

*Summary Report of the Independent Expert on
the proposed transfer of insurance business from*

***U K Insurance Ltd to
Intact Insurance UK Limited***

*in accordance with Part VII of the Financial
Services and Markets Act 2000*

*For the High Court of Justice of England and
Wales*

7 October 2025

*Prepared by:
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LCP*

U K Insurance Ltd to Intact Insurance UK Limited

Transfer of insurance business

Summary of the Independent Expert's Scheme Report for the High Court of Justice of England and Wales

1. The Proposed Transfer

The firms involved

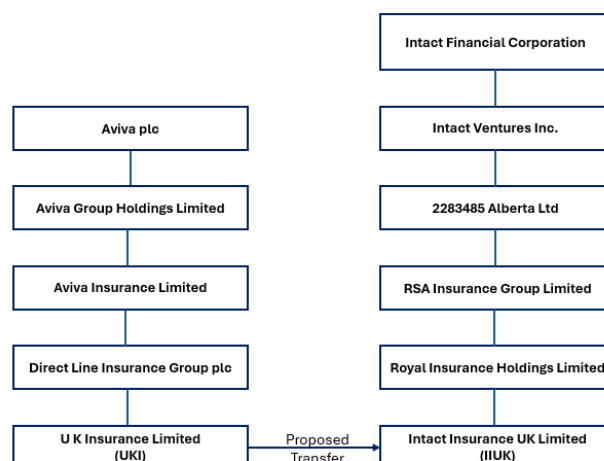
U K Insurance Limited (UKI) is the largest of the regulated entities within the group of companies owned by Direct Line Insurance Group plc (DLG and the Direct Line Group). It underwrites a variety of non-life insurance products, including motor, home and commercial policies. These products are marketed under brands such as Direct Line, Churchill, Privilege, Green Flag, NIG and FarmWeb.

In December 2024 Aviva plc (Aviva) and DLG announced that they had reached an agreement whereby Aviva would acquire DLG. Aviva is a British multi-national insurance company headquartered in London with c. 19m customers in the UK, Ireland and Canada. The acquisition was approved by the court and became effective on 1 July 2025.

Whilst Aviva has acquired DLG, UKI (a subsidiary of Aviva) remains the transferor under the scheme. At this stage, the acquisition of DLG by Aviva has not led me to change my conclusions regarding the impact of the Proposed Transfer on any group of policyholders. However, I will continue to engage with DLG to understand the potential implications of the acquisition on the Proposed Transfer and will consider it further in my Supplementary Report.

Intact Insurance UK Limited (IIUK), formerly known as Royal & Sun Alliance Insurance Limited (RSAI) until 19 August 2025, is a British multi-national general insurance company offering a wide range of commercial insurance products including, but not limited to, property, casualty, marine, motor, professional indemnity, construction, engineering & renewable energy and accident & health. In 2021, RSAI became part of the Intact Financial Corporation group (Intact) following the acquisition of RSA Insurance Group plc by Intact and Tryg A/S. Following the acquisition, Intact retained RSA Insurance Group's Canadian, UK and International entities, Tryg retained RSA's Swedish and Norwegian businesses, and Intact and Tryg co-owned RSA's Danish business, which was subsequently sold to Alm. Brand Group. In 2023 RSAI announced plans to sell its UK direct personal lines business.

Below is a simplified organisational chart showing the entities involved in the Proposed Transfer.



Note: the transfer of legal title of the shares in Direct Line Insurance Group plc to Aviva Insurance Limited is subject to completion of the stamp duty process with HMRC, which is expected to complete before the end of September 2025.

The Transferring Business

Various DLG entries (including UKI) and IIUK entered into a Business Transfer Agreement (BTA) on 6 September 2023 for the sale of UKI's Brokered Commercial Insurance Business to IIUK. The BTA provided for the transfer of the new business franchise as a going concern, including certain operations, brands, intellectual property rights, employees, contractors and data. The BTA was entered into before the announcement that Aviva was to acquire DLG.

UKI and IIUK entered into a 100% quota share reinsurance agreement dated 6 September 2023 (which was amended and restated on 1 May 2024 and 30 June 2025) (the QS Agreement) and effective from 1 October 2023, the Risk Transfer Date, relating to the reinsurance of new and certain existing business of the Brokered Commercial Insurance Business.

The Transferring Business is largely brokered commercial lines insurance for small and medium-sized companies/enterprises (SME) and the mid-market companies segment of the UK market through the NIG and FarmWeb brands, including dual branded, broker branded and coinsurance policies, underwritten by UKI. The NIG brand provides commercial insurance for UK SMEs and is exclusively sold through brokers and includes motor trade, property owners, motor fleet and commercial van policies. The FarmWeb brand provides specialist insurance for agriculture, motor, property and liability cover to UK farmers and is distributed through a network of specialist agricultural insurance brokers.

UKI will make it clear in the letters to NIG and FarmWeb policyholders notifying them of the Proposed Transfer that they are being notified because they have purchased a policy through the NIG or FarmWeb brands, including broker branded policies in scope.

UKI and IIUK also propose to make clear in the legal notice placed in newspapers/allied publications that the policies transferring are those connected with the NIG and FarmWeb brands to ensure clarity regarding the Transferring Business for customers.

IIUK provides reinsurance to UKI through the QS Agreement in respect of the following:

- the unearned portion of UKI policies that were live at the Risk Transfer Date; and
- policies written by UKI on and after the Risk Transfer Date.

I refer to these policies as the 'front book' in this report.

The earned portion of UKI policies (ie earned prior to the Risk Transfer Date) that were live as at the Risk Transfer Date I shall refer to as the 'back book'. The back book, together with the front book, I refer to as the Transferring Portfolio.

The Part VII transfer seeks to legally transfer all policies within the Transferring Portfolio from UKI to IIUK (the Transferring Business). The Proposed Transfer includes a new reinsurance agreement (new QS arrangement) whereby UKI will provide a 100% quota share reinsurance to IIUK in respect of the back book at the Effective Date of the Proposed Transfer. Further detail on the Transferring Business is set out in section 3 of my Scheme Report.

UKI policies that were not live at the Risk Transfer Date are not in scope of the Proposed Transfer (the retained book). The liabilities arising from these policies shall remain with UKI and will continue to be managed under its existing run-off arrangements.

Based on the definitions of the front book and the back book as set out above, policies that were live as at the Risk Transfer Date are categorised as:

- the portion of that policy which was unearned as at the Risk Transfer Date forms part of the front book; and
- the portion of that policy which was earned as at the Risk Transfer Date forms part of the back book.

In summary, the QS Agreement covers the reinsurance of the front book by IIUK. This agreement ends at the point of the Proposed Transfer at which point the front and back books transfer from UKI to IIUK, and the economic risk and rewards of the back book immediately returns to UKI via a new QS arrangement to become effective from the Effective Date. In effect the Proposed Transfer achieves the same commercial outcome as the current QS Agreement.

Transferring Policyholders

UKI have identified c. 390k transferring policies held by c. 340k policyholders, as some policyholders took out more than one policy. Within the transferring policies are 1,109

Jersey policies held by 1,038 policyholders.

Of the c. 390k transferring policies, virtually all are annual policies with less than 100 multi-year policies written. In terms of brand, 94% are NIG policies and 6% are FarmWeb policies. All the Jersey policies were NIG, other than one FarmWeb policy.

The breakdown of the underlying business of the policies is Van 34%, eTrade Landlords 24%, eTrade Shop/Tradesman 11% and eTrade FarmWeb Combined/Motor 6%. The remainder of business was spread over a large number of other classes.

Jersey policies

The Transferring Business includes policies issued as part of the business carried on by UKI in or from within Jersey, and the transfer of this business (the Jersey Transfer) is subject to approval by the Royal Court of Jersey under the Insurance Business (Jersey) Law 1996 and will take effect on the Effective Date.

These policyholders will be treated the same as the UK policyholders upon transfer, and my conclusions in this report apply equally to the Jersey policyholders and the Jersey Transfer. It is expected that this report will be made available to the Jersey Financial Services Commission and to the Royal Court of Jersey by UKI and IIUK when seeking approval for the transfer of these policies.

There is no conditionality to the Proposed Transfer if the Jersey transfer does not go ahead, but the Jersey transfer would not go ahead if the Proposed Transfer is not sanctioned by the UK Court.

Effective Date

The Effective Date of the Proposed Transfer is expected to be 1 April 2026, both in the UK and Jersey.

The Directions Hearings are scheduled for 15 October 2025 in the UK and 17 October 2025 in Jersey. The Sanctions Hearings are scheduled for 25 February 2026 in the UK and 5 March 2026 in Jersey.

Reinsurance

UKI maintains a number of reinsurance arrangements to which the transferring policies attach which, pursuant to the Proposed Transfer, will be transferred to IIUK in whole or in part with effect from the Effective Date. The Proposed Transfer will not affect the underlying terms and conditions of such reinsurance arrangements.

With effect from the Effective Date:

- certain of these reinsurance arrangements will be shared between UKI and IIUK, such that IIUK will be entitled to all reinsurance protections in respect of liabilities arising during the period from (and including) 1 October 2023 to (and including) 31 December 2023, while UKI shall continue to retain the corresponding protections in respect of liabilities arising from (and including) 1 January 2023 to (and including) 30 September 2023; and
- the remaining reinsurance arrangements will transfer to IIUK in their entirety.

Claims handling

Around 200 claims employees transferred from UKI to IIUK in May 2024 (as part of a wider transfer of employees involved in the Brokered Commercial Insurance Business to IIUK) and are currently seconded back to UKI, continuing to service the Transferring Business using UKI's claims handling systems. On the Effective Date of the Proposed Transfer, these secondments will end and the claims employees will transition to using IIUK's claims handling system. This will ensure continuity with no disruption to claims handling.

UKI has a number of claims solutions but predominantly uses Guidewire ClaimCenter (GWCC). IIUK is already using GWCC and so the transition for ex-UKI staff is mitigated. The Transferring Business is also aligned to IIUK's existing business.

By the time of the Effective Date of the Proposed Transfer, all NIG claims will sit on either UKI's GWCC v9 platform (for motor claims) or v10 platform (for property and casualty claims). All will migrate to IIUK's GWCC v10 platform (other than two small volume products which are still under discussion), benefitting from the alignment of data models and functionality present in the Guidewire software. Commercial van claims are hosted across two UKI legacy systems but these will also migrate to RSA's GWCC v10 platform, bringing enhancements to capability for both claim handlers and customers.

A number of third party applications support the claims process at both UKI and IIUK and commonality of usage has also been identified through the data migration preparation work that has been jointly undertaken.

From an employee transition perspective, a phased transition of claims employees has been underway since Q4 2024 and will continue into Q1 2026. Upon transfer to IIUK, each employee receives comprehensive training on IIUK systems before becoming operationally active. The synergy between UKI and IIUK core claims platforms and supporting applications noted above simplifies this transition and effectively mitigates the risk of disruption to customer journeys.

UKI estimates that there are c. 12,000 open claims as at August 2025 relating to the Transferring Business, but this number will reduce up to the Effective Date. By comparison, IIUK's in-house claims functions registered and handled c. 185,000 new claim notifications in 2024 (excluding Pet). The transferring claims therefore represent c. 6% of current annual claims activity.

Both UKI and IIUK operate mature, well-established claims-handling functions with a strong focus on customer service. As such, both firms have confirmed that they do not envisage any material changes to the claims experience or service levels for any of the Non-transferring Policyholders, Transferring Policyholders or Existing Policyholders. To the extent that there are any material changes, both firms will employ reasonable endeavours to put in place measures to minimise the potential impact of these changes (where this is commercially practicable to do so). The Proposed Transfer is therefore not expected to have any material impact on the servicing of claims for any policyholders.

From UKI, no material changes in the approach to claims handling are planned for the Non-transferring Policyholders. So far as is possible and practicable, any changes to the IIUK service provision for Transferring Policyholders will endeavour to be on a similar/comparable standard as enjoyed prior to the Proposed Transfer (where this is commercially practicable). Both UKI and IIUK will endeavour to minimise the impact of the Proposed Transfer to a customer's claims service experience.

Existing customer contact channel options (telephony, digital, email, post) will be maintained where appropriate for both Transferring and Non-transferring Policyholders. No material change is planned, and redirections will be provided for any exceptions.

Sanctions

DLG conducts sanctions screening on a daily basis using a strategic sanctions screening application. All relevant data held on core customer databases is screened against the Consolidated Sanctions List (CSL), which includes sanctioned individuals, entities, organisations and countries listed by the relevant Regulators. This list is regularly maintained and reviewed to ensure it remains compliant with relevant legal and regulatory requirements.

Screening is conducted at inception and on an ongoing basis at various trigger points throughout the lifecycle of the policy or claim, including each time the relevant external sanctions lists are updated. The sanctions screening application uses various configuration settings and fuzzy matching capability in line with best practice. Sanctions screening is undertaken against all customers, claimants, payees, employees, contractors, third party service providers and transactions.

DLG also has a dedicated sanctions team, with qualified and competent staff. Where sanctions screening cannot be completed via the automated batch process, manual screening is completed by the sanctions team using the Ad hoc screening functionality within the screening application. This uses the same screening functionality as the automated process.

All potential matches generated by the screening application are investigated by the sanctions team. If a positive sanctions match is identified this is escalated internally to the Head of Sanctions, Group Legal and relevant senior stakeholders. Payment blocks are applied to the policy/claim and the match is reported to the Office of Financial Sanctions Implementation (OFSI) and Financial Conduct Authority (FCA) where required.

A monthly dashboard containing management information relating to sanctions risk issues is presented to the Financial Crime Steering Committee with reporting to the Board where relevant.

UKI have identified no positive matches in respect of the Transferring Business under the Proposed Transfer and the UKI sanctions team continues to report the status to IIUK on a monthly basis.

IIUK screen every policy, claim, policyholder, and third-party claimant utilising their sanctions screening solution, and screen on an on-going basis to assess for potential sanctions hits. Any hits are investigated, to determine

whether or not the hit was a false positive. Any true matches would be escalated to the UK Data Protection Officer and then notified to the OFSI and the FCA as appropriate. Screening is conducted by IIUK themselves, rather than through a third party, on a weekly basis and in real time at inception and renewal where higher risk factors are identified.

IIUK have identified no such true matches in respect of the Transferring Business under the Proposed Transfer.

2. My role as Independent Expert

DLG and RSAI (now known as IIUK) jointly appointed me to act as the Independent Expert (IE) for the Proposed Transfer. The Prudential Regulation Authority (PRA), in consultation with the FCA, has approved my appointment.

As IE, my overall role is to assess whether:

- The security provided to policyholders of UKI and IIUK will be materially adversely affected by the implementation of the Proposed Transfer.
- The Proposed Transfer will have any adverse impact on service standards experienced by policyholders.
- Any reinsurer of UKI/IIUK covering the Transferring Business will be materially adversely affected by the Proposed Transfer.

3. Summary of my conclusions

I have set out below my summary conclusions, considering the effect of the Proposed Transfer on the following four parties:

- 'Non-transferring Policyholders', ie policyholders of UKI where no part of their policy will transfer and who will remain with UKI after the Proposed Transfer.
- 'Transferring Policyholders', ie UKI policyholders whose policies relating to the Transferring Business will transfer to IIUK. This includes policies that:
 - were live as at the Risk Transfer Date; and/or
 - inception after the Risk Transfer Date.
- 'Existing Policyholders', ie policyholders of IIUK prior to the Proposed Transfer who will remain policyholders with IIUK after the Proposed Transfer.
- Reinsurers of UKI/IIUK covering the Transferring Business.

In drawing my conclusions, I have considered the impact of the Proposed Transfer on all underlying Claimants and Beneficiaries as described above and including eg the dependants of policyholders.

4. The IE's Scheme Report

This is a summary of my full Scheme Report, "Scheme Report of the Independent Expert on the proposed transfer of insurance business from U K Insurance Ltd to Intact Insurance UK Limited in accordance with Part VII of the Financial Services and Markets Act 2000".

A copy of the full Scheme Report is available for download free of charge at the UKI website and also the IIUK website.

I will also prepare a Supplementary Report ahead of the Sanctions Hearing for the Proposed Transfer. The purpose of the Supplementary Report is to confirm and/or update my conclusions on the Proposed Transfer, based on any new material or issues that arise, including any objections raised by any interested parties.

5. Non-transferring Policyholders

I have concluded that the security provided to Non-transferring Policyholders will not be materially adversely affected by the Proposed Transfer. I have concluded that no material impact on service standards is expected for Non-transferring Policyholders following the Proposed Transfer.

At the Effective Date of the Proposed Transfer, UKI expects to have c. 10m in-force policies.

Summary rationale:

- I am satisfied that the approaches used to calculate the IFRS and Solvency UK technical provisions for UKI, including the Transferring Business, are appropriate, and UKI has confirmed that these will be materially unchanged post-transfer.
- The SCR coverage ratio for UKI is projected to remain unchanged at 184% as a result of the Proposed Transfer.
- Further, UKI has provided capital projections until 31 December 2028 which indicate that UKI will remain well capitalised until that date.
- I am satisfied that UKI is expected to have sufficient capital under a range of adverse scenarios. Even in more extreme adverse scenarios, such as UKI's reverse stress test, I am satisfied that Non-transferring Policyholders are not materially adversely affected as a result of the Proposed Transfer.
- UKI is not planning any material changes to how the business is carried out. In particular, there are no plans to change how Non-transferring Policyholders are serviced following the Proposed Transfer.

6. Transferring Policyholders

I have concluded that the security provided to Transferring Policyholders will not be materially adversely affected by the Proposed Transfer. I have concluded that no material impact on service standards is expected for Transferring Policyholders following the Proposed Transfer.

UKI have identified c. 390,000 policies that will transfer to IIUK as a result of the Proposed Transfer. The vast majority of in-scope policies will have expired by the Effective Date.

Summary rationale:

- I am satisfied that the approaches used to calculate the IFRS and Solvency UK and IFRS technical provisions for the Transferring Business in IIUK are appropriate, and IIUK has confirmed that these will be materially unchanged post-transfer.
- The SCR coverage ratio for Transferring Policyholders is expected to reduce from 184% to 181% as a result of the Proposed Transfer. I do not consider the

security provided to Transferring Policyholders to be materially adversely affected by this as IIUK will still be well capitalised.

- Further, IIUK has provided capital projections until 31 December 2027 which indicate that IIUK will remain well capitalised until that date.
- I am satisfied that IIUK is expected to have sufficient capital under a range of adverse scenarios in relation to both the Transferring Business and its other business. Even in more extreme adverse scenarios, where IIUK's SCR coverage ratio would fall below 100%, I am satisfied that the likelihood of such scenarios is sufficiently remote, such that Transferring Policyholders are not materially adversely affected as a result of the Proposed Transfer. I note that the scenarios make no allowance for management actions to restore capital levels.
- IIUK is a UK entity so the Transferring Policyholders will continue to be regulated in the UK following the Proposed Transfer. The rights of policyholders in respect of access to the Financial Services Compensation Scheme (FSCS) or Financial Ombudsman Service (FOS) will not change as a result of the Proposed Transfer.
- Around 200 claims employees transferred from UKI to IIUK in May 2024 (as part of a wider transfer of employees involved in the Brokered Commercial Insurance Business to IIUK) and are currently seconded back to UKI, continuing to service the Transferring Business using UKI's claims handling systems. On the Effective Date of the Proposed Transfer, these secondments will end and the claims employees will transition to using IIUK's claims handling system. This will ensure continuity with no disruption to claims handling.

7. Existing Policyholders

I have concluded that the security provided to Existing Policyholders will not be materially adversely affected by the Proposed Transfer. I have concluded that no material impact on service standards is expected for Existing Policyholders following the Proposed Transfer.

IIUK estimates that there will be over 3.5m live in-force policies as at September 2025. The number of transferring policies expected to be in-force at the Effective Date is immaterial relative to this.

Summary rationale:

- I am satisfied that the approaches used to calculate the IFRS and Solvency UK technical provisions for IIUK are appropriate, and IIUK has confirmed that these will be materially unchanged post-transfer.
- The SCR coverage ratio for IIUK Policyholders is expected to remain at 181% as a result of the Proposed Transfer. Therefore I do not consider the security provided to Existing Policyholders to be materially adversely affected by the Proposed Transfer.
- Further, IIUK has provided capital projections until 31 December 2027 which indicate that IIUK will remain well capitalised until that date.

- I am satisfied that IIUK is expected to have sufficient capital under a range of adverse scenarios in relation to both the Transferring Business and its other business. Even in more extreme adverse scenarios, where IIUK's SCR coverage ratio would fall below 100%, I am satisfied that the likelihood of such scenarios is sufficiently remote, such that Transferring Policyholders are not materially adversely affected as a result of the Proposed Transfer. I note that the scenarios make no allowance for management actions to restore capital levels.
- IIUK is not planning any material changes to how its existing business is carried out. In particular, there are no plans to change how Existing Policyholders are serviced following the Proposed Transfer.

8. Reinsurers

I have concluded that reinsurers of UKI and IIUK who provide cover for the Transferring Business will not be materially adversely affected by the Proposed Transfer.

I have considered the position of reinsurers of UKI and IIUK who currently provide cover for the Transferring Business. A list of existing reinsurance agreements that will transfer is in section 3.2 of my Scheme Report.

Summary rationale:

- The front book of the Transferring Business is currently reinsured by IIUK under the QS Agreement with UKI. At the time of the Proposed Transfer, the QS Agreement will cease.
- Following the Proposed Transfer, through a new QS arrangement, UKI will provide 100% quota share reinsurance to IIUK in respect of the back book.
- With the exception of the QS Agreement, UKI and IIUK have both confirmed that all other existing reinsurance arrangements that are in place for each respective entity will continue following the Proposed Transfer.
- The Proposed Transfer will not affect the underlying terms and conditions of the existing reinsurance arrangements. IIUK will assume all of UKI's rights and obligations under these arrangements for the Transferring Business including any entitlements in respect of reinsurance recoveries, with effect from the Effective Date.
- The reinsurers of the Transferring Business will be exposed to the same claims whether or not the Proposed Transfer goes ahead.
- All of the reinsurers of the Transferring Business with outstanding balances or allocated case reserves will be informed of the Proposed Transfer.

9. Further information and next steps

Further details on my conclusions, and other supporting information, are set out in my full Scheme Report.

I will be reviewing these conclusions and preparing a Supplementary Report ahead of the Sanctions Hearing for the Proposed Transfer. The purpose of the Supplementary Report is to confirm and/or update my conclusions based on any new material or issues that arise and any objections received from interested persons.

Specific issues that I have highlighted in the full Scheme Report and this Summary Report which require further review include:

- Any impact on DLG of the acquisition by Aviva relating to the Proposed Transfer;
- Any updates to the financial information provided in this report eg updated reserve estimates and financial projections including SCR coverage ratios and balance sheets;
- Any update on the approach to monitoring sanctions for DLG and IIUK;
- The implementation of the communication plan for Transferring Policyholders;
- Any policyholder objections received; and
- Any developments regarding the structure of the Proposed Transfer.



Stewart Mitchell

Fellow of the Institute and Faculty of Actuaries

7 October 2025

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