RiverStone International Holdings Limited

2024 Annual Report

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Non-GAAP Alternative Performance Measures

Strategic Report

The Directors' take pleasure in presenting the Strategic Report of the RiverStone International Holdings Limited group ("the Group" or "Riverstone International") for the year ended 31st December 2024. Reference to "the Company" means RiverStone International Holdings Limited as an individual entity.

Key Financial Performance Indicators

New Business

$2.6bn
In net claims outstanding acquired in 2024 (2023: $2.2 billion)

6
Transactions closed in 2024 (2023: 7)

Financial Position

$1.7bn
In Adjusted Tangible Book Value (2023: $1.4 billion)[1] (tangible book value $1.6bn)

5.1%
Underwriting return on reserves (2023: 4.6%)[5]

$7.2bn
Investments and Cash (2023: $6.2bn)

$5.7bn
Gross Insurance Liabilities (2023: $5.7bn)

Financial Performance

19.1%
Return on Opening Adjusted Tangible Book Value (2023: 18%)[3]

$260m
In underwriting profits (2023: $213 million)[2] – growth of 22%

$259m
In investment income (2023: $211 million) – yield of 4.9%[4]

$300m
Adjusted profit before tax (2023: $250 million)[2] (Profit before tax $287 million)

1. Refer to Non-GAAP alternative performance measures for the calculation of this metric.
2. Refer to Non-GAAP alternative performance measures for the calculation of this metric.
3. Change in adjusted tangible book value less share capital issued in period divided by adjusted tangible book value as at 1 January.
4. Yield is calculated as investment income divided by the average of opening and closing financial investments.
5. Underwriting return on reserves is calculated as underwriting profits as a percentage of net insurance liabilities (note 5a(v)).

Our Story

RiverStone International is a leading global non-life run-off insurance business specialist with 25 years of experience helping insurers release capital, streamline their operations and reduce volatility from legacy property and casualty books.

RiverStone was founded in 1999 within the publicly listed Canadian insurer Fairfax Financial Holdings Limited ('Fairfax'). In August 2021 the European business of RiverStone – what is now RiverStone International – was purchased from Fairfax by CVC's long-term Strategic Opportunities II fund. CVC's vision has been to support management to grow and develop the business and significant strides have been made in delivering the core elements of this strategy.

As RiverStone International celebrates its 25th anniversary, we take this moment to reflect on the journey that has brought us to today—and how it propels our ability to look ahead with confidence.

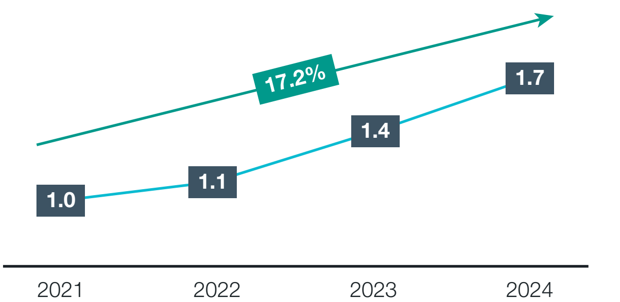
The theme of our milestone, "Focus Forward: Celebrating 25 Years of Momentum," encapsulates both the legacy we've built and the exciting opportunities that lie ahead. It's a reminder that while much has changed in two and a half decades, with RiverStone having grown from a UK-focused operation to holding a position of leadership globally, our values that shape who we are as a Group and how we do business remain the same.

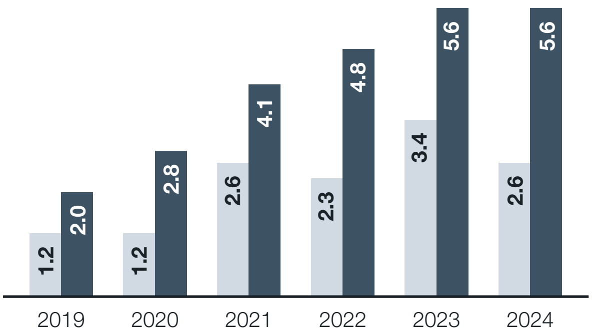
44
Deals closed since 2010

$17.1bn
In gross liabilities acquired since 2010

$8.2bn
In cumulative gross claims paid since 2010

RiverStone International's core success is built on a track record of exceptional new business performance, which is conveyed by the growth in adjusted tangible book value and the gross reserves acquired over recent years, which have been >$2bn for the last 4 years in a row:





Adjusted Tangible Book value ($bn)
Compound annual growth rate adjusted for share capital issuance

Gross reserves acquired ($bn)
Gross claims outstanding ($bn)

Cumulative amounts from 2010 represent the point at which Riverstone International subsidiaries became active acquirers of third-party legacy business.

Our Mission

To provide economic and legal finality solutions to insurers and reinsurers whilst protecting reputations through timely claims payments, operational excellence, and sound financial management.

Success defined by steadfast values

From our earliest days, RiverStone International has operated on a foundation of values that continue to guide us.

These principles are not just words; we recognise that staying true to the relationships we build with clients, employees, and partners is the bedrock of our business. Our growth and success are testaments to these values, and even as we embrace change and growth, we stay true to what has always made us strong.

Embracing change, honoring continuity

Throughout our history, RiverStone International has embraced change, recognising it as an essential part of growth. We've expanded our global footprint, acquired new business lines, and continuously refined our offerings to meet the evolving needs of the legacy insurance market. Our ability to adapt has been one of our greatest strengths, allowing us to remain a trusted partner in an industry that is always shifting.

Yet, along with these changes, the essence of who we are remains unchanged. RiverStone's people are as committed today as they were on day one, dedicated to upholding the highest standards in everything we do. Our culture of accountability and ownership continues to drive us forward. Our partners and clients know they can rely on us not only to meet their needs today but to anticipate the challenges of tomorrow.

Focus forward: a vision for the future

As RiverStone marks 25 years, we stand at a unique crossroads. Looking back, we see a Group that has grown, evolved, and adapted while never losing sight of the values that define us. Looking forward, we see endless possibilities for growth and transformation, fueled by the same dedication and commitment that brought us to where we are today.

Staying true to what has always made us strong. Together with our people, partners, and values, we focus forward on the next chapter in RiverStone International's story.

Our Values

We strive to be unassuming, straightforward, honest, transparent and easy to engage.

The evolution of our business, and the talented people who drive it, are responsible for fostering a diverse culture where everyone is fulfilled, valued and included.

We champion and will always strive for responsible and sustainable outcomes for our people, clients, communities and the environment. We will never compromise the honesty, security and integrity that are essential to all of our outcomes.

Our values define who we are:

We are **results oriented** and not political.

We are **team players** – no egos.

We are **loyal** to each other and to our stakeholders.

We are **entrepreneurial** and encourage calculated risk taking.

We are **hard-working** but not at the expense of our personal lives.

We believe in having **fun** at work in an **inclusive** way.

What We Do

The Group operates an international business model with offices in multiple jurisdictions.

RiverStone International is experienced in handling all major non-life insurance and reinsurance lines of business and loss types. Our approach generates trust and long-term mutual commitment and a significant part of our portfolio is repeat business. Our track record, experience and reputation mean we can transact runoff deals with speed, confidentiality, and certainty. RiverStone International has in-house underwriting, claims and merger and acquisition capabilities delivered by more than 547 employees based in London, Brighton, Ipswich, Darlington, Bermuda, Ireland, United States and Malta.

Our Global Operations

The Group's key operating subsidiaries, which together provide access to our key markets and ensure we are able to support clients on an international scale, are:

United States Platform

$0.3 billion net reserves

Acquired in 2024 Riverstone International Insurance Inc provides a US platform licenced in all US states and Canada to access North America, the largest run-off market with $460bn of reserves.

The Company completed its first transaction in Q1 2025.

Bermuda Platform

$1.4 billion net reserves

RiverStone International Bermuda Limited – a Class 3B Bermudian reinsurer, established in 2022 and regulated by the Bermuda Monetary Authority ('BMA'). The Company completed three LPT transactions in the period, in addition to a significant intragroup LPT transaction.

The Group also operates the following key entities

- TIG Insurance (Barbados) Limited – an internal reinsurance carrier, authorised by the Financial Services Commissions ('FSC').
- RiverStone Management Limited – a UK-based services company, regulated by the FCA, providing operational and administrative support to certain key companies within the Group.
- The Group operates RiverStone Insurance (Malta) SE, a licensed Maltese insurance entity, regulated by the Maltese Financial Services Authority ('MFSA') and authorised to carry out all major classes of non-life business as a secondary European platform.

European Platforms

$0.2 billion net reserves

On 2nd February 2024 the Group completed the acquisition of a licensed Irish insurance entity now named RiverStone International Ireland DAC, regulated by the Central Bank of Ireland.

UK Company Platform

$0.5 billion net reserves

RiverStone Insurance (UK) Limited – a licensed UK insurance and reinsurance entity regulated by the Prudential Regulation Authority ('PRA') and the Financial Conduct Authority ('FCA') and authorised to carry out all major classes of non-life business. The Company completed one Loss Portfolio Transfer reinsurance ("LPT") in the year.

Lloyd's Platform

$2.4 billion net reserves

RiverStone Managing Agency Limited – a Lloyd's of London Managing Agency, regulated by the PRA, FCA and Lloyd's of London, and the managing agent for Syndicate 3500, the Group's Lloyd's of London legacy specialist syndicate. Syndicate 3500 is the largest legacy specialist syndicate in the Lloyd's market. It completed one LPT in the year and completed two RITC transactions effective 1st January 2025.

What Sets Us Apart

#1 in Lloyd's and #2 Globally

Top 2 player globally with leading market positions in the UK company and Lloyd's markets.

Established track record

Closed 44 deals since 2010 across a range of values (~$12 million up to ~$1.9 billion insurance reserves) and with a high degree of structural complexity.

Reliable to work with

Trusted reputation as a reliable and responsible counterparty with sellers – with a focus on continuing to manage claims to a high standard for policyholders.

Established reputation with regulators

Good long-standing relationships with regulators to support approval of deals.

Experienced team at all levels

Experienced, knowledgeable and specialist in-house claims and underwriting teams supporting diligence, pricing, reserving and claims management.

Technology and migration support

Large and diversified portfolio and sector-leading technology platform generating capital and scale efficiencies.

Operations in all key jurisdictions

RiverStone can leverage all of its platforms for complex deals, using the same team and approach across multiple balance sheets.

How can we help – Benefits for insurers to exit legacy business

Release capital to support core businesses, in particular during a hardening rate environment and times of volatility.

Reduce volatility from legacy portfolios, which often have long tails.

Reduce management and operational distraction from non-core businesses.

Simplify strategy and optimise return on equity from redeployment of capital into more accretive core opportunities.

Optimise cost base and operations, including by transferring employees and systems to the run-off provider along with reserves.

Manage change, including regulatory, accounting, system and performance impacts.

Fast due diligence process	Due Diligence and transaction documents can be completed in **4-6 weeks**, with risk transfer shortly thereafter.	
Experience and capabilities across a variety of lines	• Asbestos, Pollution & Health Hazard. • Aviation. • Director's & Officers'. • Employers Liability & Public Liability. • Financial Lines. • General Liability.	• Marine. • Medical Malpractice. • Personal & Commercial Auto. • Professional Indemnity. • Property. • Workers' Compensation.
Flexible transaction structuring	• Broad range including: reinsurance (both proportional and non-proportional), portfolio transfers, full legal entity acquisitions and bespoke transactions. • Flexibility to take on employees and systems – since 2005 RiverStone International has successfully completed >90 system migrations onto its sector-leading in-house technology platform.	

RiverStone International Value Drivers

Income Streams

Liability Management

$260 million
Underwriting profits

- Effective and reliable management of reserves, showing consistent releases over time.
- Structuring and buying portfolios, and running these off effectively with a dedicated, focused team.
- Profit in unearned premium delivered by close oversight of unexpired risk run-off.
- Deep market and broad class of business expertise permit quick assimilation of acquired portfolios into our core liability management processes generating strategic synergies and ensuring a high class service for all stakeholders.
- Best estimate case reserving philosophy applied to every claim.

5.1%
Underwriting return on reserves

- Liability management focused operating model, delivers information early enabling faster settlements and effective cost control.
- Dedicated delegated business management team, drives strong performance of third parties through close collaboration and oversight.
- Focused credit control, reinsurance and underwriting teams maintain strong relationships with brokers, coverholders, insureds and cedants enhancing the financial security of RiverStone International and confirming the accurate valuation of reinsurance asset due.

Asset Management

$259 million
Investment income

4.5%
Current investment yield

- Optimal strategic asset allocation with a core portfolio of fixed income securities combined with diligently selected alternative assets to drive outperformance over the long term.
- Deploy investment assets as opportunities arise.
- In-house investment team fully embedded and maturing.
- Structuring the assets coming from new deals and effective asset liability matching.

Adjusted profit before Tax

$300 million

Return on Opening Adjusted Tangible Book Value 19.1%

Cost Centres

Financing Costs

$79 million
Finance costs

- Long-term debt of $512 million, supporting long-term capital demands of the group at favourable yields, and boosting overall return on equity.
- Funds at Lloyd's letter of credit facility optimises capital stack supporting Syndicate 3500.
- Strategic partners provide diverse sources of financing.
- $250 million revolving credit facility, available to provide short-term solvency and liquidity to operating subsidiaries, ensuring transactional demands can be supported throughout the cycle.
- A diversified, prudent capital base across equity, debt, reinsurance and managing both the Group and the subsidiary regulated entities.

Expense Costs

$128 million
Operating expenses

- Operating expense to net technical provisions ratio of 2.5%, reflects carefully controlled and deliberately focused approach to cost management.

2024 Achievements

2024 was a record year for underwriting profit and investment income, showcasing balance in value creation from the asset and liability sides of the balance sheet. With the expansion of the Group's international footprint into the United States and Ireland, the foundations have been set for this to continue.

Market Dynamics

Consistent Value Creation

- Deliver consistent management of liabilities demonstrating value in all jurisdictions.
- Achievement of consistent investment yield outperforming markets.

A Large and Growing Market

- Continued growth in the global non-life run-off market with $960 billion of reserves, +11% YoY, and strong levels of market activity.

#1 in Lloyd's and #2 Globally

- RiverStone has a market leading position (now #2 globally and #1 in Lloyd's), which is supporting the company's continued new deal flow and returns underwritten ahead of plan.

New Business and International Expansion

International Footprint

- Completed Company acquisitions in the United States and Ireland to establish a global footprint. The first transactions into each platform are already due to complete in 2025. Welcoming all new staff into the Group culture.

Resilient Growth

- Underwritten significant new business volumes of $2.6 billion in 2024, and >$2 billion for the last 4 years in a row.

Strategic Partners

- Completed transactions with the same counterparties and completed individual deals >$1 billion for the second year in a row.

Initiatives

Standalone Investment Strategy

- The in-house investment management capabilities continue to research and deliver an optimised investment yield.

Optimise Operating Model

- Significant progress in the establishment and embedding of the Group target operating model, implementing a consistent meeting cadence across the Group and local entity Executive Committees.

Strong Company Goals Performance

- Competed landmark deals including one greater then $1 billion, international expansion, a record underwriting profit and optimised our capital and tax structures, working closely with our trusted partners.

Recent Transactions

RiverStone International is a trusted counterparty with sellers and regulators, recent counterparties include:

Reinsurance-to-close

MS Amlin Underwriting Limited Syndicate 2001 (LPT & RITC)

Hamilton Insurance Group Ltd Syndicate 2014 & 4000 (Reinsurance to Close "RITC")

Company Acquisition

Electric Insurance Company (Company Acquisition)

Catalina Insurance Ireland (Company Acquisition)

Sompo International Holdings Ltd (Company Acquisition)

ArgoGlobal Holdings (Malta) Ltd (Company Acquisition)

Loss Portfolio Transfer

Zurich Insurance Europe AG & Zurich Insurance Company Ltd (LPT) and Insurance Business Transfer

QBE – Various subsidiaries (LPT)

Canopius Group (Loss Portfolio Transfer "LPT")

Brit Ltd Syndicate 2987 (LPT)

AXIS Capital Holdings Ltd (LPT)

2024 Deal Spotlight

RiverStone's 2024 QBE Loss Portfolio Transfer (LPT) is a testament to our strong, long-standing relationship with QBE and our shared commitment to delivering value through strategic legacy transactions. Originating from our excellent partnership, the LPT was executed with our deep expertise in claims management and operational integration. A key aspect of this transaction was the seamless onboarding of over 40 QBE professionals into our U.S. operations, enriching our capabilities and ensuring continuity of service. Their expertise strengthens our operations, enhances our service to policyholders, and reinforces our position as a trusted legacy solutions provider. This transaction also utilised our Bermuda, Lloyd's and United States platforms, demonstrating the value of our global balance sheet and operations to deliver bespoke solutions for our clients.

Our Strategy

Our focus on continued value creation over a long-term time horizon is predicated on our key attributes. Our ability to achieve growth is anchored in a deep and ever-progressive knowledge of our markets and our dedicated drive towards delivering best-in-class customer solutions.

Building on our recent successes in underwriting (delivering new business >$2bn per annum in the last four years), access to capital (new shareholder equity, a revolving credit facility, member level reinsurance and optimised letters of credit) and investment function build-out (delivering yields >4% for the last two years), we have now established our global footprint and are able to support our partners at scale and across a full range of complex transactions.

Key focus areas for RiverStone International over the near- and medium-term time horizon include:

Capitalise on market-leading position to originate and win new deals.

Leverage our international footprint including the new United States and European platforms.

Continue to fully deploy and optimise the investment strategy.

Continue to build access to new forms of strategic capital and reinsurance to support larger deals.

Deliver the business plan and sustainability strategy.

Chair’s Report

Preben Prebensen

Chairman

In 2024 we continued to grow across all our platforms. We closed transactions in the UK/Lloyds, in Bermuda and in our new platforms in the US and Europe. We added more than $2 billion in net reserves for the fourth successive year, including another single transaction over $1 billion and we generated an adjusted underwriting income of $260 million, an increase of 22%.

2024 was also a year of strong investment results. Investment income of $259 million was at the same level as our underwriting income, and together both sides of our business produced a balanced and outstanding performance with adjusted profit before tax of $300 million up 20% on 2023 and a return on opening adjusted tangible book value of 19% (22% in 2023).

Importantly, we achieved our strategic and financial performance and our growth while also maintaining our delivery operationally and while also maintaining the strength of our culture. This year we have integrated our new platforms in the US and Europe, and also absorbed significant transaction flow. We have successfully managed our growth and have retained what it means to work for, and work with, RiverStone International.

This year has built on the previous three years of outstanding progress since the acquisition by CVC, and also has built on the 25 years of history and heritage of the company.

I would like to thank Luke and his team and all of the employees, as well as my fellow Directors of the Group Board and the Boards of our companies in the UK and Lloyds, the US, Bermuda, Malta and Ireland.

“

An outstanding year for the Group. We have made excellent strategic progress with our international platforms. We have produced very strong financial results and we have done so while maintaining our operational excellence and strong culture across our larger business.”

Preben Prebensen
Chairman

Group CEO's Report

Luke Tanzer

Group CEO

It gives me great pleasure to report that the landmark year of 2024, during which we celebrated our 25th anniversary, was another outstanding year for RiverStone International. As we look with confidence to the future it is incredible to reflect on how far we have come and how much we have grown globally whilst steadfastly remaining true to our values and culture which make RiverStone International the exceptional company it is today.

Through our global growth, we have expanded our reach to unlock the path forwards for our clients, gaining direct access to additional markets and the ability to leverage any of our highly capable operating platforms to deliver best-in-class services across the UK, Europe and North America. During 2024, we continued to execute on our growth and international expansion strategy.

For the second year in a row, we closed a single transaction of over $1 billion net reserves, and in total we acquired net reserves exceeding $2 billion for the fourth successive year. We closed our third Bermudian reinsurance transaction early in the year followed by the finalisation of the acquisitions of our Ireland and US entities in February and June respectively. Then in October, we completed a strategically important transaction with QBE Insurance Group which utilised our Bermudian, US and Lloyd's platforms. Additionally, the reinsurance transactions which we closed at the end of the year, will lead to Business Transfers into RiverStone International Ireland DAC and RiverStone Insurance (UK) Limited in 2025.

It has been another incredible year of growth not only in terms of the total net reserves acquired, but also in expanding our global footprint with the acquisition of two incredibly strong operationally capable platforms, which have seamlessly integrated into our group. We are thrilled to have them onboard and look forward to maximising the potential of these platforms alongside the strength of our existing operations.

Operational Excellence

Being able to deliver strong and consistent financial performance alongside our international growth has solidified our market-leading position in the legacy sector. This is only possible through effectively maintaining our superior operational excellence that enables our ability to sustainably grow our operations without impacting our ability to consistently deliver high-quality services. Strong project management over integrations simplifies the execution of highly complex transactions and ensures effective integration into our operations to deliver strong operational performance that is core to our business and values. To achieve our strategic objectives, it is imperative that we continually assess operational improvements and drive synergies across the group to maximise the use of our resources and platforms. Success is also driven on our ability to maintain our strategic edge from a technology standpoint and our principled approach to a single global operating platform continues to provide new opportunities for efficiency, scalability and innovation. Additionally, we are actively exploring the potential of AI technologies that can further enhance our operational capacity and streamline processes. These initiatives ensure we are driving sustainable progress and building resilience to secure our long-term success over the next 25 years. Our fair and dependable values are core to our reputation and the way we do business providing our clients with the security of knowing the level of commitment and loyalty they will receive when doing business with RiverStone International.

Global Footprint

We strive to provide significant value arrangements to our clients, and we will utilise our global platforms to deliver specialised solutions that specifically addresses their needs. The retention of the senior management and strong team in the US meant that the entity was operational upon transaction close. This was pivotal in winning the QBE transaction and showcased the operational capabilities and additional depth which the platform has provided to our global strategy. We have also made the strategic decision to leverage Ireland as our sole European platform moving forward and will be looking to perform a cross-border merger with our Malta entity commencing in 2025. As a result of this decision and to support the integration of two additional transactions into the entity in 2025 we have strengthened our local presence in Ireland. Our global platform allows us access across the US, Bermuda, UK and Europe markets enhancing our reach and significantly reducing the risk of relying on transactions in only certain territories. It also provides extensive knowledge and skillset across these territories in performing the timely, orderly and economically viable run-off of legacy portfolios. We have seen a strong start to 2025 with the closing of two Lloyd's RITC transactions and one US reinsurance transaction. We are in a fantastic position to take advantage of the healthy acquisition pipeline drawing on the strength of our operating platforms across the group.

Liability and asset management goals are a key focus to deliver on our strategy to grow our tangible net book value. In respect of our net underwriting target, we delivered an outstanding result generating net underwriting income of $260 million through the proactive management of reserves, provisions, technical balances and reinsurance assets. We successfully kept on budget for expenses despite the acquisition of two new entities. Our strong investment function delivered another incredible year generating investment income of $259 million, far surpassing the expected target. As we move closer to achieving our strategic asset allocation, we are seeing the benefits linked to optimising our risk-return balance, improved diversification and resilience to the various economic and market conditions.

Group CEO's Report (continued)

Efficient capital management and Effective Group Structure

Significant progress was made during 2024 in the assessment of different long-term funding options to drive our efficient capital management strategy. Our efforts during the year focused on our capital requirements and tax strategy putting us in a better position heading into 2025 and resulted in the approval from the PRA for a $200 million dividend from our UK company entity. We continue to work hard to ensure our capital management strategy allows us the flexibility to fund future acquisitions regardless of size.

A key part of our international growth has been the development and embedding of our group structure. During 2024, we actively took steps to delineate between the Group and the UK entities to ensure effective and efficient oversight at the group level across all operating entities. We implemented a consistent meeting cadence across the Group and local entity Executive Committees and saw significant progress in the establishment and embedding of the Group target operating model. We hired a Group Chief Information Officer, with key focus on integrating the IT Function across the USA and UK platforms, ensuring we have effective defences in place as it relates to cybersecurity and data governance, and driving the development and implementation of our single operating platform. We also hired a Deputy Group Chief Financial Officer and continue to focus on succession planning at both the Group and local entity level.

People matters & ESG

We continuously review our resource requirements throughout the organisation focusing on demand and capacity as well as succession and development. During 2024 our group headcount increased by 202 from 345 to 547 with most of the increase occurring from the acquisition of our US platform and the transfers as part of the QBE transaction. The operational impact to the business as it relates to new transactions is a key focus to ensure we can maintain our service levels and that any incremental workload requirements are identified and addressed in a timely manner.

With the benefit of multiple platforms our main priority is the appropriate resource allocation and that we are leveraging the workforce across the group as effectively and efficiently as possible. Work has progressed and is well underway to assess services requirements across the group to optimise our global operating model and to maximise our economies of scale. Through the coordinating efforts of the Office of the CEO, we continue to review and enhance our processes and ways of working to drive process optimisation and support sustainable and efficient growth.

We believe in sustainable transformation focused on the embedding of environmental, social, and governance (ESG) principles across all operations. We continue to assess and evolve our ESG strategy through careful measurement and monitoring of key metrics material to the business. We are committed to evolving our business in a responsible way as we continue to grow and expand our global reach.

Another outstanding performance in 2024 means that we have commenced 2025 in a strong position to focus on embedding the appropriate target operating model that will maximise our operational capacity to allow for continued sustainable growth. We have every confidence that our reputation for service excellence and delivering on our promises will continue to win us business opportunities across the market. With our strong liability management, further cemented with extensive knowledge, skillsets, and depth of capability across all platforms, in conjunction with our strong and closely managed investment strategy, we are strategically positioned to sustain strong and consistent financial performance well into the future. It has been a remarkable first 25 years, and with the incredible support given to us by CVC we are extremely well positioned to deliver sustainable success over the next 25 years and beyond.

"Through our global growth, we have expanded our reach to unlock the path forwards for our clients, gaining direct access to additional markets and the ability to leverage any of our highly capable operating platforms to deliver best-in-class services across the UK, Europe and North America."

Luke Tanzer
Group CEO

Group CFO's Report

Andrew Creed

Group CFO

I am delighted to present another set of strong financial results that reflect our commitment to delivering strong revenue generation from both our asset and liability management-focused business. Our balance sheet has supported significant deal activity during the year and has continued to respond more than adequately to the volatile macroeconomic conditions that remain a backdrop to overall global financial health.

Our financial strength works in tandem with our operational strength, both of which have continued to be vital to our ability to deliver against our own performance targets and which also allow us to provide certainty and confidence to our clients, regulators and the insurance market that we have a key role to play in supporting success. These achievements reflect the benefits of our key strategic developments under CVC ownership, and are testament to the knowledge, skills and experience honed over our 25 years of history.

Sustainable Profitability

Our adjusted profit before tax of $300 million (FY23: $251 million, unadjusted profit before tax of $287 million) provides a return on opening adjusted tangible book value of 19.1% (FY23: 17.5%, unadjusted profit before tax $287 million). Since CVC acquired RiverStone International in 2021, we have delivered an average annualised growth in adjusted tangible book value of 17.2%.

These results reflect our dedication to becoming best-in-class asset and liability managers, the combined revenue from both our underwriting profits and investment income now exceeding $519 million (FY23: $423 million). The track record we have maintained of extracting value from acquired liabilities through diligent claims activity is now being replicated with a track record of repeatable investment returns allowing us to enhance our compound book value growth over time. This value creation will ensure that we are well placed to be able to deliver outsized returns to our investors.

Our financial strength works in tandem with our operational strength, both of which have continued to be vital to our ability to deliver against our own performance targets and which also allow us to provide certainty and confidence to our clients, regulators and the insurance market that we have a key role to play in supporting success.”

Andrew Creed
Group CFO

Group CFO's Report (continued)

We have continued to work closely with our key capital and banking partners during 2024, building flexible and scalable solutions that allow us to respond to large legacy opportunities when they materialise. It is a privilege to be so well supported by our partners and we will continue to work closely with these teams during 2025 as we strive to build an even greater set of capital management solutions.

A Focus on Liability Management

The Group reported an underwriting profit of $260 million for the year (FY23: $213 million), comprised of the $88 million balance on the technical account for general business (FY23: $106 million) after deducting net operating expenses and member level reinsurance and including goodwill amortisation on acquired portfolios. 2024 was another very successful underwriting year for RiverStone International, showcasing our ability to continue generating sustainable and repeatable income from our core and differentiated liability management infrastructure and skillset. These profits have been derived from across our global operations demonstrating our commitment to both underwriting discipline and a coordinated global approach as we continue to grow.

We have continued to monitor net operating expenses closely as we have expanded internationally. Our 2024 expense base is aligned to our plan despite ongoing economic inflationary impacts. During 2025, we expect to seek further synergies across our worldwide platforms as we embed and integrate our recently acquired offices into our global operating model.

Disciplined and Resilient Asset Management

Total 2024 profit before tax of $287 million (FY23: $340 million) is supported once again by excellent investment income returns. Investment income of $259 million (FY23: $211 million), is an increase of 23% year-on-year, reflecting the manner in which we have embedded a diligent asset management focus into our business-as-usual operations. In 2024, relative to a benchmark of risk-free government securities matched to our insurance liabilities, we outperformed the benchmark by 125bps and our target by 65bps.

Financial investments of $6.6 billion are $1.6 billion higher than at 2023 year-end, an increase of 32%, which primarily reflected premium income received during 2024, less net claims paid and net operating expenses. We have made continued progress towards deploying our assets under management into our strategic asset allocation and are now very well aligned in liquid asset classes.

These asset classes provide significant liquidity if required and are well matched to our liability durations and currencies, minimising interest rate and currency risks. Our targeted allocation to more illiquid alternative and real estate asset classes remains relatively modest at less than 10% of our total assets under management, and we continue to make progress towards fully deploying this commitment. The remainder of our portfolio is deployed into predominantly investment-grade credit-quality fixed income securities, providing a very healthy prevailing yield while ensuring our balance sheet remains resilient.

Growing Global Net Insurance Liabilities

Gross technical provisions are flat year on year at $5.7 billion while our ceded technical provisions have decreased by 49% from $1.2 billion to $0.6 billion in 2024. Our net insurance liabilities have therefore increased by $539 million (12%). Growth in net technical provisions during 2024 represents notable acquisition success across all our international platforms, where we have taken advantage of excellent acquisition opportunities during the year. Having access to regulated balance sheets on a global scale provides the opportunity to be highly selective on how and where we deploy our capital as we continue to seek to grow our net insurance liability base. We paid $1.8 billion of gross claims again during 2024, reflecting the speed with which our acquired liabilities continue to run-off but also our commitment to paying valid claims in a timely and orderly fashion and to fulfilling our policyholder obligations.

158% solvency coverage

The group is regulated by the Prudential Regulation Authority and is subject to the requirements of Solvency II. The group calculates a group solvency capital requirement using a prescribed approach (the standard formula) and has complied with the Solvency II Capital Requirements set out in the relevant PRA rules throughout the year.

The unaudited group solvency coverage of 158% is above the board's minimum target level. Excess solvency capital, combined with our broader group capital and debt facilities ensure the group is well capitalised as we enter 2025. A continued focus on efficient capital use and deployment where return hurdles are met will remain a priority for the coming year.

M&A Director's Report

David Rocke

Group Head of Mergers & Acquisitions

2024 built on our two successive years of acquiring over $2 billion of net reserves, with the business closing six transactions totalling $2.6 billion of net reserves. The opportunity set remains.

Towards the end of 2023 we signed contracts to acquire Catalina Ireland DAC and Electric Insurance Company from Catalina Group and General Electric Company respectively. These deals were successfully closed in 2024 (the entities are now renamed RiverStone International Ireland DAC and RiverStone International Insurance Inc respectively), bringing in $740 million of net reserves and more than 150 new talented staff members and establishing platforms in the US and Europe, which has given RiverStone a global footprint.

Pleasingly, a number of the acquisitions we closed during 2024 were with counterparties we have worked with before, including QBE Insurance Group (a deal worth $1.2 billion) and Zurich Insurance Europe SE. Our focus on building enduring relationships and partnerships with key clients is a significant part of our acquisition strategy and we look forward to continuing to broaden our interactions in the future.

Our deals with QBE and Zurich utilised more than one of our platforms: QBE brought reserves into Bermuda and Lloyd's as well as staff into the US; Zurich is initially a reinsurance to Bermuda but will be followed by a legal transfer of the business into Ireland. These multi-platform structures reflect one of the key benefits of having established our international operations and showcase the flexibility RiverStone is able to offer when working with counterparties to find optimal solutions for their legacy business.

It has been especially pleasing that our new platforms were successfully deployed so soon after joining RiverStone International. It is also noteworthy that one of the transactions that was signed and closed later in the year is coming into RiverStone Insurance (UK) Limited, our United Kingdom domiciled insurance company. This is the first business coming into this entity for a number of years.

"Pleasingly, a number of the acquisitions we closed during 2024 were with counterparties we have worked with before. Our focus on building enduring relationships and partnerships with key clients is a significant part of our acquisition strategy."

David Rocke
Group Head of Mergers & Acquisitions

M&A Director's Report (continued)

Our ability to operate globally while being best placed to transact across geographies is a significant driver of value for our business and supports our ability to actively manage our deal pipeline.

Looking forward to 2025, we have seen an increase in Lloyd's market activity and were successful on two transactions which closed effective 1st January 2025. We anticipate additional Lloyd's transactions in 2025. Non-Lloyd's transactions remain active and in addition to those that closed in 2024, we wrote a reinsurance transaction directly into our US company in early 2025; previous US transactions were typically underwritten into Bermuda, so this is another first for us.

Our M&A team comprises eighteen individuals across Bermuda the UK and US. We have good capacity to review new pipeline opportunities as they arise and with nearly $400 million of net reserves already closed in 2025, we remain confident of meeting our target for the year and continuing to build our international platforms.

Business Review

Results and Performance

RiverStone International Holdings Limited is registered in Jersey and is the ultimate holding company for the group. The main activity of RiverStone International Holdings Limited is that of a holding company for subsidiary undertakings (together "the Group", "RiverStone International") primarily engaged in the run-off of insurance and reinsurance business and the performance of related services.

The total comprehensive income for the period shows a profit for the financial period of $234 million (2023: $256 million profit) and cumulative translation adjustment losses of $6 million (2023: gain of $0.6 million). Adjusted profit before tax, being the profit before tax of $287 million (2023: $340 million) less unrealised gains and losses on investments, amounted to $290 million (2023: $230 million).

Profit before tax amounts to $287 million (2023: $340 million) and comprises net investment gains of $272 million (2023: $319 million gain), a foreign exchange loss of $22 million (2023: $8 million loss), finance costs of $79 million (2023: $73 million), and a gain on the technical account for general business and other charges of $87 million (2023: $106 million).

Total shareholders' funds were $1,637 million (2023: $1,409 million). The movement in total shareholders' funds comprises new issued share capital of $Nil million (2023: $101 million), profit for the financial period of $234 million (2023: profit of $256 million) and cumulative translation adjustment losses of $6 million (2023: gain of $0.6 million). A 2025 share buy back of $100 million was approved by the board on 25th March 2025.

During 2024, through its subsidiaries, the Group undertook the following transaction activity:

Platform	Transaction type	Gross reserves acquired	Net reserves acquired
Lloyd's	1 x LPT	$256 million	$256 million
UK Company	1 x LPT	$115 million	$115 million
Bermuda	3 x LPT	$1,262 million	$1,262 million
United States	1 X Company Acquisition	$626 million	$626 million
Ireland	1 X Company Acquisition	$345 million	$345 million

People fuel our achievements

As we look at 25 years of RiverStone, we acknowledge the partnerships and people who have made our success possible. The dedication, expertise, and hard work of our team have been instrumental in every milestone we've achieved. Our employees embody the spirit of RiverStone, with a commitment to excellence, integrity, and collaboration that drives us forward every day. Without all of us, none of our success would be possible.

Our long-standing business relationships have also played a pivotal role in our story. RiverStone's partners, clients, and stakeholders have placed their trust in us time and again, allowing us to grow and succeed together. The meaningful relationships we've developed are built on mutual respect and shared values, and they remain integral to our ongoing success. These partnerships remind us that while business strategies may shift, it is people and relationships that truly define long-term success.

Our People

Supporting our People and Communities

At RiverStone International we are committed to fostering a culture where everyone is fulfilled, valued and included.

Developing our people

In 2024 we continued to grow, establishing new business platforms in the United States and the Republic of Ireland, welcoming over 200 new colleagues to RiverStone.

Engaging colleagues is fundamental to life at RiverStone, and we enable this through in-person and virtual global and regional events, holiday celebrations and local sports, social and community volunteering activities.

Our priority is continuing to equip our people with the skills and career opportunities to meet the current and future needs of our clients and the business.

In 2024, we continued to build out our learning offerings, implementing a new People Management Capability programme, which enables our managers to support their teams to the best of their ability.

Continuing to develop our people enables us to support career growth within RiverStone. As our organisation grew, 41% of our hires in 2024 were internal moves or promotions and 56% of these were female.

Our workforce at the end of 2024 consisted of 547 people and 10.19 years is our average length of service.

Wellness and benefits

We remain committed to supporting our employees' wellbeing and have continued to review and improve our benefits during 2024. In various jurisdictions we have enhanced offerings for:

- Medical cover,
- Family leave,
- Carers leave and
- Sick leave.

In the US, we have introduced benefit offerings including: legal, pet and accident insurance, identity theft protection and commuter benefits as well as access to employee discounts to various vendors that can contribute to employees' ongoing health and wellbeing.

Our Employee Assistance Programmes provide a suite of confidential services, including counselling, financial consultations and mental health support.

To champion wellbeing further, we encourage mindfulness and resilience-building through Headspace, which provides a holistic approach to employee wellness.

Our trained Mental Health First Aid associates hosted a number of expert-led events raising awareness on key mental health considerations.

RiverStone is proud to have been accredited as a Living Wage Employer in the UK by the Living Wage Foundation.

Diversity, Equity and Inclusion

RiverStone International values diversity of thought and experience, not only because we believe greater diversity leads to superior business performance, but also because it fosters a great place to work.

In 2024 the group participated in external development programmes including:

- Lloyd's Market Association Women in Leadership.
- Chartered Insurance Institute New Generation.
- Insurance/Reinsurance Legacy Association Future Leaders.
- Lloyd's Early Talent; and
- Empowering Women in Leadership.
- Women in Insurance Technology conference.

We also continued to work with the Brokerage Social Mobility Charity to provide industry internships.

As part of our culture of inclusion, we actively encourage our associates to play their part via our employee networks.

In 2024, we built on our existing networks with the creation of a Young Persons network, involving, connecting and informing young professionals across the group.

Each of our networks is run for our employees, by our employees, and provides an opportunity for the employee voice to be amplified and heard at the most senior level in the organisation. Importantly, our networks also offer a platform for individuals from all backgrounds to come together and discuss issues that are important to them or affect them and the communities in which they live. In 2024, network activities spotlights included Black History Month, Cultures at RiverStone, Carers Week, Disability Pride, Autism Acceptance, Neurodiversity Celebration and International Women's Day.

Charitable Giving and Volunteering

We empower our people to improve lives in their local communities through our volunteering programme and charitable giving triple match programme. Each employee is encouraged to use up to two paid volunteer days per year to make a positive contribution to local charities, communities and the environment.

RiverStone International supports charitable giving in a manner that instils pride in what we do within our communities. This includes:

- Triple Matching employee donations up to a per-person limit of 1,000 in local currency.
- Donating to local schools as nominated by employees.
- Supporting national and international charity initiatives.
- Coordinated drives and organised volunteers to benefit local charitable organisations.
- Corporate Charity Partnerships with Rewilding Britain and the Microloan Foundation (in alignment with our Sustainable Development Goals of promoting gender equality, biodiversity and social mobility).
- Additional Corporate Charity donations, which go to charities nominated by our employees.

RiverStone International's total 2024 charity donations, taking account of all of the above plus other initiatives, were $0.3 million (2023: $0.4 million).

The Group also support two charities with employees volunteering their time and expertise to help young people overcome their socioeconomic barriers to entering the working world.

500+
Volunteer Hours

$0.3m
Company donations including triple matching Employee donations

Our People at a Glance

547
Employees worldwide

41%
Hires were internal moves

12,652
Training Hours completed across RiverStone International

Our Approach to Sustainability

RiverStone International recognises environmental, social and governance (ESG) as a significant issue for society and the economy both present and future and we aim to integrate sustainability considerations into our business strategy, operations and decision-making process.

We believe that by proactively addressing ESG material issues we can enhance our risk management and contribute to a more equitable and sustainable society.

This year, we have made significant strides as a team in evolving our ESG framework from a UK to a global perspective. We conducted a comprehensive refresh of our materiality assessment for the UK and extended this evaluation across all our jurisdictions, which informed our Group assessment. We have adopted a double materiality approach which allows us to consider not only how ESG factors impact our financial performance but also how our operations affect society and the environment.

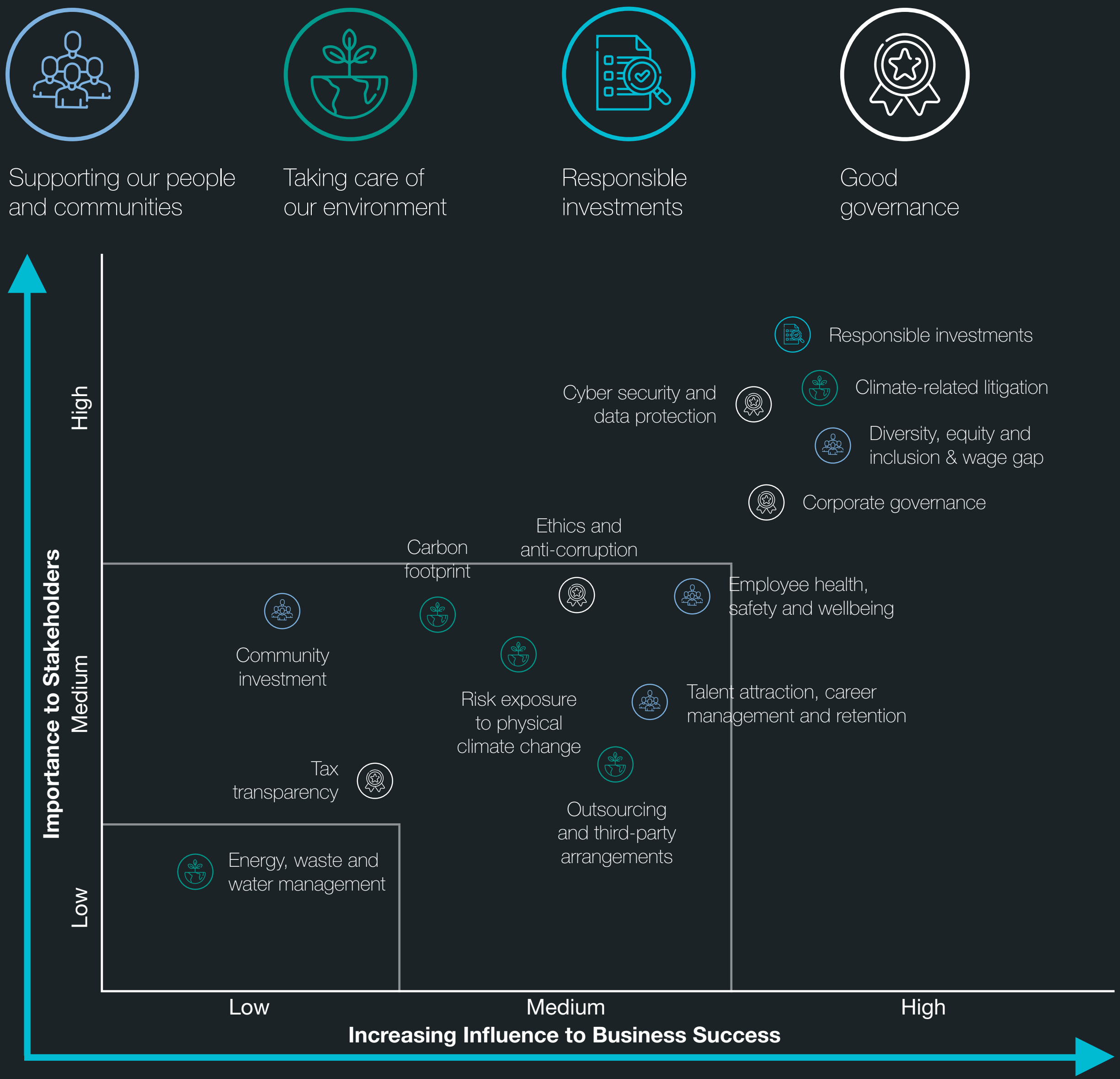
Our process involved a mix of engaging stakeholders to prioritise ESG issues based on their materiality scores of either low, medium or high and our own desk research.

To understand the influence on our business success (an outside-in perspective) we considered stakeholder expectations, regulatory risks, operational risks, reputational risks, and financial implications. To understand our impact on stakeholders (an inside-out perspective) we considered investors, customers, employees, suppliers, regulators, and community members.

Our materiality assessment process and scoring system is designed to be repeatable and comparable across the group. We intend to complete a full refresh of our materiality assessment at least every three years and a review at least annually.

We continue to use the output of the materiality assessment to inform our approach to ESG and are building out our objectives and reporting to drive decision making and improve performance. We have identified 14 material topics across 4 key themes.

RiverStone Group Materiality Assessment 2024



External Frameworks and Standards

Sustainable Development Goals

We remain committed to aligning our sustainability initiatives with three Sustainable Development Goals which guide our internal efforts and play a role in selecting company-led charitable partners and carbon offset projects.

Taskforce for Climate-related Financial Disclosures

For the first time in this report we have included data in line with the Taskforce for Climate-Related Financial Disclosures (TCFD) framework on a voluntary basis as this is the predominant framework across all of our operational entity locations.

Principles for Responsible Investment

We signed on to these principles in 2024 to align to best practice industry standards and be held accountable through the reporting process.

Signatory of:

Taking Care of Our Environment

At RiverStone International, taking care of our environment is a key principle that helps to inform our actions as a business. We are committed to reducing our impact not only from an emissions perspective but also by seeking to protect our natural environment. We recognise that our influence extends beyond the immediate operations of our business to our supply chain.

For our supply chain, although we don't report our goods and services emissions externally, we have started to measure these scope 3 emissions and will be developing our procurement strategy as we learn more about our data.

In our operations we continue to make efforts to reduce our impact. In 2024 we:

- Introduced recycling campaigns for old technology, ensuring that electronic waste is disposed of responsibly, supporting charitable causes in the process.
- Ensured responsible sourcing practices for corporate events and gifts.
- Organised team litter pickups across our UK and Ireland locations.
- Encouraged our employees to make sustainable choices through our Veganuary and Plastic Free July campaigns.
- Reduced our printing by 25% and our photocopying by 55%.

In 2025 we are relocating from our largest UK office site, our biggest emitter of scope 1 and 2 emissions to a space which has been certified under the Building Research Establishment Environmental Assessment Method (BREEAM). We will be repurposing and recycling where possible all furniture that we cannot make use of.

RiverStone's sustainability efforts are supported by our environmental employee resource group who are passionate about driving initiatives that support our goals and make a difference to the planet.

We have created an employee guide that provides simple tips for adopting more sustainable practices in both personal and professional settings. The group's mission is to illustrate that every effort and change, no matter how small, contributes significantly to our collective impact.

We recognise that we have a way to go to decarbonise our business and commit to make improvements each year. We are aiming to have decarbonisation targets in place and validated by the Science Based Targets initiative (SBTi) by the end of 2025. This framework provides robust standards to set science backed targets for operational and value chain emissions with limited offsetting permitted.

Our Operational Impact

The Group continues to monitor scope 1, 2 and partial scope 3 emissions which are generated from our UK offices and transportation in line with requirements for SECR and ESOS. This year, we have updated our methodology to extend our monitoring to include our global operations.

RiverStone has reported all of our emissions sources under the Companies Act 2006 (Strategic Report and Director's Reports) Regulations 2013 as required. Reporting of calculated emissions is in line with the GHG Protocol Corporate Accounting and Reporting Standard.

The boundaries of the GHG inventory are defined using the operational control approach. In general, the emissions reported are the same as those which would be reported based on a financial control boundary.

Group Operational Emissions Scopes 1, 2 and 3 (Categories 6 and 7)

Tonnes CO_2 equivalent (tCO2e)	2023 restated[1]	2024
Scope 1	442.0	474.4
Scope 2[2]	36.6	569.2
Scope 1 and 2 Total	**478.6**	**1,043.6**[3]
Scope 3 (business travel and employee commuting) emissions[4]	708.4	1,322.0
Total	**1,187.0**	**2,365.6**
Carbon intensity ratio per FTE[5]	**3.7**	**4.3**
Total electricity use (MWh)	**501.4**	**2,667.6**

1. 2023 emissions have been restated due to updated methodology and emission factors.
2. We have used the market-based method (based on the fuel mix of the supply contracts we purchase) for calculating Scope 2 electricity emissions.
3. The increase in scope 1 and 2 emissions is due to a significant acquisition in the US and an increased employee headcount, from 345 to 547. This also resulted in increased travel emissions. A full-year allocation was used for US energy emissions to reflect a 2024 baseline.
4. Our scope 3 reporting has been updated for a cohesive Group perspective. In 2022 and 2023, our reports included Category 6 (business travel), Category 3 (electricity transmission and distribution – T&D), and Category 5 (water usage) for the UK. In 2024, we revised our methodology to focus on Category 6 (business travel) and Category 7 (employee commuting) for the Group.
5. The increase in FTEs from the 2023 report (UK employees only) to the 2024 report (global and newly acquired employees) reflects a broader reporting scope and company growth, affecting the carbon intensity ratio, which is calculated by total emissions divided by FTEs.

It's important to note that some calculations for scopes 1, 2, and 3 are based on estimates where actual data is not accessible.

Carbon Credits

Emission reduction remains a key principle of the Group, however we recognise that carbon credits still serve a purpose in mitigating climate change, despite the challenges in the carbon market. We have chosen to invest in projects that deliver social value in addition to their carbon reduction benefits that cover our scope 1 and 2 emissions and scope 3 emissions attributed to business travel.

We align the projects that we support to our chosen Sustainable Development Goals. This includes investments in three projects:

Ecofiltro Clean Water and Cooking in Guatemala which aims to improve air pollution and access to clean water.

Bondhu Chula Stoves in Bangladesh which aims to reduce pollution at home and offers training to micro-entrepreneurs to expand the distribution reach.

Choapa Wind Power in Chile which generates clean and renewable energy.

Responsible Investments

RiverStone International's Investment Management (IM) is committed to responsible investment as a core strategy for driving long-term, sustainable value. Its approach is built on three key pillars:

01

Integrating environmental, social, and governance (ESG) factors alongside financial fundamentals.

02

Investing in assets that generate measurable positive impact while delivering attractive risk-adjusted returns.

03

Promoting responsible investment as the industry standard.

To reinforce its commitment to sustainability, RiverStone International became a signatory to the United Nations-supported Principles for Responsible Investment (UN PRI) in 2024, demonstrating its dedication to transparency and accountability in investment practices. As part of its ongoing efforts, RiverStone International is also pursuing validation with the Science Based Targets initiative (SBTi) to further strengthen its climate commitments, aligning with the latest methodologies outlined by the Greenhouse Gas Protocol (GHGP) and the Partnership for Carbon Accounting Financials (PCAF).

RiverStone International is committed to continuous improvement to align with evolving climate regulations, government policies, and standards set by regulatory bodies. Should significant changes occur, RiverStone International is prepared to revise its methodologies to remain updated with market shifts and ensure alignment with the latest best practices.

As part of its responsible investment approach, RiverStone International actively engages in continuous stewardship alongside its core investment managers. By fostering transparency and accountability across financial markets, RiverStone International aims to drive meaningful progress in sustainable finance and contribute to a more resilient global economy.

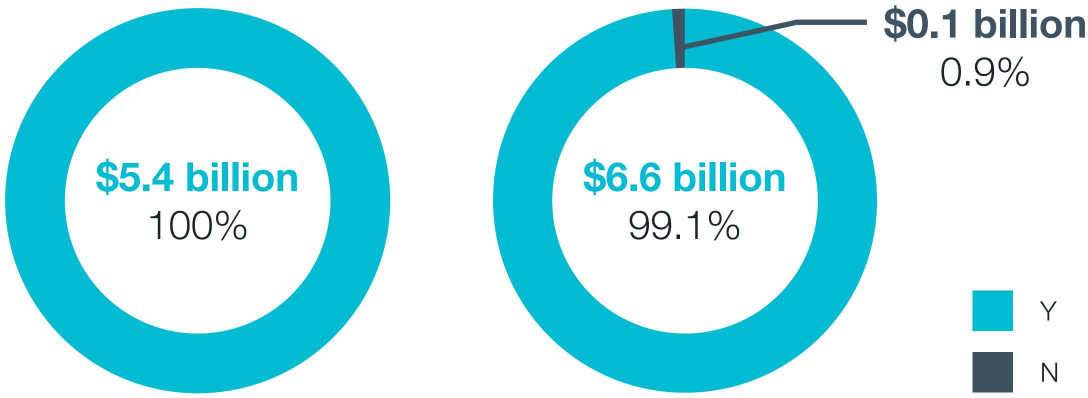
Additionally, as a Lloyd's Managing Agent, RiverStone International follows ESG guidelines by applying a strict screening and exclusion list covering coal, unconventional oil, and gas. All asset managers adhere to these exclusions, ensuring that RiverStone International's portfolio aligns with responsible and sustainable investment practices. This approach reinforces RiverStone International's commitment to long-term value creation while actively supporting the global transition to a Net Zero economy.

Investment Metrics and Targets

01 UN PRI

In 2023, RiverStone International introduced its first Responsible Investment Policy, committing to ESG factor integration into investment portfolio management. All core external asset managers are UN PRI signatories, and most fund managers of private assets are too. Where fund managers are not currently UN PRI signatories, this was as a result of RiverStone International's acquisition activity during 2024. By year-end, Assets under Management (AuM) stood at $6.6 billion, with 99.1% managed by UN PRI signatories.

UNPRI Signatories FY2023 **UNPRI Signatories FY2024**



02 WACI

Part of the responsible investment strategy is to monitor our carbon intensity, specifically the Weighted Average Carbon Intensity (WACI) of corporate credit assets.[1] In 2023, corporate credit AuM stood at $2.5 billion (47% of the portfolio) with a WACI of 118.99 Mt CO2e. By 2024, AuM increased to $2.6 billion (40% of the portfolio), and WACI improved slightly to 118.42 Mt CO2e. Additionally, with a commitment to the Science-Based Targets (SBTi) proposed, further engagement with asset managers will take place to ensure we invest in issuers with clear decarbonisation plans consistent with our own strategy.[2]

Investment Period	Portfolio AUM ($bn)	Investment Grade AuM ($bn)	Other Assets ($bn)	WACI Scope 1 & Scope 2 ($bn)
FY 2023	5.4	2.5	2.8	119.0
FY 2024	6.6	2.7	3.9	118.4

Investment Grade (IG) AuM includes corporate credit asst only, and excludes government, securitised and private investments.

1. RiverStone follows the Greenhouse Gas Protocol (GHGP) and the Partnership for Carbon Accounting Financials (PCAF) methodologies. GHGP provides a global framework for measuring and managing greenhouse gas emissions, while PCAF focuses on assessing and disclosing financed emissions for financial institutions.
2. Environmental data is reviewed periodically and may be revised to reflect corrections, methodological updates, or changes in emissions factors. Future updates to GHGP, PCAF, or Science-Based Targets initiative (SBTi) methodologies, as well as regulatory changes, may affect RiverStone's ability to meet emissions reduction targets. RiverStone is actively developing adaptive strategies to address potential impacts from these updates.

Good Governance

This year we have built out our ESG governance framework, which is consistent across the group, taking into consideration any local ESG regulatory requirements.

In alignment with our commitment to transparency and responsible governance, we have adopted the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD). This section outlines our approach to managing climate-related risks and opportunities, ensuring that our governance structures support our strategic objectives and sustainability commitments. By incorporating TCFD disclosures into our Governance section, we aim to foster greater awareness and accountability regarding our climate strategies, ultimately driving sustainable value creation for our stakeholders.

TCFD Reporting

The ultimate responsibility for the ESG framework and sustainability-related matters sits with the Group Board who are responsible for developing an appropriate strategy to monitor and assess performance against long-term goals. The Board has an oversight role with regard to the adequacy and effectiveness of the group's governance and risk management. This includes climate-related and sustainability risks and opportunities.

The Group Board is assisted in its oversight by Board committees comprising of both management and independent directors. The Group Executive Committee (Group EXCO) has the highest level of management oversight of sustainability and climate-related matters and its responsibilities include overseeing the execution of RiverStone's sustainability strategy and commitments and managing climate-related risks and opportunities. For more information on our group governance structure and committees, see page 57.

The Group Board receives regular updates on ESG matters from the relevant business functions via papers and reports. The Boards across the regulated operating entities within the Group receive ESG and risk management reporting that includes:

- An ESG summary in relation to the current assets under management quarterly.
- Status against risk appetite in relation to sustainability including climate change risk quarterly.
- Reports by business function on key ESG metrics at least annually.

In addition, the Group Board approves reporting and policies considered key to the business annually. These include:

- The Strategic Risk and Climate Change Risk Policy.
- The Responsible Investment Policy.
- The Risk Culture framework.
- The Group business plan and regulatory reporting requirements.
- All acquisition underwriting activities.
- The annual reports and accounts including the TCFD aligned report.

The Group Board is responsible for ensuring that sustainability risks and opportunities are embedded as required by the Entity boards. The responsibility for these Entity boards includes ensuring they operate in accordance with their local legal and regulatory requirements.

RiverStone International Insurance Inc (RIIINC) is our most recent acquisition and our first in the US and we intend to include them in our risk reporting for next year. RIIINC will be reporting a TCFD aligned survey separately to the National Association of Insurance Commissioners as the entity is based in Massachusetts, which is a participating state in the survey and requires submission annually.

There is a range of risks and opportunities associated with climate change that will present over

the short term (0–3 years)

medium term (3–8 years)

long term (8+ years)

These timeframes align with the shorter time horizons for business planning and the longer time horizons considered in scenario analysis.

Management's role on climate-related risks and opportunities

Members of our Group and Entity executive teams are responsible for driving our ESG progress, reporting against metrics and identifying risks and opportunities. We have clear accountability at executive level for each of our ESG KPIs.

For more information on our governance structure see page 57.

Our Strategy to manage climate-related risks and opportunities

Our mission is to be the premier acquirer of legacy business in the market and to perform a timely, orderly and economically viable run-off of existing portfolios to meet policyholder and stakeholder obligations and drive sustainable growth.

Growth identified in our business plan is dependent on what acquisition opportunities arise in the market. As such we rely upon the original underwriter to have set appropriate risk appetites when accepting the initial risk. For each acquisition we undertake a detailed due diligence process including a risk assessment on climate change risk to understand any potential climate change exposures within the portfolio. At the acquisition stage we mitigate this risk through pricing, reserving and reinsurance.

We closely monitor all ESG related risks and opportunities including climate-related risks over the short, medium and long term. The climate change risks that currently, and may in the future, have a potential impact on the RiverStone business are physical risks, transition risks, and liability risks.

Physical risk refers to the direct impacts of climate change on persons and property and can be event driven as a result of rising temperatures, such as increased severity of extreme weather events, fires, cyclones, droughts and floods (acute risks). Physical risk can also relate to longer-term shifts in precipitation and temperature and increased variability in weather patterns and long-term changes such as sea level rise (chronic risk).

Transition risk relates to the transition to a lower carbon global economy, relating to policy and legal actions, technology changes, market responses and reputation considerations.

Liability risk is the risk of actions initiated by claimants who have suffered loss and damage arising from climate change. Liability risk can result from both the physical and transition risks of climate change, including claims arising from potential disputes, compensation and legal proceedings brought against insured companies seeking damages for contribution to climate change or for inaccurate or insufficient disclosure around material exposure to climate risk from their business operations.

Stress and Scenario Analysis

We have run tailored scenarios for physical and transition risks on the investment portfolio and liability risk analysing claims litigation scenarios at Group level. The scenarios run to date are as follows:

Liability Risk

- Impact of adverse litigation outcome on US Casualty, FI PI D&O, Marine and Energy classes of business.

Physical and Transition Risks (specific to investment assets)

- **Global Co-ordinated Action Scenario** – Orderly transition/Paris met; post-industrial warming ~2°C – MSCI Average Scenario. Policy makers agree on and immediately implement policies to reduce emissions in a globally co-ordinated manner. Companies and consumers take the majority of actions available to capture opportunities to reduce emissions.
- **Climate Emergency Scenario** – Orderly transition/Paris met (high action); post-industrial warming ~ 1.5°C – MSCI Benign Scenario. A more ambitious version of the Global Co-ordinated Action scenario where more aggressive policy is pursued and more extensive technology shifts are achieved, in particular the deployment of Negative Emissions Technologies (NETs) to remove Co2 from the atmosphere at scale.

Exposure Analysis

The Claims Function conduct periodic climate risk exposure analysis on all material portfolios across all entities. The analysis assesses the exposure at class of business level to climate change litigation based on the following considerations:

- Climate change litigation trends.
- Original insurance policies’ terms and conditions.
- Current reserves by class of business.

The table on the right provides a summary of the key risks and opportunities presented by climate change, and these are supported by our climate scenario analysis to identify, assess and monitor climate change risk. These risks and opportunities are used to guide our strategy and risk management as well as acquisition and investment decision-making.

A summary of our business resilience initiatives and current mitigation strategy have been presented for each risk and opportunity identified in the tables below:

Risk Table

Risk Category	Risks	Timeframe	Business Resilience and Mitigation Strategy	Assessed Impact Severity
Transition/ Liability Risk	Potential increase in reserves and claims settlements from climate related litigation across exposed portfolios.	Medium to Long term	• Monitor policy wordings, climate-related claims and climate change notifications.	Medium-Low
Transition Risk	Potential fall in market value of investments held from market spillovers caused by societal and economic shifts toward a low-carbon and more climate-friendly future.	Medium to Long term	• Monitor portfolio transition risk. • Follow Responsible Investment Policy.	Low
Physical Risk	Industry contagion from a high incidence of catastrophe losses within a short period of time leading to reinsurance default.	Short to Medium term	• Majority of reinsurance counterparties rated A and above with minimal probability of default.	Low
Physical Risk	Asset market contagion resulting from severe catastrophe event/s leading to increased volatility in asset prices and sustained widening of credit spreads.	Short to Medium term	• Robust portfolio risk and performance monitoring in line with the Responsible Investment Policy. • Signatory to the Principles for Responsible Investment (PRI).	Medium-Low
Physical Risk	Operational disruptions to the business caused by physical loss or loss of access to premises, systems and key infrastructure.	Medium to Long term	• Continue to enhance operational resilience framework.	Low
Transition Risk	Regulatory pressures continue to grow as policy action and stakeholder expectations around disclosures evolve.	Short to Medium term	• Monitoring of climate-related regulations which impact investments, underwriting and operations and improve the quality and availability of data.	Medium

Opportunity Table

Risk Category	Opportunities	Timeframe	Strategic Response
Transition Risk	Increase in acquisition opportunities resulting from industry drive for capital efficiency by offloading capital-intensive legacy lines in favour of new products and more profitable lines of business underpinned by the societal and technological changes triggered by climate change.	Medium to Long term	Continue to deliver on annual new business plan that helps facilitate the strategic goal of being a leading legacy player in the market through profitable portfolio acquisitions.
Transition Risk	Opportunity to earn higher returns from investments in technological advancements and innovations that support the transition to a lower-carbon, energy efficient economy.	Medium to Long term	Continue to deliver on annual plan investment return by staying with approved risk appetite to help facilitate plan capital growth, shareholder returns and underlying financial strength.
Transition Risk	Opportunity to improve operational efficiency and operational resilience by leveraging technological and product innovations resulting in tangible cost savings, productivity gains and improved operational resilience.	Medium to Long term	Continue to assess Target Operating Model on a regular basis and invest in operational enhancements that drive efficiency, productivity and operational resilience.

Risk Management

RiverStone's Risk Management Framework ("RMF") sets out, at a high level, the company's approach to risk strategy and managing risks in line with the strategic objectives and day-to-day operations of the business, including climate change. The RMF articulates our approach towards risk management and is designed to identify, assess, manage, monitor and report all risks to which the business is exposed. The risk management framework follows a consistent risk identification approach across all prudential risk categories including sustainability and climate change risk. For more information on risk management see page 58.

The management of climate-related risks is incorporated in our business strategy though adherence to our risk appetite statements as laid out in the risk management framework. This applies to climate-related risk in acquisitions and investments as well as in our own operations.

The risks relating to climate change are identified using the following range of tools and processes incorporated within the RMF:

- Risk review process which helps facilitate an ongoing engagement with key stakeholders from within the business to understand the impact of climate risk within their individual business areas on a dynamic basis.
- Group ORSA process which conducts a comprehensive exercise of identification and assessment of risks including climate change risks.
- Risk Event reporting framework which provides valuable insight into whether climate change may be driving deficiencies within the target operating model and the internal control framework adversely impacting operational efficiency and/or strategic objectives.
- "Deep-dive" risk reviews with consideration of climate risk incorporated.
- Emerging Risk Framework (ERF) which acts as an effective tool for identifying and assessing emerging risks relating to climate change.
- Regular Operational Emerging Risks Group (OERG) meetings where any emerging risks and notifications of litigations which may give rise to potential climate related exposure to our liabilities are identified and discussed.
- Cross function climate risk working groups have been set up to bring together expertise from across the business to monitor trends and understand the potential impact of climate change across the business.

Risk Assessment

Sustainability and climate change risk, within the risk register, are assessed using the Impact-probability risk scoring classification which helps facilitate a consistent approach to the assessment of all risks across the business. Risks are assessed on the basis of financial, regulatory, reputational and operational factors. The consistency in the risk scoring framework allows RiverStone to assess the significance/ranking of sustainability and climate change risk relative to other risks on the risk register.

Metrics and Targets

RiverStone measures and reports on its greenhouse gas emissions from its own operations scope 1, 2 and scope 3 categories 6 and 7 business travel and commuting (see operational emissions page 43). In 2024 we carried out a comprehensive carbon inventory that included scope 3 category 15, the emissions related to our investment portfolio which are the most significant part of our total emissions. We are in the early stages of reporting on this data (see page 47). We are aiming to have decarbonisation targets validated by the SBTi in 2025.

Corporate Governance

Corporate Governance

The Group is committed to high standards of corporate governance, and sound and prudent management.

Directors and Administration

Board of Directors

The Board currently has ten Directors, and the full Board meets on at least a quarterly basis.

Independence of Directors

The Board currently has four independent non-executive Directors.

Chair

The Chair is responsible for leadership of the Board ensuring its effectiveness on all aspects of its role and setting its agenda. The Chair is responsible for setting the agenda for Board deliberations, with the help of the executive Directors and the Company Secretary, to be primarily focused on strategy, performance, value creation and accountability, and ensure that issues relevant to these areas are reserved for Board decision. The Chair, in conjunction with the Company Secretary, ensures that the Board members receive accurate and timely information.

Group Chief Executive Officer

The Group Chief Executive Officer is responsible for implementing and executing the strategy of the Group and for generally running the Group's business.

The Group Board

The Group Board comprises four independent non-executive directors, two executive directors and four nominated non-executive directors. The chair of the Group Board is an independent non-executive director.

The Board is responsible for developing an appropriate strategy for the Group as well as monitoring and assessing overall performance of the group against agreed goals.

The Board has delegated specific responsibilities to Board committees, notably the Group Audit Committee, Group Investment Committee, Group Nominations & Remuneration Committee, and Group Risk & Underwriting Committee, directors as of the balance sheet date were as follows:

- L. R. Tanzer
- A. R. Creed
- P. Prebensen
- T. H. Gallico
- N. A. Packer
- C. Miranthis
- C. Reyes
- N. C. Bentley
- C. J. Hansen
- M. H. Iacoponi

Company Secretary

The Company secretary is TMF Group Secretaries (Jersey) Limited.

RiverStone International Governance Structure

RiverStone International Board

Roles and Responsibilities

- Setting the Group's strategy;
- Monitoring and assessing the performance of its subsidiaries against long-term goals;
- Performing as an oversight role including establishing effective assurance and receiving reports on the adequacy and effectiveness of controls and governance processes;
- Providing challenge to directors of its subsidiary boards and Group management as necessary;
- Fostering open communication between the various boards within the Group, internal audit, external auditors and actuaries.

Group Investment Committee

First line of Defence

- Oversee the implementation of Group Investment Policy and Strategy.
- Reviewing the investment strategy for the Group's investment portfolios.
- Ensure investment management activities across the Group are operated in accordance with the Solvency II Prudent Person Principle.
- Monitor worldwide investment trends and market activity.
- Review major investment proposals.
- Review the operational framework of the investment portfolios of the Group.
- Review investment controls, including the supervision of the external fund investment managers, counterparty exposure, liquidity position, concentration risk and security of investment counterparties and/or products.
- Review changes made to the investment guidelines by local Boards and ensure they are consistent with the Group investment strategy and Risk appetite.

Group Remuneration & Nominations Committee

Second line of Defence

- Maintaining oversight of the Group's remuneration policy and practices.
- Reviewing the procedures for setting remuneration and performance review.
- Reviewing the remuneration of all executive directors and senior management within the Group.
- Ensuring that the variable remuneration component of various individuals running the Group's subsidiaries contains a substantial portion of deferred component which reflects the nature of each subsidiary's business.
- Ensuring that the variable part of remuneration of staff engaged in the Risk, Compliance and Internal Audit functions is independent from the performance of operational units.
- Review proposed appointments to local Boards and Committees.
- Ensure recruitment processes assess candidates on merit and against objective criteria.
- Keep under review the structure, size and composition of the Group and subsidiary Boards and the senior management team.

Group Risk & Underwriting Committee

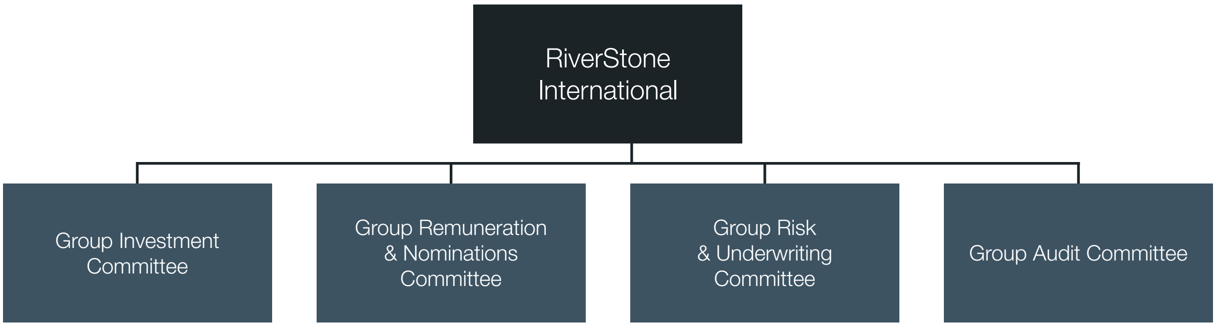
Second line of Defence

- Monitoring the effectiveness of the Group risk framework.
- Satisfying itself that an appropriate risk culture is embedded within the Group.
- Monitoring and overseeing each Group subsidiary's risk profile.
- Reviewing and making recommendations to the Board about risk appetites and tolerances.
- Ensuring management have identified and considered all key risks for the Group.
- Making recommendations to the Boards in relation to current and future strategic risks.
- Reviewing the effectiveness of the Group Risk Management Function.
- Keeping under review the appropriateness of the Group ORSA.
- Review and monitor acquisition activity against Board approved acquisition strategy.
- Review and monitor performance of previous acquisition activities.
- Review and monitor the due diligence process and pricing of acquisition opportunities.

Group Audit Committee

Third line of Defence

- Monitoring the integrity of financial statements.
- Keeping under review the adequacy and effectiveness of each subsidiary's internal financial controls.
- Considering and making recommendations to the Board, in relation to the appointment and removal of the external auditor.
- Reviewing the annual audit plans.
- Monitoring the effectiveness of each subsidiary's Internal Audit function.



Key

Board Committee

Risk Management

Risk management is integral in ensuring RiverStone International achieves its strategy. The Risk Management Framework (the "Framework") is underpinned by looking at risk versus reward in the context of a prudent overall approach to business matters and policyholder protection. Risk appetite is a key element of the Framework with the focus being to identify and manage/mitigate risks that might negatively impact the business strategy.

The process to apply the Risk Management strategy includes:

- Risk policies detailing the approach to managing and overseeing each main area of risk.
- Clear governance structure with documented responsibilities for the Boards, the Group Risk and Underwriting Committee, the Risk Function, the Group Executive Committee ("ExCo"), and employees.
- Embedded risk culture with all employees made aware of how the Framework operates in the business, including the management of risks to the business.
- Structured reporting of risk information to the ExCo and the Group Risk and Underwriting Committee, with matters escalated to the Board as required.

Principal Risks and Uncertainties

The principal risks faced by the Group arise from fluctuations in the severity of claims compared with expectations, late reporting of claims, inadequate reserving and inadequate reinsurance protection (including the credit worthiness of major reinsurers). The Group's assets and liabilities are also exposed to market risk, including the impact of changes to interest rates, equity price fluctuations and adverse changes in exchange rates.

Going Concern

Having addressed the principal risks, the directors consider it appropriate to adopt the going concern basis of accounting in preparing these financial statements. In adopting the going concern basis, the Directors have reviewed the Group's current and forecast budget and solvency positions for the next 12 months and beyond. The Group's Solvency II available own funds capital as at the end of the period is $1.9 billion (2023: $1.7 billion) (unaudited), a surplus own funds of $682 million (2023: $877 million) (unaudited) over a solvency capital requirement of $1,171 million (2023: $809 million) (unaudited) and a solvency coverage of 158% (2023: 208.4%) (unaudited).

Independent Auditor

Deloitte LLP ("Deloitte") were appointed in 2021 as the Company's registered auditor and have indicated their willingness to continue in office.

Approved by Order of the Board.

Level 1 IFC1 Esplanade St Helier Jersey JE2 3BX	**L. Tanzer** Group Chief Executive Officer

Financial Statements

Independent Auditor's Report to the Members of RiverStone International Holdings Limited

1 Opinion

In our opinion the financial statements of RiverStone International Holdings Limited (the 'parent company') and its subsidiaries (the 'group'):

- give a true and fair view of the state of the group's affairs as at 31 December 2024 and of the group's 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 properly prepared in accordance with Companies (Jersey) Law, 1991.

We have audited the financial statements which comprise:

- the consolidated profit and loss account;
- the consolidated statement of comprehensive income;
- the consolidated balance sheet;
- the consolidated statements of changes in equity;
- the consolidated cash flow statement; and
- the related notes 1 to 33.

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).

2 Basis for Opinion

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

We are independent of the group 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.

3 Summary of Our Audit Approach

Key audit matters	The key audit matters that we identified in the current year were: • Valuation of Claims outstanding – Incurred But Not Reported UK mesothelioma claims (RiverStone Insurance (UK) Limited); and, • Valuation of Claims outstanding – Incurred But Not Reported (Lloyd's syndicate 3500).
Materiality	The materiality that we used for the group financial statements was $127.9m which was determined on the basis of 1.5% of total assets.
Scoping	The scope of our audit included five components subject to the audit procedures of one or more Account Balances, Classes of Transactions, and Disclosures ("ABCOTDs") performed to component performance materiality. These entities represent 95% of total assets and 97% of claims outstanding.
Significant changes in our approach	There have been no significant changes in our approach in the current year.

4 Conclusions Relating to Going Concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Our evaluation of the directors' assessment of the group's ability to continue to adopt the going concern basis of accounting included:

- performing an assessment of the group's financial position and liquidity forecasting;
- assessing the current and projected levels of the group's regulatory capital coverage; and
- assessing the appropriateness of the going concern disclosures in the financial statements.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

5 Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit and directing the efforts of the engagement team.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5.1 Valuation of Claims outstanding – Incurred But Not Reported UK mesothelioma claims (RiverStone Insurance (UK) Limited)

Key audit matter description	The valuation of claims outstanding is inherently a judgemental area due to the high degree of estimation involved, particularly on long tail or volatile business classes where claim development periods are longer and more unpredictable. The total RIUK gross claims outstanding amounted to \$735m (2023: \$761m) as at 31st December 2024. Due to the level of uncertainty the incurred but not reported ("IBNR") element of claims outstanding is identified as a key audit matter. We have focused on the assumptions and methodology used by the company to value the mesothelioma IBNR provisions for UK-based claimants. Specifically, the potential future claims curve and the inflation rate are assumptions which are subject to estimation uncertainty. Notes 4 (a) and 5 (a) to the financial statements provides disclosure on this area as a source of estimation uncertainty and judgement.
How the scope of our audit responded to the key audit matter	We gained an understanding of the end-to-end reserving process and obtained an understanding of the relevant controls over the data, methodology and assumptions, models and outputs used in reserving. We involved our actuarial specialists to assist in performing the following procedures: • assessed the appropriateness of the methodology used by management. • assessed the reasonableness of key assumptions to derive a mesothelioma claims curve against justification of variance to previous periods and baseline asbestos, pollution and health hazard ("APH") market models; • challenged the claims inflation assumptions through comparison to previous periods, baseline APH market models and external benchmarks; • performed an analysis on actual versus estimated experience; • challenged management on their consideration of emerging market factors, through comparison to market practice; and, • assessed the disclosures in Notes 4(a) and 5(a) of the financial statements describing the valuation uncertainty of the reserves.
Key observations	We concluded that the methodology and assumptions used by the company to value IBNR and the related disclosures are appropriate.

5.2 Valuation of Claims outstanding – Incurred But Not Reported (Lloyd's Syndicate 3500)

Key audit matter description	The valuation of claims outstanding of the group's companies participating in Lloyd's syndicates is inherently a judgemental area due to the high degree of estimation involved. The total Syndicate 3500 gross claims outstanding amounted to $3,012m (2023: $4,388m) as at 31st December 2024. We have identified the key audit matter with a number of specific classes of business which include Casualty Treaty, Professional Indemnity, Professional Liability, Marine Treaty, Political Risk and Mergers and Acquisitions. Due to the level of uncertainty the incurred but not reported ("IBNR") element claims outstanding is identified as a key audit matter. Notes 4 (a) and 5 (a) to the financial statements provides disclosure to this area as a source of estimation uncertainty and judgement.
How the scope of our audit responded to the key audit matter	We gained an understanding of the end-to-end reserving process and obtained an understanding of the relevant controls over the data, methodology and assumptions and models used in reserving. We involved our actuarial specialists to assist in performing the following procedures: • assessed the appropriateness of the methodology and assumptions used by the group against industry practice, including any changes made during the year; • projected an independent, indicative reserve, for the Large and Attritional components of these classes of business for comparison against management's recorded reserve; We also tested the accuracy and completeness of the claims data used in the reserving process. We assessed the disclosures in Note 4 and 5 of the financial statements describing the valuation uncertainty of the reserves.
Key observations	We concluded that the methodology and assumptions used by the group to value IBNR in the Lloyd's business are appropriate, and the related disclosures are in accordance with the relevant accounting standards.

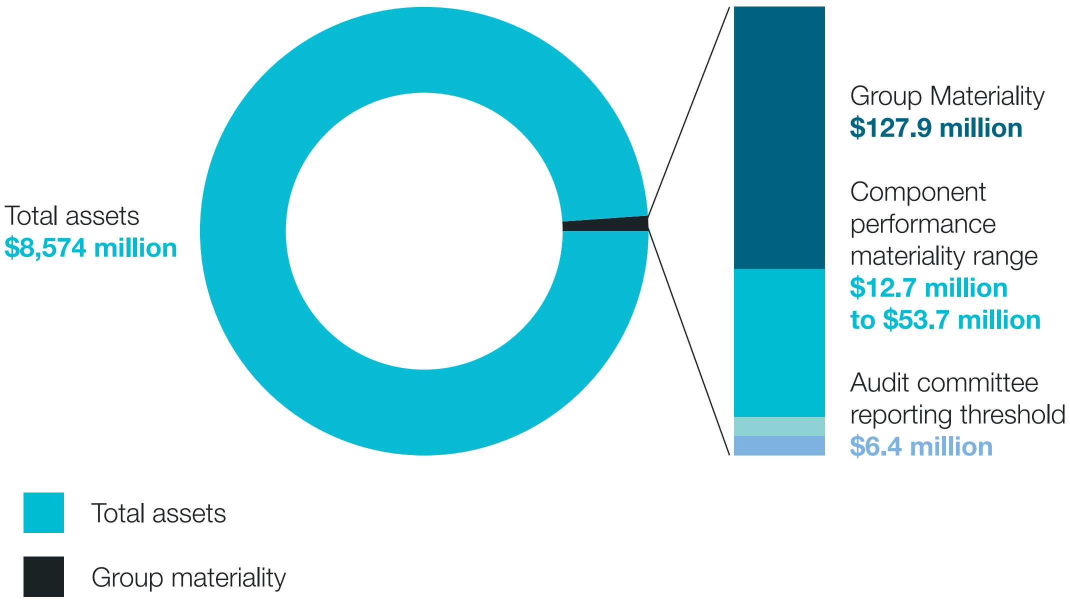
6 Our Application of Materiality

6.1 Materiality

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

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

Materiality	$127.9m (2023: $123m)
Basis for determining materiality	1.5% (2023: 1.5%) of Total Assets
Rationale for the benchmark applied	The principal activity of the company is the management of existing liabilities for its run-off portfolios, as well as acquisition of further run-off portfolios (which come with additional assets). Total assets are therefore a key metric showing the ability of the company to meet its liabilities.



6.2 Performance Materiality

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements as a whole. Performance materiality was set at 70% of materiality for the 2024 audit (2023: 70%). In determining performance materiality, we considered the following factors:

- the consistency of the group's control environment and management team;
- the results from our planning procedures including our preliminary analytical reviews, which did not identify any unexpected trends; and
- the likelihood of uncorrected misstatements from prior periods recurring in the current period.

6.3 Error Reporting Threshold

We agreed with the Audit Committee that we would report to the Committee all audit differences in excess of $6.4m (2023: $6.0m), as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

7 An Overview of the Scope of Our Audit

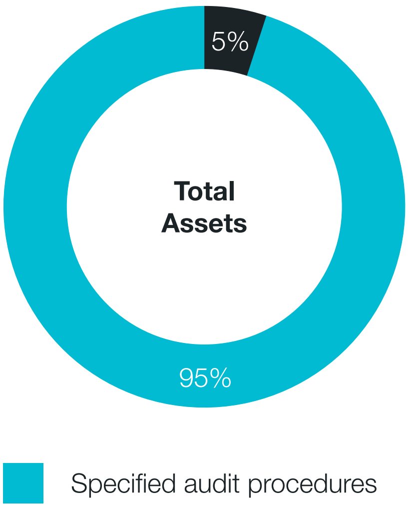
7.1 Identification and Scoping of Components

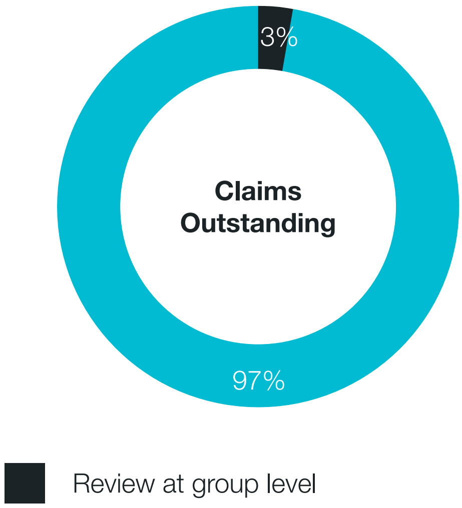
The group has one primary UK run-off insurance subsidiary, RiverStone Insurance (UK) Limited ("RIUK"). The group also participates in syndicate 3500 ("the syndicate") of the Lloyd's of London insurance market through a wholly owned corporate member. Additionally, the group acquired RiverStone International Insurance Inc (RIIINC) and RiverStone International Ireland DAC (RIIDAC) during the year.

We identified Syndicate 3500, RIUK, RIINC, RiverStone International Bermuda Limited (RIBL), and RIIDAC as requiring audit procedures on one or more Account Balances, Classes of Transactions, and Disclosures ("ABCOTDs"), together this represents 95% (2023: 96%) of total assets and 97% (2023: 98%) of claims outstanding.

A significant proportion of our audit effort is concentrated at a group level and performed by the group audit team. We have engaged component auditors from the Deloitte member firms in US, Bermuda and Ireland to perform certain specified audit procedures as further described in section 7.4 below, under the group audit team's direction and supervision.

For all other balances, we have performed analytical procedures at the group level.





7.2 Our consideration of the control environment

We tested business controls around claims, cash, reinsurance, actuarial reserving, investments and the financial close reporting cycles. We also obtained an understanding of the relevant general IT controls. Where control deficiencies and improvements were identified in relation to IT systems and business controls, these are reported to management and the audit committee as appropriate. The group continues to respond to, and address our observations.

7.3 Our consideration of climate-related risks

We have gained an understanding of management's process in considering the impact of climate-related risks. We have also performed the following procedures:

- assessed whether the risks identified by management are complete and consistent with our understanding of the group;
- performed our own climate-based risk assessment on the financial statements; and
- evaluated whether appropriate disclosures have been made in the financial statements in the annual report on pages 40-54.

7.4 Working with other auditors

As described in section 7.1, the audits of the components were led by the group audit team with use of component audit teams in Deloitte US, Bermuda and Ireland member firms to assist in specific areas, such as reserves, journal entry testing, investments and claims paid. We exercised supervision and oversight of component audit teams through the performance of the following procedures:

- sending detailed instructions to all component audit teams specifying the procedures required;
- including component audit teams in team briefings, and planning meetings; and
- reviewing working papers prepared by component audit teams and related deliverables submitted to us.

This collaborative approach ensured the effective integration of component auditors' work into our group audit, enabling us to obtain sufficient appropriate audit evidence to support our opinion on the group financial statements.

8 Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

9 Responsibilities of Directors

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

In preparing the financial statements, the directors are responsible for assessing the group'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 group or to cease operations, or have no realistic alternative but to do so.

10 Auditor's Responsibilities for the Audit of the Financial Statements

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

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

11 Extent to which the Audit was Considered Capable of Detecting Irregularities, Including Fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

11.1 Identifying and assessing potential risks related to irregularities

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

- the nature of the industry and sector, control environment and business performance including the design of the group's remuneration policies, key drivers for directors' remuneration, bonus levels and performance targets;
- results of our enquiries of management, internal audit, the directors and the audit committee about their own identification and assessment of the risks of irregularities, including those that are specific to the group's sector;
- any matters we identified having obtained and reviewed the group's documentation of their policies and procedures relating to:
  - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
  - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;

  - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations; and

- the matters discussed among the audit engagement team including component audit teams and relevant internal specialists, including IT, tax, valuations and actuarial specialists regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas: valuation of claims outstanding – incurred but not reported UK mesothelioma claims (RiverStone Insurance (UK) Limited) and valuation of claims outstanding – incurred but not reported (Lloyd’s syndicate 3500). In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.

We also obtained an understanding of the legal and regulatory frameworks that the group operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the Companies (Jersey) Law 1991.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which may be fundamental to the group’s ability to operate or to avoid a material penalty.

11.2 Audit response to risks identified

As a result of performing the above, we identified valuation of claims outstanding – incurred but not reported UK mesothelioma claims (RiverStone Insurance (UK) Limited) and valuation of claims outstanding – incurred but not reported (Lloyd’s syndicate 3500) as key audit matters related to the potential risk of fraud. The key audit matters section of our report explains the matters in more detail and also describes the specific procedures we performed in response to those key audit matters.

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

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

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

Report on other Legal and Regulatory Requirements

12 Matters on which we are Required to Report by Exception

12.1 Adequacy of explanations received and accounting records

Under the Companies (Jersey) Law 1991 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- proper accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have nothing to report in respect of these matters.

13 Use of Our Report

This report is made solely to the company's members, as a body, in accordance with Article 113A of the Companies (Jersey) Law 1991. 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.

Adam Ely

For and on behalf of Deloitte LLP

London, United Kingdom

28th March 2025

Consolidated Profit and Loss Account

	Note	2024 $'000	2023 $'000
Technical account – General business			
Gross premiums written	7	37,065	89,282
Outward reinsurance premiums		6,451	(74,024)
Net premiums written		**43,516**	**15,258**
Change in provision for unearned premiums			
Gross amount		64,268	31,454
Reinsurers' share		(32,232)	37,679
Change in net provision for unearned premiums		**32,036**	**69,133**
Written and earned premiums net of reinsurance		**75,552**	**84,391**
Other technical income/(expense)		**15,627**	**(170)**
Gross claims paid		(1,756,317)	(1,855,780)
Reinsurers' share		486,408	488,718
Net claims paid		**(1,269,909)**	**(1,367,062)**
Change in the gross provision for claims		1,954,066	1,766,731
Reinsurers' share		(559,699)	(295,076)
Change in the net provision for claims		**1,394,367**	**1,471,655**
Claims Incurred, net of reinsurance		**124,458**	**104,593**
Net operating expenses	**8**	**(128,179)**	**(82,635)**
Total technical charges, net of reinsurance		**11,906**	**21,788**
Balance on the technical account for general business		**87,458**	**106,179**

Consolidated Profit and Loss Account

	Note	2024 $'000	2023 $'000
Non-technical account – General business			
Investment income	10	258,913	211,105
Realised gains/(losses) on investments		4,023	(9,920)
Unrealised (losses)/gains on investments		(2,991)	109,580
Finance costs	11	(78,970)	(72,726)
Other income/(charges)	12	33,885	(1,357)
Foreign exchange (loss)		(22,118)	(7,595)
Investment expenses and charges	13	(4,820)	(3,678)
Gains on derivative contracts		11,593	8,556
Profit before tax		**286,973**	**340,144**
Tax	**14**	**(53,198)**	**(84,517)**
Profit for the financial period		**233,775**	**255,627**

The results above are all derived from continuing operations.

Consolidated Statement of Comprehensive Income

	2024 $'000	2023 $'000
Profit for the financial year	233,775	255,627
Foreign currency translation adjustment	(5,770)	558
Total comprehensive profit for the period	**228,005**	**256,185**

Consolidated Balance Sheet

	Note	2024 $'000	2023 $'000
Intangible assets			
Goodwill	15	25,776	51,740
Negative goodwill	15	(27,116)	(11,647)
Total goodwill		**(1,340)**	**40,093**
Fixed assets			
Tangible assets	16	**5,537**	**144**
Investments			
Financial investments	17	5,544,651	4,958,416
Deposits with ceding undertakings	17	1,123,855	458,973
		6,668,506	**5,417,389**
Reinsurers' share of technical provisions			
Claims outstanding		597,798	1,099,670
Provision for unearned premium		20,606	51,878
		618,404	**1,151,548**
Debtors			
Debtors arising out of direct insurance operations	19	295,982	320,424
Debtors arising out of reinsurance operations	20	376,268	375,626
Other debtors	21	53,862	63,964
		726,112	**760,014**
Other assets			
Cash at bank and in hand	5	499,763	799,391
Deferred taxation	27	226	1,000
		499,989	**800,391**
Prepayments and accrued income			
Accrued interest and rent		51,886	43,472
Prepayments		5,351	5,964
		57,237	**49,436**
Total assets		**8,574,445**	**8,219,015**

Consolidated Balance Sheet

	Note	2024 $'000	2023 $'000
Capital and reserves			
Share capital	22	1,147,320	1,147,320
Share premium		18,358	18,358
Profit and loss account		448,120	231,083
Own shares reserve		23,109	12,141
Total shareholders' funds		**1,636,907**	**1,408,902**
Technical provisions			
Unexpired risk reserve	5, 6	22,574	18,944
Claims outstanding	5, 6	5,660,145	5,624,256
Provision for unearned premium		32,528	66,279
Total technical provisions		**5,715,247**	**5,709,479**
Provision for other risks			
Deferred taxation	26	**87,040**	**84,424**
Creditors: Amounts falling due within one year			
Creditors arising out of direct, insurance operations	23	12,539	35,454
Creditors arising out of reinsurance operations	24	153,366	110,817
Derivative financial instruments	17	2,334	5,411
Short term debt	5	161,500	-
Other creditors including tax and social security	25	136,689	92,547
		466,428	**244,229**
Creditors: Amounts falling due after one year			
Creditors arising out of direct insurance operations	23	11,759	68,337
Creditors arising out of reinsurance operations	24	143,828	213,605
Other creditors including taxation and social security	25	938	2,685
		156,525	**284,627**
Long term debt	5	**512,298**	**487,354**
Total capital, reserves and liabilities		**8,574,445**	**8,219,015**

The financial statements on pages 62 to 114 were approved by the Board of Directors on 25th March 2025 and were signed on its behalf on 28th March 2025 by:

L. R. Tanzer
Group Chief Executive Officer

A. R. Creed
Group Chief Financial Officer

Consolidated Statement of Changes in Equity

	Called up share capital						
	Class A $'000	Class B $'000	Class C $'000	Share premium $'000	Profit and loss account $'000	Own shares reserve $'000	Total share-holders' funds $'000
Balance at 1st January 2024	938,295	200,000	9,025	18,358	231,083	12,141	1,408,902
Issue of share capital	-	-	-	-	-	-	-
Profit for the financial period	-	-	-	-	222,530	11,245	233,775
Other comprehensive loss for the period	-	-	-	-	(5,493)	(277)	(5,770)
Balance at 31st December 2024	**938,295**	**200,000**	**9,025**	**18,358**	**448,120**	**23,109**	**1,636,907**

	Called up share capital						
	Class A $'000	Class B $'000	Class C $'000	Share premium $'000	Profit and loss account $'000	Own shares reserve $'000	Total share-holders' funds $'000
Balance at 1st January 2023	857,000	200,000	7,818	25	(12,779)	(182)	1,051,881
Issue of share capital	81,295	-	1,207	18,334	-	-	100,836
Profit for the financial period		-	-	-	243,331	12,296	255,627
Other comprehensive income for the period	-	-	-	-	531	27	558
Balance at 31st December 2023	**938,295**	**200,000**	**9,025**	**18,358**	**231,083**	**12,141**	**1,408,902**

Consolidated Statement of Cashflow

	2024 $'000	2023 $'000
Reconciliation of profit for the period to net cash inflow from operating activities		
Profit for the financial period	228,005	256,185
Increase in gross technical provisions	5,768	819,958
Decrease/(Increase) in reinsurers' share of gross technical provisions	533,146	(338,919)
(Increase) in debtors	(697,765)	(785,723)
Increase in creditors	151,354	232,344
FX relating to investing activities	(133,536)	75,628
Investment return	266,717	315,644
RITC investment and overseas deposit transfer	-	(868,926)
Cash generated from operations	**353,689**	**(293,809)**
Corporation tax paid	(62,380)	-
Net cash generated (used in) from operating activities	**291,309**	**(293,809)**
Purchase of equity and debt investments	(7,269,678)	(4,675,832)
Sale of equity and debt investments	6,573,042	4,803,276
Acquisition of subsidiary (net of cash acquired)	(177,933)	(142,217)
Interest income received	143,197	108,637
Interest paid	(23,299)	(82,747)
Dividend income received	-	2,143
Net cash (outflow) from investing activities	**(754,671)**	**13,260**
New Share Capital Issued	-	100,837
Short term loan issued	161,500	-
Debt issued	-	-
Debt and short term loans repaid	-	(75,985)
Net cash inflow from financing activities	**161,500**	**24,852**
Net (decrease) in cash and cash equivalent	**(301,862)**	**(255,697)**
Cash and cash equivalents at beginning of period	799,391	1,041,628
Foreign exchange on cash and cash equivalents	2,234	13,460
Cash and cash equivalents at end of period	**499,763**	**799,391**

Notes to the Financial Statements

1 General Information

RiverStone International Holdings Limited ("the Company") is a holding company of subsidiary undertakings (together "the Group" or "Riverstone International") primarily engaged in the runoff of insurance and reinsurance business and the performance of related services.

The Company is a private company limited by shares and is incorporated in Jersey. The address of its registered office is Level 1, IFC1, Esplanade, St Helier, Jersey, JE2 3BX. The principal activities of the Company and its subsidiaries and the nature of the Group's operations are set out in the directors' report.

2 Statement of Compliance

The financial statements of RiverStone International and the Group have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" issued in January 2022 ("FRS102"), Financial Reporting Standard 103, "Insurance Contracts" ("FRS103") and the Companies (Jersey) Law 1991.

3 Summary of Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

(a) Basis of Preparation

The preparation of financial statements in conformity with FRS102 and FRS103 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company accounting policies. The areas involving a higher degree of judgement or complexity or areas where assumptions and estimates are significant to the financial statements, are disclosed further below.

(b) Going Concern

Having addressed the principal risks, the directors consider it appropriate to adopt the going concern basis of accounting in preparing these financial statements. In adopting the going concern basis, the Directors have reviewed the Group's current and forecast budget and solvency positions for at least the next 12 months, including the repayment of debt in the short and long term, as set out in note 5. The Group's Solvency II available own funds capital as at the end of the year is $1.9 billion (2023: $1.7 billion) (unaudited), a surplus of 158% (2023: 208.4%) (unaudited) over the solvency capital requirement.

(c) Basis of Consolidation

The Group consolidated financial statements include the financial statements of the Company and all of its subsidiary undertakings made up to the year ended 31st December 2024.

A subsidiary is an entity controlled by the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Any subsidiary undertakings acquired during the period are included up to, or from, the date of change of control or change of significant influence respectively.

All intra-Group transactions, balances, income and expenses are eliminated on consolidation. Adjustments are made to eliminate the profit or loss arising on transactions with associates to the extent of the Group's interest in the entity.

Own shares reserve relates to the capital reserve attributable to the Group's Employee Benefit Trust.

(d) Insurance Contracts

i. Premiums Written

The Company treats retroactive QS contracts as a portfolio transfer in accordance with the FRS 103 definition of a portfolio transfer, directly to the balance sheet. Only premium related to unexpired risks will be recognised as written premium. In the case where there is a difference between the premium for the expired claims and the best estimate value assigned on the reserves, this would be recognised as within the line item 'Change in the gross provision for claims'.

A QS retroactive reinsurance contract is considered to economically meet the definition of a portfolio claims transfer and in the absence of specific guidance for these contracts in UK GAAP, management has considered that the application of the accounting for portfolio claims transfers set out in FRS 103 IG2.31 results in more relevant information for the users of the financial statements.

Management believe that this disclosure ensures the financial statement information provided to the users of the accounts is more relevant and no less reliable. The treatment more meaningfully reflects in the income statement the economic substance of the transaction and the nature of the risks undertaken by the Company through the retroactive reinsurance contract.

The accounting policy does not obscure the information provided in the income statement with amounts that are not directly reflective of the consideration received for the services provided in managing the expired claims risk and other risks undertaken by the QS retroactive reinsurance contract.

Loss Portfolio Transfers by way of reinsurance are considered to be a single outwards reinsurance contract. Unearned premiums represent the proportion of premiums written that relate to unexpired terms of policies in force at the balance sheet date. The unearned premium reserve is translated to US Dollar at closing rates of exchange.

Acquisition costs, which represent commission and other related expenses, are allocated over the period in which the related premiums are earned.

Subject to the above premiums written relate to business incepted during the period, together with any difference between recorded premiums for prior years and those previously accrued and include estimates of premiums due but not yet receivable or notified to the Group less an allowance for cancellations. Premiums written are shown gross of commission payable to intermediaries and exclude related taxes.

Premiums are accreted to the income statement on a pro-rata basis over the term of the related policy, except for those contracts where the period of risk differs significantly from the contract period. In these cases, premiums are recognised over the period of risk in proportion to the amount of insurance protection provided.

ii. Claims Incurred and Reinsurers' Share

Claims incurred comprise claims and related claims handling expenses paid in the period and changes in provisions for outstanding claims, including provisions for claims incurred but not reported and related expenses, together with any other adjustments to claims from previous periods. Where applicable, reductions are made for salvage and other recoveries.

Provisions for outstanding claims and related reinsurance recoveries are established based on estimates of the ultimate net cost of settlement along with actuarial and statistical projections. Claims provisions are determined based upon previous claims experience, knowledge of events and the terms and conditions of the relevant policies and on interpretation of circumstances. Particularly relevant is experience with similar cases and historical claims payment trends. The approach also includes the consideration of the development of loss payment trends, levels of unpaid claims, judicial decisions and economic conditions.

The Group applies discounting to claims provisions where there are individual claims with structured settlements that have annuity like characteristics.

Day 1 profits or losses on acquisition of reinsurance to close or loss portfolio transfers are shown through claims incurred and reinsurers' share.

Provisions for unexpired risks are established based on estimates of the cost of all claims and expenses in connection with insurance contracts in force after the end of the financial period where these costs are estimated to be in excess of the related unearned premiums and any premiums receivable on those contracts.

Whilst the Board of directors of RiverStone International ("the Board") believes that the provisions for outstanding claims and related reinsurance recoveries including bad debt provisions are fairly stated, these estimates inevitably contain inherent uncertainties because significant periods of time may elapse between the occurrence of an incurred loss, the reporting of that loss to the Group, the Group's payment of the loss and the receipt of reinsurance recoveries. These uncertainties are inherent in much of the business previously underwritten and assumed by the Group. The estimates made are based upon current facts available to RiverStone International and the prevailing legal environment and are subjected to continual review, with any resulting adjustments reported in current earnings. Anticipated reinsurance recoveries are disclosed separately as assets on the balance sheet.

iii. Debtors and Creditors Arising Out of Direct and Reinsurance Operations

Debtors and creditors arising out of direct and reinsurance operations are initially recognised at transaction price or issued amount and are subsequently carried at the recoverable amount. The carrying value is reviewed for impairment at least annually based on historical performance, the terms and conditions of the relevant policies and whenever interpretation of events or circumstances indicate that the carrying amount is greater than the recoverable amount, with the impairment adjustment recorded in the statement of profit and loss. Debtors arising out of direct insurance and reinsurance operations are stated net of specific provisions against doubtful debts.

(e) Translation of Foreign Currencies

The financial statements are presented in US Dollars ("USD") and, unless otherwise stated, are rounded to thousands. Items included in RiverStone International's financial statements are measured using the currency of the primary economic environment in which it operates. RiverStone International's functional currency is USD.

Foreign currency transactions are translated into the functional currency using the average rate of exchange during the period. At each period end foreign currency monetary items are translated using the period-end rate of exchange. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Profit and Loss Account for the period.

The results and financial position of the non-USD functional currency subsidiaries are translated into the presentational currency as follows:

a. assets and liabilities are translated at the closing rate at the balance sheet date;

b. income and expenses are translated at the average rate of exchange of ownership during the period; and

c. all resulting exchange differences are recognised in other comprehensive income.

(f) Tax

Tax expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

i. Current Tax

Current tax, including corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where RiverStone International subsidiaries operate and generate taxable income.

ii. Deferred Tax

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where RiverStone International's subsidiaries operate and generate taxable income and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax assets are recognised to the extent that they are regarded as more likely than not recoverable. Movements on deferred tax assets and liabilities are recognised in the profit and loss account, except to the extent that they arise in relation to movements in the Statement of Comprehensive Income.

(g) Other Financial Investments

RiverStone International has chosen to apply the recognition and measurement provisions of UK adopted IAS 39 and the disclosure requirements of FRS102 in respect of the financial statements.

The Group classifies its investments into the following categories: financial assets at fair value through profit and loss and available for sale financial assets. The classification depends on the purpose for which the investments were acquired. Management determines the classification of its investments at initial recognition and re-evaluates this at every reporting date.

i. Financial Assets at Fair Value through Profit and Loss

Financial assets held within a different business model other than available for sale are measured at fair value through profit or loss. Typically, such financial assets will be either: (i) designated as such upon initial recognition where permitted to minimise any measurement or recognition inconsistency with associated liabilities; or (ii) held for trading, where they are acquired for the purpose of selling in the short term with an intention of making a profit, or a derivative.

ii. Financial assets designated as at fair value through profit and loss at inception are those that are managed and whose performance is evaluated on a fair value basis. Information about these financial assets is provided internally on a fair value basis to the Group's key management personnel.

The fair values of listed investments are based on current bid prices on the balance sheet date. Unlisted investments for which a market exists are also stated at the current bid price on the balance sheet date or the last trading day before that date.

Net gains or losses arising from changes in the fair value of financial assets at fair value through profit and loss are presented in the Profit and Loss Account within 'Unrealised gains on investments' or 'Unrealised losses on investments' in the period in which they arise.

The Group discloses its investments in accordance with a fair value hierarchy with the following levels:

i. **Level 1** – the unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date;

ii. **Level 2** – inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly;

iii. **Level 3** – inputs are unobservable (i.e. for which market data is unavailable) for the asset or liability.

(h) Derivative Financial Instruments

Derivative financial instruments comprise foreign currency forward contracts. Derivatives are initially and subsequently measured at their fair value with movements in the fair value being immediately recognised in the profit and loss account. Fair values are obtained from quoted market prices, discounted cash flow models, risk models and option pricing models as appropriate.

(i) Investment Return

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

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

(j) Related Party Transactions

Where appropriate, transactions of a similar nature are aggregated unless, in the opinion of the directors, separate disclosure is necessary to understand the effect of the transactions on the financial statements.

(k) Business Combinations and Goodwill

Third party business combinations are accounted for by applying the purchase method.

The cost of a business combination is the fair value of the consideration given, liabilities incurred or assumed and of equity instruments issued. Where control is achieved in stages the cost is the consideration at the date of each transaction.

Contingent consideration is initially recognised at an estimated amount where the consideration is probable and can be measured reliably. Where (i) the contingent consideration is not considered probable or cannot be reliably measured but subsequently becomes probable and measurable or (ii) contingent consideration previously measured is adjusted, the amounts are recognised as an adjustment to the cost of the business combination.

On acquisition of a business, fair values are attributed to the identifiable assets, liabilities and contingent liabilities unless the fair value cannot be measured reliably, in which case the value is incorporated in goodwill. Where the fair value of contingent liabilities cannot be reliably measured, they are disclosed on the same basis as other contingent liabilities.

Goodwill recognised represents the excess of the fair value and directly attributable costs of the purchase consideration over the fair values to the Group's interest in the identifiable net assets, liabilities and contingent liabilities acquired.

Goodwill is amortised over its expected useful life. Where the Group is unable to make a reliable estimate of useful life, goodwill is amortised over a period not exceeding ten years. The useful economic life of ten years has been applied to all goodwill held at the balance sheet date. Goodwill is assessed for impairment when there are indicators of impairment and any impairment is charged to the income statement. Reversals of impairment are recognised when the reasons for the impairment no longer apply.

Where the cost of the business combination exceeds the fair value of RiverStone International's interest in the assets, liabilities and contingent liabilities acquired, negative goodwill arises. RiverStone International, after consideration of the assets, liabilities and contingent liabilities acquired and the cost of the combination, recognises negative goodwill on the balance sheet and releases this to profit and loss, up to the fair value of non-monetary assets acquired, over the periods in which the non-monetary assets are recovered and any excess over the fair value of non-monetary assets in the income statement over the period expected to benefit.

(l) Tangible Assets and Depreciation

Tangible assets are valued at cost less accumulated depreciation. Cost includes the original purchase price, costs directly attributable to bringing the asset to its intended use, dismantling and restoration costs. Assets are depreciated on a straight-line basis from the time when they are available for use over the estimated useful lives as follows:

i. Fixtures and fittings (primarily computer equipment) – 20% to 33% per annum.

ii. Motor vehicles – 25% per annum.

iii. Leasehold improvements – amortised over lease period.

(m) Leased Assets

The Group assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is, or contains, a lease based on the substance of the arrangement.

Leases of assets that transfer substantially all the risks and rewards incidental to ownership are classified as finance leases. Leases that do not transfer all the risks and rewards of ownership are classified as operating leases.

i. Finance Leases

Assets under finance leases are capitalised in the balance sheet and amortised over their estimated useful life. The capital element of the leasing commitments is shown as obligations under finance leases. The lease rentals consist only of a capital element and are applied to reduce the outstanding obligations.

ii. Operating Leases

Costs in respect of operating leases are charged to profit and loss as incurred over the lease term.

(n) Employee Benefits

The group provides a range of benefits to employees, including annual bonus arrangements, paid holiday arrangements and defined contribution pension plans.

i. Short-term benefits

Short-term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

ii. Defined Contribution Pension Scheme

The Group operates a number of country-specific defined contribution plans for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations. The contributions are recognised as an expense when they are due. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

iii. Annual Bonus Plan

The Group operates a number of annual bonus plans for employees. An expense is recognised in the profit and loss account when the Group has a legal or constructive obligation to make payments under the plans as a result of past events and a reliable estimate of the obligation can be made.

(o) Impairment of Non-Financial Assets

At each balance sheet date non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset (or asset's cash generating unit) may be impaired. If there is such an indication the recoverable amount of the asset (or asset's cash generating unit) is compared to the carrying amount of the asset (or asset's cash generating unit).

The recoverable amount of the asset (or asset's cash generating unit) is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's (or asset's cash generating unit's) continued use. These cash flows are discounted using a pre-tax discount rate that represents the current market risk-free rate and the risks inherent in the asset. If the recoverable amount of the asset (or asset's cash generating unit) is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the profit and loss account, unless the asset has been revalued when the amount is recognised in other comprehensive income to the extent of any previously recognised revaluation. Thereafter, any excess is recognised in profit or loss.

If an impairment loss is subsequently reversed, the carrying amount of the asset (or asset's cash generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortisation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the profit and loss account.

(p) Borrowings

Long term debt is initially recognised at fair value, net of transaction costs incurred. Subsequently, long term debt is stated at amortised cost using the effective interest rate method. Any difference between the amortised cost and the redemption value is recognised in the income statement over the period of the debt.

Bank loans and drawings from revolving credit facilitates are considered short term debt and are recognised at fair value.

4 Critical Accounting Judgements and Estimation Uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

RiverStone International makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period are addressed below.

(a) The Ultimate Liability Arising from Claims made under Insurance Contracts

The estimation of the ultimate liability arising from claims made under insurance contracts is RiverStone International's most critical accounting estimate. There are several sources of uncertainty that need to be considered in the estimate of the liability that the Group will ultimately pay for such claims. Some of these claims are not expected to be settled for several years and there is uncertainty as to the amounts at which they will be settled. The level of provision has been set on the basis of the information that is currently available, including potential outstanding loss advice, experience of development of similar claims and case law.

The most significant assumptions made relate to the level of future claims, the level of future claims settlements and the legal interpretation of insurance policies. Whilst the directors consider that the gross provision for claims and the related reinsurance recoveries are fairly stated on the basis of the information currently available to them, the ultimate liability will vary as a result of subsequent information and events and may result in adjustments to the amount provided. The Board remain cognisant of the potential impacts of inflation and continue to focus on ensuring that our underwriting and pricing adequately addresses inflationary trends. Reserves continue to be set incorporating the Board's current view. The potential impact of excess inflation – both macro-economic and social – is explicitly assessed in syndicate reserves and a variety of potential outcomes are reviewed. The diversity of the Group's reserves in terms of territory and lines of business, combined with the relative maturity of the portfolio, are important considerations when forming this view. Adjustments to the amounts of provision are reflected in the financial statements for the year in which the adjustments are made. The methods used and the estimates made are reviewed regularly. Please refer to note 5a for further details.

(b) UK and US Disease-Related and US Environmental Pollution Claims

The Group establishes case reserves for reported disease related and environmental pollution claims and future legal and associated expenses for such reported claims. It also establishes reserves for unreported claims and legal and associated expenses for such unreported claims. The Group regularly reviews the adequacy of its loss reserves for disease related and environmental pollution claims and claim expenses. These exposures do not lend themselves to traditional methods of loss reserve estimation. Reserving for disease related and environmental pollution claims is subject to significant uncertainties that are not generally present for other types of claims. These claims differ from almost all others in that it is often not clear that an insurable loss has occurred, which policy years apply, and which insurers may be liable.

In respect of US claims, these uncertainties prevent identification of applicable policies and policy limits until after a claim is reported to the Group and substantial time is spent (over many years in some cases) resolving contract issues and determining facts necessary to evaluate the claim. While the nature and extent of insurance and reinsurance coverage for these types of claims has widened in recent years, there has been no final judgement which would apply to all cases which would result in the wholesale transfer of these types of claims from insureds to insurers and reinsurers. In other cases, there are US claims similar to UK claims, which differ from others in that it is often not clear that an insurable loss has occurred, which policy years apply, and which insurers may be liable.

The Group expects disease-related and environmental pollution claims to continue to be reported for the foreseeable future. The claims to be paid and timing of any such payments depend on the resolution of uncertainties associated with them and could extend over many years.

For these reasons, the Group estimates that the possible ultimate liabilities for these exposures could be substantially different from the amounts currently provided in the financial statements. Nevertheless, RiverStone International believes that the reserves carried for these exposures are adequate based on known facts and current interpretation of applicable laws. Please refer to note 5a for further detail.

No material critical accounting judgements have been identified.

5 Management of Insurance and Financial Risk

Financial Risk Management Objectives

The Group is exposed to insurance risk through the insurance contracts that it has written, or which have been legally transferred to it, and to financial risk through its financial assets, reinsurance assets and policyholder liabilities. In particular, the key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from insurance policies as they fall due. The most important components of this financial risk are market risk (including interest rate risk, equity price risk and currency risk), credit risk and liquidity risk.

(a) Insurance Risk

The risk under any one insurance contract is the possibility that the insured event occurs and the uncertainty over the amount of the resulting ultimate claim. By the very nature of an insurance contract, this risk is unpredictable at the outset.

The principal risk that the Group faces under its insurance contracts is that the actual claims and benefit payments exceed the carrying amount of the insurance liabilities. This could occur because the frequency or severity of claims and benefits is greater than estimated. The actual number and amount of claims and benefits arising from insurance contracts will vary from year to year from the level established using statistical techniques.

Experience shows that the larger the portfolio of similar insurance contracts, the smaller the relative variability about the expected outcome will be. In addition, a more diversified portfolio is less likely to materially be affected by a change in any subset of the portfolio. The Group has a diversified portfolio of insurance risks, all of which relate to business originally written previously, and which are mature in nature.

The Group mitigates insurance risk through the use of reinsurance in the form of third-party reinsurance associated with the business originally written.

i. Process for Assessment of Technical Provisions

The Group adopts a consistent process for the calculation of an appropriate provision for the exposures arising from the business it has written. A full reserving analysis is conducted at least annually and the technical provisions recorded on the balance sheet are in line with the Board's view of the best estimate value of the underlying liabilities.

The technical provisions recorded at the reporting date comprise the estimated ultimate cost of settlement of all claims incurred in respect of events up to that date, whether reported or not, together with related claims-handling expenses, less amounts already paid. The estimated cost of claims includes direct expenses to be incurred in settling claims, net of the expected subrogation value and other recoveries. The Group takes all reasonable steps to ensure that it has appropriate information regarding its claims exposures. The provision is based on known facts at the balance sheet date. The provision is reviewed as part of a regular ongoing reserving process as the loss experience develops, certain claims are settled and further claims are reported. The cash flow, paid claims, outstanding claims, claims counts and incurred movement are compared with the actuaries' expected development of the account by class and year and where statistically significant, large loss or loss type. Where necessary, revisions are made to the ultimate expected loss on a best estimate basis.

The Group uses assumptions based on a mixture of claims information, internal historical data and market data to measure its claims liabilities. This information is used to project the ultimate expected number and value of claims, by major class of business, using recognised statistical estimation techniques.

Assumptions are reviewed and tested regularly in the light of actual claims development and general market movements and trends.

ii. Sources of Uncertainty in the Estimation of Future Claim Payments

The sources of estimation uncertainty in establishing the ultimate liability arising from claims made under insurance contracts is discussed in Note 4.

The Group takes all reasonable steps to ensure that it has appropriate information regarding its claims exposures. However, given the future-looking nature of outstanding claims and latency involved with certain classes of claims, for example asbestos exposures, it is likely that the final outcome, on a claim-by-claim basis, will prove to be different from the original assessed reserve for any given claim, although in aggregate, for known claims, the expected outcome is intended to be close to a breakeven, on a best estimate basis, with neither surplus or loss being generated over time. This is an aspect of executive and actuarial review which is closely monitored. In respect of latent claims (those that have yet to be notified) care is taken to assess historical notification patterns and the propensity of the underlying classes to produce losses (for example some policy classes are on the claims-made basis and no new notifications are able to be made post expiry). The estimation of future losses will be cross-referred to industry benchmarks and adjusted for actual experience over time.

The liability for insurance contracts comprises a provision for claims incurred but not yet reported and a provision for reported claims not yet paid. The estimation of claims incurred but not reported is generally subject to a greater degree of uncertainty than the estimates of claims that have already been notified, for which there is more information available.

iii. Key Assumptions and Sensitivities

The assumptions that have the greatest impact on technical provisions are those that affect the expected future claims amounts and claims numbers (IBNR). The most material IBNR liabilities and uncertainties for the Group relate to both its portfolio of UK disease claims, particularly arising from mesothelioma and other asbestos-related disease exposures, and Liability and Professional Indemnity classes.

UK disease claims are very long-tailed in nature, with over 30 years of uncertain future cashflows expected and the largest sensitivities on the Liability and Professional indemnity classes are in respect of uncertainties around future numbers and amounts of claims for which the reserves for these classes will be paid out over several years.

The underlying sensitivity of the IBNR in respect of UK disease claims is driven by the uncertainty in the average cost per claim assumption and the future number of claims. A key assumption for the future average cost per claim is the estimate of future claims inflation which is inherently uncertain.

iv. Claims Development Tables

The following tables present the comparison of actual claims incurred to previous estimates.

	Portfolios acquired by the Group during 2021 Gross $'000	Portfolios acquired by the Group during 2022 Gross $'000	Portfolios acquired by the Group during 2023 Gross $'000	Portfolios acquired by the Group during 2024 Gross $'000	Total Gross $'000
Gross claims at					
Acquisition	4,182,293	2,284,467	2,370,270	2,250,561	11,087,591
First period movement	(17,552)	(8,193)	(103,885)	(24,141)	(153,771)
Second period movement	(144,204)	(14,963)	(194,020)		(353,187)
Third period movement	(18,689)	(48,695)	-		(67,384)
Fourth period movement	83,766	-	-		83,766
Cumulative paid claims	(2,256,410)	(1,400,310)	(987,309)	(270,266)	(4,914,295)
	1,829,204	**812,306**	**1,085,056**	**1,956,154**	**5,682,720**

	Portfolios acquired by the Group during 2021 Net $'000	Portfolios acquired by the Group during 2022 Net $'000	Portfolios acquired by the Group during 2023 Net $'000	Portfolios acquired by the Group during 2024 Net $'000	Total Net $'000
Net Claims at					
Acquisition	3,583,932	1,699,056	1,839,272	2,241,163	9,363,423
First period movement	(7,335)	(13,993)	(40,593)	(25,071)	(86,992)
Second period movement	(137,151)	(60,150)	(176,983)	-	(374,284)
Third period movement	(17,964)	(13,279)	-	-	(31,243)
Fourth period movement	39,161	-	-	-	39,161
Cumulative paid claims	(1,718,616)	(1,077,224)	(769,051)	(260,252)	(3,825,143)
	1,742,027	**534,410**	**852,645**	**1,955,839**	**5,084,921**

v. Insurance Risk Concentrations

The concentration of insurance risk before and after reinsurance by the most material classes of business is summarised below, with reference to the carrying amount of outstanding claims and provisions for unexpired risk (gross and net of reinsurance) arising from insurance contracts:

	2024		2023	
	Gross $'000	Net $'000	Gross $'000	Net $'000
General liability	3,219,163	2,918,318	3,187,927	2,641,300
– *Non-US casualty (other)*	695,437	491,083	688,689	444,468
– *Non-US casualty (FI PI)*	545,730	498,027	540,435	450,752
– *Non-US casualty (Med Mal)*	155,843	200,599	154,331	181,557
– *UK Asbestos and pollution*	431,482	363,426	427,295	328,928
– *US Asbestos and pollution*	199,758	203,049	197,820	183,775
– *US casualty (other)*	895,492	879,208	886,803	795,750
– *US casualty (FI PI)*	202,686	190,191	200,719	172,138
– *US casualty (Public Bodies)*	92,735	92,735	91,835	83,932
Casualty reinsurance	365,272	331,183	375,161	331,576
Fire and other damage to property	406,668	334,960	205,759	51,558
Non-life annuities arising from reinsurance	163,464	183,872	149,394	149,394
Worker's compensation reinsurance	516,426	482,475	212,537	150,232
Marine, aviation and transport	231,683	182,872	257,959	122,370
Motor vehicle liability	272,291	258,727	211,885	217,688
Marine, aviation and transport reinsurance	75,484	41,465	231,923	231,923
Fire and other damage to property reinsurance	74,209	9,745	288,444	192,225
Credit and suretyship	140,074	140,649	95,582	49,682
Health reinsurance	48,775	43,683	40,161	38,256
Credit and suretyship reinsurance	24,726	20,862	23,392	23,392
Other	39,124	30,668	266,511	247,369
Claims expense reserve (ULAE)	105,359	105,359	96,565	96,565
	5,682,719	**5,084,921**	**5,643,200**	**4,543,530**

(b) Market Risk

i. Interest Rate Risk

Interest rate risk arises primarily from investments in fixed interest securities. In addition, to the extent that claims inflation is correlated to interest rates, liabilities to policyholders are exposed to interest rate risk. The Group works closely with its subsidiary investment managers to review the duration of the investment portfolio in relation to the estimated mean duration of the liabilities.

The impact of a 100-basis-point increase in interest rates on the value of the Group investments held at 31st December 2024 is an approximate $138 million loss (2023: $114 million loss) to the profit and loss account. Similarly, a 100-basis-point decrease in interest rates would give rise to an approximate $132 million gain (2023: $125 million gain) to the profit and loss account.

The Group is also exposed to interest rate risk within its financial liabilities. This exposure lies predominately within the Group's long-term debt.

ii. Equity Price Risk

The Group is exposed to equity securities price risk as a result of its holdings in equity fund investments, classified as financial assets at fair value through profit or loss.

Investments held comprise unlisted equity fund investments.

The Group's subsidiaries have a defined investment policy which sets limits on its exposure to equities, both in aggregate terms and by counterparty. This policy of diversification is used to manage the Group's price risk arising from its investments in equity securities.

The group held no listed equity securities at 31st December 2024.

iii. Currency Risk

The Group's subsidiaries manage their foreign exchange risk against their functional currency. The Group has a proportion of its assets and liabilities denominated in currencies other than the subsidiary functional currencies, the most significant being the euro and pound sterling. The Group seeks to mitigate the risk by matching the estimated foreign currency-denominated liabilities with assets denominated in the same currency and by the utilisation of forward currency contracts.

As of 31st December 2024, if the euro had weakened by 10% more than the actual 2024 movement against the US dollar with all other variables held constant, resulting in a loss of $4 million (2023: $5 million), mainly as a result of net foreign exchange gains on the translation of euro-denominated financial assets and euro-denominated liabilities, after forward currency contracts are taken into account.

As of 31st December 2024, if the pound sterling had weakened by 10% more than the actual 2024 movement against the US dollar with all other variables held constant, resulting in a loss of $10 million (2023: $14 million), mainly as a result of net foreign exchange gains on the translation of pound sterling denominated financial assets and pound sterling denominated liabilities, after forward currency contracts are taken into account.

(c) Credit Risk

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

- reinsurers' share of insurance liabilities.
- amounts due from reinsurers in respect of claims already paid.
- amounts due from corporate bond issuers.
- counterparty risk with respect to derivative transactions; and
- cash at bank and in hand.

As the Group is an acquirer of run-off insurance liabilities its exposures to reinsurers and insurance intermediaries are typically determined by contracts previously written. The Group manages the levels of credit risk from reinsurers and insurance intermediaries by quarterly review of receivable balances by counterparty. Management assesses the creditworthiness of all reinsurers and intermediaries by reviewing credit grades provided by rating agencies and other publicly available financial information. It is the Group's policy to provide for reinsurer bad debts in situations where it does not expect to collect the full amount outstanding due to the financial position of the reinsurer or due to disputes over coverage. In certain circumstances, collateral is held in order to mitigate credit risk exposure. This collateral is in the form of security accounts, deposits and letters of credit from reinsurers.

The assets bearing credit risk are summarised below, together with an analysis by credit rating (AM Best or equivalent):

	2024 $'000	2023 $'000
Derivative financial instruments	5,223	5,042
Debt securities	5,065,755	4,524,378
Assets arising from reinsurance contracts held	774,889	1,208,076
Future premium receivable	67,567	95,191
Cash at bank and in hand	499,763	799,391
Lloyd's central fund loans	18,857	27,765
Lloyd's overseas deposits	244,675	315,430
Deposits with ceding undertakings	1,123,854	458,973
Total assets bearing credit risk	**7,800,583**	**7,434,246**

	2024 $'000	2023 $'000
AAA	983,316	830,675
AA, AA+, AA-	3,317,185	1,827,964
A, A+, A-	2,040,286	3,555,254
B++ and below	1,158,156	1,086,133
Not rated	301,640	134,220
Total assets bearing credit risk	**7,800,583**	**7,434,246**

Included in "B++ and below or not rated" assets are $716 million (2023: $817 million) of assets rated BBB or above.

Assets arising from reinsurance contracts held, including premium receivable are further analysed as follows:

	2024 $'000	2023 $'000
Performing	1,774,291	1,703,187
Past due	212,169	203,517
Impaired	-	1,915
Provision for irrecoverable amounts	(20,148)	(28,581)
Total	**1,966,312**	**1,880,038**

(d) Liquidity Risk

The primary liquidity risk is the obligation to pay claims to policyholders as they fall due. The projected settlement of these liabilities is modelled, on a regular basis, using a combination of operational cashflow forecasting and actuarial techniques. Limits are set on the minimum proportion of maturing funds available to meet such calls and on the minimum level of borrowing facilities that should be in place to cover anticipated liabilities and unexpected levels of demand. The table below analyses the maturity of the Group's financial liabilities and outstanding claims. All liabilities are presented on a contractual cash flow basis except for the insurance liabilities, which are presented in their expected cash flows.

i. Cash and cash equivalents at year-end comprises

	2024 $'000	2023 $'000
Cash at bank	106,741	613,979
Short-term deposits	393,022	185,412
Total	**499,763**	**799,391**

31st December 2024	No contractual maturity date $'000	<6 month or on demand $'000	Between 6 months and 1 year $'000	Between 1 year and 2 years $'000	Between 2 years and 5 years $'000	> 5 years $'000	Carrying value $'000
Derivative financial instruments	-	2,334	-	-	-	-	2,334
Creditors	-	239,882	62,824	36,121	51,081	69,211	459,119
Short- and long-term debt	-	-	161,500	70,807	-	441,490	673,797
Claims outstanding	-	690,158	690,536	1,042,307	1,487,866	1,771,852	5,682,719
Financial liabilities and outstanding claims	**-**	**932,374**	**914,860**	**1,149,235**	**1,538,947**	**2,282,552**	**6,817,969**

31st December 2023	No contractual maturity date $'000	<6 month or on demand $'000	Between 6 months and 1 year $'000	Between 1 year and 2 years $'000	Between 2 years and 5 years $'000	> 5 years $'000	Carrying value $'000
Derivative financial instruments	-	-	5,411	-	-	-	5,411
Creditors	-	120,110	60,090	87,846	147,826	107,573	523,445
Short- and long-term debt	-	-	-	-	45,605	441,749	487,354
Claims outstanding	-	678,266	672,462	995,684	1,713,840	1,582,948	5,643,200
Financial liabilities and outstanding claims	**-**	**798,376**	**737,963**	**1,083,530**	**1,907,271**	**2,131,270**	**6,659,410**

(e) Capital Management

RiverStone International maintains an efficient capital structure comprising its equity shareholders' funds and certain borrowings consistent with its risk profile and the regulatory and market requirements of its business. The Group's objectives in managing its capital are:

- to satisfy the requirements of its policyholders, regulators and other stakeholders;
- to match the profile of its assets and liabilities, taking account of the risks inherent in the business;
- to retain financial flexibility by maintaining adequate liquidity
- to allocate capital efficiently to support growth.

The Group considers not only the traditional sources of capital funding but the alternative sources of capital including reinsurance and debt, as appropriate, when assessing its deployment and usage of capital. The Group manages as capital all items that are eligible to be treated as capital for regulatory purposes. UK insurance entities within the Group are regulated by the Prudential Regulation Authority ("PRA") and Financial Conduct Authority ("FCA"), Malta insurance entities are regulated by the Malta Financial Services Authority ("MFSA"), Irish entities are regulated by the Central Bank of Ireland, the newly acquired United States entity is a licensed property/casualty insurer in all 50 states plus the District of Columbia and Puerto Rico and domiciled in the Commonwealth of Massachusetts, Bermuda insurance entities are regulated by the Bermudian Monetary Authority ("BMA") and Barbadian insurance entities are regulated by the Financial Services Commission ("FSC"). All are subject to insurance solvency regulations which specify the minimum amount and type of capital that must be held in addition to the insurance liabilities. The Group manages capital in accordance with these rules and performs the necessary tests to ensure continuous and full compliance with such regulations. RiverStone International manages its own regulatory capital by reference to capital requirements determined under UK Solvency II Directive. RiverStone International has complied with all of its capital requirements throughout the period.

(f) Long-Term Debt

	Issue date	Due date	Callable by the Company after	2024 $'000
Outstanding debt				
US$27 million Interest rate 3 months SOFR	03/06/2005 4.16%	03/06/2035	03/06/2010	27,259
€12 million Interest rate 3 months EURIBOR +	03/06/2005 3.85%	03/06/2035	03/06/2010	12,165
US$26 million Interest rate 3 months LIBOR +	16/01/2006 4.50%	15/01/2026	16/01/2011	25,891
US$20 million Interest rate 3 months LIBOR +	15/12/2006 3.85%	15/12/2026	15/12/2011	19,870
US$25 million Interest rate 3 months EURIBOR +	14/12/2016 7.95%	28/01/2027	01/02/2024	25,046
US$400 million Interest rate SOFR +	13/12/2021 6.00%	13/12/2031	13/12/2026	402,064
Total debt at amortised cost				**512,298**
Weighted average interest rate at 31 December 2024				**10.2%**

US debt with Interest rate of three months LIBOR is now fixed at 5.54%, which was the last three months' LIBOR rate published on 30 June 2023.

(g) Short-Term Debt

The Group has a multicurrency revolving credit facility ("RCF") of $250 million with a tenor of 5 years. The facility had drawn down $162 million as at 31st December 2024, this has since been repaid in 2025.

6 Reconciliation of Technical Provisions

A reconciliation of the changes to the Group's gross, ceded and net loss reserves from 1st January 2024 to 31st December 2024:

	2024		
	Gross $'000	Ceded $'000	Net $'000
Amounts at 1st January 2024	5,643,200	(1,099,670)	4,543,530
Liabilities acquired in normal course of business	2,126,419	9,400	2,135,819
Amounts paid during the year	(1,756,317)	486,408	(1,269,909)
Change in estimates	(243,928)	(45,082)	(289,010)
Foreign exchange	(86,655)	51,146	(35,509)
Amounts at 31st December 2024	**5,682,719**	**(597,798)**	**5,084,921**

The above includes an unexpired risk reserve of $23 million (2023: $19 million) as shown on the face of the balance sheet and excludes the provision for unearned premium.

i. Discounted claims

Discounting may be applied to claims provisions where there are individual claims with structured settlements that have annuity like characteristics.

The claims have been discounted as follows:

	Average discounted rates		Average mean term of liabilities	
	2024	2023	2024	2023
Class of business				
Motor (third party liability)	3	3	20	21
Third party liability	3	3	20	21

The period that will elapse before claims are settled is determined using impaired life mortality tables. The claims provision before and after discounting are as follows:

	Undiscounted claims		Effect of discounting		After discounting	
	2024 $'000	2023 $'000	2024 $'000	2023 $'000	2024 $'000	2023 $'000
Gross claims provisions	443,610	227,290	(216,809)	(111,932)	226,800	115,358
Reinsurers share of total claims	(14,901)	(6,647)	7,215	1,062	(7,686)	(5,585)
Net claims provisions	**428,709**	**220,643**	**(209,595)**	**(110,870)**	**219,114**	**109,773**

7 Analysis of Gross Business

	Gross premiums written 2024 $'000	Gross premiums earned 2024 $'000	Gross claims incurred 2024 $'000	Gross operating expenses 2024 $'000	Reinsurance balance 2024 $'000
Direct insurance					
Accident and health	2,993	3,368	18,814	(7,443)	(3,696)
Motor	3,910	29,140	(24,174)	(30,386)	2,197
Marine, aviation and transport	2,806	3,345	15,881	(6,969)	(722)
Credit and surety	1,767	2,408	10,534	(4,290)	(1,990)
Fire and other damage to property	4,825	22,808	8,615	(17,264)	(10,975)
Third-party liability	10,763	24,250	69,970	(22,372)	4,266
Miscellaneous	2,131	4,097	12,220	-	(31,185)
Subtotal	**29,195**	**89,416**	**111,860**	**(88,724)**	**(42,105)**
Reinsurance acceptances	7,870	11,917	85,889	(39,456)	(50,629)
Total	**37,065**	**101,333**	**197,749**	**(128,180)**	**(92,734)**

	Gross premiums written 2023 $'000	Gross premiums earned 2023 $'000	Gross claims incurred 2023 $'000	Gross operating expenses 2023 $'000	Reinsurance balance 2023 $'000
Direct insurance					
Accident and health	3,743	3,735	199	(2,558)	(1,052)
Motor	483	8,641	7,189	(598)	(347)
Marine, aviation and transport	5,537	5,725	6,430	(3,875)	(6,487)
Credit and surety	789	28	16,040	(497)	(101)
Fire and other damage to property	6,886	15,800	15,826	(4,892)	(6,863)
Third-party liability	26,420	38,532	(50,399)	(28,952)	(5,032)
Miscellaneous	-	5,804	(4,709)	(4,505)	(537)
Subtotal	**43,858**	**78,265**	**(9,424)**	**(45,877)**	**(20,419)**
Reinsurance acceptances	45,424	42,471	(79,795)	(36,758)	177,717
Total	**89,282**	**120,736**	**(89,219)**	**(82,635)**	**157,298**

8 Net Operating Expenses

	2024 $'000	2023 $'000
Administrative expenses	**128,179**	**82,635**

Included in the administrative expenses are consolidated details of Staff costs for the period shown below:

	2024 $'000	2023 $'000
Wages and salaries	73,220	41,232
Social security costs	8,723	5,937
Other pension costs	5,648	3,951
	87,591	**51,120**

The average monthly number of employees of the Group, by main activity, during the period was made up as follows:

	2024 No.	2023 No.
Office and management	83	45
Claims	204	151
Operations	89	43
Services	95	67
Financial and actuarial	63	43
	534	**349**

During the period $0.7 million (2023: $0.8 million) was paid by the Company to key management personnel.

9 Auditor's Remuneration

	2024 $'000	2023 $'000
Audit of these financial statements	333	78
Audit of subsidiaries financial statements	2,557	1,944
Total audit fees	**2,890**	**2,022**
Fees payable to the auditor in respect of other services pursuant to legislation	332	184
Other assurance services	607	727
Tax compliance services	3	2
Total non-audit fees	**942**	**914**

Included within non-audit-related other assurance services is $603,000 relating to the Syndicate 3500 Statement of actuarial opinion.

10 Investment Return

	2024 $'000	2023 $'000
Investment income		
Income from financial assets at fair value through profit and loss – designated upon initial recognition	167,555	155,269
Deposit interest	7,919	32,615
Income from treasury bills	83,439	23,221
	258,913	**211,105**

11 Finance Costs

	2024 $'000	2023 $'000
Debt interest	49,259	44,603
Debt issuance fees	14,292	11,901
Letter of Credit Facility Commissions	15,419	16,222
	78,970	**72,726**

12 Other Income/(Charges)

	2024 $'000	2023 $'000
Amortisation of goodwill	21,623	(1,357)
Other income	12,262	-
	33,885	**(1,357)**

The amortisation charge relates to negative goodwill generated from the insurance company acquisitions in the United States and Ireland during the year.

13 Investment Expenses and Charges

	2024 $'000	2023 $'000
Investment expenses	**4,820**	**3,678**

Investment expenses relate to fees paid in respect of managing the investment portfolio.

14 Tax on Profit/(Loss)

(a) Current Tax

	2024 $'000	2023 $'000
Foreign tax – current tax on income for the period	(49,807)	(3,150)

Deferred Tax

Origination and reversal of timing differences	(3,391)	(81,367)
Total tax charge	**(53,198)**	**(84,517)**

(b) Factors Affecting the Tax Charge for the Year

	2024 $'000	2023 $'000
Profit before tax	**286,973**	**340,144**
Profit before tax multiplied by the corporate tax in Jersey 0%	-	-
Profit taxed at different rate in foreign jurisdictions	(70,490)	(11,184)
Current tax credit arising from use of unutilised losses	(774)	6,236
Utilisation of tax losses not previously recognised	21,747	-
Deferred tax origination and reversal of timing differences	(2,616)	(78,921)
Prior year adjustment	-	(1,043)
Expenses disallowed	(315)	(207)
Withholding tax (charge)/credit	(750)	602
Total tax charge for the year	**(53,198)**	**(84,517)**

The Organisation for Economic Co-operation and Development (OECD) Global Anti-Base Erosion Model Rules (GLoBE Rules or Pillar Two model rules) apply to multinational enterprises (MNEs) with revenue in excess of EUR 750 million per their consolidated financial statements. The impact of these rules on Riverstone International for the current and 2025 financial years are not considered to be material.

15 Goodwill

	Goodwill $'000
Cost	
At 1st January 2024	46,695
Additions (i)	(63,393)
Foreign exchange differences	338
At 31st December 2024	**(16,360)**

Accumulated amortisation	
At 1st January 2024	(6,602)
Charge for year	21,622
At 31st December 2024	**15,020**

Net book amount	
At 31st December 2024	**(1,340)**
At 31st December 2023	40,093

i. The amount relates to goodwill generated from insurance company acquisitions in the United States and Ireland during the year.

16 Tangible Assets

	Computer Equipment $'000	Fixtures and Fittings $'000	Land and Buildings $'000	Leasehold improvements $'000	Total $'000
Cost					
At 1st January 2024		1,781		795	2,576
Additions	585	5	5,606	111	6,307
Disposals	-	-	-	-	-
At 31st December 2024	**585**	**1,786**	**5,606**	**906**	**8,883**
Accumulated depreciation					
At 1st January 2024	-	(1,709)	-	(723)	(2,432)
Charge for year	(484)	(22)	(323)	(85)	(914)
At 31st December 2024	**(484)**	**(1,731)**	**(323)**	**(808)**	**(3,346)**
Net book amount					
At 31st December 2024	**101**	**55**	**5,283**	**98**	**5,537**
At 31st December 2023		72		72	144

17 Other Financial Investments

(a) Other Financial Investments by Category

	Market value 2024 $'000	Market value 2023 $'000	Historic cost 2024 $'000	Historic cost 2023 $'000
Financial assets – At fair value through profit and loss				
Shares and other variable-yield securities and units in unit trusts – Designated at fair value through profit and loss on initial recognition	210,142	85,800	293,837	78,511
Debt securities and other fixed interest securities designated at fair value through profit and loss on initial recognition	5,065,754	4,524,379	4,995,939	4,567,515
Lloyd's overseas deposits	244,675	315,430	244,675	315,430
Lloyd's central fund loans	18,857	27,765	18,857	27,765
Derivative financial instruments – at fair value through profit and loss, held for trading	5,223	5,042	-	-
	5,544,651	**4,958,416**	**5,553,308**	**4,989,221**
Deposits with ceding undertakings				
Funds withheld	**1,123,855**	**458,973**	-	-
Financial liabilities				
Derivative financial instruments – At fair value through profit and loss, held for trading	2,334	5,411	-	-
	2,334	**5,411**	**-**	**-**

(b) Disclosures of Fair Values in Accordance with the Fair Value Hierarchy

	Level 1 2024 $'000	Level 2 2024 $'000	Level 3 2024 $'000	Total 2024 $'000
At fair value through profit and loss				
Debt securities and other fixed-income securities designated at fair value through profit or loss upon initial recognition	4,509,380	556,424	-	5,065,804
Shares and other variable-yield securities and units in unit trusts – Designated at fair value through profit and loss on initial recognition	-	-	210,092	210,092
Derivative financial instruments at fair value through profit or loss, held for trading	-	-	5,223	5,223
Deposits with ceding undertakings	1,123,855	-	-	1,123,855
Lloyd's overseas deposits	35,713	208,962	-	244,675
Lloyd's central fund loans	-	-	18,857	18,857
Total	**5,668,948**	**765,386**	**234,172**	**6,668,506**

	Level 1 2023 $'000	Level 2 2023 $'000	Level 3 2023 $'000	Total 2023 $'000
At fair value through profit and loss				
Debt securities and other fixed-income securities designated at fair value through profit or loss upon initial recognition	4,524,379	-	-	4,524,379
Shares and other variable-yield securities and units in unit trusts – Designated at fair value through profit and loss on initial recognition	-	29,948	55,852	85,800
Derivative financial instruments at fair value through profit or loss, held for trading	-	-	5,042	5,042
Deposits with ceding undertakings	458,973	-	-	458,973
Lloyd's overseas deposits	46,647	268,783	-	315,430
Lloyd's central fund loans	-	-	27,765	27,765
Total	**5,029,999**	**298,731**	**88,659**	**5,417,389**

The Group discloses investments in accordance with a fair value hierarchy with the following levels:

- **Level 1** – the unadjusted quoted price in an active market for identical assets or liabilities that the entity can access at the measurement date;
- **Level 2** – inputs other than quoted prices included within Level 1 that are observable (i.e. developed using market data) for the asset or liability, either directly or indirectly;
- **Level 3** – inputs are unobservable (i.e. for which market data is unavailable) for the asset or liability.

(c) Level 3 Pricing

Level 3 contains investments where fair values are measured using valuation techniques for which significant inputs are not based on market observable data. Valuation techniques include comparisons with similar instruments where observable market prices exist, discounted cash flow analysis, option pricing models, and other valuation techniques commonly used by market participants.

(d) Collateralised Investments

The Group has pledged and encumbered financial assets amounting to $2,509 million (2023: $3,456 million) in respect of various collateral and trust fund arrangements. These arrangements include outstanding letters of credit and guarantees issued in favour of certain cedants and other creditors, trust fund deposits held to cover US and CAD dollar liabilities at Lloyd's of London and Lloyd's of London capital requirements. The terms and conditions of these arrangements are market standard.

18 Pension Costs

Defined Contribution Schemes

All Group staff are eligible to join a pension scheme. Contributions under such schemes are a percentage of salary. This percentage varies according to the age of the member of staff concerned.

The costs incurred by the Group under the various schemes during the year were $6 million (2023: $4 million).

19 Debtors Arising Out of Direct Insurance Operations

	2024 $'000	2023 $'000
Amounts owed by intermediaries	**295,982**	**320,424**

20 Debtors Arising Out of Reinsurance Operations

	2024 $'000	2023 $'000
Amounts owed by reinsurers and intermediaries	**376,268**	**375,626**

21 Other Debtors

	2024 $'000	2023 $'000
VAT/IPT/Corporation Tax recoverable	25,209	5,121
Receivable for securities sold	1,118	30,875
Sundry debtors	27,535	27,968
	53,862	**63,964**

22 Called up Share Capital

	2024 $	2023 $
Allotted		
938,294,787 ordinary shares class A of $1	938,294,787	938,294,787
200,000,000 ordinary shares class B of $1	200,000,000	200,000,000
9,025,521 ordinary shares class C of $1	9,025,521	9,025,521
	1,147,320,308	**1,147,320,308**
Total allotted and fully paid		
938,294,787 ordinary shares class A of $1	938,294,787	938,294,787
200,000,000 ordinary shares class B of $1	200,000,000	200,000,000
9,025,521 ordinary shares class C of $1	9,025,521	9,025,521
	1,147,320,308	**1,147,320,308**

23 Creditors Arising Out of Direct Insurance Operations

	2024 $'000	2023 $'000
Amounts falling due within one year		
Amounts owed to intermediaries	**12,539**	**35,454**
Amounts falling due after one year		
Amounts owed to intermediaries	**11,759**	**68,337**

24 Creditors Arising Out of Reinsurance Operations

	2024 $'000	2023 $'000
Amounts falling due within one year		
Balances owed to cedants and intermediaries	**153,366**	**110,817**
Amounts falling due after one year		
Balances owed to cedants and intermediaries	**143,828**	**213,605**

25 Other Creditors Including Tax and Social Security

	2024 $'000	2023 $'000
Amounts falling due within one year		
Payable for securities purchased	56,332	37,093
Tax payable	282	1,305
Accruals	51,542	27,813
Sundry creditors	28,533	26,336
	136,689	**92,547**
Amounts falling due after one year		
Sundry creditors	**938**	**2,685**

26 Deferred Taxation Liability

	2024 $'000	2023 $'000
Liability at 1st January	84,424	-
Recognition of future timing differences	2,616	84,424
Liability at 31st December	**87,040**	**84,424**

Deferred tax liability predominately relates to the Group's Syndicate result for open years of account which remain undistributed. This will unwind as the relevant years of account are distributed.

27 Deferred Taxation Asset

	2024 $'000	2023 $'000
Asset at 1st January	1,000	2,965
Recognition of future timing differences	(774)	(1,965)
Asset at 31st December	**226**	**1,000**

Deferred tax asset relates to unutilised trading losses.

28 Other Financial Commitments

At 31st December, the Group was committed to making the following minimum payments under non-cancellable operating leases for each of the following periods:

	2024 $'000	2023 $'000
Within one year	6,259	2,399
Between one and five years	17,353	9,541
Over five years	40,417	13,959
	64,029	**25,899**

29 Business Combinations

On 2nd February 2024, RiverStone International Limited (RIL), a wholly owned subsidiary of Riverstone International Holdings Limited ("RIHL"), completed the acquisition of all the outstanding shares of Catalina Insurance Ireland Designated Activity Company ("CIIDAC"), subsequently renamed Riverstone International Ireland DAC ("RIIDAC"), for cash consideration of US$86.5 million (€79.6 million). On a UK GAAP basis, CIIDAC had a net fair value adjusted asset amount of US$89.2 million (€82.1 million) on acquisition.

RIIDAC

	Book Value of Net Assets on Acquisition $m	Fair Value Adjustments $m	Adjusted Net Assets $m
Assets			
Other financial investments	383.8	-	**383.8**
RI share of technical provisions – claims outstanding	2.6	-	**2.6**
Reinsurance recoverable	15.7	(2.7)	**13**
Other assets	2.6	-	**2.6**
Liabilities			
Technical provisions – claims outstanding	(259.3)	(26.2)	**(285.5)**
Other liabilities	(27.3)	-	**(27.3)**
Net Assets (Liabilities)	**118.1**	**(28.9)**	**89.2**
Total Consideration			**86.5**
Goodwill arising on acquisition			**(2.7)**

On 1st June 2024, RiverStone International Holdings Inc.("RIHI"), a wholly owned subsidiary of Riverstone International Holdings Limited ("RIHL"), completed the acquisition of all the outstanding shares of Electric Insurance Company ("EIC") for cash consideration of US$110.2 million, subsequently renamed RiverStone International Insurance Inc ("RIINC"). On a UK GAAP basis, EIC had a net adjusted asset value of US$171.1 million on acquisition.

RIIINC

	Book Value of Net Assets on Acquisition $m	Fair Value Adjustments $m	Adjusted Net Assets $m
Assets			
Other financial investments	582.7	-	**582.7**
Pipeline premium	26.5	-	**26.5**
Land and building	16.1	(10.0)	**6.1**
Reinsurance recoverable	8.1	(1.3)	**6.8**
Prepayments and accrued income including deferred acquisition costs	2.6	-	**2.6**
Other assets	2.8	-	**2.8**
Liabilities			
Technical provisions – unearned premiums	(47)	16.6	**(30.4)**
Gross reserves	(472)	77.3	**(394.6)**
Insurance balance payables	(0.14)	-	**(0.14)**
Other liabilities	(11.8)	(19.5)	**(31.3)**
Net Assets (Liabilities)	**107.9**	**63.1**	**171.1**
Total Consideration			**110.2**
Goodwill arising on acquisition			**(60.9)**

30 Litigation and Contingent Liabilities

The Group is regularly involved, directly or indirectly, in litigation in the ordinary course of conducting its business including certain cases relating to asbestos and environmental pollution claims, as more fully described in Note 4. In the judgment of the Directors, none of these cases, individually or collectively, are likely to result in judgments for amounts which, net of loss and loss adjustment expense reserves previously established and reinsurance recoverables which the Group believes are probable of realisation, would have a material effect on the financial position of the Group.

31 Investments in Group Undertakings

RiverStone International directly owns all of the ordinary issued share capital of the following companies (none of which are listed). Under FRS 102, the carrying value of the investments in subsidiary undertakings on the balance sheet of RiverStone International is based on a cost less impairment accounting policy.

Name of Undertaking	Country	Registered address
Gatland Holdco Limited	Jersey	Level 1, IFC1, Esplanade, St Helier, Jersey, JE2 3BX
Gatland Topco Limited	Jersey	Level 1, IFC1, Esplanade, St Helier, Jersey, JE2 3BX
Gatland Midco Limited	Jersey	Level 1, IFC1, Esplanade, St Helier, Jersey, JE2 3BX
Gatland Bidco Limited	Jersey	Level 1, IFC1, Esplanade, St Helier, Jersey, JE2 3BX
TIG (Insurance) (Barbados) Limited	Barbados	Pine Commercial Centre, #12 Pine Commercial, The Pine, St. Michael, Barbados, BB11103
RiverStone International Limited	Bermuda	Clarence House, 2 Church Street, Hamilton HM 11, Bermuda
RiverStone International (Bermuda) Limited	Bermuda	Clarence House, 2 Church Street, Hamilton HM 11, Bermuda
Advent Capital (Holdings) Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Advent Underwriting Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Advent Capital Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Advent Capital (No. 2) Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Advent Capital (No. 3) Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU

Name of Undertaking	Country	Registered address
RiverStone Holdings Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone International Holdings Inc	United States	Corporation Trust Centre, 1209 Orange Street, Wilmington, New Castle, DE 19801
RiverStone Managing Agency Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone Insurance (UK) Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone Management Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone Corporate Capital Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone Corporate Capital 2 Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone Corporate Capital 3 Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone Corporate Capital 5 Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
GAI Holding Bermuda Limited	Bermuda	GAI Bermuda Holdings Limited, 22 Victoria Street, Hamilton, Bermuda
GAI Indemnity Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Neon Capital Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Neon Holdings (UK) Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Neon Underwriting Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Lavenham Underwriting Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Neon Management Services Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Neon Service Company (UK) Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Sampford Underwriting Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
Gemini Holdco Limited	Ireland	Pavilion House, 31 Fitzwilliam Square, Dublin 2

Name of Undertaking	Country	Registered address
RiverStone Holdings (Malta) Limited	Malta	Aragon House Business Centre, Level 2, Dragonara Road, St. Julian's, STJ3140
RiverStone Insurance (Malta) SE	Malta	Aragon House Business Centre, Level 2, Dragonara Road, St. Julian's, STJ3140
RiverStone at Lloyd's Limited	United Kingdom	Park Gate, 161-163 Preston Road, Brighton, BN1 6AU
RiverStone International Insurance, Inc	United States	75 Sam Fonzo Drive, Beverly, MA 01915
RiverStone International Ireland DAC	Ireland	Unit 44, Block 5, Northwood, Santry, Dublin, Ireland, D09 EW63
Electric Insurance Agency, LLC	United States	75 Sam Fonzo Drive, Beverly, MA 01915
Elm Insurance Company	United States	75 Sam Fonzo Drive, Beverly, MA 01915

32 Related Party Transactions and Immediate and Ultimate Parent Company

RiverStone International is the smallest and largest group of undertakings to consolidate these financial statements. The majority of the shares in RiverStone International are held by investment funds or vehicles managed by the controlling party CVC Capital Partners Strategic Opportunities II LP. RiverStone International is the ultimate holding company of the Group and is registered in Jersey.

33 Subsequent Events

Effective 1st January 2025, the Group entered into two reinsurance to close transactions resulting in the transfer to the Group of gross and net technical provisions of approximately \$324 million and \$270 million respectively. Effective 1st January 2025 the Group entered into a LPT transaction resulting in the transfer of gross and net technical provisions of approximately \$80 million.

A 2025 share buyback of \$100 million has been approved by the board on 25th March 2025.

Non- GAAP Alternative Performance Measures

In order to fully explain the performance of the Group, management discuss and analyse the results in terms of financial measures which include a number of alternative performance measures ('APMs'). APMs are non-GAAP measures which are used to supplement the disclosures prepared in accordance with FRS 102/103.

Management believe these measures provide useful information to enhance the understanding of the Group's financial performance. However, APMs should be viewed as complementary to, rather than as a substitute for, the figures determined according to FRS 102/103.

The APMs utilised by the Group may not be the same as those used by other companies and may change over time.

	2024 $m	2023 $m
Adjusted profit before tax		
Profit before tax	287.0	340.1
add mark to market losses/(gains) on fixed income financial investments	13.3	(89.6)
Adjusted profit before tax	**300.3**	**250.5**

	2024 $m	2023 $m
Underwriting profits		
Balance on the technical account for general business	87.5	106.2
less operating expenses	128.2	82.6
less member level reinsurance	17.0	19.3
add goodwill amortisation on acquired portfolios	27.8	4.8
Underwriting profits	**260.4**	**212.9**

	2024 $m	2023 $m
Adjusted Tangible book value		
Total shareholders equity	1,636.9	1,408.9
add cumulative mark to market losses net of tax	99.6	56.8
less fair value and goodwill	(38.0)	(39.3)
Adjusted Tangible book value	**1,698.5**	**1,426.4**

Notes

25 YEAR ANNIVERSARY

RiverStone International

RiverStone International

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