Manufacturers P&C Limited

2012
Annual Report

Auditors' Report

To the shareholder of Manufacturers P&C Limited

We have audited the accompanying statement of financial position of Manufacturers P&C Limited as at 31 December 2012 and the related statements of income (loss), comprehensive income (loss), changes in equity and cash flows for the year then ended and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud and error.

Auditors' Responsibility
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence that we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion
In our opinion, the financial statements present fairly, in all material respects, the financial position of Manufacturers P&C Limited as at 31 December 2012 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Ernst & Young

Ernst & Young
CHARTERED ACCOUNTANTS
8 March 2013
Barbados

MANUFACTURERS P&C LIMITED
STATEMENT OF FINANCIAL POSITION

As at December 31
(Expressed in U.S. Dollars)

ASSETS	2012	2011
Cash and short-term securities (Note 5)	$ 88,372,903	$ 60,894,129
Investments (Note 4)	272,983,355	343,647,195
Premiums receivable	19,324,210	42,017,579
Accrued investment income	2,668,408	2,553,688
Capital assets, net of accumulated amorization	178,047	225,133
Other assets	395,773	392,669
	$ 383,922,696	449,730,393
LIABILITIES		
Loss reserves (Note 6)	$ 62,182,144	$ 168,350,389
Unearned premium reserve	9,810,416	9,247,390
Accounts payable and accrued liabilities	3,429,980	4,071,282
Premiums paid in advance	-	4,500,000
Balance due to related party (Note 5)	101,984	-
	75,524,524	186,169,061
SHAREHOLDER'S EQUITY		
Share capital (Note 8)	190,000,000	190,000,000
Contributed surplus (Note 8)	20,000,000	20,000,000
Retained earnings	87,912,230	41,096,646
Accumulated other comprehensive income	10,485,942	12,464,686
	308,398,172	263,561,332
	$ 383,922,696	$ 449,730,393

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

Approved by the Board of Directors on March 8, 2013:

Claudio Macchi
Director

Cindy Forbes
Director

MANUFACTURERS P&C LIMITED
STATEMENT OF INCOME (LOSS)

For the year ended December 31
(Expressed in U.S. Dollars)

	2012	2011
Revenue		
Reinsurance premiums written (Note 6)	$ 96,554,188	$ 115,348,751
Change in unearned premium reserve	(563,026)	(878,390)
Reinsurance premiums earned	95,991,162	114,470,361
Investment income (Note 4)	15,776,299	20,463,609
Unrealized foreign exchange gain	4,043	-
	111,771,504	134,933,970
Expenses		
Losses (recovered) incurred (Note 6)	(45,887,000)	214,567,713
Commissions and brokerage	1,034,524	918,836
General and administrative expenses (Note 5)	4,808,396	3,211,860
Unrealized foreign exchange loss	-	6,248
	(40,044,080)	218,704,657
Net income (loss)	$ 151,815,584	(83,770,687)

STATEMENT OF COMPREHENSIVE INCOME (LOSS)

For the year ended December 31
(Expressed in U.S. Dollars)

	2012	2011
Net income (loss)	$ 151,815,584	$ (83,770,687)
Other comprehensive (loss) income:		
Unrealized (loss) gain on investments	(1,978,744)	367,370
Total comprehensive income (loss)	$ 149,836,840	(83,403,317)

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

MANUFACTURERS P&C LIMITED
STATEMENT OF CHANGES IN EQUITY

For the year ended December 31
(Expressed in U.S. Dollars)

		2012		2011
Common shares				
Balance, beginning of year	$	190,000,000	$	100,000,000
Issue of shares (Note 8)		-		90,000,000
Balance, end of year	$	190,000,000	$	190,000,000
Contributed surplus				
Balance, beginning and end of year	$	20,000,000	$	20,000,000
Retained earnings				
Balance, beginning of year	$	41,096,646	$	124,867,333
Net income (loss)		151,815,584		(83,770,687)
Common share dividends (2012 - $0.55 per share; 2011 - Nil)		(105,000,000)		-
Balance, end of year	$	87,912,230	$	41,096,646
Accumulated other comprehensive income				
Balance, beginning of year	$	12,464,686	$	12,097,316
Other comprehensive (loss) income		(1,978,744)		367,370
Balance, end of year	$	10,485,942	$	12,464,686
Total equity	$	308,398,172	$	263,561,332

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

MANUFACTURERS P&C LIMITED
STATEMENT OF CASH FLOWS

For the year ended December 31
(Expressed in U.S. Dollars)

	2012	2011
Operating activities		
Net income (loss)	$ 151,815,584	$ (83,770,687)
Adjustment for non-cash items:		
Amortization of capital assets	77,066	84,109
Unrealized foreign exchange (gain) loss	(4,043)	6,248
Amortization of premiums on bonds	1,096,865	1,675,709
Gain on sale of investments	(6,065,449)	(9,785,077)
Loss (gain) on sale of capital assets	2,163	(22,700)
Operating profit (loss) before net change in non-cash assets and liabilities	146,922,186	(91,812,398)
Net change in non-cash assets and liabilities (Note 10)	(88,068,992)	123,772,345
Cash provided by operating activities	58,853,194	31,959,947
Investing activities		
Net purchase of capital assets	(32,143)	(36,185)
Purchase of investments	(347,986,810)	(287,503,123)
Proceeds from the sale and maturity of investments	421,644,533	208,502,711
Cash provided by (used in) investing activities	73,625,580	(79,036,597)
Financing activities		
Common shares issued	-	90,000,000
Dividends paid	(105,000,000)	-
Cash (used in) provided by financing activities	(105,000,000)	90,000,000
Cash and short-term securities		
Increase during the year	27,478,774	42,923,350
Balance, beginning of year	60,894,129	17,970,779
Balance, end of year	$ 88,372,903	$ **60,894,129**
Supplemental disclosures on cash flow information:		
Interest received	$ 10,692,995	$ 12,906,870

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

MANUFACTURERS P&C LIMITED
NOTES TO THE FINANCIAL STATEMENTS

December 31, 2012
(Expressed in U.S. Dollars)

1. Nature of Operations

Manufacturers P&C Limited (the "Company") was incorporated under the Laws of Bermuda on June 26, 1986. It filed Articles of Continuance under the Laws of Barbados on January 1, 1996. It is a wholly owned subsidiary of Manulife Holdings (Bermuda) Limited ("MHBL"). MHBL is a wholly owned subsidiary of The Manufacturers Life Insurance Company ("MLI"), a company incorporated in Canada that is a wholly owned subsidiary of Manulife Financial Corporation ("MFC"), a publicly traded stock insurance company incorporated in Canada.

The registered office of the Company is located at "Manulife Place", Bishop's Court Hill, Collymore Rock, St. Michael, Barbados.

The Company reinsures certain property and casualty insurance risks.

2. Significant Accounting Policies

These financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). Preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities as at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Actual results may differ from these estimates. The most significant estimation processes relate to the determination of loss reserves and the fair value of certain financial instruments. Estimates and underlying assumptions are reviewed on an ongoing basis. Although some variability is inherent in these estimates, management believes that the amounts recorded are appropriate.

The significant accounting policies used and the most significant judgments made by management in applying the accounting policies in the preparation of these financial statements are summarized below:

(a) Basis of preparation

The financial statements are prepared under historical cost convention, modified by the revaluation of certain investments. No account is taken of the effects of inflation.

(b) Cash and short-term securities

Cash and short-term securities comprise cash at bank and in hand, assets held in liquidity pools and short-term deposits, which have an original term to maturity of three months or less from the statement of financial position date.

(c) Premiums

Premiums are reflected in income evenly over the terms of the reinsurance contracts. Unearned premiums represent amounts that relate to the unexpired portion of the contract.

(d) Loss reserves

The Company makes a provision for losses incurred but not reported; for the development of reported losses and for loss handling expenses advised by the ceding company in accordance with the terms of the contracts and supported by management estimates, and where appropriate, actuarial analysis. These estimates are continually reviewed and adjusted where necessary.

The determination of the provision for losses and related loss expenses is based on expected trends in loss severity and frequency and other factors that may vary as losses are settled, and will take into account any loss mitigation penalty that is contractually due to the Company upon cancellation by a cedant following a loss. Ultimate losses may differ from the amounts recorded in the financial statements. Changes in the amount of loss reserves are recorded in income as part of losses incurred.

(e) Investments

Bonds are designated as available-for-sale and are carried at fair value. All investments are initially recognized at cost, being the fair value of the consideration given, including acquisition charges associated with the security. After initial recognition, investments, which are classified as available-for-sale, are measured at fair value. Changes in fair value are recorded in other comprehensive income until the investment is derecognized or the investment is determined to be impaired.

For investments that are actively traded in organized financial markets, fair value is determined by reference to stock exchange quoted market prices at the close of business on the date of statement of financial position. All marketable security transactions are recognized on the trade date.

Investments are reviewed for impairment whenever events or circumstances indicate that the carrying amount may not be recoverable. The identification of impairment and the determination of recoverable amounts is an inherently uncertain process involving various assumptions and factors, including the financial condition of the counterparty, expected future cash flows, observable market prices and expected net selling prices. All investment securities for which the market value has been significantly below amortized cost for a considerable period of time are individually reviewed. A distinction is made between circumstances attributed to general market fluctuations and those attributed to issuer specific developments.

The impairment review focuses on issuer specific developments regarding financial condition and future prospects, taking into account the intent and ability to hold the securities under the Company's long-term investment strategy. The amount of the loss is measured as the difference between the investment's carrying amount and the present value of estimated future cash flows discounted at the investment's original effective interest rate and is recognized in income.

Realized gains and losses on disposal of available-for-sale investments, amortization of premiums or discounts arising on the acquisition of investments and impairment differences are recorded in income. Interest income is recognized on an accrual basis.

(f) Insurance contract classification

Reinsurance contracts are defined as those containing significant insurance risk at the inception of the contract, or those where at the inception of the contract there is a scenario with commercial substance where the level of insurance risk may be significant. The significance of insurance risk is dependent on both the probability of an insured event and the magnitude of its potential effect.

Once a contract has been classified as a reinsurance contract, it remains so for the remainder of its lifetime, even if the insurance risk reduces significantly during this period. Contracts which transfer no insurance risk but whose attributes includes investment risk are classified and accounted for as financial instruments.

(g) Foreign currency transactions

Assets and liabilities denominated in foreign currencies are translated to United States dollars at the rates of exchange in effect at the statement of financial position date. Revenue and expenses are translated at the average rates of exchange prevailing during the year. Gains and losses arising from foreign currency translation are included in income.

(h) Impairment of financial assets

In addition to any impairment provision related to available-for-sale investments discussed above, a provision for impairment of other financial assets is established when there is objective evidence that the Company will not be able to collect amounts due. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognized in income.

3. Future Accounting and Reporting Changes

There are a number of new accounting and reporting changes issued under IFRS including those still under development by International Accounting Standards Board that will impact the Company beginning in 2013 and subsequently. Summaries of each of the most recently issued key accounting standards are presented below:

(a) Amendments to IFRS 7 "Financial Instruments: Disclosures"
Amendments to IAS 32 "Financial Instruments: Presentation"

The amendments to IFRS 7 "Offsetting Financial Assets and Financial Liabilities" issued in December 2011 introduce new disclosure requirements for financial instruments relating to their rights of offset and related arrangements under an enforceable master netting agreement or similar arrangements. The amendments to IFRS 7 are effective for fiscal years beginning on or after January 1, 2013. The adoption of this amendment is not expected to have a significant impact on the Company's financial statements.

The amendments to IAS 32 "Offsetting Financial Assets and Financial Liabilities" also issued in December 2011 clarify the basis for offsetting financial instruments presented in the statement of financial position. The amendments to IAS 32 are effective for fiscal years beginning on or after January 1, 2014. The adoption of this amendment is not expected to have a significant impact on the Company's financial statements.

(b) IFRS 9 "Financial Instruments"

IFRS 9 "Financial Instruments" issued in November 2009 and amended in October 2010 is the first phase of a three phase project to replace IAS 39 "Financial Instruments: Recognition and Measurement". IFRS 9 currently provides that financial assets are measured at either amortized cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The classification and measurement for financial liabilities remains generally unchanged, however, revisions have been made in the accounting for changes in fair value of a financial liability attributable to changes in the credit risk of that liability. The other phases of this project which are currently under development include impairment of financial assets and hedge accounting. IFRS 9 is effective for fiscal years beginning on or after January 1, 2015. The Company is assessing the full impact of IFRS 9 on its financial statements in conjunction with the completion of the other phases of this project.

(c) IFRS 13 "Fair Value Measurement"

IFRS 13 "Fair Value Measurement" was issued in May 2011 and replaces existing IFRS guidance on fair value measurement with a single standard. IFRS 13 defines fair value, provides guidance on how to determine fair value and requires disclosures about fair value measurements. IFRS 13 does not change the requirements regarding which items should be measured or disclosed at fair value. The standard is effective for fiscal years beginning on or after January 1, 2013. The Company does not expect that the adoption of IFRS 13 will have a significant impact on its financial statements.

(d) Amendments to IAS 1 "Presentation of Financial Statements"

An amendment to IAS 1 was issued in June 2011 requiring changes to the presentation of items of other comprehensive income. Under the amendments, presentation of items within other comprehensive income will be separately presented based on whether or not the item will be subsequently reclassified into net income. The amendments are effective for the Company for fiscal years beginning on or after January 1, 2013. The Company does not expect the adoption of these amendments to have a significant impact on its financial statements.

4. Investments

(a) Invested assets

For the year ended December 31	Term to Maturity	2012 Carrying Value	2011 Carrying Value
Government bonds	<1 year	$ 4,710,293	$ 15,048,300
	1-5 years	11,976,633	50,033,404
	> 5 years	133,140,080	134,043,518
		149,827,006	199,125,222
Corporate bonds	<1 year	14,883,224	12,969,627
	1-5 years	52,448,418	62,699,363
	> 5 years	55,824,707	68,852,983
		123,156,349	144,521,973
Total		$ 272,983,355	$ 343,647,195

Since all securities are classified as available-for-sale, investments are carried at their fair values as at December 31, 2012. Fair values for bonds are determined with reference to quoted bid prices where available. When such prices are not available, fair values are determined using techniques which include security specific interest rates and discounted cash flows based on observable market data.

(b) Investment income

Investment income is comprised as follows:

For the year ended December 31	2012	2011
Interest income	$ 10,807,715	$ 12,354,241
Amortization of premiums on bonds	(1,096,865)	(1,675,709)
Gain on sale of investments	6,065,449	9,785,077
	$ 15,776,299	$ 20,463,609

5. Related Party Transactions

All related party transactions are on an arm's length basis on normal commercial terms.

(a) Balance due to related party

The balance due to related party represents amounts due for services provided by John Hancock Life Insurance Company.

(b) Liquidity pool

The Company participates in a liquidity pool of an affiliate, Manulife Management Services Ltd. as set forth in the terms of a Grid Note dated April 3, 2006. The maximum aggregate amount that the Company can invest into this liquidity pool is $500,000,000. The balance in the liquidity pool was $87,143,759 (2011 - $45,147,117) and is included in the cash and short-term securities. No interest was earned during 2012 (2011 – NiL).

(c) General and administrative expenses

Included in general and administrative expenses is an amount of $814,909 (2011 - $458,812), which represents amounts charged under agreements whereby certain administrative services are provided by affiliated companies.

(d) Compensation of key management personnel

Compensation of key management personnel
Key management personnel of the Company are those that have the authority and responsibility for planning, directing and controlling the activities of the Company. Directors (both executive and non-executive) and senior management are considered key personnel. Accordingly, the summary of compensation of key management personnel is as follows:

For the year ended December 31	2012	2011
Short-term employee benefits	$ 1,390,749	$ 1,089,230
Pension contribution	39,187	37,072
Severance payments	520,731	332,469
	$ 1,950,667	$ 1,458,771

6. Loss Reserves and Reinsurance Premiums Written

The change in loss reserves during the year was a result of the following:

For the year ended December 31	2012	2011
Balance, beginning of the year	$ 168,350,389	$ 7,427,944
Losses (recovered) incurred relating to contracts written in:		
Current year	10,000,000	217,000,000
Prior year	(55,887,000)	(2,432,287)
Total losses (recovered) incurred	(45,887,000)	214,567,713
Losses paid relating to contracts written in:		
Current year	-	(55,000,000)
Prior year	(60,281,245)	1,354,732
Total losses paid	(60,281,245)	(53,645,268)
Balance, end of the year	$ 62,182,144	$ 168,350,389

As discussed in Note 7(d), the Company is exposed to losses arising from catastrophic events. After a catastrophic event occurs, loss reserves are estimated by management through analysis of contracts which may be exposed to the event. The in-depth analysis generally involves an assessment of industry losses for the event and an assessment of the impact of the event on reinsured counter parties through discussions with, and by review of information reported by, the counter parties. Losses are assessed both on an individual basis and in the aggregate. The amounts reserved are sensitive to the assessment of the severity of an insured event and, therefore, losses may be settled for amounts lesser or greater than reported, and the difference may be material.

During 2012, the Company set aside a reserve for Hurricane Sandy of $ 10,000,000 and a related reinstatement premium receivable of $ 2,900,000. In addition, the Company performed an in-depth assessment of the reserve portfolio in conjunction with the industry development analysis and concluded that $ 55,887,000 of reserves were no longer required. These reserves were released along with the reversal of corresponding reinstatement premium of $ 7,800,000.

The following table shows the impact of reinstatement premiums on the Company's reported premium income.

For the year ended December 31	2012	2011
Gross premiums	$ 101,421,985	$ 75,250,551
Reinstatement premiums	(4,867,797)	40,098,200
Reinsurance premiums written	$ 96,554,188	$ 115,348,751

7. Risk Management

The Company employs an enterprise-wide approach to all risk taking and risk management activities globally. The Company's enterprise risk management framework sets out policies and standards of practice related to governance, identification and monitoring, measurement and control and mitigation of key risks. Individual risk management strategies are in place for each specific key risk within the Company's broad risk categories: strategic, market and liquidity (includes market price, interest rate, foreign currency and liquidity risks), credit, insurance and operational.

(a) Market price and interest rate risk

Due to the nature of the insurance business, invested assets and insurance liabilities as well as revenues and expenses are impacted by movements in capital markets, interest rates and credit spreads. Accordingly, the Company considers these risks together in managing its asset and liability positions and ensuring that risks are properly managed. These risks are referred to collectively as market price and interest rate risk – the risk of loss resulting from adverse movements in market price, interest rates and credit spreads.

The following table shows the potential impact on shareholder's equity of a change of one per cent in invested assets

	1% change in interest rates	
As at December 31, 2012	**+100bps**	**-100bps**
Invested assets	$ (21,856,787)	$ 26,495,659
As at December 31, 2011		
Invested assets	$ (26,940,827)	$ 32,293,033

The Company is exposed to interest rate risk in the event of a mismatch between the cash flows from the assets and liabilities. Management has established policies and guidelines for the matching of assets and liabilities designed to keep this exposure within acceptable limits. The yield on the Corporate bonds ranges from 1.8 per cent to 10.1 per cent (2011 – 1.6 per cent to 10.1 per cent) and on the Government bonds from 0.4 per cent to 5.0 per cent (2011 – 0.2 per cent to 5.0 per cent).

(b) Credit risk

The Company is exposed to credit risk from default of investments held in its asset portfolio. Management has established policies and guidelines for limiting exposure to credit risk by restricting concentration by issuer, rating, sector and geographic region. Investment grade 'A' and higher bonds comprise 77 per cent (2011 – 80 per cent). Government bonds represented 62 per cent (2011 – 58 per cent) of the bond portfolio graded 'A' and above. U.S. Treasury Bonds comprise 97 per cent (2011 – 98 per cent) of the Government bond portfolio. None of the issuers of bonds included in the portfolio has defaulted in interest or principal repayments.

Management believes that the credit risk relating to short-term financial assets which comprise of cash and short-term securities, premium receivables and accrued investment income are mitigated by the close monitoring of these balances and by the quality of the financial institutions and insurance companies with whom the Company transacts business.

(c) Foreign currency risk

The Company's strategy of matching the currency of its assets with the currency of the liabilities that these assets support results in minimal financial exposure related to foreign currency fluctuations. It is the Company's policy to invest no less than 60 per cent of assets backing its capital and surplus in U.S. dollars-denominated assets. As a result, the Company is exposed to foreign currency fluctuations on the remaining balance, however, 100 per cent (2011 – 100 percent) of the assets were denominated in U.S. dollars and therefore changes in foreign currency will not have a significant impact on earnings.

(d) Underwriting risk

The largest part of the Company's business is providing property catastrophe retrocession protection to clients. The Company, therefore, has a large overall exposure to natural hazards, such as earthquakes, hurricanes, tsunamis, winter storms, floods, fires, tornados and other natural disasters. The underwriting risk stems from the possibility that the frequency and severity of catastrophic events differ from those assumed when pricing the product. The Company manages its exposure to underwriting risk by adhering to conservative pricing and reserving methodology, including peer review by MLI and maintaining clear underwriting guidelines and limits.

(e) Liquidity risk

Liquidity risk is the risk that sufficient funds are not available to meet both expected and unexpected cash and/or collateral demands in a timely and cost-effective manner. Under stressed conditions, unexpected cash demands could arise primarily from the notification of catastrophic losses by ceding companies.

The Company manages its exposure to liquidity risk by maintaining a sufficient proportion of its assets in highly liquid investments and investment grade marketable securities to support its operations and contingent liquidity demands. In addition, the Company sets guidelines on asset allocations portfolio, limit structures and maturity profiles of assets in order to ensure sufficient funding is available to meet insurance obligations. Financial liabilities are all due within one year of the statement of financial position date.

8. Share Capital and Contributed Surplus

(a) Share capital

	2012		2011	
	Number of Common Shares	Value	Number of Common Shares	Value
Balance, beginning of year	190,000,000	$ 190,000,000	100,000,000	$ 100,000,000
Issued during the year	-	-	90,000,000	90,000,000
Balance, end of year	190,000,000	$ 190,000,000	190,000,000	$ 190,000,000

The authorized capital of the Company consists of an unlimited number of common shares and cumulative redeemable preferred shares. On September 26, 2011 the Company issued 90,000,000 additional common shares of US$1 each at par for cash to the existing shareholder.

(b) Contributed surplus

The Directors of the Company may agree to return any part of the surplus contribution of MHBL to the shareholder if they determine that the shareholder's equity is in excess of the Company's needs.

9. Taxation

Under the provisions of the Exempt Insurance Act of Barbados Cap. 308A sec 29(2) the Company is liable to tax at eight per cent of the first BBD 250,000 (United States dollars equivalent 125,000) of taxable income and at the rate of zero per cent in respect of all other taxable income in excess of BBD 250,000 (United States dollars equivalent 125,000).

10. Net Change in Non-Cash Assets and Liabilities

For the year ended December 31	2012	2011
Net change in non-cash assets and liabilities consists of:		
Decrease (increase) in premium receivable	$ 22,693,369	$ (40,989,685)
(Increase) decrease in accrued investment income	(114,720)	552,629
Decrease in balance due from related company	-	200,000
Increase in other assets	(3,104)	(77,137)
(Decrease) increase in loss reserves	(106,168,245)	160,922,445
Increase in unearned premiums reserve	563,026	878,390
Decrease in accounts payable and accrued liabilities	(641,302)	(2,214,297)
(Decrease) increase in premiums paid in advance	(4,500,000)	4,500,000
Increase in balance due to related party	101,984	-
	$ (88,068,992)	$ 123,772,345

11. Contingencies

Pursuant to the terms of certain reinsurance contracts, the Company has issued irrevocable letters of credit in the amount of $1,549,832 (2011 – $1,548,980). These letters of credit are intended to provide security to the reinsured parties in the event that the Company is unable to fulfill its obligations under the existing contracts. These letters of credit have no fixed expiration date and are cancellable at the discretion of the holder or upon the cancellation or commutation of the underlying contract.

The Company normally records claims as and when notified by reinsured counter parties. In the ordinary course of business, it is the Company's policy to book reserves relating to such claims in the amount notified by the counter party. However, from time to time, these claims may be disputed and become the subject of arbitration or other proceedings. In such circumstances the amount settled may be more or less than the amount reserved and the difference may be material. Management believes that all notified claims have been adequately reserved.

Government and regulatory bodies in Canada and Barbados may make inquiries and, from time to time, require the production of information or conduct examinations concerning the Company's compliance with, among other things, insurance laws, securities laws, and laws governing the activities of broker-dealers.

12. Capital Management

The Company's policy is to maintain a strong capital base by routinely monitoring its capital adequacy from a Barbados solvency requirement and other insurance standards where appropriate. The Company employs risk based capital requirements, such as those developed by modern statistical modeling techniques, to ensure that the Company is able to absorb losses due to under-pricing of the reinsurance product; to absorb an unexpected decline in the value of Company's assets; to provide a buffer for the potential undervaluation of the Company's unpaid claim liabilities and to provide a mechanism for financing the growth of the Company.

The Company is incorporated under the Barbados Companies Act and operates under the provisions of the Exempt Insurance Act of Barbados, 1983. Under the latter the Company is required to comply with certain minimum capital and solvency criteria. The Company complied with all external regulatory requirements during the current and previous financial years.

13. Fair Value of Financial Instruments

Financial instruments refer to assets or liabilities which are contracts that ultimately give rise to a right for one party to receive an asset and an obligation for another party to deliver an asset. Fair values reflect management's best estimates of the amounts at which instruments could be exchanged in a current transaction between willing parties and are generally calculated based on the characteristics of the instrument and the current economic and competitive environment.

The methods and assumptions used to estimate the fair value of each class of financial instrument for which it is practical to estimate a value are as follows:

(a) Short-term financial assets and liabilities

The carrying value of these assets and liabilities is a reasonable estimate of their fair value because of the short maturity of these instruments. Short-term financial assets comprise cash and short-term securities, premiums receivable and accrued investment income. Short-term financial liabilities comprise accounts payable and balance due to related party.

(b) Investments

The Company categorizes its fair value measurements according to a three-level hierarchy. The hierarchy prioritizes the inputs used by the Company's valuation techniques. A level is assigned to each fair value measurement based on the lowest level input significant to the fair value measurement in its entirety. The three levels of the fair value hierarchy are defined as follows:

Level 1 – Fair value measurements that reflect unadjusted, quoted prices in active markets for identical assets and liabilities that the Company has the ability to access at the measurement date. Valuations are based on quoted prices reflecting market transactions involving assets or liabilities identical to those being measured.

Level 2 – Fair value measurements using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, inputs that are observable that are not prices (such as interest rates, credit risks, etc.) and inputs that are derived from or corroborated by observable market data. Most bonds are classified within Level 2.

Level 3 – Fair value measurements using significant non-market observable inputs. These include valuations for assets and liabilities that are derived using data, some or all of which is not market observable, including assumptions about risk. Level 3 securities might include less liquid securities including securities that have little or no price transparency.

In determining the fair value of its financial instruments, the Company uses observable market data, when available, and minimizes the use of unobservable inputs to the extent possible.
Valuations based on non-market observable inputs are based on best estimates from subject experts in the field.

The following table presents the Company's assets and liabilities that are carried at fair value, by level under the fair value hierarchy:

As at December 31, 2012

	Total Fair Value	Level 1	Level 2	Level 3
Bonds - available-for-sale	$272,983,355	–	$270,431,244	$2,552,111

As at December 31, 2011

	Total Fair Value	Level 1	Level 2	Level 3
Bonds - available-for-sale	$343,647,195	–	$341,136,174	$2,511,021

Both the fair value and the basis for determining the fair value of investments are disclosed in Note 4 of these financial statements.

The table below provides a fair value roll forward for the twelve months ending December 31, 2012 for the financial instruments for which significant unobservable inputs (Level 3) are used in the fair value measurement. The Company classifies the fair values of financial instruments within Level 3 if there are no observable markets for the instruments or, in the absence of active markets, the majority of the inputs used to determine fair value are based on the Company's own assumptions about market participant assumptions. The Company prioritizes the use of market-based inputs over entity-based assumptions in determining Level 3 fair values and therefore, the gains and losses in the tables below include changes in fair value due partly to observable and unobservable factors.

Roll-forward of financial instruments measured at fair value using significant unobservable inputs (Level 3):

Bonds - available-for-sale		2012		2011
Balance, beginning of year	$	2,511,021	$	4,106,778
Other comprehensive income (loss)[1]		51,700		(41,298)
Net (loss) income		(10,610)		12,239
Purchases		-		(1,566,698)
Balance, end of year	$	2,552,111	$	2,511,021

(1) This amount is included in accumulated other comprehensive income on the Statement of Changes in Equity.

14. Comparatives

Certain comparative amounts have been reclassified to conform to the current year's presentation.

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