

BEST DOCTORS INSURANCE VBA

Financial Statements

(With Independent Auditor's Report Thereon)

March 31, 2023 and March 31, 2022

Best Doctors Insurance VBA
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March 31, 2023 and March 31, 2022

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Independent Auditor's Report

To the management and supervisory board of Best Doctors Insurance VBA

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Best Doctors Insurance VBA (the Company), which comprise the statement of financial position as at March 31, 2023, and the statement of income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Best Doctors Insurance VBA as at March 31, 2023, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board of Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial statements, which indicates that the Company, since July 1, 2018, is in the process of winding down the activities of the company. On July 3, 2023, the CBA rescinded the Company's insurance license on completion of two conditions. Upon receipt of the CBA's final approval, the Company's management will proceed to liquidate the Company. As stated in Note 1, these events or conditions, along with other matters as set in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified with respect to this matter.

Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

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

The supervisory board is responsible for overseeing the Company's financial reporting process.

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 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.

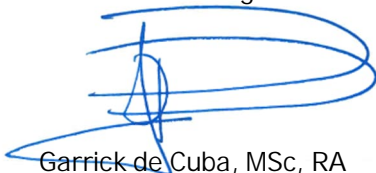
As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with management and the supervisory board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant findings in internal control that we identify during our audit.

Oranjestad, September 13, 2023
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for Ernst & Young Accountants



Garrick de Cuba, MSc, RA
Partner

BEST DOCTORS INSURANCE VBA

Balance Sheet

March 31, 2023 and March 31, 2022

(Expressed in United States Dollars)

	<u>2023</u>	<u>2022</u>
Assets		
Cash and cash equivalents	\$ 274,208	\$ 360,123
Long-term investment (Note 5)	492,598	492,598
Accrued interest receivable	2,041	2,652
Due from related companies (Note 7)	16,698	27,267
Premiums receivable	-	17,888
Deferred acquisition costs	-	5,817
	<hr/>	<hr/>
Total assets	\$ 785,545	\$ 906,345
	<hr/> <hr/>	<hr/> <hr/>
Liabilities		
Reserve for outstanding losses and loss expenses (Note 6)	\$ -	\$ 3,880
Unearned premium reserve	-	23,289
Due to related companies (Note 7)	425,758	441,797
Accounts payable and accrued expenses	<u>39,037</u>	<u>116,650</u>
	<hr/>	<hr/>
Total liabilities	464,795	585,616
Shareholder's equity		
Share capital (Note 11)	113,000	113,000
Additional paid in capital	1,246,000	1,246,000
Retained earnings/(deficit)	<u>(1,038,250)</u>	<u>(1,038,271)</u>
Total shareholder's equity	320,750	320,729
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Total liabilities and shareholder's equity	\$ 785,545	\$ 906,345
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The accompanying notes are an integral part of these financial statements.

Signed on behalf of the Board.

Director

BEST DOCTORS INSURANCE VBA

Statement of Income

Year ended March 31, 2023 and March 31, 2022
(Expressed in United States Dollars)

	<u>2023</u>	<u>2022</u>
Underwriting income		
Gross premiums written-direct	\$ 3,609	\$ 38,482
Movement in unearned premiums	23,289	(1,604)
Net premiums earned (Note 8)	<u>26,898</u>	<u>36,878</u>
Transaction fee income	-	-
Total underwriting income	<u>26,898</u>	<u>36,878</u>
Underwriting expenses		
Losses and loss expenses incurred (Note 6)	(3,880)	(1,599)
Excess of loss reinsurance premium	113	548
Sales and commission fees	<u>6,716</u>	<u>9,210</u>
Total underwriting expenses	<u>2,949</u>	<u>8,159</u>
Net underwriting income	23,949	28,719
Other income (expenses)		
Net investment income	8,737	9,526
General and administrative expenses	<u>(32,665)</u>	<u>(166,939)</u>
Net income/(loss)	\$ <u>21</u>	\$ <u>(128,694)</u>

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

BEST DOCTORS INSURANCE VBA

Statements of Changes in Shareholder's Equity

Year ended March 31, 2023 and March 31, 2022
(Expressed in United States Dollars)

	Share Capital	Additional Paid in Capital	Retained Earnings/(Deficit)	Shareholder's Equity
Balance March 31, 2021	\$ 113,000	\$ 1,246,000	\$ (909,577)	\$ 449,423
Net loss			(128,694)	(128,694)
Balance March 31, 2022	113,000	1,246,000	(1,038,271)	320,729
Net Income			21	21
Balance March 31, 2023	<u>\$ 113,000</u>	<u>\$ 1,246,000</u>	<u>\$ (1,038,250)</u>	<u>\$ 320,750</u>

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

BEST DOCTORS INSURANCE VBA

Statements of Cash Flows

Year ended March 31, 2023 and March 31, 2022

(Expressed in United States Dollars)

	<u>2023</u>	<u>2022</u>
Cash flows from operating activities		
Net income/(loss)	\$ 21	\$ (128,694)
Adjustments to reconcile net income/(loss) to net cash		
Changes in non-cash working capital:		
Accrued interest receivable	611	(202)
Premiums receivable	17,888	(1,248)
Due from related companies	10,569	(27,267)
Due to related companies	(16,039)	(5,621)
Deferred acquisition costs	5,817	(396)
Outstanding losses and loss expenses	(3,880)	(1,603)
Unearned premium reserve	(23,289)	1,604
Accounts payable and accrued expenses	<u>(77,613)</u>	<u>66,654</u>
Cash flows used in operating activities	<u>(85,915)</u>	<u>(96,773)</u>
Net decrease in cash and cash equivalents	(85,915)	(96,773)
Cash and cash equivalents at beginning of year	<u>852,721</u>	<u>949,494</u>
Cash and cash equivalents at end of year	\$ <u><u>766,806</u></u>	\$ <u><u>852,721</u></u>

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

BEST DOCTORS INSURANCE VBA

Notes to Financial Statements

March 31, 2023 and March 31, 2022

1. General

Best Doctors Insurance VBA (the “Company”) was incorporated under the laws of Aruba on November 29, 2011. The registered business address of the Company is Seroe Lopes 5C-1, Paradera, Aruba. The Company obtained its permit to operate as a general insurance company on February 1, 2013. The Company commenced writing business in March 2013.

The Company is a wholly-owned subsidiary of Best Doctors Insurance (“BDIL”), a company incorporated in Bermuda. The ultimate parent of the company is Primary Group Limited, a Bermuda Company.

Going concern

Effective July 1, 2018, the Company ceased writing new business. After evaluation of the results of the Company for the year ended March 31, 2018, and taking into consideration the lack of significant commercial opportunities that could provide an increase in the Company’s business volume, the Company decided to discontinue operations. On April 5, 2019, the Company requested the CBA for approval to discontinue operations. On July 3, 2023, the CBA rescinded the insurance license of the Company on completion of two conditions: 1) submittal of the financial results for the quarter ending June 30, 2023 (already filed) and 2) submittal of the audited financial statements for the year ending March 31, 2023 (currently in process). Upon receipt of the CBA’s final approval, the Company’s management will proceed to liquidate the Company by registering the liquidation resolution with the Chamber of Commerce, publicize the decision to liquidate the Company in the local newspaper for any potential creditors to present their claims and distribute the Company’s assets according to the plan.

2. Summary of significant accounting policies

The Company has consistently applied the following accounting policies to all periods presented in these financial statements.

(a) Basis of accounting

The accompanying financial statements are prepared in conformity with accounting principles generally accepted in the United States of America (“US GAAP”) which require management to make estimates and assumptions that affect amounts reported in the financial statements and accompanying notes. Management believes that the estimates utilized in preparing these financial statements are reasonable. Actual results could differ from those estimates. The financial statements of the Company are presented in United States dollars (USD or \$), which is the functional currency of the Company and rounded to the nearest USD.

BEST DOCTORS INSURANCE VBA

Notes to Financial Statements

March 31, 2023 and March 31, 2022

2. Summary of significant accounting policies (continued)

(b) *Functional and presentation currency*

Assets and liabilities denominated in currencies other than the U.S. dollar are translated into USD at year-end exchange rates. The Aruban Florin ("AWG") is pegged to the US dollar at a fixed exchange rate of 1.79 and therefore its value versus other currencies fluctuates with the US dollar. Transactions denominated in foreign currencies are translated at the foreign currency exchange rates on the transaction date.

(c) *Premiums written and net premium earned*

Premiums written are recorded on an accrual basis. Premiums are recognized as income on a pro-rata basis over the terms of the underlying contracts with the unearned portion deferred in the balance sheet.

(d) *Commission fees and deferred acquisition costs*

Commissions are paid to sales agents and agencies once the contract is effective and the premium is paid. The commission payment is entered as deferred acquisition costs. Deferred acquisition costs are reclassified to commission expenses as the revenue from the underlying insurance contract is earned.

(e) *Transaction fee income*

Transaction fee income is recognized on each policy at a fixed rate once the policy is written.

(f) *Reserve for outstanding losses and loss adjustment expenses*

The reserve for outstanding losses and loss adjustment expenses was estimated on a total basis for the parent company including the Company. Due to the size of Aruba, the data was not enough to apply traditional statistical methods. Subsequently, the total estimated reserve was divided between the parent company and the Company based on their respective insurance premiums. The reserve was provided based on current estimates made by the parent company's actuary (BDIL). As of March 31, 2023, the Company had a zero reserve.

(g) *Long-term investment*

The long-term investment represents a time deposit with a maturity of more than one year when purchased. The time deposit is classified as held-to-maturity and carried at amortized cost based on management's intention to hold the investments to maturity.

(h) *Cash and cash equivalents*

Cash and cash equivalents comprise current deposits with banks. Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash.

BEST DOCTORS INSURANCE VBA

Notes to Financial Statements

March 31, 2023 and March 31, 2022

2. Summary of significant accounting policies (continued)

i) Income taxes

The Company is subject to income taxes. Income tax on the taxable income for the year, if any, is comprised of current tax and is recognized in the statement of income. Current tax, if any, is expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at balance sheet date, and any adjustment to tax payable in respect of previous years.

The tax jurisdiction where the Company files income tax returns is Aruba.

3. Use of judgments and estimates

The preparation of financial statements in compliance with US GAAP requires management to make estimates and assumptions that affect amounts reported in the financial statements and accompanying notes. Management believes that the estimates utilized in preparing these financial statements are reasonable. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized prospectively.

4. Concentrations of credit risk

As at March 31, 2023 and 2022, cash, cash equivalents and long-term investment comprise USD 766,806 and USD 852,721 respectively, held by one bank domiciled in Aruba which management believes is a high credit quality financial institution. The Company's management evaluates the financial strength and stability of this institution on an ongoing basis.

5. Long-term investment

The Company has a time deposit with the Caribbean Mercantile Bank N.V. ("CMB") for the amount of AWG 881,750 (USD 492,598), with a maturity date of November 20, 2023 and an interest rate of 1.25%.

6. Reserve for outstanding losses and loss adjustment expenses

(i) Reserve for outstanding losses and loss adjustment expense

	As at March 31, 2023	As at March 31, 2022
IBNR	\$ -	\$ 3,558
LAE Reserve	-	322
Total reserve for outstanding losses	\$ -	\$ 3,880

(ii) Statement of reserve for outstanding losses

	As at March 31, 2023	As at March 31, 2022
Balance - beginning of year	\$ 3,880	\$ 5,483
Total incurred in current year	(3,880)	(1,603)
Total paid in current year	-	-
Balance - end of year	\$ -	\$ 3,880

BEST DOCTORS INSURANCE VBA

Notes to Financial Statements

March 31, 2023 and March 31, 2022

6. Reserve for outstanding losses and loss adjustment expenses (continued)

The establishment of the reserve for outstanding losses and loss adjustment expenses is based on known facts and interpretation of circumstances and is therefore a complex and dynamic process influenced by a large variety of factors.

These factors include the Company's experience with similar cases and historical trends involving claim payment patterns, pending levels of unpaid claims, claim severity, and frequency patterns.

Other factors impacting the reserve include the continually evolving and changing regulatory and legal environment, actuarial studies, the professional experience and expertise of the Company's management and affiliated adjusters retained to handle individual claims, the quality of the data used for projection purposes, existing claims management and settlement practices, the effect of inflationary trends on future claim settlement costs, court decisions, economic conditions and public attitudes.

In addition, time can be a critical part of the provision's determination, since the longer the span between the incidence of a loss and the payment or settlement of a claim, the more variable the ultimate settlement amount can be. Consequently, the establishment reserve for outstanding losses and loss adjustment expenses relies on the judgement and opinion of a large number of individuals, on historical precedent and trends, on prevailing legal, economic, social and regulatory trends, and on expectations as to future developments. The process of determining the reserve necessarily involves risks that the actual results will deviate from the best estimate made.

The method employed to estimate the reserve takes as a base the reserve of the parent company multiplied by a percentage determined by the ratio of the premium written by both the parent and its subsidiary. This method was statistically acceptable to estimate the reserve given that the block of business of the entity itself was too small to use traditional statistical methods. No reserve is held in the Company as of March 31, 2023.

7. Related party-transactions

As at March 31, 2023 and 2022, the net amounts due to related companies can be specified as follows:
Best Doctors Insurance Limited (BDIL): Funding that was provided to the parent company offset with expenses paid by BDIL on the Company's behalf.

Best Doctors Insurance Services (BDIS): The net amounts related to premiums from to BDIS, netted with commission funding and commission settlement fees.

	As at March 31, 2023	As at March 31, 2022
Due to Best Doctors Insurance Limited	\$ 425,758	\$ 441,797
Due from Best Doctors Insurance Services	(16,698)	(27,267)
	<u>\$ 409,060</u>	<u>\$ 414,530</u>

BEST DOCTORS INSURANCE VBA

Notes to Financial Statements

March 31, 2023 and March 31, 2022

8 Net premiums earned

As disclosed in the section “Going concern consideration”, effective from July 1, 2018, the Company ceased writing new business. During the year the net premiums decreased as the Company ceased renewing individual policies.

9 Income Taxes

The Company is subject to Aruban taxation and files an income tax return. There were no temporary differences and consequently no deferred assets or liabilities were recognized. The Company has no taxable income for the years ended March 31, 2023 and March 31, 2022.

10 Statutory requirements

The Company is required by its license to have a solvency margin equal to the highest outcome of the following calculation: 15% of the gross premiums booked in the preceding financial year, or 15% of the average gross claims incurred in the past three financial years. The minimum solvency margin should always be held or invested in Aruba. The minimum solvency margin that an insurer must have at its disposal is equivalent to USD 168,539 (AWG 300,000) if it is engaged in the general insurance business. The minimum solvency margin was met as March 31, 2023.

	2023
Total shareholders equity (available solvency margin)	\$ 320,750
15% of gross premium 2022	5,772
15% of average claims 2021 - 2023	-
Minimum solvency margin	168,539
Required solvency margin	168,539
Excess	\$ 152,211

The Company is required to maintain adequate technical provisions, which are fully covered by sufficient and acceptable assets to guarantee that the Company can meet its actual and future obligations. The Central Bank of Aruba has issued guidelines for assets which are acceptable. Acceptable assets covered the technical provisions presented on the balance sheet on March 31, 2023.

	2023
Total assets	\$ 785,545
Balance due from related parties	(16,698)
Net assets	768,847
Current liabilities	(39,037)
Assets available to cover technical provisions	729,810
Technical provisions	-
Surplus	\$ 729,810

BEST DOCTORS INSURANCE VBA

Notes to Financial Statements

March 31, 2023 and March 31, 2022

11. Share capital and contributed surplus

The Company's authorized share capital is 1,130 ordinary shares of the par value \$ 100 each, of which 1,130 are issued and fully paid at March 31, 2022. On June 15th, 2018, Best Doctors Insurance Limited, (the parent company), injected cash in the amount of \$650,000 as additional paid-in capital, making the total additional paid-in capital at \$1,246,000. There is no stock-based compensation.

12. Subsequent events

The CBA approved the cancellation of Insurance License on July 3, 2023 subject to 1) submittal of the financial results for the quarter ending June 30, 2023 (already filed) and 2) submittal of the audited financial statements for the year ending March 31, 2023 (currently in process, due September 30, 2023). Upon receipt of the CBA's final approval, the Company's management will proceed to liquidate the Company.