

Liabilities	Notes	2014 €'000	2013 €'000
Capital and reserves			
Share capital	17	635	635
Capital contribution	24	194,000	194,000
Profit and loss account		191,321	156,052
Shareholders' funds– equity interests	24	<u>385,956</u>	<u>350,687</u>
Technical provisions			
Technical provisions for linked liabilities	20	167,757	397,238
Other technical provisions	19	26,443	53,440
Financial liabilities – investment contracts	20	8,948,655	8,295,253
Deferred income liability	23	185,736	203,789
		<u>9,328,591</u>	<u>8,949,720</u>
Creditors amounts falling due within 1 year			
Creditors arising out of direct insurance operations	21	40	40
Other creditors including tax and social welfare	22	176,151	162,208
		<u>176,191</u>	<u>162,248</u>
Total liabilities		<u>9,890,738</u>	<u>9,462,655</u>

The accompanying notes form an integral part of these financial statements.

On behalf of the board


 Neil Guinan
 Director


 Seamus Hughes
 Director

24 April 2015

AXA MPS Financial Limited

Notes to the financial statements

For the year ended 31 December 2014

1 Segmental analysis

The Company operated in one main business segment during the year, writing life assurance business in the European Union and specifically in Italy. All premiums relate to individual premium business where the policyholder bears the investment risk.

	2014 €'000	2013 €'000
Gross premium written	4,269	9,620
Outward reinsurance premium	(55)	(65)
	<u>4,214</u>	<u>9,555</u>

For the year ended 31 December 2014 premium income of €3,385 million (2013: €3,232 million) relates to investment contracts and is not included in total premiums written. Refer to note 20 for more details.

2 Investment income and expenses

	2014 €'000	2013 €'000
Technical account		
Investment income		
Gains on the realisation of investments	867,100	515,187
Income from other investments	12,845	11,881
	<u>879,945</u>	<u>527,068</u>
 Unrealised gains on investments	 <u>553,732</u>	 <u>420,374</u>
 Investment expenses and charges		
Investment expenses	(9,927)	(10,882)
Losses on the realisation of investments	(32,304)	(76,029)
	<u>(42,231)</u>	<u>(86,911)</u>
 Unrealised losses on investments	 <u>(280,535)</u>	 <u>(144,681)</u>

AXA MPS Financial Limited

Notes to the financial statements *(continued)* For the year ended 31 December 2014

2 Investment income and expenses *(continued)*

	2014 €'000	2013 €'000
Non technical account		
Investment income		
Unrealised gains on investments	14,765	3,967
	<u> </u>	<u> </u>
Investment expenses and charges		
Unrealised losses on investments	(407)	(11,164)
	<u> </u>	<u> </u>

Realised and unrealised gains and losses include gains and losses on assets held in unit linked funds which are designated at fair value through profit and loss as well as gains and losses on investments held for the benefit of life assurance policyholders who bear the investment risk.

3 Fee and commission income

	2014 €'000	2013 €'000
Initial commission and fund fees	224,047	282,507
	<u> </u>	<u> </u>

4 Claims incurred

	2014 €'000	2013 €'000
Claims paid – gross amount	(254,491)	(217,353)
	<u> </u>	<u> </u>

From 1 January 2006, following the adoption of FRS 26, claims incurred on investment contracts are no longer accounted for as claims and are instead shown as movements in investment contract liabilities in the balance sheet.

Claims paid during 2014 of €3,602 million (2013: €2,621 million) relate to investment contracts and are therefore not included in claims above. Refer to note 20 for more details.

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

5 Operating expenses	2014 €'000	2013 €'000
Acquisition costs	107,164	115,507
Administrative expenses	26,097	28,937
Change in deferred acquisition costs	11,054	4,428
	<hr/>	<hr/>
	144,315	148,872
	<hr/>	<hr/>
Operating expenses include:		
Commissions paid	103,846	115,943
Other acquisition costs	14,518	14,904
General administration and office expenses	13,826	12,443
Professional fees (including auditors remuneration)	1,071	1,154
Change in deferred acquisition costs (Note 14)	11,054	4,428
	<hr/>	<hr/>
	144,315	148,872
	<hr/>	<hr/>

6 Auditors' remuneration

The total remuneration paid and payable to the auditors, Mazars, for the audit of the statutory financial statements is shown below together with fees paid in respect of other work.

	2014 €'000	2013 €'000
Audit of Statutory accounts	70	70
Other assurance services	8	8
Taxation advisory services	-	-
Other non audit services	21	16
	<hr/>	<hr/>
	99	94
	<hr/>	<hr/>

7 Staff costs and numbers

Staff costs shown here include remuneration paid to Executive Directors (Note 8)

	2014 €'000	2013 €'000
Wages and salaries	4,280	4,348
Social security costs	456	420
Pension costs	295	259
	<hr/>	<hr/>
	5,031	5,027
	<hr/>	<hr/>

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

7 Staff costs and numbers *(continued)*

	2014 No.	2013 No.
Average number of employees during the period:		
Administration	44	36
Finance	6	5
Actuarial	7	6

8 Directors' emoluments

The aggregate emoluments of the Directors including pension scheme contributions were as follows:

	2014 €'000	2013 €'000
For services as non executive Director	73	74
For services as executive Director	656	795
	<u>729</u>	<u>869</u>

The following are details of remuneration paid to executive Directors:

Wages and other benefits	565	692
Social Security costs	61	75
Pension contributions	30	28
	<u>656</u>	<u>795</u>

9 Tax on profit on ordinary activities

	2014 €'000	2013 €'000
(A) <i>Analysis of profit and loss charge</i>		
Corporation tax	20,540	15,274

(B) Reconciliation of current tax at standard rate to the actual tax charge at the effective rate

Profit on ordinary activities before taxation	164,321	121,625
Current tax at 12.5%	20,540	15,203
<i>Effects of:</i>		
Prior year under provision	(1)	53
Items not deductible for tax purposes	4	28
Capital allowances for period in excess of depreciation	1	(8)
Income not taxable	-	(6)
Income tax withheld	8	8
Current tax charge	<u>20,552</u>	<u>15,274</u>

AXA MPS Financial Limited

Notes to the financial statements *(continued)* For the year ended 31 December 2014

10 Financial assets held for trading

	2014 €'000	2013 €'000
Cost	501,233	482,214
Fair value	496,640	456,759

Analysed as follows:

Index linked bonds	6	13
Unit trusts	954	710
Government securities	258,365	232,243
Corporate securities	70,274	58,072
Index linked options	123,708	119,910
Hedge assets backing Accumulator LOV	43,333	45,811
	496,640	456,759

Movement in financial assets held for trading:

At beginning of year	456,759	274,323
Net additions/(disposals)	(14,291)	72,628
Net fair value gains	54,172	109,808
At end of year	496,640	456,759

11 Financial assets held at fair value

	2014 €'000	2013 €'000
Cost	7,783,828	7,415,585
Fair value	8,951,797	8,549,801

Analysed as follows:

Index linked bonds	1,389,379	2,261,333
Unit trusts	7,562,418	6,288,468
	8,951,797	8,549,801

AXA MPS Financial Limited

Notes to the financial statements *(continued)* For the year ended 31 December 2014

11 Financial assets held at fair value *(continued)*

	2014 €'000	2013 €'000
Movement in financial assets held for fair value		
At beginning of year	8,549,801	7,732,417
Net additions	368,243	657,874
Net fair value gains	33,753	159,510
At end of year	8,951,797	8,549,801

12 Loans and receivables

	2014 €'000	2013 €'000
Fixed deposit accounts	240,707	303,372
Policyholder cash held to cover investment trading	39,442	21,966
	280,149	325,338

13 Tangible fixed assets

	Computer Equipment & Software €'000	Other Equipment €'000	Total €'000
Cost			
Balance at 1 January 2014	1,841	1,193	3,034
Additions	21	13	34
Balance at 31 December 2014	1,862	1,206	3,068
Accumulated depreciation			
Balance at 1 January 2014	1,655	942	2,597
Charge for year	61	94	155
Balance at 31 December 2014	1,716	1,036	2,752
Net book value			
At 31 December 2014	146	170	316
At 31 December 2013	186	251	437

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

14 Deferred acquisition costs

	2014 €'000	2013 €'000
Balance at 1 January	18,849	23,277
Release of prior year provision	(8,126)	(7,924)
Increase in provision for current year	19,180	3,496
Charge to the current year P&L (note 5)	11,054	(4,428)
Balance at 31 December	29,903	18,849

15 Other debtors

	2014 €'000	2013 €'000
Italian substitute tax	55,422	82,380
Sundry debtors	4,270	3,096
Accrued interest and rent	298	469
	59,990	85,945

On 1 February 2004 the Company opted into the new Italian tax regime. Under the tax codes (*L'art. 41-bis del Decreto legge 30 settembre 2003, n. 269, convertito dalla legge n. 326 dello stesso anno*) and (*Decreto-legge 12 luglio 2004, n. 168, convertito dalla legge 30 luglio 2004, n. 191 – Disposizioni fiscali urgenti-modifiche alla disciplina fiscale delle riserve matematiche.*) the Company is required to make an advance payment of policyholders taxes to the Italian Revenue Authorities.

This tax asset is recoverable against taxes withheld on policyholders gains and through a group recovery mechanism i.e. offset against other taxes payable, and through an additional recovery mechanism that allows companies who had an unused tax asset of 5 plus years to offset that asset against current mathematical reserves thus ensuring that the asset is fully recoverable. The Company's parent company has also provided assurance that if the Company has a residual tax asset after exhausting the recovery mechanisms described it will pay the Company a cash consideration for that balance.

The primary recovery mechanism of the Company is through deduction of exit taxes. The annual recoverable amount through the exit tax mechanism is difficult to estimate as exit tax is only calculated on policies that are in profit and is also dependent on the volume of surrenders. In 2014 the amount of tax recovered through exit taxes on policyholders surrenders amounted to €67.9 million (2013: €42.2 million).

In the opinion of the Directors, the realisable value of the Italian tax asset is not less than its book value.

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

16 Cash and cash equivalents

	2014 €'000	2013 €'000
Balance at Bank	<u>71,943</u>	<u>25,526</u>

17 Share capital

	2014 €'000	2013 €'000
<i>Authorised:</i>		
5,078,953 Ordinary shares of €1 each	<u>5,079</u>	<u>5,079</u>
<i>Allotted, called up and fully paid:</i>		
634,870 Ordinary shares of €1 each	<u>635</u>	<u>635</u>

18 Capital position statement

Capital management policies and objectives

The Board's policy is to maintain a strong capital base to protect the interest of policyholders and to meet the regulatory requirements of the Central Bank of Ireland while still creating shareholder value. The level of capital required by the Company is valued in accordance with the European Communities (Life Assurance) Framework Regulations 1994 (the "Solvency Regulations"). The level of available capital resources should be in excess of the level of the solvency capital at which the Central Bank of Ireland is empowered to take action and any further amount that may be encumbered by local regulatory restrictions. The level of available capital should be at least sufficient to meet a margin of 50% in excess of the solvency margin requirement.

The Company's objectives in managing its capital are:

- To match the profile of its assets and liabilities, taking account of the risks inherent in the business;
- To maintain financial strength to support new business growth;
- To satisfy regulatory requirements whilst taking account of policyholders' expectations;
- To retain financial flexibility by maintaining strong liquidity; and
- To allocate capital efficiently to support growth.

The capital position is closely monitored by the Company.

Capital composition

The Company's capital comprises €0.6 million (2013: €0.6 million) of paid-up share capital, €194 million (2013: €194 million) of capital contributions and €191.3 million (2013: €156.1 million) of retained surplus, totaling €385.9 million (2013: €350.7 million).

The Company has complied with all externally and internally imposed capital requirements throughout the period.

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

18 Capital position statement *(continued)*

The Company had available capital resources of €330.2 million at 31 December 2014 (2013: €261.7 million) to cover a solvency margin requirement of €21.5 million (2013: €37.5 million). Available capital resources represent the excess of assets valued in accordance with the European Communities (Life Assurance) Framework Regulations 1994 (the "Solvency Regulations") over liabilities calculated in accordance with the Solvency Regulations.

Shareholder capital is held in the long term business fund and is mostly invested in cash and short term debt securities.

Restrictions on available capital resources

The Company is required to hold sufficient capital to meet minimum solvency requirements as prescribed under the Solvency Regulations, the requirements of which in turn stem from European Directives. Any excess available capital over solvency requirements is available for distribution to the shareholder, subject to any other restrictions laid down under normal Company Law requirements.

Reconciliation of total shareholder's funds per the financial statements to the total available capital resources per the 2014 annual return to be submitted to the Central Bank of Ireland .

	2014 €'000	2013 €'000
Total shareholder funds	385,956	350,687
Adjustment to regulatory bases:		
Adjustment to asset values	(2,384)	(4,167)
Adjustment to reserves values	(214,142)	(282,226)
Adjustment to retained profit – FRS 26	160,821	197,455
	<u>(55,705)</u>	<u>(88,938)</u>
Total available capital resources	<u>330,251</u>	<u>261,749</u>
Minimum solvency level required.	<u>21,453</u>	<u>37,534</u>

AXA MPS Financial Limited

Notes to the financial statements *(continued)* For the year ended 31 December 2014

19 Other technical provisions

	2014 €'000	2013 €'000
Life assurance provision		
Balance at 1 January	53,440	89,703
Movement in provision	(26,997)	(36,263)
Balance at 31 December	26,443	53,440

Other technical provisions include provisions set aside for future expenses associated with linked insurance and investment contracts and claims incurred but not reported.

20 Financial liabilities – investment contracts

	2014 €'000	2013 €'000
Balance at 1 January	8,295,253	7,294,010
Movement in provision	653,402	1,001,243
Balance at 31 December	8,948,655	8,295,253
Balance at 1 January	8,295,253	7,294,010
Contributions received from policyholders (note 1)	3,385,078	3,232,378
Fee income	(194,953)	(287,746)
Claims (note 4)	(3,601,657)	(2,621,499)
Policyholder contract benefits	1,064,934	678,110
Balance at 31 December	8,948,655	8,295,253

The unit reserves for financial liabilities represent linked reserves held in respect of investment contracts.

Technical provisions for linked liabilities

	2014 €'000	2013 €'000
Balance at 1 January	397,238	563,943
Movement in provision	(229,481)	(166,705)
Balance at 31 December	167,757	397,238

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

20 Financial liabilities – investment contracts (continued)

The technical provisions unit reserves represent linked reserves held in respect of insurance contracts.

Unit reserves represent linked liabilities for insurance and investment contracts and are matched by the following financial assets where the investment risk is borne by the policyholder:

	2014 €'000	2013 €'000
Financial assets held for trading	125,777	120,724
Financial assets at fair value through profit and loss (note 11)	8,951,797	8,549,801
Policyholder cash held to cover investment trading (note 12)	39,443	21,966
	<u>9,117,017</u>	<u>8,692,491</u>

As investment contracts are predominately whole of life and can be surrendered immediately on demand, it is not possible to detail expected settlement dates of the contracts. The amount that the Company would be contractually required to pay upon surrender is based upon the fair value of the fund assets at that time. There is no difference between the carrying amount and the surrender amount. No element of the change in investment contract liabilities during the year is attributable to changes in the credit risk of the liabilities.

21 Creditors arising out of direct insurance operations

	2014 €'000	2013 €'000
Amounts falling due within one year:		
Amounts due in respect of reinsurance outwards	<u>40</u>	<u>40</u>

22 Other creditors including tax and social welfare

	2014 €'000	2013 €'000
Amounts falling due within one year:		
Employment costs	1,526	1,485
Corporation tax	1,653	2,289
Italian tax payable	41,015	39,113
Other creditors (commission payables and accruals)	40,648	55,491
Investment redemptions payable	91,309	63,830
	<u>176,151</u>	<u>162,208</u>

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

23 Deferred income liability

	2014 €'000	2013 €'000
At 1 January	203,789	166,067
Release of prior year provision	(101,862)	(70,894)
Increase in provision for current year	83,809	108,616
Charge to the current year	(18,053)	37,722
At 31 December	185,736	203,789

24 Reconciliation of movement in shareholders' funds

	Share capital €'000	Capital contribution €'000	Profit and loss €'000	Total €'000
2014				
Balance at 1 January	635	194,000	156,052	350,687
Recognised income and expense for the year	-	-	143,769	143,769
Dividends paid	-	-	(108,500)	(108,500)
Capital contribution	-	-	-	-
Balance at 31 December	635	194,000	191,321	385,956

	Share capital €'000	Capital contribution €'000	Profit and loss €'000	Total €'000
2013				
Balance at 1 January	635	194,000	109,701	304,336
Recognised income and expense for the year	-	-	106,351	106,351
Dividends paid	-	-	(60,000)	(60,000)
Capital contribution	-	-	-	-
Balance at 31 December	635	194,000	156,052	350,687

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

24 Reconciliation of movement in shareholders' funds *(continued)*

In 1999, the then shareholders of the Company, Montepaschi Vita S.p.A. and Banca Monte dei Paschi di Siena S.p.A., companies incorporated in Italy, made an irrevocable contribution of €4,444,083 to the capital of the Company. On 30 December 2004 the Company received additional capital contributions from Montepaschi Vita S.p.A. and Banca Monte dei Paschi di Siena S.p.A. of €30,000,000 and €20,000,000 respectively. In 2008 further capital contributions were made by the shareholder, AXA MPS Assicurazioni Vita, of €29,555,919 and €30,000,000 on 17th June 2008 and 30th December 2008. In 2012 a further capital contribution for €80,000,000 was paid on 8 May by the shareholder. These capital contributions are non-refundable and non-interest bearing. These contributions, after all accumulated losses have been taken into account are available to be distributed to the shareholders.

25 Risk management policies

The Company's approach to financial risk and capital management is detailed as follows:

Credit risk

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. Key areas where the Company may be exposed are:

- Amounts due from policyholders;
- Amounts due from corporate bond issuer;
- Amounts due from reinsurers in respect of insurance claims paid, and
- Amounts due from counterparties to derivative transactions.

The Company reduces the risk of policyholder payment defaults by selling its products through the banking network of the joint venture Company, Banca de Monte dei Paschi. All policyholder premiums are debited directly from the bank account at the inception of the policy.

Reinsurance is used to manage insurance risk on additional rider benefits. If a reinsurer fails to pay a claim the Company is liable for payment to the policyholder. The creditworthiness of reinsurers is considered on an annual basis by reviewing their financial strength and reputation in the market place prior to any contract being signed. The Company only considers those companies with a rating of BBB and higher as reinsurance partners. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

Corporate bond holdings have an initial investment minimum rating of BBB, but the Company can hold residual amounts at a lower level subject to risk management guidelines. All investment in these bonds is strictly monitored by the Company in conjunction with AXA Investment Managers and AXA Group Risk Management.

Transactions involving derivative financial instruments are with counterparties with high credit ratings. Given their high credit ratings, management does not expect any counterparty to fail to meet its obligations. All derivative contracts are backed by collateral agreements which mitigate the credit risk for the Company.

For unit linked contracts the Company matches all the liabilities with assets in the portfolio on which the unit prices are based. There is therefore no credit risk for the Company on these contracts. The Company bears the credit risk on the underlying Italian BTP assets for the index linked products TB90 to TB102.

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

25 Risk management policies *(continued)*

Analysis of counterparty risk on assets and exposures

Counterparty risk assumed by shareholders:	2014 €'000	2013 €'000
Holding of unit linked MPS structured products	6	13
German Government bond (shareholder investment)	3,619	3,585
Italian Government bond (shareholder investment)	16,273	19,886
Austrian Government Bond (shareholder investment)	1,224	1,127
French Government Bonds (shareholder investment)	74,224	53,787
Irish Government Bonds (shareholder investment)	95,898	90,873
Spanish Government Bonds (shareholder investment)	65,981	61,901
EIB Bonds (shareholder investment)	1,146	1,084
Corporate bonds	70,274	55,336
Equities	-	2,734
Units in managed funds	954	710
Italian Government bonds backing index-linked bonds	958,766	1,531,351
Swaps backing index-linked bonds	(153,853)	(267,777)
Options backing index-linked bonds	56,506	101,788
Covered call option asset	127,927	67,763
Covered call option liability	(127,927)	(67,763)
	<hr/>	<hr/>
	1,191,018	1,656,398
	<hr/>	<hr/>
	2014 €'000	2013 €'000
Other assets where counterparty risk is assumed by the policyholder:		
Investments in unit trusts	7,964,271	6,594,556
Investments in Index linked MPS bonds	288,737	732,955
	<hr/>	<hr/>
	8,253,008	7,327,511
	<hr/>	<hr/>

Investments in index linked bonds and corporate bonds are subject to a minimum credit rating of BBB. Investments in unit trusts include portfolio bonds where the minimum rating is BB and above.

Exposure to market risk

Market risk can be described as the risk of changes in the fair value of a financial instrument due to changes in interest rates, equity prices, creditworthiness, foreign exchange rates or other factors. The Company seeks to mitigate this risk by a number of factors as described below. The Company's policies to address these risks were unchanged from the previous year.

The Company's exposure to changes in interest rates is limited to changes in the value of the shareholder's investments.

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

25 Risk management policies *(continued)*

Interest rate hedging

Interest rate risk can be described as the risk that a security's value will change due to a change in interest rates. All interest rate exposure on policyholder investments is borne by policyholders and as such the Company does not have any interest rate exposure in relation to these investments.

The Company does hold assets which are exposed to interest rate movements and this are dealt with under the heading "Exposure to interest rate risk" on page 39.

Foreign currency risk

Foreign currency risk can be described as the risk that the Company may be affected due to an adverse movement in foreign exchange rates. The Company does hold assets which are subject to exposure on currency movements. These assets refer to the future contracts entered into as part of the Company hedging program for Accumulator products and which are linked to foreign indices such as TOPIX (JPY), FTSE (GBP), SMI (CHF) and S&P 500 (USD). For unit linked contracts the Company matches all the liabilities with assets in the portfolio on which the unit prices are based. There is therefore no foreign currency risk for the Company on these contracts.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in obtaining funds to meet its commitments including commitments associated with financial instruments. In managing the Company's assets and liabilities, the Company seeks to ensure that cash is at all times available to settle liabilities as they fall due. The Company's treasury position is reviewed on a daily basis and cash balances are maintained to meet due liabilities.

For investment contract redemptions, cash paid out is funded by the redemption of the linked assets supporting the contract liability. The Company may be exposed to certain transactions affecting unit linked transactions such as unit private switching and the purchase of index linked investment bonds. The unit private switching involves the selling and buying of assets on the same day. If a mismatch occurs the Company may be liable to fund the purchase of the new assets while waiting for the sell transaction to complete. This risk is considered to be minimal and is monitored by management. Index linked products are subject to a minimum buy amount with the issuer.

If sales value does not match the minimum sell quantity, the Company is required to take a shareholding in the offering. The risk is minimised by entering into a sell back contract at the original price.

Price risk

Price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market prices, whether those changes are caused by factors specific to the financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The prices of the index linked assets sold back to the issuing companies are negotiable and can potentially result in price risk. These are the only assets with exposure to price risk. The prices of other assets held by the Company are subject to interest rate movements and equity market movements.

Operational Risk

Operational risk is the risk of a loss arising from failed or inadequate internal processes or systems, human error or other external factors. The Company manages these risks by identifying and testing key control procedures, and obtaining and reviewing key management information and trend analyses on operational occurrences. Controls include segregation of duties, access controls, authorisation and reconciliation procedures, staff education and internal audit. Material operational issues and failures are brought to the attention of the Board.

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

25 Risk management policies (continued)

Insurance risk

Insurance risk refers to the fluctuation in the timing, frequency and severity of insured events relative to the expectations of the Company at the time of underwriting. Insurance risk can also refer to fluctuations in the timing and amount of claim settlements.

Given the limited nature of the insurance risk, underwriting procedures are limited to seeking declarations of good health from policyholders. This declaration is not sought for some policies with minimal insurance risk. The Company's reinsurance policy is to reinsure additional rider benefits such as critical illness cover and permanent and total disability. In 2010 the Company decided not to reinsure any new business in relation to rider benefits. The Company has put in place a Board-approved reinsurance strategy which continually monitors the level of mortality risk on the balance sheet. Indicators are set in terms of sum at risk at individual policyholder and at portfolio level.

Exposure to interest rate risk

The following table provides a duration profile for holdings of interest sensitive investment assets.

At 31 December 2014	6 months or less €'000	6-12 months €'000	1-5 years €'000	over 5 years €'000	Total €'000
Government bonds	20,069	33,070	145,857	59,369	258,365
Corporate bonds	5,273	2,589	54,981	7,431	70,274
Deposits with credit institutions	71,944	-	-	-	71,944
	<u>97,286</u>	<u>35,659</u>	<u>200,838</u>	<u>66,800</u>	<u>400,583</u>
At 31 December 2013	6 months or less €'000	6-12 months €'000	1-5 years €'000	over 5 years €'000	Total €'000
Government bonds	2,027	2,074	133,751	94,391	232,243
Corporate bonds	3,983	2,705	31,399	17,250	55,337
Deposits with credit institutions	25,526	-	-	-	25,526
	<u>31,536</u>	<u>4,779</u>	<u>165,150</u>	<u>111,641</u>	<u>313,106</u>

The effective interest rates at 31 December 2014 were as follows:

	6 months or less	6-12 months	1-5 years	over 5 years
Government bonds	(0.03%)	(0.30%)	0.61%	2.15%
Corporate bonds	0.22%	0.26%	0.61%	0.98%
Deposits with credit institutions	0.55%	-	-	-

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

25 Risk management policies (continued)

The effective interest rates at 31 December 2013 were as follows:

	6 months or less	6-12 months	1-5 years	over 5 years
Government bonds	0.59%	0.69%	1.29%	3.02%
Corporate bonds	0.56%	0.50%	1.68%	2.45%
Deposits with credit institutions	1.20%	-	-	-

The following sensitivity analysis shows the cash flow impact of a reduction by 1% on interest rate sensitive asset cash flows held at 31 December 2014 and 2013. These cash flows contribute directly to the profit before tax result. The principle components are as follows:

- Floating Rate Bonds: The cash flows arising will diminish by the sums shown in the table as the coupon payable is highly likely to reflect movements in interest rates.
- Fixed Coupon Bonds: There will be no cash flow implications (the coupon is fixed) unless the bonds are disposed of.
- Deposits with credit institutions: A reduction in interest rates will reduce the interest receivable on deposit accounts. The estimated impact is shown in the table below.

1% reduction in interest rates

2014	6 months or less €'000	6-12 months €'000	1-5 years €'000	over 5 years €'000	Total €'000
Government bonds	-	-	-	-	-
Corporate Bonds	(21)	(21)	(72)	-	(114)
Deposits with credit institutions	(189)	-	-	-	(189)
	<u>(210)</u>	<u>(21)</u>	<u>(72)</u>	<u>-</u>	<u>(303)</u>

1% reduction in interest rates

2013	6 months or less €'000	6-12 months €'000	1-5 years €'000	over 5 years €'000	Total €'000
Government bonds	-	-	-	-	-
Corporate Bonds	-	-	-	-	-
Deposits with credit institutions	(192)	-	-	-	(192)
	<u>(192)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(192)</u>

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

25 Risk management policies (continued)

Derivatives

The Company does not use hedge accounting. The only derivatives held where the risk is retained by the Company are options held for short periods of time as a result of policyholder surrenders of structured assets or options held to maturity where investment risk is marginal and is in line with the Company's risk appetite statement. In March 2013 the Company opted to hedge non linked OTC equity options through a covered call structure whereby the Company received upfront the present value of the future option coupons and transferred the right to receive the future coupon flows from the options with the new counterparty. Both the option held and the covered call liability are fully collateralized. The covered call asset and liability are reported net in the balance sheet as both the asset and liability are mutually dependent and will be realised and settled simultaneously. The Company also holds derivatives in respect of the Accumulator product. A key feature of the Accumulator product underwritten by the Company is a minimum guaranteed return to the shareholder. The Company mitigates the cost of these financial guarantees by operating a sophisticated hedging program whereby changes in the discounted value of the policyholders' option are offset by changes in the value of the hedge assets held. The amount of hedge assets held is adjusted regularly in line with changes in asset volumes, as the product is closed to new business, and with market movements. This process is known as dynamic hedging strategy. The Company's dynamic hedging strategy is approved by the Board and seeks to ensure that a position on fixed income and equity futures offsets a change in the "marked to market" value of the minimum guarantee benefits, as the equity markets fluctuate. As the markets increase or decrease the change in the value of the guarantees is offset by a change in the value of the portfolio of hedge instruments.

The Company receives hedging advisory services from AXA Life Invest (ALI), a subsidiary of AXA S.A to advise on the hedging strategy. ALI uses sophisticated valuation systems to model the assets and liabilities and to calculate the number of fixed income and equity futures contracts and interest rate swaps required to hedge the Company's exposure. This is a dynamic model and allows for policyholder behaviour in different scenarios.

All of the Company's derivative positions are collateralized. AXA MPS Financial has acquired the services of AXA Investment Managers Paris (AXA IMP), through an Investment Management Agreement (IMA), to manage all of the collateral requirements of the Company. The IMA allows AXA IMP to act on behalf of the Company in derivative transactions, collateralization of same and to ensure that the Company meets its obligations as required under the European Market Infrastructure Regulation (EMIR).

The Company's derivative portfolio at 31 December 2014 is shown below:

	Notional amount	Fair Value asset €000	Fair value liability €000	Fair value net €000
Interest rate swaps	2,659,967	97,068	(56,087)	40,981
Covered call option asset	534,150	127,927	-	127,927
Covered call option liability	(534,150)	-	(127,927)	(127,927)
Exchange traded futures	67,994	19	(1,369)	(1,350)
	<u>2,727,961</u>	<u>225,014</u>	<u>(185,383)</u>	<u>39,631</u>

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

25 Risk management policies (continued)

Derivatives (continued)

The Company's derivative portfolio at 31 December 2013 is shown below:

	Notional amount	Fair Value asset €000	Fair value liability €000	Fair value net €000
Interest rate swaps	2,758,545	77,779	(40,218)	37,561
Covered call option asset	305,400	67,763	-	67,763
Covered call option liability	(305,400)	-	(67,763)	(67,763)
Exchange traded futures	154,349	506	(1,449)	(943)
	<u>2,912,894</u>	<u>146,048</u>	<u>(109,430)</u>	<u>36,618</u>

The table below provides an analysis of the notional amount of derivative instruments held into their relevant maturity groups based on the remaining period.

2014	<1 year	1-5 years	>5 years	Total
Interest rate swaps	185,898	1,761,458	712,611	2,659,967
Covered call option asset	-	534,150	-	534,150
Covered call option liability	-	(534,150)	-	(534,150)
Exchange traded futures	67,994	-	-	67,994
	<u>253,892</u>	<u>1,761,458</u>	<u>712,611</u>	<u>2,727,961</u>
2013	<1 year	1-5 years	>5 years	Total
Interest rate swaps	374,892	1,409,681	973,972	2,758,545
Covered call option asset	-	305,400	-	305,400
Covered call option liability	-	(305,400)	-	(305,400)
Exchange traded futures	154,349	-	-	154,349
	<u>529,241</u>	<u>1,409,681</u>	<u>973,972</u>	<u>2,912,894</u>

Exposure to equity market movements:

Any movement in the Company's assets due to equity market movements, to the extent that they are held on behalf of the policyholder, is exactly offset by a corresponding movement in liabilities. The Company's exposure to market movements is limited to the investment of shareholder assets in equities and equity related options. Shareholder assets invested in unit funds exposed to equity market movements represents 0.14% (2013: 0.5%) of total shareholder funds. These assets comprise primarily of loyalty units held of €697K which are held for the benefit of policyholders whose policies allow for a loyalty bonus top up upon reaching a specified anniversary date. The Company also holds tracker options linked to the performance of equity indices or specified equity performances. The value of these options was negligible at less than €1K of total shareholder's assets at 31 December 2014.

AXA MPS Financial Limited

Notes to the financial statements (continued)

For the year ended 31 December 2014

25 Risk management policies (continued)

Fair Value Hierarchy

The table below shows an analysis of the financial instruments recorded at fair value in accordance with fair value hierarchy. The fair value hierarchy reflects the significance of the inputs used in making the measurements and are classified as Level 1, Level 2 and Level 3.

The prices for the debt securities and fixed income securities are quoted on active markets and therefore the prices for these assets are obtained independently from the market. Therefore, these are classed as Level 1 assets.

Level 2 refers to asset inputs other than quoted prices included within Level 1 that are observable for the assets, either directly (i.e. as prices) or indirectly (i.e. derived from prices) "Investments in index linked bonds" includes €8 million (2013: €18m) of equity options for investment and insurance policies purchased via 'over-the-counter' contracts and €280 million (2013: €714 million) of structured bonds issued by Banca Monte dei Paschi di Siena. There is not an active market in these assets which would allow an independent verification of the price. The counterparty produces prices for these assets, which are checked through the Company's own independent checking of the option price and bond price. The Company treats these assets as Level 2 assets. Level 3 refers to assets whose fair value cannot be determined using observable measures, such as market prices or models. The Company holds no such assets.

31 December 2014	Total €'000	Level 1 €'000	Level 2 €'000	Level 3 €'000
Holding of MPS structured products	6	-	6	-
German Government bond	3,619	3,619	-	-
Italian Government bond	16,273	16,273	-	-
Austrian Government bond	1,224	1,224	-	-
French Government Bonds	74,224	74,224	-	-
Irish Government Bonds	95,898	95,898	-	-
Spanish Government Bonds	65,981	65,981	-	-
EIB Bonds	1,146	1,146	-	-
Corporate bonds	70,274	70,274	-	-
Unit trusts	954	-	954	-
Italian Government bonds backing IL Bonds	958,766	958,766	-	-
Options backing index-linked bonds	56,506	-	56,506	-
Covered call option asset	127,927	-	127,927	-
Covered call option liability	(127,927)	-	(127,927)	-
Swaps backing index-linked bonds	(153,853)	-	(153,853)	-
Investments in unit trusts	7,964,271	-	7,964,271	-
Investments in index linked bonds (MPS)	288,737	-	288,737	-
Total Assets	9,444,026	1,287,405	8,156,621	-

AXA MPS Financial Limited

Notes to the financial statements *(continued)*
For the year ended 31 December 2014

25 Risk management policies *(continued)*

Fair Value Hierarchy (continued)

31 December 2013	Total €'000	Level 1 €'000	Level 2 €'000	Level 3 €'000
Holding of MPS structured products	13	-	13	-
German Government bond	3,585	3,585	-	-
Italian Government bond	19,886	19,886	-	-
Austrian Government bond	1,127	1,127	-	-
French Government Bonds	53,787	53,787	-	-
Irish Government Bonds	90,873	90,873	-	-
Spanish Government Bonds	61,901	61,901	-	-
EIB Bonds	1,084	1,084	-	-
Corporate bonds	55,337	55,337	-	-
Equities	2,734	2,734	-	-
Unit trusts	710	-	710	-
Italian Government bonds backing IL Bonds	1,531,351	1,531,351	-	-
Options backing index-linked bonds	101,788	-	101,788	-
Covered call option asset	67,763	-	67,763	-
Covered call option liability	(67,763)	-	(67,763)	-
Swaps backing index-linked bonds	(267,777)	-	(267,777)	-
Investments in unit trusts	6,594,556	-	6,594,556	-
Investments in index linked bonds (MPS)	732,955	-	732,955	-
Total Assets	8,983,910	1,821,665	7,162,245	-

26 Accounting estimates and judgements

The Company's critical accounting policies and estimates and the application of these policies and estimates are considered by management each reporting period.

Insurance

The Company makes estimates of the expected number of deaths for each of the years that it is exposed to risk. These estimates are based on standard industry and national mortality tables, adjusted to reflect the Company's own experience. Appropriate allowance is made for expected improvements in mortality, due to improvements in medical care and social conditions. However, there is considerable uncertainty regarding the impact of epidemics and changes in lifestyle such as smoking, eating and exercise habits, which could result in a deterioration in mortality. For contracts without fixed terms, the Company has assumed that it will be able to increase premiums in future years in line with emerging mortality experience.

Investment contracts

Investment contracts are accounted for as financial instruments under FRS 25 and FRS 26. These are primarily unit linked contracts whose value is contractually linked to the fair value of the financial assets held by the Company. Initial fees earned and incremental costs (mainly commission) paid on sale of an investment contract are deferred and recognised over the expected life of the contract. The expected life of the contract is estimated based on current experience and the term of the contracts and is reviewed at least annually. Changes to the life expectancy could affect the income and costs recognised and the value of the related asset and liability included in the financial statements.

AXA MPS Financial Limited

Notes to the financial statements *(continued)* *For the year ended 31 December 2014*

26 Accounting estimates and judgements *(continued)*

Investment contracts (continued)

However, given that any changes to the life expectancy will affect both costs and fees, the net impact is unlikely to be significant.

Financial instruments

The Company carries certain financial assets and liabilities at fair value, including derivatives and assets and liabilities of the life assurance operations. Assets and liabilities are priced using a quoted market price where available or by using valuation models. Valuation models use data such as interest rate yield curves, equity prices, options volatilities and currency rates. Most of these parameters are directly observable from the market. Changes in the fair value of financial assets will largely be offset by corresponding changes in the fair value of liabilities and therefore the net impact on equity is unlikely to be significant.

Other technical provisions

In the calculation of other technical provisions it has been necessary to make certain assumptions regarding future experience. The main assumptions relate to expense levels and sales assumptions.

27 Ultimate parent undertaking

The Company is a 100% subsidiary of AXA MPS Vita which in turn is 50% owned by Banca Monte dei Paschi di Siena S.p.A. and 50% owned by AXA S.A. AXA S.A. has a controlling interest in AXA MPS Vita and is therefore the ultimate parent of the Company. The parent undertaking of the largest group of undertakings for which group financial statements are drawn up is AXA S.A which is incorporated in France and this Company is considered by the Directors to be the ultimate parent undertaking.

The financial statements of AXA S.A. are available from the Company Secretary, 25 Avenue Matignon, 75008, Paris, France.

The financial statements of the Company are available from the Company Secretary at 33 Sir John Rogersons Quay, Dublin 2.

28 Related party transactions

The Company is availing of the exemption under Financial Reporting Standard No. 8 "Related Party Disclosures" not to disclose details of transactions with group companies as the Company is ultimately a wholly owned subsidiary of AXA S.A.

29 Pension commitments

The Company operates a voluntary defined contribution scheme for its employees. The assets of the scheme are held separately from those of the Company in an independently administered fund. Pension costs represent contributions payable by the Company to the fund and amounted to €295,372 (including €29,631 in respect of executive Directors) in the year ended 31 December 2014 (2013: €250,384 (including €28,050 in respect of executive Directors)).

AXA MPS Financial Limited

Notes to the financial statements *(continued)*

For the year ended 31 December 2014

30 Other financial commitments

On the 26 February 2006 the Company entered into a long term operating lease of 9 years and 9 months for its office premises at Georges Quay. On 17 September 2010 the Company agreed to a Deed of Variation of the original lease which had the effect of reducing the Company's lease payments and extending the lease agreement to 19 November 2016. At the balance sheet date the Company's commitment in respect of this lease was as follows:

	2015	2016	2017	2018	2019 & beyond
Office Lease	€327,040	€272,533	-	-	-

31 Employee share ownership

AXA S.A. offers its employees an opportunity to become shareholders through a special share capital programme known as "Shareplan". Two investment options are available to employees in AXA SA namely "The Traditional plan" and "The Leveraged plan".

The Traditional plan allows employees to subscribe through a personal investment to AXA shares with a discount. The shares are held within the Group Company Savings Plan and are restricted from sale during a period of 5 years from purchase (except specific early cases allowed by applicable laws). Employees are subject to the share price movement up or down, as compared to the subscription price.

The Leveraged plan allows employees to subscribe, on the basis of 10 times their personal investment, to AXA shares with a discount. The shares are held within the Group Company Savings Plan and are restricted from sale during a period of 5 years (except specific early cases allowed by applicable laws). Employees personal investment is guaranteed by a third party, Natxis bank, and employees also benefit from a portion of the share appreciation, as compared to the non discounted reference price.

The employee subscription for the Shareplan in 2014 was as follows:

Traditional plan	€0	(2013: €8,500)
Leveraged plan	€13,497	(2013: €8,550)

AXA S.A. also grant Performance Share Units which partially replaced stock options awarded to employees. Performance Share Units aim at rewarding and retaining the best talents by associating them to the intrinsic performance of the AXA group and of their operational business unit as well as to the performance of the AXA share price in the medium term (2-4 years).

Performance Units operate as follows:

Each beneficiary receives an initial grant of Performance Units. This number will be used to calculate the actual number of units that will definitely be acquired at the end of a 2 year acquisition period, under the condition that the employee is still employed by the AXA Group at that date.

Each year during the acquisition period, half of the Performance Units initially granted are subject to collective performance conditions measuring both the performance of the AXA Group and the beneficiary's operational business unit performance, based on pre determined targets.

AXA MPS Financial Limited

Notes to the financial statements *(continued)* *For the year ended 31 December 2014*

31 Employee Share Ownership (continued)

For beneficiaries in operational business units, their operational business unit performance carries a weighting of 2/3 while the AXA Group performance carries a weighting of 1/3. In 2014 and 2013, the performance indicators determined by the AXA Group Management Board have been as follows:

- for the operational business unit's performance: underlying earnings, P&C revenues and new business value in Life & Savings.
- for the AXA Group performance: underlying earnings per share, P&C revenues and new business value in Life and Savings.

The cost to the Company in 2014 in respect of performance units was €38,051 (2013: €162,560)

32 Post balance sheet events

There have been no significant events affecting the Company since the year end which require amendment to or disclosure in these financial statements.

33 Cash flow statement

The Company has availed of the exemption in Financial Reporting Standard No 1 (Revised), which permits qualifying subsidiaries of a group which itself publishes financial statements, not to produce a cash flow statement.

34 Approval of financial statements

The Directors approved the financial statements on 24 April 2015.