Registered number: 02995605

OLIVER WYMAN LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

OLIVER WYMAN LIMITED

COMPANY INFORMATION

DIRECTORS	M J Cunningham J P D'Offay T S McDonald D G Taliente
COMPANY SECRETARY	S Ellis
REGISTERED NUMBER	02995605
REGISTERED OFFICE	1 Tower Place West Tower Place London EC3R 5BU

OLIVER WYMAN LIMITED

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STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2018

INTRODUCTION

The directors present their Strategic Report for Oliver Wyman Limited (the "Company") for the year ended 31 December 2018. The Company's registration number is 02995605.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The principal activity of the Company is management consultancy. The UK Company and its branches in Saudi Arabia, Abu Dhabi and India operate in a global capacity providing consulting services to many of the world's leading financial services' organisations and other companies on strategic matters and risk management.

FINANCIAL KEY PERFORMANCE INDICATORS

The Company's key financial and other performance indicators during the year were as follows:

	2018 **£000**	*2017* *£000*	Movement £000	Movement %
Turnover	**402,865**	*392,751*	10,114	2.6
Administration expenses	**(375,884)**	*(384,687)*	8,803	2.3
Income from fixed assets investments	**6,292**	*2,163*	4,129	190.9

As shown in the Company's Statement of Comprehensive Income turnover increased by 2.6 percent in the year (2017 - 167.7 percent), this represented a much more modest increase due to the fact 2017 saw a large increase in the supply of services to overseas group entities. The increase in overall turnover was mainly driven by the turnover in the UK which increased by 10.7 percent. Due to efficiency savings in costs as well as a more favourable movement in exchange rates this year the Company's operating profit margin increased by 4.6 percent to 6.7 percent.

The Company reported a profit for the financial year after taxation of £28,512,000 (2017 restated - £7,582,000).

Interim dividends of £26,634,000 were paid on ordinary shares (2017 - £35,000,000).

The directors do not recommend the payment of a final dividend (2017 - £Nil). Dividends received from subsidiary companies were £6,292,000 (2017 - £2,163,000).

As shown in the Company's Statement of Financial Position, net assets have increased by 4.1 percent (2017 restated - 12.2 percent decrease).

We continue to develop our intellectual capital and deepen our core business expertise in banking, insurance, actuarial consulting, strategic IT and risk management. We believe that these areas of expertise will allow us to provide value-added service to our clients. We continue to leverage our sales' channels with sister companies within the Marsh & McLennan, Inc. Group and offer bespoke consulting advice to address client issues. We believe the outlook remains positive despite the uncertainty within the global economy and with the UK leaving the EU.

PRINCIPAL RISKS AND UNCERTAINTIES

Financial risk management

The Company is exposed to financial risk through its financial assets and liabilities. The key financial risks are that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due or that significant customer accounts receivable are not fully recovered.

The most important components of financial risk are; interest rate risk, currency risk, credit risk, liquidity risk, cash flow risk and price risk. Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet the only financial risks the directors consider relevant to this company are credit risk, currency risk and liquidity risk.

The Company has a strong liquid asset position with £55,148,000 of cash held at the year end and is not reliant on funding from third parties. As a consequence, the directors believe that the Company is well placed to manage its business risks successfully despite the uncertainty introduced by Brexit. After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Availability of IT systems

The Company has a number of Information Technology (IT) systems in order to carry on its day-to-day business and services its clients' requirements. There is a risk that any of these systems, as part of the overall IT infrastructure, could fail, individually or collectively, with an adverse effect on the Company's operations. The Company is part of the Marsh & McLennan Companies, Inc,'s global IT structure and there are business continuity plans in place.

Credit risk

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. The main area where the Company is exposed to credit risk is in relation to the amounts due from its client base. These risks are mitigated by credit control procedures and the generally diverse client base, although individual client balances can be material.

Billed debtors are monitored closely and active collection processes exist to reduce the time taken from billing the client to receiving payment for services rendered. Unbilled debtors are also monitored to ensure timely billing to clients. There is regular reporting and review of both billed and unbilled balances with clients by senior management.

The Company also has amounts receivable outstanding from other group companies. These are reviewed as part of a global intercompany process and monitored to reduce the amounts outstanding and obtain prompt settlement.

Currency risk

The Company is exposed to currency risk in respect of revenue as well as assets and liabilities denominated in currencies other than Pounds Sterling. The most significant currencies to which the Company is exposed are the US Dollar and Euro. The Company seeks to mitigate the risk as far as possible by matching the estimated foreign currency denominated liabilities with assets denominated in the same currency.

Interest rate risk

The interest rate risk of the Company is managed by treasury staff, in line with guidelines issued by its ultimate parent company. In managing interest rate and currency risks the Company aims to reduce the impact of short-term fluctuations on the Company's earnings.

PRINCIPAL RISKS AND UNCERTAINTIES (CONTINUED)

Liquidity/cash flow risk

Liquidity and cash flow risk is the risk that cash may not be available to pay obligations when due. The Company has group support to enable it to meet its cash requirements.

The Company engages with central treasury and finance functions working for the Marsh & McLennan Companies, Inc. Group to monitor and control its cash flows and working capital requirements.

Competitive risk

There is always the inherent risk of losing out to competitors during bidding processes. This has the implication of ultimate revenue loss. This risk is managed by ensuring that the level of work invested at the bidding stages is thorough and comprehensive to win potential contracts; Management are, however, aware of external factors that can affect potential contracts beyond the control of Company practices.

Project risk

Costs overrun on projects; our financial systems are designed to specifically monitor work in progress and all practice groups monitor revenue and cost globally on a monthly, quarterly and yearly basis to ensure costs are kept in check with agreed budgets.

People risk

Failure to identify, hire, train and retain talented employees who share our values could have a negative effect on our reputation and our business. Human Resources' processes are however designed to maintain the quality of our workforce.

Legal risk

Client contract terms may expose the business to legal liability for breach of contract. Our ability to negotiate improved terms may be limited when contracting with public bodies. The risk is managed through rigorous contract review procedures and negotiation of contract amendments where appropriate.

Outsourcing risk

We derive a proportion of our revenue from work performed by external contractors. Control over external contractors may be more limited than internal resources and poor performance could damage our reputation, result in a reduction of the amount of our work under, or termination of, client contracts, and prejudice future work opportunities. Risks from subcontractor underperformance are managed through well-established subcontracting processes including due diligence of new subcontractors.

PRINCIPAL RISKS AND UNCERTAINTIES (CONTINUED)

Political risk

The Company is subject to local and international economic and political instability. The Company manages this risk through monitoring of the economic environment as part of its ongoing forecasting process.

Management has noted Article 50 of the Treaty of Lisbon (the procedure for a member to the leave the European Union ('EU')) after the UK referendum vote on 23 June 2016 to leave the EU. The final impact of leaving the EU on the economy, regulation and political stability is highly uncertain.

The Company has considered the key risks and impact to its business and operations in the event of a no deal Brexit, and, is taking steps to mitigate these. A Brexit Operations Group has been established to coordinate activities within and across individual lines of business, and across all functional areas to ensure that the Company is Brexit ready and responsive to the Company's clients in the UK, risks around standards of data protection and the storing and transfer of data between the EU and the UK, employees, and supplier readiness.

ENVIRONMENT

The Company is responsible for the health, safety and welfare of its employees whilst working on behalf of the Company and for ensuring that its operations do not unnecessarily harm the environment. The Company is also required to seek assistance of competent persons and provide the resources necessary to meet its obligations. The Safety, Health and Environment ("SHE") Unit fulfils this need as part of the Facilities Management structure within Marsh & McLennan Companies Global Security Services and provides support for all employees. The SHE unit works closely with Facilities Management, Human Resources and the Company's Occupational Health providers to accomplish this role.

This report was approved by the board on 30th September 2019 and signed on its behalf.

J P D'Offay
Director

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present their report and the audited financial statements for the year ended 31 December 2018.

PRINCIPAL ACTIVITY

The principal activities of the Company are set out in the Strategic Report on page 1. The information that fulfils the Companies Act requirements of the business review is included in the Strategic Report on pages 1 - 4. This includes a review of the development of the business of the Company during the year and of likely future developments in its business. Details of the principal risks and uncertainties and the existence of foreign branches are also included in the Strategic Report.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £28,512,000 *(2017 - £7,582,000).*

The directors paid an interim dividend in the year of £26,634,000 (2017 - £35,000,000).

During the year, the Company received a net dividend of £6,292,000 (2017 - £2,163,000) from its subsidiary undertaking, Oliver Wyman S.L ("Oliver Wyman Spain").

DIRECTORS

The directors who served during the year were:

M J Cunningham
J P D'Offay
T S McDonald
D G Taliente

GOING CONCERN

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in note 2.3 to the financial statements.

FUTURE DEVELOPMENTS

It is anticipated that the activities of the Company will continue along similar lines for the foreseeable future.

EMPLOYEE INVOLVEMENT

The Company places considerable value on the involvement of its employees and has continued its practice of keeping them informed on matters affecting them as employees and on the various factors affecting the performance of the Company.

DIVERSITY AND INCLUSION

The Company embraces a diverse and inclusive culture. The directors believe that, in order to deliver the best solutions to clients, the Company's workforce should reflect the local community in which it operates.

MODERN SLAVERY ACT

The Company has a longstanding commitment to conducting business in a responsible and ethical way, in accordance with its Code of Conduct, 'The Greater Good'. The Company is also committed to fulfilling its obligations under the Modern Slavery Act 2015. In support of this the Company has a communication programme to raise awareness amongst all UK Colleagues to ensure that they are mindful of the risks of modern day slavery.

Global Procurement has implemented specific vetting checks, in addition to existing processes, to support this initiative. Processes to monitor and vet supplier practices are still evolving. The statement can be found on the company website (www.oliverwyman.com). The statement is reviewed annually.

DISABLED EMPLOYEES

It is the policy of the Company to give full consideration to suitable applications for employment of disabled persons. Every effort is made, where employees of the Company become disabled, to retain them in their employment, or consider them for other positions.

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

The Company has put in place an indemnity in the Articles of Association to indemnify directors and officers of the Company against losses or liabilities sustained in the execution of their duties of office. The indemnity is a qualifying third party indemnity provision under s232 and s234 of the Companies Act 2006.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

POST BALANCE SHEET EVENT

In September 2018, the Company's ultimate parent company, Marsh & McLennan Companies, Inc. (NYSE: MMC), a global professional services firm offering clients advice and solutions in risk, strategy and people, announced that it had reached an agreement to acquire Jardine Lloyd Thompson Group plc (LSE: JLT), a leading provider of reinsurance and employee benefits related advice, brokerage and associated services.

The acquisition of JLT accelerates MMC's strategy to be the preeminent global firm in the areas of risk, strategy and people solutions. JLT's track record of strong organic growth and attractive geographic diversification enhance MMC's ability to accelerate growth and margin expansion across products and geographies.

Under the terms of the transaction, holders of JLT's common shares received cash consideration of 19.15 UK pounds per share. Total cash consideration equates to 5.6 billion U.S. dollars in fully diluted equity value, or an estimated enterprise value of 6.4 billion U.S. dollars. The transaction completed 1 April 2019 and the transaction was funded by a combination of cash on hand and proceeds from debt financing.

Although the Company is not directly involved in the financing of this transaction, it will be affected by integration and expansion of this combined business into the Marsh & McLennan Companies, Inc. group of operating companies.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2018

AUDITOR

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 30th September 2019 and signed on its behalf.

J P D'Offay
Director

1 Tower Place West
Tower Place
London
EC3R 5BU

DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2018

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF OLIVER WYMAN LIMITED

Report on the audit of the financial statements

Opinion
In our opinion the financial statements of Oliver Wyman Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity; and
- the related notes 1 to 32.

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

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern
We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Other information
The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors
As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF OLIVER WYMAN LIMITED (CONTINUED)

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report
This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Paul R. [signature]

Paul Stephenson BA FCA (Senior statutory auditor)

for and on behalf of

Deloitte LLP

Statutory Auditor

London
United Kingdom
Date: 30/9/19.

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2018

	Note	2018 £000	*As restated* *2017* *£000*
Turnover	4	**402,865**	*392,751*
Administrative expenses		**(375,884)**	*(384,687)*
Operating profit		**26,981**	*8,064*
Income from fixed assets investments	9	**6,292**	*2,163*
Interest receivable and similar income	10	**1,545**	*20*
Interest payable and similar expenses	11	**(546)**	*(2,379)*
Other finance income	12	**535**	*153*
Profit before tax		**34,807**	*8,021*
Tax on profit	13	**(6,295)**	*(439)*
Profit for the financial year		**28,512**	*7,582*
Other comprehensive income for the year			
Gain/(loss) on foreign currency translation differences arising from branches		**370**	*(60)*
Actuarial (loss)/gain on defined benefit pension scheme	25	**(373)**	*14,000*
Movement of deferred tax relating to defined benefit pension scheme	20	**63**	*(2,380)*
Other comprehensive income for the year		**60**	*11,560*
Total comprehensive income for the year		**28,572**	*19,142*

There were no recognised gains and losses other than those included in the Statement of Comprehensive Income.

The notes on pages 17 to 51 form part of these financial statements.

All transactions derive from continuing activities.

OLIVER WYMAN LIMITED
REGISTERED NUMBER: 02995605

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2018

	Note		2018 £000		*As restated* *2017* *£000*
Fixed assets					
Intangible assets	14		**6,139**		*646*
Tangible assets	15		**2,072**		*1,214*
Investments	16		**31,296**		*23,315*
			39,507		*25,175*
Current assets					
Debtors: amounts falling due after more than one year	17	**-**		*26,428*	
Debtors: amounts falling due within one year	17	**244,508**		*150,885*	
Cash at bank and in hand		**55,148**		*97,060*	
		299,656		*274,373*	
Creditors: amounts falling due within one year	18	**(208,673)**		*(177,647)*	
Net current assets			**90,983**		*96,726*
Total assets less current liabilities			**130,490**		*121,901*
Creditors: amounts falling due after more than one year	19		**(5,155)**		*(1,883)*
Provisions for liabilities					
Deferred tax	20	**(1,509)**		*(1,976)*	
Other provisions	21	**(8,307)**		*(7,769)*	
			(9,816)		*(9,745)*
Pension asset	25		**20,642**		*20,486*
Net assets			**136,161**		*130,759*

STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2018

	Note	2018 £000	*As restated* *2017* *£000*
Capital and reserves			
Called up share capital	22	**5,501**	*5,501*
Capital contribution	23	**19,503**	*16,039*
Restructuring reserve	23	**11,277**	*11,277*
Profit and loss account	23	**99,880**	*97,942*
		136,161	*130,759*

The financial statements were approved and authorised for issue by the board and were signed on its behalf on
30th September 2019.

J P D'Offay
Director

The notes on pages 17 to 51 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018

	Called up share capital	Capital contribution	Restructuring reserve	Profit and loss account	Total equity
	£000	£000	£000	£000	£000
At 1 January 2018	5,501	16,039	11,277	97,942	130,759
Comprehensive income for the year					
Profit for the year	-	-	-	28,512	28,512
Currency translation differences	-	-	-	370	370
Actuarial losses on pension scheme	-	-	-	(373)	(373)
Deferred tax movements	-	-	-	63	63
Other comprehensive income for the year	-	-	-	60	60
Total comprehensive income for the year	-	-	-	28,572	28,572
Dividends: Equity capital	-	-	-	(26,634)	(26,634)
Credit to equity for equity settled share based payments	-	3,464	-	-	3,464
Total transactions with owners	-	3,464	-	(26,634)	(23,170)
At 31 December 2018	5,501	19,503	11,277	99,880	136,161

The notes on pages 17 to 51 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2017

	Called up share capital	Capital contribution	Restructuring reserve	Profit and loss account	Total equity
	£000	£000	£000	£000	£000
At 1 January 2017 (as previously stated)	5,501	12,857	11,277	119,298	148,933
Prior year adjustments	-	-	-	(5,498)	(5,498)
At 1 January 2017 (as restated)	5,501	12,857	11,277	113,800	143,435
Comprehensive income for the year					
Profit for the year (as restated)	-	-	-	7,582	7,582
Currency translation differences	-	-	-	(60)	(60)
Actuarial gains on pension scheme	-	-	-	14,000	14,000
Deferred tax movements	-	-	-	(2,380)	(2,380)
Other comprehensive income for the year	-	-	-	11,560	11,560
Total comprehensive income for the year	-	-	-	19,142	19,142
Dividends: Equity capital	-	-	-	(35,000)	(35,000)
Credit to equity for equity settled share based payments	-	3,182	-	-	3,182
Total transactions with owners	-	3,182	-	(35,000)	(31,818)
At 31 December 2017	5,501	16,039	11,277	97,942	130,759

The notes on pages 17 to 51 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

1. GENERAL INFORMATION

Oliver Wyman Limited is a company incorporated in the United Kingdom under the Companies Act 2006. The address of the registered office is disclosed on page 7. Oliver Wyman Limited is a private company limited by shares that is registered in England and Wales . The nature of the Company's operations and its principal activities are set out in the strategic report on pages 1 to 4.

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

2.2 FINANCIAL REPORTING STANDARD 102 - REDUCED DISCLOSURE EXEMPTIONS

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Marsh & McLennan Companies, Inc. as at 31 December 2018 and these financial statements may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

Shareholders have been notified in writing and do not object to the disclosure exemptions.

More information on the controlling party is given in Note 32.

2. ACCOUNTING POLICIES (CONTINUED)

2.3 GOING CONCERN

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the business review which forms part of the Strategic Report. The Strategic Report also describes the financial position of the Company; its cash flows and liquidity risk; the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; and its exposure to credit risk and liquidity risk.

The Company meets its day-to-day working capital requirements from corporate cash balances. The current economic conditions create uncertainty particularly over (a) the level of demand for the Company's services; (b) the exchange rate between sterling and foreign currencies and (c) the Company's cost base. The Company continues to monitor the uncertainty in the current economic and business environment, and the directors are satisfied that the Company's services will continue to be attractive to clients.

The Company's forecasts and projections show that the Company should be able to generate positive cash flows for the foreseeable future.

The directors acknowledge the latest guidance on going concern. The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and, therefore, they continue to adopt the going concern basis in preparing the annual financial statements.

2.4 FOREIGN CURRENCY TRANSLATION

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of Comprehensive Income within 'other operating income'.

2. ACCOUNTING POLICIES (CONTINUED)

2.5 TURNOVER

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.6 OPERATING LEASES: THE COMPANY AS LESSOR

Rentals income from operating leases is credited to the Statement of Comprehensive Income on a straight line basis over the term of the relevant lease.

Amounts paid and payable as an incentive to sign an operating lease are recognised as a reduction to income over the lease term on a straight line basis, unless another systematic basis is representative of the time pattern over which the lessor's benefit from the leased asset is diminished.

2.7 OPERATING LEASES: THE COMPANY AS LESSEE

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.8 INTEREST INCOME

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

2.9 FINANCE COSTS

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2. ACCOUNTING POLICIES (CONTINUED)

2.10 PENSIONS

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

Defined benefit pension plan

The Company operates a defined benefit plan for certain employees. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors including but not limited to age, length of service and remuneration.

The asset recognised in the Statement of Financial Position in respect of the defined benefit plan is the fair value of plan assets at the reporting date (out of which the obligations are to be settled) less the present value of the defined benefit obligation at the end of the reporting date.

The defined benefit obligation is calculated using the projected unit credit method. Annually the company engages a qualified in-house actuarial specialist to calculate the obligation. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating to the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the Company's policy for similarly held assets. This includes the use of appropriate valuation techniques.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income and the figure shown in the Statement of Comprehensive Income also includes the return on plan assets, less amounts included in net interest.

The cost of the defined benefit plan, recognised in the statement of comprehensive income as employee costs included within administration expenses, except where included in the cost of an asset, comprises:

a) the increase in net pension benefit liability arising from employee service during the period; and

b) the cost of plan benefit changes, curtailments and settlements.

The net interest income is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This income is recognised in the Statement of Comprehensive Income included within 'Other finance income'.

The MMC UK Pension Fund is a trust based scheme, hence the assets are held separately from the Employer. Certain benefit obligations cannot be met through the MMC UK Pension Fund and these are provided by the Company as unfunded pension benefits, which are accounted for using the defined benefit plan policies described above.

2. ACCOUNTING POLICIES (CONTINUED)

2.11 SHARE BASED PAYMENTS

The Company's ultimate parent company, Marsh & McLennan Companies, Inc., maintains multiple equity-settled share-based payment arrangements in the UK, under which employees are awarded grants of Stock Options, Save As You Earn (SAYE) awards, Stock Awards and Share Purchase Plans.

The company also provides employees with the ability to purchase Marsh & McLennan Companies, Inc.'s ordinary shares at 95% of the current market value. The company records an expense on the date the shares are purchased.

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to the Statement of Comprehensive Income over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each Statement of Financial Position date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to Statement of Comprehensive Income over the remaining vesting period.

Where equity instruments are granted to persons other than employees, the Statement of Comprehensive Income is charged with fair value of goods and services received.

2. ACCOUNTING POLICIES (CONTINUED)

2.12 CURRENT AND DEFERRED TAXATION

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.13 INTANGIBLE ASSETS

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Statement of Comprehensive Income over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years. Management review intangibles and estimate the useful lives based on estimates of the future cash flows.
The estimated useful lives range as follows:

Goodwill	-	5 to 10 years
Other intangibles	-	3 to 5 years

2. ACCOUNTING POLICIES (CONTINUED)

2.14 TANGIBLE FIXED ASSETS

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Short-term leasehold improvements	- Over the remaining life of the lease, limited to a period not exceeding 10 years
Fixtures, fittings and equipment	- 3 to 10 years
Computer equipment	- 3 to 5 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.15 IMPAIRMENT OF FIXED ASSETS AND GOODWILL

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.16 VALUATION OF INVESTMENTS

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Statement of Comprehensive Income for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

2. ACCOUNTING POLICIES (CONTINUED)

2.17 IMPAIRMENT

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in the Statement of Comprehensive Income as described below.

(i) Financial assets

For the Company's assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For the Company's assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

(ii) Non-Financial assets

At each statement of financial position date, the Company reviews the carrying amounts of its tangible and intangible assets acquired separately to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. An intangible asset with an indefinite useful life is tested for impairment at least annually and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and the value in use. In assessing the 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in Statement of Comprehensive Income, unless the relevant asset is carried at a re-valued amount, in which case the impairment loss is treated as a revaluation decrease. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in Statement of Comprehensive Income, unless the relevant asset is carried at a re-valued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

2. ACCOUNTING POLICIES (CONTINUED)

2.18 DEBTORS

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.19 CASH AND CASH EQUIVALENTS

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.20 CREDITORS

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.21 FINANCIAL INSTRUMENTS

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Investments in non-derivative instruments that are equity to the issuer are measured:

- at fair value with changes recognised in the Statement of Comprehensive Income if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

2. ACCOUNTING POLICIES (CONTINUED)

2.21 FINANCIAL INSTRUMENTS (continued)

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

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

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

2.22 DIVIDENDS

Dividends are the way that the Company makes distributions from the Company's profits to its shareholder. The dividend is determined in sterling, the economic currency of the Company. The Directors may choose to declare dividends in any currency provided that a sterling equivalent is announced.

The Board decides the level of dividend in consultation or with consideration of various stakeholders, including the management and delegation advisers of the Company's ultimate parent company, Marsh & McLennan Companies, Inc.. The amount and timing of a dividend may be changed at any time, and influenced by factors such as:

- the Company's working capital requirements to sustain its business plans;
- the Company's Regulatory Capital requirements;
- the Company's future capital investment needs; and
- the Company's excess financial resources.

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described above, the directors are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year or in the year of the revision and future years if the revision affects both current and future years.

Critical judgments in applying the Company's accounting policies

The following critical judgments, apart from those involving estimations (which are dealt with separately below), that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

(i) Impairment review of fixed assets investments

The Company has an annual process of reviewing its fixed asset investments for indicators of impairment. Areas of critical judgment include estimates of future discount rates, future earnings and consideration of whether there is a willing buyer in the market for these investments.

Impairment and impairment reversals are measured by comparing the carrying value of the asset with its future discounted cash flow. Any impairments that have subsequently been reversed are capped to their historical acquisition cost

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation and uncertainty at the date of the statement of financial position, that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

(i) Pension actuarial assumptions

The cost of defined benefit pension plan and other post-employment benefits are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and the long term nature of the plan, such estimates are subject to significant uncertainty. Further details are provided in note 25.

(ii) Allowance for doubtful debts

The allowances are recognised against doubtful trade receivables for estimated irrecoverable amounts determined based on the age of the receivable and by reference to the past default experience of the counterparty and an analysis of the counterparty's current financial position.

As at the date of the statement of financial position, the trade receivable balance of £108,600,000 (2017 - £84,448,000) includes a total of £4,716,000 (2017 - £6,300,000) for which the Company has recognised an allowance for. The directors are actively pursuing the recovery of this balance. This represents a key source of estimation uncertainty.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES (CONTINUED)

(iii) Revenue recognition – Unbilled debtors ("WIP") provisioning

The Company recognises revenue as services are performed and the right to consideration is earned. Accordingly revenues are recorded as hours are worked and the WIP balance represents unbilled revenues which must be assessed for recoverability and provided against where appropriate.

Management reviews all project WIP balances greater than 90 days in age in order to determine whether a WIP reserve is appropriate depending on whether there is a valid reason for the delay in invoicing and that recoverability is still assured.

(iv) Deferred tax

Deferred tax timing differences have been provided at tax rates enacted at the balance sheet date which are expected to apply when the timing differences are expected to reverse. Deferred tax balances are reviewed and only recognised to the extent that it is probable that future taxable profits will allow the asset to be recovered.

4. TURNOVER

An analysis of turnover by class of business is as follows:

	2018	*2017*
	£000	*£000*
Fees	**356,431**	*357,753*
Management fee recharges to other group companies	**46,434**	*34,998*
	402,865	*392,751*

Analysis of turnover by country of destination:

	2018	*2017*
	£000	*£000*
United Kingdom	**225,040**	*203,361*
Middle East	**174,201**	*184,806*
India	**3,624**	*4,584*
	402,865	*392,751*

5. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	2018 £000	*As restated 2017 £000*
Depreciation and amounts written off tangible fixed assets owned	**960**	*1,132*
Amortisation - intangible fixed assets	**821**	*171*
Exchange differences	**(175)**	*734*
Loss/(profit) from disposal of tangible fixed assets	**21**	*-*
Rentals as lessee under operating leases:		
- Land and Buildings	**5,995**	*4,499*
- Other operating leases	**448**	*261*

6. AUDITOR'S REMUNERATION

	2018 £000	*2017 £000*
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	**198**	*176*

The Company has not engaged its auditor for any non-audit services.

7. EMPLOYEES

Staff costs, including directors' remuneration, were as follows:

	2018 £000	*2017* *£000*
Wages and salaries	**108,260**	*99,660*
Social security costs	**13,185**	*14,011*
Cost of defined benefit scheme	**364**	*351*
Cost of defined contribution scheme	**6,860**	*6,290*
	128,669	*120,312*

The average monthly number of employees, including the directors, during the year was as follows:

	2018 No.	*2017* *No.*
Consulting	**433**	*383*
Management and administration	**193**	*190*
	626	*573*

8. DIRECTORS' REMUNERATION

	2018 £000	*2017* *£000*
Directors' emoluments	**4,796**	*5,620*
	4,796	*5,620*

The highest paid director received remuneration of £3,081,000 *(2017 - £3,651,000)*.

The highest paid director exercised 11,418 (2017 - 2,023) share options in the year.

The highest paid director received 11,791 (2017 - 28,499) share awards during the year.

The emoluments shown above reflect the total emoluments received by the directors for services relating to the Company and other companies in the Marsh & McLennan Companies, Inc., Group (the "Group") during the year under review. The directors' emoluments disclosed above are not allocated to a Group company in receipt of an individual's specific service. Emoluments are paid by the directors' employing company within the Group and subsequently recharged to the Company.

The Company operates a pension scheme in the United Kingdom with both defined benefit and defined contribution elements. See Note 25 for further information.

9. INCOME FROM INVESTMENTS

	2018 £000	*2017 £000*
Dividends received from unlisted investments	6,292	*2,163*
	6,292	*2,163*

10. INTEREST RECEIVABLE AND SIMILAR INCOME

	2018 £000	*2017 £000*
Foreign exchange gain	1,438	*-*
Interest receivable on bank deposits	107	*20*
	1,545	*20*

11. INTEREST PAYABLE AND SIMILAR EXPENSES

	2018 £000	*As restated 2017 £000*
Interest on provision	491	*504*
Interest payable to group undertakings	55	*139*
Foreign exchange loss	-	*1,736*
	546	*2,379*

12. OTHER FINANCE INCOME

	2018 £000	*2017 £000*
Net interest income on pension scheme assets	535	*153*
	535	*153*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

13. TAXATION

	2018 £000	*2017 £000*
CORPORATION TAX		
Current tax on profits for the year	3,476	*(315)*
Adjustments in respect of previous periods	778	*(121)*
	4,254	*(436)*
FOREIGN TAX		
Foreign tax on income for the year	1,995	*1,739*
Foreign tax in respect of previous periods	-	*608*
	1,995	*2,347*
TOTAL CURRENT TAX	6,249	*1,911*
DEFERRED TAX		
Origination and reversal of timing differences	148	*(1,436)*
Adjustments in respect of previous periods	(102)	*(36)*
TOTAL DEFERRED TAX	46	*(1,472)*
TAXATION ON PROFIT	6,295	*439*

13. TAXATION (CONTINUED)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than *(2017 - lower than)* the standard rate of corporation tax in the UK of 19% *(2017 - 19.25%)*. The differences are explained below:

	2018 £000	*2017 £000*
Profit before tax	**34,807**	*8,021*
Profit before tax multiplied by standard rate of corporation tax in the UK of 19% (2017 - 19.25%)	**6,613**	*1,652*
EFFECTS OF:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	**229**	*(957)*
Foreign tax	**1,995**	*(122)*
Adjustments to tax charge in respect of previous periods	**676**	*451*
Other timing differences leading to an increase (decrease) in taxation	**456**	*-*
Non-taxable income	**(2,907)**	*(416)*
Other differences leading to an increase (decrease) in the tax charge	**(767)**	*(169)*
TOTAL TAX CHARGE FOR THE YEAR	**6,295**	*439*

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The rate of corporation tax reduced from 20% to 19% from 1 April 2017 and will reduce from 19% to 17% from 1 April 2020.

14. INTANGIBLE ASSETS

	Other intangibles £000	Goodwill £000	Total £000
COST			
At 1 January 2018	**427**	**390**	**817**
Additions	**53**	**6,261**	**6,314**
At 31 December 2018	**480**	**6,651**	**7,131**
AMORTISATION			
At 1 January 2018	**93**	**78**	**171**
Charge for the year	**136**	**685**	**821**
At 31 December 2018	**229**	**763**	**992**
NET BOOK VALUE			
At 31 December 2018	**251**	**5,888**	**6,139**
At 31 December 2017	*334*	*312*	*646*

14. INTANGIBLE ASSETS (CONTINUED)

Goodwill

Goodwill recognised has arisen on acquisition of multiple businesses acquired by the Company. Goodwill is capitalised and amortised over the estimated life of the business acquired, up to a maximum of 10 years.

On 1 December 2016 the Company entered into an asset purchase agreement with LShift Limited. LShift Limited provided software development and information technology consulting services and Goodwill in respect of this acquisition is being amortised over a five year period on a straight line basis.

On 1 March 2018 the Company acquired the trade and assets of 8works Ltd, a company which provided management consultancy services, for a consideration of £2,534,000. There was then a subsequent hive-up of trade and assets which resulted in an addition to Goodwill of £1,172,000. Goodwill in respect of this acquisition is amortised over a period of ten years on a straight line basis.

Included within the consideration for the shares of 8works Ltd totalling £2,534,000 was contingent consideration with a present value at 1 March 2018 of £675,000. The consideration is contingent on the strength of the financial performance of the business acquired in the years following acquisition and has been discounted at an annual rate of 11%. The full value of contingent consideration is included within creditors due after one year (note 19) and at the year end totalled £737,000.

On 1 January 2018 the Company acquired the trade and assets of Draw Group London Limited, an entity which provided management consultancy services, for a consideration of £5,965,000 and acquired. There was then a subsequent hive-up of trade and assets which resulted in an addition to Goodwill of £5,089,000. Goodwill in respect of this acquisition of is amortised over a period of ten years on a straight line basis.

Included within the consideration for the shares of Draw Group London Ltd totalling £5,965,000 was contingent consideration with a present value at 1 January 2018 of £1,945,000. The consideration is contingent on the strength of the financial performance of the business acquired in the years following acquisition and has been discounted at an annual rate of 11%. The full value of contingent consideration is included within creditors due after one year (note 19) and at the year end totalled £2,162,000.

Other intangibles

In August 2017, the Company acquired a book of business, website and regulatory licence from an aviation consultancy business (AVISA Aviation Safety Ltd). The purchase consideration was £157,000. The intangible is amortised over five years. A second acquisition was made in February 2017 of a website from Diliger Research of £270,000 and is amortised over three years.

15. TANGIBLE FIXED ASSETS

	Short-term leasehold improvements £000	Fixtures and fittings, and equipment £000	Computer equipment £000	Total £000
COST				
At 1 January 2018	8,785	1,947	839	11,571
Additions	1,397	255	187	1,839
Disposals	-	-	(21)	(21)
Exchange adjustments	2	2	(2)	2
At 31 December 2018	10,184	2,204	1,003	13,391
DEPRECIATION				
At 1 January 2018	7,981	1,556	820	10,357
Charge for the year on owned assets	764	173	23	960
Exchange adjustments	2	2	(2)	2
At 31 December 2018	8,747	1,731	841	11,319
NET BOOK VALUE				
At 31 December 2018	1,437	473	162	2,072
At 31 December 2017	*804*	*391*	*19*	*1,214*

16. FIXED ASSET INVESTMENTS

	Total £000
COST	
At 1 January 2018	**39,298**
Additions	**7,981**
At 31 December 2018	**47,279**
IMPAIRMENT	
At 1 January 2018	**15,983**
At 31 December 2018	**15,983**
NET BOOK VALUE	
At 31 December 2018	**31,296**
At 31 December 2017	*23,315*

During the year the Company acquired 315,542 Series A Preferred Shares in Cognism Ltd as an unlisted investment with a cost of £1,400,000. The Company also acquired investments in subisdiary undertakings in both Draw Group London Limited and 8works Ltd. In both acquisitions 100% of the share capital was purchased. The trade and assets of 8works Ltd were hived-up to the Company during the year and this resulted in a reduction to investment value of £1,919,000. More details on the acquisitions of 8works Ltd and Draw Group London Limited can be found in note 14.

In the opinion of the directors the value of the investment in the Company's subsidiaries is not less than the amount at which it is included in the Statement of Financial Position.

16. FIXED ASSET INVESTMENTS (CONTINUED)

Details of the Company's subsidiary undertakings at 31 December 2018 are shown below:

Name	Principal Activity	Country of Incorporation	Description of Shares Held	% of Issued Shares Held by the Company	Registered Office Address
Oliver Wyman Energy Holdings Limited*	Dormant	United Kingdom	Ordinary	81.7	1 Tower Place West, London, EC3R 5BU
Oliver Wyman Energy Holdings Limited*	Dormant	United Kingdom	Ordinary A	18.3	1 Tower Place West, London, EC3R 5BU
Oliver Wyman Energy Group Limited	Dormant	United Kingdom	Ordinary	100	1 Tower Place West, London, EC3R 5BU
Oliver Wyman Energy Consulting Limited	Management Consulting	United Kingdom	Ordinary	100	1 Tower Place West, London, EC3R 5BU
Oliver Wyman Energy US Limited	Dormant	United Kingdom	Ordinary	100	1 Tower Place West, London, EC3R 5BU
Oliver Wyman sp. Z o.o.*	Management Consulting	Poland	Ordinary	100	Nimbus, Al. Jerozolimskie, 98 00-807 Warsaw
Oliver Wyman SNC*	Management Consulting	France	Common	0.0003	1 Rue Euler 75008 Paris, France
Oliver Wyman S.L.*	Management Consulting	Spain	Ordinary	48	Paseo Castellana, 216 28046, Madrid, Spain
Oliver Wyman FZ-LLC	Management Consulting	United Arab Emirates	Ordinary	100	11th Floor Dubai Media City Area 500525 Dubai
Oliver Wyman Consulting Limited*	Management Consulting (in liquidation)	United Kingdom	Ordinary	100	2 Chawley Park, Cumnor Hill, Oxford, OX2 9GG
8works Ltd*	Non-trading	United Kingdom	Ordinary	100	8works Acceleration Cenre 7 Heddon Street, London W1B 4BE

Name	Principal Activity	Country of Incorporation	Description of Shares Held	% of Issued Shares Held by the Company	Registered Office Address
Draw Group London Limited*	Non-trading	United Kingdom	Ordinary	100	Building 3, Unit 2 The Leather Market, Weston Street, London, England SE1 3ER
Draw Create Limited	Non-trading	United Kingdom	Ordinary	100	Building 3, Unit 2 The Leather Market, Weston Street, London, England SE1 3ER
Draw Connect Limited	Non-trading	United Kingdom	Ordinary	100	Building 3, Unit 2 The Leather Market, Weston Street, London, England SE1 3ER

* Subsidiary is directly owned by the Company

17. DEBTORS

	2018 £000	*2017 £000*
DUE AFTER MORE THAN ONE YEAR		
Amounts owed by group undertakings	-	*26,428*
	-	*26,428*

	2018 £000	*As restated 2017 £000*
DUE WITHIN ONE YEAR		
Trade debtors	108,600	*84,448*
Amounts owed by group undertakings	74,546	*27,187*
Other debtors	8,322	*5,774*
Amounts recoverable from group undertakings - tax	-	*315*
Prepayments and accrued income	46,385	*28,631*
Foreign tax	4,051	*1,518*
Deferred tax	2,604	*3,012*
	244,508	*150,885*

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

18. CREDITORS: Amounts falling due within one year

	2018 £000	*2017 £000*
Trade creditors	1,916	*427*
Amounts owed to group undertakings	131,971	*88,342*
Corporation tax	4,937	*1,034*
Creditors in respect of VAT and social security	16,301	*20,547*
Other creditors	2	*1*
Accruals and deferred income	53,546	*67,296*
	208,673	*177,647*

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

Certain 2017 balances have been reclassified to provide reliable and more relevant information. These have resulted in Accruals and deffered income increasing by £54,000, Creditors in respect of VAT and social security rising by £675,000 and other creditors decreasing by £729,000.

19. CREDITORS: Amounts falling due after more than one year

	2018 £000	*2017 £000*
Accruals and deferred income	**5,155**	*1,883*
	5,155	*1,883*

20. DEFERRED TAXATION

	2018 £000	*2017 £000*
At beginning of year	**1,036**	*2,082*
Credited/(Charged) to profit or loss	**(46)**	*1,472*
Credited/(Charged) to other comprehensive income	**63**	*(2,380)*
Amounts arising on business combinations	**(5)**	*-*
Foreign exchange translation	**47**	*(138)*
AT END OF YEAR	**1,095**	*1,036*

The deferred tax balance is made up as follows:

	2018 £000	*2017 £000*
Accelerated capital allowances	**659**	*517*
Short-term timing differences	**3,491**	*3,111*
Pension surplus	**(3,418)**	*(3,301)*
Net operating losses	**363**	*709*
	1,095	*1,036*
COMPRISING:		
Asset - due within one year	**2,604**	*3,012*
Liability - due after one year	**(1,509)**	*(1,976)*
	1,095	*1,036*

21. OTHER PROVISIONS

	Indirect taxes provision £000
At 1 January 2018 (as restated)	7,769
Charged to profit or loss	538
AT 31 DECEMBER 2018	**8,307**

A provision has been established in the Statement of Financial position to reflect past obligations for indirect taxes payable to foreign tax authorities which has resulted in a restatement, further details of which are included in note 31. At 1 December 2017 the value of the provision was £6,946,000 and for the year to 31 December 2017 the charge to the profit or loss totalled £823,000.

Included within 'other debtors' in note 17 at 31 December 2018 is a related asset of £2,213,000 (2017 restated - £1,708,000) in respect of indirect tax receivable from third parties.

The interest element of the charge to profit or loss was £491,000 for the year (2017 restated - £504,000), included within 'interest on provisions' in note 11. The remaining charge to profit or loss of £47,000 (2017 restated - £319,000) was charged to administrative expenses.

22. SHARE CAPITAL

	2018 £000	*2017 £000*
Allotted, called up and fully paid		
5,501,000 *(2017 - 5,501,000)* Ordinary shares of £1.00 each	**5,501**	*5,501*

The Company has one class of ordinary shares which carry no right to fixed income.

23. RESERVES

Capital contribution reserve

This reserve includes credits for equity-settled share based payments.

Restructuring reserve

On 1 January 2012, Oliver Wyman Limited acquired 48% of the share capital of Oliver Wyman S.L (Spain). As consideration, the business of Oliver Wyman Limited Spanish branch office was contributed to Oliver Wyman S.L (Spain).

The excess between the value attributed to the acquired 48% investment in Oliver Wyman S.L (Spain) and the carrying value of the disposed assets and liabilities of the branch of £11,277,000 was recorded as a restructuring reserve.

Profit and loss account

Profit and loss account includes all current year and prior year retained profits and losses.

24. SHARE BASED PAYMENTS

Oliver Wyman Limited's ultimate parent company, Marsh & McLennan Companies, Inc., maintains multiple equity-settled share-based payment arrangements in the United Kingdom, under which employees are awarded grants of stock options and Save As You Earn (SAYE) awards, Shares Awards and Share Purchase arrangements (Share Purchase Plan and Share Incentive Plan).

Prior to 1 January 2006, Share Awards were classified as liabilities and measured at their respective grant date fair values. Prepaid compensation cost was recognised for the unearned portion of such awards. Upon implementation of FRS 20, such awards were adjusted to the respective accrued grant date fair values, with an expense credited to profit and loss reserve. The effect of forfeitures was recognised when they occurred and dividend equivalents were expensed in the period incurred. There has been no change to the treatment under FRS 102.

In addition, SAYE awards were not considered compensatory and there was no cost to the Company; therefore no expense was required to be recognised. Share Purchase Plan costs were accrued in the year of grant.

From 1 January 2015, the Company has applied the requirements of Financial Reporting Standard 102. In accordance with the transitional provisions, FRS 102 has been applied to all grants of equity instruments after 7 November 2002 that were unvested as of 1 January 2006. As no benefit is granted by the Company under the Share Incentive Plan, this plan does not fall under the scope of FRS 102.

25. PENSION COMMITMENTS

The Company operates a pension scheme (the Fund) in the UK with defined benefit and defined contributions sections. The existing sections of the Fund closed to all future benefit accrual with effect from 1 August 2014. Pension benefits accrued prior to that date retain the link to future salary growth or career revaluation, as applicable.

A comprehensive actuarial valuation of the defined benefit sections was carried out at 31 December 2017 and updated to 31 December 2018 by a qualified actuary (who is employed within the Company). The update over 2018 allowed for known cash flows, inflation experience and the estimated effect of changes in assumptions.

A plan amendment occurred during 2018 due to a pension increase exchange offer issued on 31 October 2018 that gave some pensioners the right to exchange certain pension increases for a higher non-increasing pension. The plan amendment has been measured at 31 December 2018 based on known acceptances of the pension increase exchange at the end of the offer period in February 2019 and recognised as part of the service cost as a plan change.

In addition, an October 2018 High Court judgment resulted in most United Kingdom defined benefits schemes having to recognise additional liability to equalise benefits between men and women due to guaranteed minimum pension ("GMP equalisation"). The estimated impact of this ruling is additional liabilities of £156,000, which has been measured at October 2018 as a plan amendment.

The statutory funding objective is that the defined benefit sections of the Fund have sufficient and appropriate assets to pay their benefits as they fall due (the technical provisions). The general funding principles are that the technical provision assumptions taken as a whole will be sufficiently prudent, including appropriate margins to allow for the possibility of events turning out worse than expected. However, the funding method and assumptions do not completely remove the risk that the technical provisions could be insufficient to provide benefits in the future.

The funding principles were agreed in November 2016. The current agreement with the Trustee sets out the annual deficit contributions which would be due based on the funding valuation as at 31 December 2015. The funding level is subject to re-assessment, in most cases on 1 November of each year. If the funding level on 1 November has sufficiently improved, no deficit funding contributions will be required in the following year, and the deficit contribution amount will be deferred. Following the latest reassessment, a new schedule of contributions was agreed in November 2018 which requires no deficit contributions in respect of 2019.

The Company participates in a defined benefit plan that shares risks between entities under common control. The policy for charging the defined benefit costs is determined for each segregated section of the Fund based on an allocation of accounting liabilities for each member between the employers participating in the section. The assets attributable to each of the Fund sections are measured through a process whereby all cash transactions are apportioned between the sections monthly. The assets and contributions are allocated to the Company in proportion to its share of the accounting liabilities in the Fund section in which it participates.

The Company also operates unfunded unapproved pension benefits that cannot be provided through the Fund

25. PENSION COMMITMENTS (CONTINUED)

Reconciliation of present value of plan liabilities:

	2018 £000	2017 £000
RECONCILIATION OF PRESENT VALUE OF PLAN LIABILITIES		
At the beginning of the year	**103,164**	*107,276*
Interest cost	**2,670**	*2,907*
Benefits paid	**(884)**	*(1,122)*
(Gains) / Losses on plan changes, curtailment or settlement	**135**	-
Remeasurements - effect of changes in assumptions	**(8,189)**	*(4,188)*
Remeasurements - effect of experience adjustments	**735**	*(1,709)*
AT THE END OF THE YEAR	**97,631**	*103,164*

Composition of plan liabilities:

	2018 £000	2017 £000
Funded	**97,153**	*102,627*
Unfunded	**478**	*537*
TOTAL PLAN LIABILITIES	**97,631**	*103,164*

Reconciliation of present value of plan assets:

	2018 £000	2017 £000
At the beginning of the year	**123,650**	*112,119*
Interest income	**3,205**	*3,060*
Contributions	**340**	*1,824*
Benefits paid	**(866)**	*(1,105)*
Administrative expenses	**(229)**	*(351)*
Remeasurements - return on plan assets (excluding interest income)	**(7,827)**	*8,103*
AT THE END OF THE YEAR	**118,273**	*123,650*

25. PENSION COMMITMENTS (CONTINUED)

Composition of plan assets:

	2018 £000	*2017 £000*
Cash and cash equivalents	4,245	*4,132*
Equity instruments	41,513	*63,232*
Government Bonds/Liability Driven Investment	35,594	*25,812*
Other debt instruments	29,217	*19,513*
Real estate	7,506	*7,163*
Other	198	*3,798*
TOTAL PLAN ASSETS	118,273	*123,650*

	2018 £000	*2017 £000*
Fair value of plan assets	118,273	*123,650*
Present value of plan liabilities	(97,631)	*(103,164)*
NET PENSION SCHEME ASSET	20,642	*20,486*

The amounts recognised in profit or loss are as follows:

	2018 £000	*2017 £000*
Net interest income	535	*153*
Administrative expenses	(229)	*(351)*
Losses on plan changes, curtailment or settlement	(135)	*-*
	171	*(198)*

Remeasurements recognised in other comprehensive income:

	2018 £000	*2017 £000*
Effect of changes in assumptions	8,189	*4,188*
Effect of experience adjustments	(735)	*1,709*
Return on plan assets (excluding interest income)	(7,827)	*8,103*
	(373)	*14,000*

25. PENSION COMMITMENTS (CONTINUED)

Reconciliation of net pension scheme asset is as follows

	2018 £000	*2017 £000*
Opening net defined benefit asset	**20,486**	*4,843*
Interest income on plan assets	**535**	*153*
Actuarial gains and (losses)	**(373)**	*14,000*
Contributions by employer	**340**	*1,824*
Administrative expenses	**(229)**	*(351)*
(Losses) / Gains on plan changes, curtailment or settlement	**(135)**	*-*
Benefits paid	**18**	*17*
	20,642	*20,486*

The Company expects to contribute £210,000 to its defined benefit pension scheme in 2019 relating to administrative expenses.

Principal actuarial assumptions at the Statement of Financial Position date (expressed as weighted averages):

	2018 %	*2017 %*
Discount rate	**2.99**	*2.60*
Future salary increases before retirement	**2.90**	*2.86*
Future pension increases	**2.15**	*2.11*
Inflation assumption (RPI)	**3.15**	*3.11*
Inflation assumption (CPI)	**2.15**	*2.11*
Mortality rates		
- for a male aged 65 now	**23.0**	*23.1*
- at 65 for a male aged 45 now	**24.3**	*24.4*
- for a female aged 65 now	**24.9**	*25.0*
- at 65 for a female member aged 45 now	**26.4**	*26.5*

25. PENSION COMMITMENTS (CONTINUED)

Defined contribution scheme

Prior to 1 August 2014, the group also operated a defined contribution scheme for employees who were not eligible or chose not to join the defined benefit scheme.

From 1 August 2014, the Company's defined benefit section of the pension scheme and the existing defined contribution plan were both closed to future benefit accrual. All future pension benefits from 1 August 2014 are provided under a new defined contribution section of the pension scheme. The Company made defined contribution payments of £6,860,000 in 2018 (2017 - £6,290,000).

26. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2018 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2018	*2017*
	£000	*£000*
The Company as lessee		
Not later than 1 year	**4,089**	*4,039*
Later than 1 year and not later than 5 years	**14,313**	*16,357*
Later than 5 years	**-**	*2,045*
	18,402	*22,441*

	2018	*2017*
	£000	*£000*
The Company as lessor		
Not later than 1 year	**355**	*173*
Later than 1 year and not later than 5 years	**178**	*-*
	533	*173*

27. CONTINGENT LIABILITIES

The Company participates in notional cash pooling arrangements with banks. Each member of the pool guarantees against all losses incurred as a result of the failure of any other pool member. The maximum exposure to the Company is the total amount of its pooled funds at any point in time. As at 31 December 2018 the Company had a total amount of £30,685,000 (2017 - £75,809,000) in the pool. All other members of the pooling arrangements are companies owned ultimately by Marsh & McLennan Companies, Inc.

28. GROUP FINANCIAL STATEMENTS

Group financial statements are not prepared in line with s401 of the Companies Act 2006 as the Company is itself a wholly owned subsidiary and is included in the consolidated financial statements of Marsh & McLennan Companies, Inc., its ultimate parent company. Accordingly, these financial statements present information about the Company as an individual undertaking and not about its group.

29. RELATED PARTY TRANSACTIONS

Advantage has been taken of the exemption under FRS 102 Section 33 "Related Party Disclosures" not to disclose transactions between entities within the Marsh & McLennan Companies, Inc. Group (the "Group"), where no less than 100% of voting rights are controlled within the Group, whose consolidated financial statements are publicly available. There are no other transactions requiring disclosure.

30. POST BALANCE SHEET EVENTS

In September 2018, the Company's ultimate parent company, Marsh & McLennan Companies, Inc. (NYSE: MMC), a global professional services firm offering clients advice and solutions in risk, strategy and people, announced that it had reached an agreement to acquire Jardine Lloyd Thompson Group plc (LSE: JLT), a leading provider of reinsurance and employee benefits related advice, brokerage and associated services.

The acquisition of JLT accelerates MMC's strategy to be the preeminent global firm in the areas of risk, strategy and people solutions. JLT's track record of strong organic growth and attractive geographic diversification enhance MMC's ability to accelerate growth and margin expansion across products and geographies.

Under the terms of the transaction, holders of JLT's common shares received cash consideration of 19.15 UK pounds per share. Total cash consideration equates to 5.6 billion U.S. dollars in fully diluted equity value, or an estimated enterprise value of 6.4 billion U.S. dollars. The transaction completed 1 April 2019 and the transaction was funded by a combination of cash on hand and proceeds from debt financing.

Although the Company is not directly involved in the financing of this transaction, it will be affected by integration and expansion of this combined business into the Marsh & McLennan Companies, Inc. group of operating companies.

31. PRIOR YEAR ADJUSTMENT

The Company has restated its 2017, comparative numbers, for the omission of a provision in prior years relating to indirect taxes (note 21). The impact on each primary statement is shown below:

	Prior year adjustment £000	Restated 2017 £000	2017 as previously stated £000
Statement of Comprehensive Income			
Administrative expenses	(60)	(384,687)	(384,627)
Operating profit	(60)	8,064	8,124
Interest payable	(504)	(2,379)	(1,875)
Profit before tax	(564)	8,021	8,585
Tax on profit	-	(439)	(439)
Profit after tax	(564)	7,582	8,146
Statement of Financial Position			
Other debtors	1,707	5,774	4,067
Other provisions	(7,769)	(7,769)	-
Net assets	(6,062)	130,759	136,821
Equity			
As at 1 January 2017 (as previously stated)	-	148,933	148,933
Restatement	(5,498)	(5,498)	-
Restated as at 1 January 2017	(5,498)	143,435	148,933
Profit for the year	(564)	7,582	8,146
Other comprehensive income	-	11,560	11,560
Dividends paid	-	(35,000)	(35,000)
Share based payments	-	3,182	3,182
Balance as at 31 December 2017	(6,062)	130,759	136,821

2017 opening equity was restated by £5,498,000, of which £3,229,000 related to an understatement of expenses as well as an understatement of interest payable of £2,269,000 in the Statement of Comprehensive Income prior to 2017.

Administrative expenses and interest payable were understated by £60,000 and £504,000 respectively in relation to the net effect of the recognition of an indirect tax provision and a related asset. This restatement was identified as a result of a review of indirect taxes payable to foreign tax authorities and recoverable from third parties.

32. CONTROLLING PARTY

The Company's immediate parent company is MMOW Limited. The Company's ultimate parent company and controlling entity is Marsh & McLennan Companies, Inc., incorporated in the state of Delaware, United States of America.

The largest and smallest group in which the results of Oliver Wyman Limited are consolidated is that headed by Marsh & McLennan Companies, Inc. The consolidated financial statements of Marsh & McLennan Companies, Inc. are available to the public and may be obtained from:

Companies House
Crown Way
Maindy
Cardiff
CF14 3UZ

and also from:

The Company Secretary
MMC Treasury Holdings (UK) Limited
1 Tower Place West
Tower Place
London
EC3R 5BU