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BOARD OF DIRECTORS, CHIEF EXECUTIVE OFFICER, RÉVISEUR D'ENTREPRISES AGRÉÉ

Situation as of 31 December 2020 and as of the date of the report

Board of Directors

Mr. Philippe Barret Director and Chairman of the Board

Mr. Renaud Célié Director
Mr. Alain Esquirol Director

Mr. Michel Wolter Director (Independent)

Chief Executive Officer

Mr. Antonio Corpas

Secretary of the Board

Ms. Louise Lamrani

Since 26 November 2019, The OneLife Group (composed of The OneLife Holding Sàrl and its 100% subsidiary, The OneLife Company SA) is owned by APICIL PREVOYANCE (*Institution de Prévoyance de droit Français*) and by APICIL EPARGNE S.A. (a company incorporated in France) which is itself entirely owned by APICIL PREVOYANCE.

As of 31 December 2020 and as of the date of this report, Mr. Antonio Corpas is the Company's Chief Executive Officer, representative in charge of daily management and Authorized Manager towards the Regulator.

As of 31 December 2020 and as of the date of this report, the General Manager (Mandataire Général) of the branch in France is Mr. Thierry Jouseau.

Réviseur d'Entreprises Agréé

Deloitte Audit, Société à Responsabilité Limitée

DIRECTORS' REPORT

The Directors present their Annual Report together with the audited Annual Accounts for the year ended 31 December 2020.

Principal activity and structure in 2020

The OneLife Company S.A. (the Company) is a life insurance company incorporated in Luxembourg on 26 June 1990. The 100% shareholder and parent of the Company is The OneLife Holding S.à r.l. (the Parent Company) which is incorporated in Luxembourg city (Grand-Duchy of Luxembourg). For the purposes of these Annual Accounts, The OneLife Holding S.à r.l. and all its subsidiaries are referred to as the "OneLife Group".

The Company is authorised by the *Commissariat aux Assurances* to provide:

- life insurances, annuities, pensions and retirement benefits, and reinsurance operations on business of a similar nature;
- and to conduct investment and real estate activity relating to the principal objective.

The Company sources and administers its business through its head office in Luxembourg and through distribution partnerships in Grand-Duchy of Luxembourg (hereafter Luxembourg) and other European countries as well as via its branch in Paris (France).

The Company offers cross-border financial solutions through unit-linked products for financial planning and wealth structuring purposes. These are life insurance products where the premium paid is invested in collective external funds, collective internal funds, dedicated funds or specialized investment funds and the benefit payable under the policy is linked to the value of these funds at the time of payment.

Since 26 November 2019, OneLife Group is owned by APICIL PREVOYANCE (Institution de Prévoyance de droit Français) and by APICIL EPARGNE S.A. (a company incorporated in France) itself entirely owned by APICIL PREVOYANCE.

In 2019, the Parent Company acquired from APICIL EPARGNE S.A. all the shares of APICIL Life S.A. ("Apicil Life"), a life insurance company incorporated in the Grand-Duchy of Luxembourg on 28 April 2011, under Luxembourg law as a *Société Anonyme* under Luxembourg Commerce Register Number B 160.699. These shares were brought as a contribution in kind for a capital increase at the level of the Parent Company.

On 30 December 2019, the Company acquired Apicil Life from its Parent Company and merged with it by absorption with effective accounting date as of 1 January 2019 (the "Merger"). Accordingly, the year closed on 31 December 2020 is the second one with full accounting process and treatment combining the historical activities of Apicil Life and The OneLife Company and all comparative figures from 2019 are using the same scope and perimeter as those from 2020.

Since 2019, the Company has a branch under registration number 878 395 169 R.C.S. Paris and located in 51, Rue de Londres, 75008 Paris (France).

Financial year 2020

In terms of financial performance, the Company continues delivering good financial results despite the volatility on the markets experienced due to the Covid-19 crisis. In addition to the sales results, the Company also implemented different actions related to cost efficiency to support profitability.

Thanks to different swift actions implemented to adapt to the pandemic situation, the Company reported a profit of EUR 5,344,570 in 2020 (compared to a profit of EUR 1.8 million in 2019).

DIRECTORS' REPORT

The earned premium net of reinsurance amounted to EUR 834 million (2019: EUR 848 million). Belgium, France and Luxembourg were the Company's primary markets with additional core markets being Spain, Denmark, Finland and Sweden.

2020 Claims incurred, net of reinsurance, amounted to EUR 713 million (charge) and are driven by surrenders for both the Dedicated Funds and the Unit-Linked business. This is lower compared to 2019 when Claims incurred, net of reinsurance, amounted to EUR 888 million (charge).

Caption "Change in other technical provisions, net of reinsurance" stands at EUR 246 million (charge) versus a charge of EUR 756 million in 2019. The Company is exposed to financial impacts from variations in the value of the underlying investments caused by changes in interest rates, liquidity, foreign exchange rates and equity exposure.

Unrealised gains on investments decreased to EUR 581 million (2019: EUR 904 million) and unrealised losses on investments increased from EUR 74.5 million in 2019 to EUR 419 million in 2020. These developments reflect the volatility of markets and exchange rates.

The investment income of EUR 115 million in 2020 increased slightly in comparison to EUR 95.5 million in 2019.

Net operating expenses decreased to EUR 68 million from EUR 82 million in 2019 mostly as a result of reduced charges in all its components (Acquisition costs (-16%), Change in deferred acquisition costs (-88%) and Administrative expenses (-13%)).

The Company did not conduct any activities in the field of research and development or repurchase of own shares in 2020.

Technical provisions

The technical provisions increased to EUR 7.739 billion as at the end of December 2020 compared to EUR 7.482 billion as at end of 2019 (increase of 3.3%), resulting from positive market impact of EUR 163 million combined with an overall positive net flow of EUR 121 million.

Outlook and strategy

OneLife contributed to Groupe APICIL in terms of profitability in 2020 as well as in terms of diversity in the client and partner offer.

Despite the significant effects of the Covid-19 pandemic, OneLife continued on a strong sales trajectory during the year and was able to maintain close contact with its partners and clients across its core markets.

The environment also gave OneLife the opportunity to focus on its value proposition and to develop a plan to further enhance its service offering in 2020, through 2021 and beyond. Simplification and rationalisation of product documentation, daily valuation of certain fund types, a change in global Custodian Bank, the implementation of a Group Quality Programme and plans for new innovative product launches and enhancements to existing products all featured in 2020.

This means that OneLife remains well-positioned to provide the opportunity for Groupe APICIL to pursue its plans for sustainable growth and international expansion from Luxembourg, its base in the heart of Europe in 2021 and beyond.

In the course of 2020, the Company also conducted alongside the Apicil Group a revision of its 4-year strategic plan (Horizon 2024 – H24). This project will guide the Company in its future development.

In 2020, the Covid-19 crisis had a significant impact on our operations and performance. The operational aspects were adequately managed and are still under control as of the date of this report. In parallel enhanced financial monitoring has been put in place through 2020 in terms of profitability, liquidity and solvency to assess and cover the financial impacts of the Covid-19 crisis.

Risk management

Risk Management is the process of identifying, assessing, responding, monitoring, controlling and reporting risks.

The risk management system forms an integral part of the management and Board processes and the decision-making framework applied across the Company.

The key elements are:

- Risk strategy;
- Risk appetite;
- Risk governance, including risk policies and complete set of business internal rules;
- Risk map;
- Monitoring of the risk exposure;
- Risk oversight committees and defined roles and responsibilities;
- Processes used to identify, assess, report and treat risks.

For the purposes of risk identification and assessment and as aligned with the Risk Management Policy, risks are grouped by risk type:

- Financial Risk;
- Operational Risk;
- Strategic Risk;
- Governance Risk.

These risks may affect key metrics of Solvency, Earnings and Liquidity and Risk appetite is set relative to the previously mentioned metrics and to operational and reputational criteria.

Roles and responsibilities for risk management in the Company are based around the "three lines of Defence" model:

First Line of Defence - Day-to-day Risk Management, performed by the various departments under the supervision of department heads;

Second Line of Defence - Risk Oversight, performed by the Actuarial function, the Risk Management function, the Compliance function;

Third Line of Defence - Independent Assurance, performed by the Internal Audit department.

The Risk Management function is responsible for implementing the Risk Management System, setting the risk appetite, the overall risk tolerance limits, as well as the main risk management strategies and policies: this is an integral part of the top management and Board processes. Internal Audit provides an independent assessment of the risk system and internal control processes.

Within the Company operating departments, there are a number of individuals identified to fulfil the role of the Risk Correspondent. They are the point of contact for the Company's Risk Management Team to coordinate risk event reporting and to participate in the conducting of the department's risk assessment process.

The Company Board has overall responsibility for determining risk appetite, which is an expression of the risk the business is willing to take. The oversight of risk and risk management at the Group level is supported by the Risk & Control Committee that focuses on financial, strategic and governance risks as well as on Operational and Reputational risks.

The Company has a low tolerance for **liquidity and treasury risks** being the risk for the Company to not be capable to execute payments when due because of shortage of liquid assets. Robust modelling of medium term liquidity needs is completed as part of the annual planning exercise and a safety margin is maintained for short-term liquidity based on recent experience of cash demands. The Company performs daily review of its cash position and anticipates future disbursements to ensure permanent adequacy between cash available and needs. As of 31 December 2020, this risk is considered as low.

The Company has a medium-low appetite for investment counterparty risk (form of Credit risk) and has set specific limits in the Investment Guidelines Policy and in the Apicil Group policies. The risk of default on investments in unit-linked funds is passed to policyholders and the risk to the Company is a second order effect driven by a reduction in fee income.

On occasions, some policyholder funds have issues to liquidate part of the investments to meet fees due, and this creates an exposure for OneLife (**Policyholder Counterparty Risk** – form of Credit risk). The Board

DIRECTORS' REPORT

expects these exposures to be minimised and action for recovery taken at the earliest opportunity, hence their tolerance for this risk is low.

For other **credit risks** that could result from counterparties defaulting to execute their commitments or from unfavourable evolution of markets affecting expected returns, these are mostly related to exposure on assets, investments and cash accounts. Regular investments committee meetings, regular internal controls and overall global supervision monitor such risk by the Risk Management team of the Company.

The **interest rate risk** of the Company comes from the long-term investments and guaranteed return investments made by the Company to cover its commitments resulting from Euro Select Funds for its book of business of its French branch. At the Company's level, the related own investment portfolio is composed of 75.86% of bond assets. The exposure to the interest rate risk is monitored through several mitigating factors such as the management of duration, the modelling and the sensitivity and stress tests that are regularly performed by the Company.

The risk resulting from assets in shares and other variable assets (market risk), which represents 16.98% of the total own investments of the Company as of 31 December 2020, is volatile by definition and could adversely affect the Company's performance and solvency ratio. This is mitigated and monitored through precise and restricted accepted exposures that are followed up on a monthly basis. Specific alert thresholds have been fixed and are constantly supervised.

The **exchange rate risk** is not considered as an exposure due to the Company's business and currency positions and commitments.

The **market risk**, which is specific to the book of its French branch underlying its Euro Select product, could potentially affect its covering assets portfolio. Such risk is monitored and mitigated through selected assets managers which do opt for specific assets covering the subject exposure.

The vast majority of reinsurance is placed with one reinsurer (**Reinsurance Counterparty Risk** - form of Credit risk). This does not generate a significant concentration of reinsurer credit risk due to the risk premium structure of the reinsurance.

Spread risk, being the potential impact of an increase of the credit spread on own assets, is considered as important for the French branch portfolio. It is assessed as the spread between the actuarial rate of a company's bond and a theoretical sovereign debt (without risk) with similar maturity. Strategic review and allocation (through specific limits/thresholds) by category at the level of the entity does circumvent this risk. Setting limits on concentration of issuers also reduces the risk.

Concentration risk is the potential risk of overweighting one single business segment in own assets. It also includes concentration risk on issuers and geographical areas. This can result in reduced market value of related investments and impact the results of the Company. This is considered as an important risk for the French branch portfolio mainly for what relates to insurance and financial business seament. A dedicated follow-up of the sector risk is done on a monthly basis via numerous financial indicators. Thresholds on the concentration in banking and financial business segment have been out in place and are followed-up on a monthly basis. In order to mitigate such risk, the Apicil Group that manages the portfolio of the French branch diversifies and dilutes its investments through maximum exposures on issuers, business segments, etc.

Whilst it may be important for the Company to write business on competitive terms, and there may be occasions where it is appropriate to apply special terms, the Company has no appetite for writing unprofitable business more generally (Pricing risk). Robust processes are in place for the approval of new products, product amendments and pricing exceptions and for the monitoring of product profitability. The Product Oversight Governance process has been revised in light of the Insurance Distribution Directive (IDD).

Capital management

In the reports on the financial strength of the Company, capital and solvency are measured according to the regulations prescribed by the *Commissariat aux Assurances*. These regulatory capital tests are based on required levels of solvency

capital and a series of prudent assumptions with respect to the type of business written by the Company.

The Company's objectives in managing its capital are:

- to match its assets and liabilities profiles, taking into account the risks inherent to the business;
- to satisfy its regulatory requirements.

The Company's capital management policy is designed to ensure that the nature and the amount of capital are sufficient to meet regulatory capital requirements and that the Company is adequately capitalised for the risks inherent to the business written.

Throughout 2020, the Company's capital level was maintained in accordance with the capital management policy. As at 31 December 2020, the Company's solvency ratio was 199% (2019: 177%) under Solvency I regime and 137% under Solvency II regime (2019: 139%).

Furthermore the Company monitors its solvency needs by performing Own Risk Solvency Assessment (ORSA) that analyses the solvency impact of various stresses and scenarios.

Corporate and social governance

Decisions engaging the Company may be taken at different levels: the General Meeting of Shareholders, the Board of Directors and the Managing Director.

General Meeting of Shareholders

The General Meeting of Shareholders is not involved in the day-to-day operations of the Company. Its role is to review and approve the strategy proposed by the Board of Directors and to control its implementation. To do so, the General Meeting of Shareholders is principally given the authority to appoint the Directors and the Managing Director and to approve the Annual Accounts.

Board of Directors

The Board of Directors of the Company is principally in charge of determining the Company's strategy. In this context, it reviews the means of achieving the objectives, establishes internal controls, monitors and evaluates the performance against the strategic plans and budgets.

To do so, it is given all the powers not expressly reserved to the General Meeting of Shareholders by law or by the Articles of Association.

As of 31 December 2020, the Board of Directors is composed of four Directors:

Mr. Philippe Barret Director and

Chairman of the

Board

Mr. Renaud Célié Director
Mr. Alain Esquirol Director

Mr. Michel Wolter Director (Independent)

Chief Executive Officer and Mandataire Général

The Chief Executive Officer is in charge of day-to-day operations and has all the powers required to fulfil this role. The Chief Executive Officer is the preferred, if not exclusive, point of contact between the Company and the Commissariat aux Assurances.

As of the date of this report, Mr. Antonio Corpas is the Company's Chief Executive Officer, representative in charge of daily management and Authorized Manager towards the Regulator.

As of 31 December 2020 and as of the date of this report, the General Manager (*Mandataire Général*) of the branch in France is **Mr. Thierry Jouseau**.

Other elements and social consideration

In 2020, faced with challenges posed by remote working due to the pandemic, OneLife introduced technology improvements in order to support the new working environment. These included enhancements to the IT infrastructure as well as the introduction of new communication tools to ensure that colleagues and teams stayed connected at all times. Throughout the pandemic, internal communication channels were kept open with regular business updates provided by the management team to employees, with the opportunity for the latter to respond and to highlight any issues.

OneLife continued its support of the disabled skipper Damien Seguin in 2020, sponsored by Groupe APICIL. The Company's own values of resilience and resolution are well-personified in the endeavours of the skipper who took part notably in the Vendée Global ocean race in 2020, illustrating that diversity and inclusion are key in today's world. In line with Groupe APICIL's CSR ambitions in 2021, OneLife too will continue to build out its corporate sustainability plan to contribute to initiatives such as social protection, the safeguard of the environment and socially responsible investing.

Subsequent events

Since the first quarter of 2020, the health crisis attributable to the spread of COVID-19 has impacted many activities and economic sectors. Restrictive measures continue to be implemented in particular in European countries, with significant impacts on the entire economy, possibly leading to increased volatility in financial markets and tighter financial conditions.

At the closing date of these annual accounts, no factor has been identified by the Board of Directors having a significant impact on the performance or the financial situation of the Company as of 31 December 2020.

The Board of Directors of the Company is also not aware of any significant uncertainties which would call into question the going concern principle.

Due to the high level of uncertainty associated with the developments of the pandemic, the Board of Directors continues to closely monitor the potential impact of the current health crisis on the activity and development of the Company.

Luxembourg, 6 April 2021

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Philippe Barret Chairman of the Board of Directors

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To the Sole Shareholder of The OneLife Company S.A. 38, Parc d'Activités de Capellen L-8308 Capellen

REPORT OF THE REVISEUR D'ENTREPRISES AGREE

Report on the Audit of the Annual Accounts

Opinion

We have audited the annual accounts of The OneLife Company (the "Company"), which comprise the balance sheet as at December 31, 2020, and the profit and loss account for the year then ended, and notes to the annual accounts, including a summary of significant accounting policies.

In our opinion, the accompanying annual accounts give a true and fair view of the financial position of the Company as at December 31, 2020, and of the results of its operations for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

Basis for Opinion

We conducted our audit in accordance with the EU Regulation N° 537/2014, the Law of July 23, 2016 on the audit profession (Law of July 23, 2016) and with International Standards on Auditing (ISAs) as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" (CSSF). Our responsibilities under the EU Regulation N° 537/2014, the Law of July 23, 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the "Responsibilities of the "réviseur d'entreprises agréé" for the Audit of the Annual Accounts" section of our report. We are also independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants (IESBA Code) as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our Audit of the Annual Accounts, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Société à responsabilité limitée au capital de 360.000 € RCS Luxembourg B 67.895 Autorisation d'établissement 10022179

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts of the current period. These matters were addressed in the context of the audit of the annual accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have not identified any key audit matters for communication in our report.

Other information

The Board of Directors is responsible for the other information. The other information comprises the information stated in the annual report including the management report but does not include the annual accounts and our report of the "réviseur d'entreprises agréé" thereon.

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

In connection with our audit of the annual accounts, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the annual accounts or our knowledge obtained in the audit or otherwise appears to be materially misstated. 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 this fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors and Those Charged with Governance for the Annual Accounts

The Board of Directors is responsible for the preparation and fair presentation of these annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Directors determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Responsibilities of the "réviseur d'entreprises agréé" for the Audit of the Annual Accounts

The objectives of our audit are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the "réviseur d'entreprises agréé" that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the EU Regulation N° 537/2014, the Law of July 23, 2016 and with ISAs as adopted for Luxembourg by the CSSF 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 annual accounts.

As part of an audit in accordance with the EU Regulation N° 537/2014, the Law of July 23, 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, 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 the Board of Directors.
- Conclude on the appropriateness of Board of Directors' 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 report of the "réviseur d'entreprises agréé" to the related disclosures in the annual accounts 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 report of the "réviseur d'entreprises agréé". 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 annual accounts, including the disclosures, and
 whether the annual accounts represent the underlying transactions and events in a manner that achieves fair
 presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of

the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our

audit.

From the matters communicated with those charged with governance, we determine those matters that were of most

significance in the audit of the annual accounts of the current period and are therefore the key audit matters. We

describe these matters in our report unless law or regulation precludes public disclosure about the matter.

Report on Other Legal and Regulatory Requirements

We have been appointed as "réviseur d'entreprises agréé" by the General Meeting of the Shareholders on

April 9, 2020 and the duration of our uninterrupted engagement, including previous renewals and reappointments, is

10 years.

The management report is consistent with the annual accounts and has been prepared in accordance with applicable

legal requirements.

We confirm that the prohibited non-audit services referred to in the EU Regulation N° 537/2014 were not provided and

that we remained independent of the Company in conducting the audit.

For Deloitte Audit, Cabinet de révision agréé

Ludovic Bardon, Réviseur d'entreprises agréé

Partner

Luxembourg, April 8, 2021

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BALANCE SHEET AS AT 31 DECEMBER 2020

Assets

EUR	Note	2020	2019
Intangible assets	4	3,531,267	5,316,277
Investments	5	469,691,333	436,901,298
Other financial investments		469,691,333	436,901,298
Shares and other variable yield transferable securities and units in unit trusts		79,765,680	50,533,621
Debt securities and other fixed income transferable securities		356,302,843	356,411,443
Other loans		27,122,810	24,456,234
Deposits with credit institutions		6,500,000	5,500,000
Investments for the benefit of life assurance policyholders who bear the investment risk	6	7,299,494,903	7,023,060,084
Debtors		37,792,687	84,070,590
Debtors arising out of direct insurance operations		7,507,997	25,203,903
Debtors arising out of reinsurance operations		115,992	-
Other debtors	7	30,168,698	58,866,687
Other assets		93,673,119	106,472,775
Tangible assets and stocks	8	130,437	133,398
Cash at bank and in hand		93,490,422	106,226,708
Other assets		52,260	112,669
Prepayments and accrued income		14,531,129	13,589,091
Accrued interest and rent		3,842,171	4,210,222
Deferred acquisition costs		7,883,173	8,254,102
Other prepayments and accrued income		2,805,785	1,124,767
Total assets		7,918,714,438	7,669,410,115

The accompanying notes form an integral part of the Annual Accounts.

THE ONELIFE COMPANY S.A. BALANCE SHEET AS AT 31 DECEMBER 2020

Liabilities

EUR	Note	2020	2019
Capital and reserves	9, 10	101,613,523	97,268,953
Subscribed capital		50,200,525	50,200,525
Share premium account		18,825,233	20,520,271
Reserves		16,787,053	15,000,000
Profit brought forward		10,456,142	9,707,851
Profit for the financial year		5,344,570	1,840,306
Subordinated liabilities	7, 11	6,941,019	6,941,019
Technical provisions	12	439,508,797	458,529,565
Life insurance provision		418,777,702	441,870,255
Claims outstanding		11,722,460	5,912,810
Provision for bonuses and rebates		9,008,635	10,746,500
Technical provisions for life insurance policies where the investment risk is borne by the policyholders	12	7,299,494,903	7,023,060,084
Provisions for other risks and charges		7,078,875	5,637,606
Provisions for taxation		2,639,259	845,589
Other provisions		4,439,616	4,792,017
Creditors	11	63,477,861	77,245,614
Creditors arising out of direct insurance operations		35,285,088	55,612,105
Creditors arising out of reinsurance operations		-	4,142
Other creditors, including tax and social security	7	28,192,773	21,629,367
Accruals and deferred income		599,460	727,274
Total liabilities		7,918,714,438	7,669,410,115

The accompanying notes form an integral part of the Annual Accounts.

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2020

Technical account - life insurance business

EUR	Note	2020	2019
Earned premiums, net of reinsurance	13	833,929,054	848,394,491
Gross premiums written		834,756,346	849,309,781
Outward reinsurance premiums	14	(827,292)	(915,290)
Investment income		114,865,797	95,510,100
Income from other investments		27,189,897	32,611,464
Gains on realisation of investments		87,675,900	62,898,636
Unrealised gains on investments		581,166,894	903,904,386
Other technical income, net of reinsurance		19,200,265	20,264,068
Claims incurred, net of reinsurance		(712,737,795)	(888,432,956)
Claims paid		(706,928,145)	(887,241,154)
Claims paid, gross		(707,240,201)	(887,320,662)
Claims paid, reinsurer's share	14	312,056	79,508
Change in the provisions for claims	12	(5,809,650)	(1,191,802)
Change in the provisions for claims, gross		(5,809,650)	(1,191,802)
Change in other technical provisions, net of reinsurance	12	(245,913,088)	(755,967,433)
Change in life assurance provision, gross amount		(245,913,088)	(755,967,433)
Other technical provisions		(245,913,088)	(755,967,433)
Bonuses and rebates, net of reinsurance		(5,691,313)	(6,682,229)
Net operating expenses		(68,025,174)	(82,240,458)
Acquisition costs		(27,068,227)	(32,352,777)
Change in deferred acquisition costs		(370,929)	(3,071,444)
Administrative expenses	15, 16	(40,873,851)	(47,188,472)
Reinsurance commissions and profit Participation	14	287,833	372,235
Investment charges		(76,082,481)	(48,039,332)
Investment management charges, including interest		(8,050,726)	(9,021,066)
Losses on realisation of investments		(68,031,755)	(39,018,266)
Unrealised losses on investments		(418,610,078)	(74,689,406)
Other technical charges, net of reinsurance		(16,752,033)	(10,995,750)
Balance on the technical account - life assurance business		5,350,048	1,025,481

The accompanying Notes form an integral part of the Annual Accounts.

THE ONELIFE COMPANY S.A. PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2020

Non-technical account

EUR	Note	2020	2019
Balance on the technical account – life assurance business		5,350,048	1,025,481
Other income		927,655	1,724,532
Other charges, including value adjustments		(245,565)	(75,984)
Profit on ordinary activities after Tax		6,032,138	2,674,029
Other taxes not shown under the preceding items	19	(687,568)	(833,723)
Profit for the financial year		5,344,570	1,840,306

The accompanying Notes form an integral part of the Annual Accounts.

NOTES TO THE ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2020

Note 1 - General

The OneLife Company S.A. (the "Company") is a life insurance company incorporated in the Grand-Duchy of Luxembourg under Luxembourg law as a *Société Anonyme* on 26 June 1990 under Luxembourg Commerce Register Number: B 34 402.

The Company is authorised by the *Commissariat aux Assurances* to provide life insurances, annuities, pensions and retirement benefits, and reinsurance operations of business of similar nature, and to conduct investment and real estate activity relating to the principal objective under the Law of 7 December 2015 on insurance business. The Company sources and administers its business through its head office in Luxembourg and through distribution partnerships in Luxembourg and other EU countries as well as via its Branch in Paris (France).

The parent company of The OneLife Company S.A. is The OneLife Holding S.à r.l. (the "Parent Company") which is incorporated in Luxembourg. For the purposes of these Annual Accounts, The OneLife Holding S.à r.l. and the Company are referred to as the "OneLife Group".

Since 26 November 2019, OneLife Group is owned by APICIL PREVOYANCE (Institution de Prévoyance de droit Français) and by APICIL EPARGNE S.A. (a company incorporated in France) itself entirely owned by APICIL PREVOYANCE.

On 30 December 2019, the Parent Company acquired from APICIL EPARGNE S.A. all the shares of APICIL Life S.A. ("Apicil Life"), a life insurance company incorporated in the Grand-Duchy of Luxembourg on 28 April 2011, under Luxembourg law as a *Société Anonyme* under Luxembourg Commerce Register Number B 160.699. These shares were brought as a contribution in kind for a capital increase at the level of the Parent Company.

On 30 December 2019, the Company acquired from its Parent Company Apicil Life, and merged with it by absorption with effective accounting date as of 1 January 2019.

In 2019, the Company has established a branch under registration number 878 395 169 R.C.S. Paris and located in 51, Rue de Londres, 75008 Paris (France).

Note 2 – Presentation of Annual Accounts

The Annual Accounts have been prepared in accordance with Luxembourg law on the accounts of insurance and reinsurance undertakings (the Law) of 8 December 1994 as amended and in compliance with the generally accepted accounting policies for the insurance and reinsurance industry in the Grand-Duchy of Luxembourg. The accounting policies and the valuation rules are determined and applied by the Board of Directors.

The following significant general rules have been applied:

- the Company is on a going concern basis;
- the valuation methods are consistent from one financial year to the other, except where otherwise stated in the Annual Accounts;
- the prudence principle is followed;
- only realised profits are recognised, with the exception of life insurance business where the risk is borne by the policyholder;
- all foreseeable risks and potential losses which arise during the course of the financial year are taken into account;
- assets and liabilities are valued item by item.

All amounts in these Annual Accounts are presented in Euro (EUR).

The Company's accounting year begins on January 1 and ends on December 31.

Note 3 – Accounting policies

3.1 Translation of items expressed in foreign currencies

Assets and liabilities denominated in foreign currencies are translated into EUR at the exchange rates in effect at the balance sheet date.

Income and charges denominated in foreign currencies are converted into EUR at the exchange rate prevailing at the transaction date. Gains and losses arising from foreign exchange translations are recognised in the Profit and Loss Account.

3.2 Intangible assets and establishment charges

Intangible assets are valued at purchase price including the expenses incidental thereto or at production cost, less cumulated depreciation amounts.

In case of durable depreciation in value, value adjustments are made in respect of intangible assets. The value adjustments are not maintained if the reasons for which the value adjustments were made have ceased to apply.

Intangible assets are composed of goodwill and technical policy management software.

The amortisation of the goodwill is recognised over an eight-year period, corresponding to the estimated lapse period of the in-force insurance portfolio of the absorbed entity at the date of the merger.

The Custy Policy Administration Software module is amortised over a 7 year period which corresponds to its estimated useful life. Intangible assets related to Apicil Life activity is amortised over a 5 year period. The Company has built its strategy on the integration of business operations around this tailormade software.

Intangible assets are amortised over their estimated useful economic life, using the straight-line method at the following rate:

- Goodwill: 12.5%;
- Software (policy administration systems): from 14.3% to 20%;
- Software (other): 33%.

Establishment charges are capitalized costs resulting from changes in the Company's Share Capital or structure. They are recorded at cost and depreciated on a 5 year basis.

3.3 Investments

Other financial investments

Shares and other variable yield transferable securities and units in unit trusts are valued at the lower of historical acquisition cost or realisable value (lower of cost or market).

Debt securities and other fixed income transferable securities are valued at amortised cost. Premiums paid over the redemption value and discounts received in consideration of the redemption value are amortised through the Profit and Loss Account over the period to maturity.

Deposits with credit institutions and other loans are valued at nominal value. Value adjustments are made so that they are valued at the lower figure to be attributed to them at the balance sheet date if it is expected that the reduction in their value will be permanent.

Investments for the benefit of life insurance policyholders who bear the investment risk

Investments for the benefit of life insurance policyholders who bear the investment risk are valued at market value. Changes in the value of these investments are recognised in the Profit and Loss Account under Unrealised gains on investments and Unrealised losses on investments.

The market value of the investments has been determined according to the following methods:

- Transferable securities admitted to an official stock exchange listing or traded on another regulated market are valued based on the last available market price. If such securities are listed on several markets, the last known price on the principal market is applied;
- Transferable securities not admitted to an official stock exchange listing or not traded on another regulated market, and transferable securities admitted to an official stock exchange listing or traded on another regulated market, but for which the last available price is not representative, are valued based on their reasonably foreseeable price determined based on available information provided by the custodian banks, other price providers or in the financial statements of these investments.

The value of technical provisions for life insurance policies where the investment risk is borne by policyholders is set by reference to these investments.

3.4 Debtors

Debtors are valued at the lower of their nominal and their probable realisation value. Value adjustments are made when recoverability is questionable, either in part or entirely. These value adjustments are no longer carried when the reasons for which they were made cease to apply.

3.5 Other assets

3.5.1 Tangible assets and stocks

Tangible assets are valued at purchase price including the expenses incidental thereto or at production cost.

Tangible assets are amortised over their estimated useful economic lives, using the straight-line method at the following rates:

- Furniture: 20%,
- Fixture and fittings: over the remaining period of the lease or 20%.

Where the Company considers that a tangible asset has suffered a durable depreciation in value, an additional write-off is recorded in order to reflect this loss. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

3.5.2 Cash at bank and in hand

Cash at bank and in hand is valued at nominal value.

3.6 Prepayments and accrued income

3.6.1 Deferred acquisition costs

Acquisition costs relating to the life insurance policies are deferred and recognised as an asset. The deferred acquisition costs are amortised over the acquisition charge earning period, on a straight-line basis. Additional amortisation is recorded on fully surrendered policies and on policy with significant partial surrenders.

3.6.2 Other prepayments and accrued income

Other prepayments and accrued income include other expenditure incurred during the financial year which relates to a subsequent financial year and income relating to the current financial year, but which is not receivable until a subsequent financial year.

3.7 Subordinated liabilities

Subordinated loans are valued at nominal value. The interest expense on the loans is included in the Profit and Loss Account under "Other charges".

3.8 Technical provisions

3.8.1 Life insurance provision

The Life insurance provision consists of the estimated actuarial value of the Company's insurance liabilities, less the estimated actuarial value of the policyholders' commitments. It is calculated individually for each policy. Death risk derived from life insurance policies are estimated considering mortality statistical tables agreed in France and Luxembourg.

3.8.2 Claims outstanding

The provision for claims outstanding corresponds to the total estimated cost, including claim settlement costs, for settling all the claims arising from events, which have occurred up to the end of the financial year, less amounts already paid in respect of such claims. The provision for claims outstanding is calculated separately for each claim and does not include any discounts or deductions.

Reinsurers' share in claims outstanding represents the part of the gross technical provisions that the Company is entitled to recover from reinsurers under contractual reinsurance arrangements.

3.8.3 Provision for bonuses and rebates

The Provision for bonuses and rebates includes all amounts which are allocated to the revaluation of policyholders' policies for the financial year, or which are set aside in their favour and which represent the allocation of a surplus arising from all financial transactions relating to the segregated funds linked to these policies, after deduction of costs stipulated in the policy.

3.9 Technical provisions for life insurance policies where the investment risk is borne by the policyholders

Technical provisions cover liabilities relating to investments in the context of life insurance policies for which the value or the return is determined by reference to the investments for which the policyholder bears the risk.

The change in technical provisions for life insurance policies where the investment risk is borne by the policyholders is reported in the Profit and Loss Account under the caption "Change in other technical provisions, net of reinsurance".

3.10 Provisions for other risks and charges

3.10.1 Provisions for taxation

Provisions for taxation include the Company's best estimate of income tax liabilities for financial years for which a definitive taxation assessment has not yet been received from the fiscal authorities and final unpaid tax liabilities. Advance tax payments are recognised under Prepayments and accrued income.

3.10.2 Other provisions

Other provisions are intended to cover losses or liabilities the nature of which is clearly defined and which, at the balance sheet date, are either likely to be incurred or certain to be incurred, but uncertain as to the amount or as to the date on which they will arise.

3.11 Creditors

Creditors are valued at settlement value.

3.12 Accruals and deferred income

Accruals and deferred income consist of both income received before the balance sheet date, but relating to a subsequent financial year, and charges relating to the current financial year, but payable in a subsequent financial year.

3.13 Earned premiums, net of reinsurance

Earned premiums include business issued during the year.

Net earned premiums comprise outward reinsurance premiums consisting of premiums paid or payable with respect to outward reinsurance contracts entered into by the Company.

3.14 Claims incurred, net of reinsurance

Claims incurred comprise all payments made in respect of the financial year and the movement in the provision for claims outstanding.

3.15 Investment income and charges

Investment income comprises all investment income and realised investment gains. Investment charges include investment expenses, charges and interest expenses as well as realised losses on the disposal of investments.

3.16 Other technical income

Other technical income comprises mainly trailer fees and income related to structured products purchases.

3.17 Acquisition costs

Acquisition costs comprise direct costs arising from the conclusion of insurance policies and indirect costs relating to the sales structure, advertising and administrative costs connected with the issuance of policies in the limits of the products where deferred acquisition cost have been approved by the *Commissariat aux Assurances*. For all other products including the book of business derived from Apicil Life acquisition costs are accounted directly in Profit and Loss.

3.18 Administrative expenses

Administrative expenses include overheads, which cannot be allocated to the recording of premiums, the management of claims or the management of investments and commissions relating to the ongoing management of policies.

3.19 Allocated investment return transferred to the non-technical account

This income represents the total net investment return relating to assets that are transferred from the life insurance technical account to the non-technical account in order to better reflect the balance of the technical account relating to life business. Allocated investment return consists of dividends, realised gains and losses, and unrealised gains and losses arising from shareholder's investments.

Note 4 – Intangible assets and establishment charges

As at 31 December 2020 and 2019, intangible assets include a goodwill, which has been recognised as a result of the acquisition in 2015 of 100% of the shares of Altraplan Luxembourg S.A. ("Altraplan") by the Company and the subsequent merger by absorption of Altraplan by the Company.

As at 31 December 2020, the Board of Directors believes that there is no permanent impairment on the net book value of the goodwill amounting to EUR 501,903.

The movements in intangible assets during the financial year are summarised as follows:

EUR	Goodwill	Software	Establishment charges	Total
Gross book value as at 31 December 2019	2,007,610	22,405,123	362,780	24,775,513
Additions and acquisitions of the year	-	(902,800)	7,198	(895,602)
Gross book value as at 31 December 2020	2,007,610	21,502,323	369,978	23,879,911
Accumulated amortisation as at 31 December 2019	(1,254,757)	(18,191,338)	(13,141)	(19,459,236)
Amortisation of the year	(250,950)	(580,408)	(58,050)	(889,408)
Accumulated amortisation as at 31 December 2020	(1,505,707)	(18,771,746)	(71,191)	(20,348,644)
Net book value as at 31 December 2019	752,853	4,213,785	349,639	5,316,277
Net book value as at 31 December 2020	501,903	2,730,577	298,787	3,531,267

Note 5 – Other financial investments

As at 31 December 2020, the book and market values of other financial investments are as follows:

EUR	Book value at 31.12.2020	Market value at 31.12.2020
Shares and other variable yield transferable securities and units in unit trusts	79,765,680	87,476,916
Debt securities and other fixed income transferable securities	356,302,843	394,183,327
Other loans	27,122,810	27,122,810
Deposits with credit institutions	6,500,000	6,500,000
Total	469,691,333	515,283,053

The amortisation of discounts and premiums on fixed income securities is as follows:

EUR	2020	2019
Amortisation of discounts	688,140	611,971
Amortisation of premiums	462,329	1,393,113

The amortisation of discount on fixed income securities is shown under caption "Income from other investments". Discounts represent the negative difference between the purchase prices of these securities compared to the amount repayable at maturity and are written up in instalments over the period remaining until maturity. The amortisation of premium on fixed income securities is shown under caption "Investment management charges, including interest". Premiums represent the positive difference between the purchase prices of securities compared to the amount repayable to maturity and are written down in instalments over the remaining period to maturity.

The remaining unamortised discounts and premiums on fixed income securities are as follows:

EUR	2020	2019
Unamortised discounts	1,331,660	1,536,573
Unamortised premiums	16,453,051	15,070,831

Note 6 – Investments for the benefit of life insurance policyholders who bear the investment risk

As at 31 December 2020, investments for the benefit of life insurance policyholders who bear the investment risk amounted to EUR 7,299,494,903 (2019: EUR 7,023,060,084).

Note 7 – Amounts owed by and to affiliated undertakings

Amounts owed by and to affiliated undertakings are as follows:

EUR	2020	2019
Assets	26,533,276	27,190,822
Other debtors	26,533,276	27,190,822
Liabilities	11,548,113	18,515,216
Other creditors, including tax and social security	4,607,094	11,574,197
Subordinated liabilities	6,941,019	6,941,019

Other debtors are composed of a receivable balance towards The OneLife Holding S.à r.l. amounting to EUR 14,170,899 and receivables from other Apicil Group entities for EUR 12,362,377.

Other creditors, including tax and social security are composed of current accounts with The OneLife Holding S.à r.l. for EUR 57,842 and other affiliated undertakings amounting to EUR 4,549,252.

Subordinated liabilities are composed of one loan from The OneLife Holding S.à r.l..

Note 8 – Tangible assets

The movements in tangible assets and stocks during the financial year are summarised as follows:

EUR	Furniture	Fixture	Hardware	Total
Gross book value as at 31 December 2019	312,395	1,327,077	39,489	1,678,961
Additions and acquisitions of the year	-	-	94,454	94,454
Gross book value as at 31 December 2020	312,395	1,327,077	133,943	1,773,415
Accumulated amortisation as at 31 December 2019	(309,395)	(1,202,082)	(34,086)	(1,545,563)
Amortisation of the year	(1,705)	(70,249)	(25,461)	(97,415)
Accumulated amortisation as at 31 December 2020	(311,100)	(1,272,331)	(59,547)	(1,642,978)
Net book value as at 31 December 2019	3,000	124,995	5,403	133,398
Net book value as at 31 December 2020	1,295	54,746	74,396	130,437

Note 9 – Capital and reserves

The movements in capital and reserves during the financial year are broken down as follows:

EUR	Subscribed capital	Share premium	Reserves	Profit brought forward	Profit of the year	Total
As at 31 December 2019	50,200,525	20,520,271	15,000,000	9,707,851	1,840,306	97,268,953
Allocation of results 2019						
Profit brought forward				748,291	(748,291)	_
Dividend distributed					(1,000,000)	(1,000,000)
Reserve		(1,695,038)	1,787,053		(92,015)	_
Profit for the financial year 2020					5,344,570	5,344,570
As at 31 December 2020	50,200,525	18,825,233	16,787,053	10,456,142	5,344,570	101,613,523

During the annual general meeting of the Company's Shareholder, held on 9 April 2020, it was resolved to distribute a dividend of EUR 1,000,000 to the Sole Shareholder of the Company.

As at 31 December 2020, the subscribed capital of the Company amounts to EUR 50,200,525 and is represented by 2,024,843 shares without nominal value.

NOTES TO THE ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2020

Note 10 – Reserves

The reserves amounting to EUR 16,787,053 (2019: EUR 15,000,000) are composed of the legal reserve of EUR 5,010,053 (2019: EUR 3,223,000) and a free reserve of EUR 11,777,000 (2019: EUR 11,777,000).

In accordance with Luxembourg company law, the Company allocates 5% of its net profit for each financial year until the legal reserve balance reaches 10% of the issued share capital. The legal reserve is not available for distribution to shareholders, except upon dissolution of the Company.

Note 11 – Classification of creditors according to duration

As of 31 December 2020, the classification of creditors based on their duration is as follows:

EUR	More than 5 years	Less than 5 years
Creditors arising out of direct insurance operations	303,651	34,981,437
Other creditors, including tax and social security	10,130	28,182,643
Subordinated liabilities	-	6,941,019

As of 31 December 2019, the classification of creditors based on their duration was as follows:

EUR	More than 5 years	Less than 5 years
Creditors arising out of direct insurance operations	-	55,612,105
Creditors arising out of reinsurance operations	-	4,142
Other creditors, including tax and social security	-	21,629,367
Subordinated liabilities	6,941,019	-

Note 12 – Technical Provisions

The movements in technical provisions during the financial year are broken down as follows:

EUR	Technical provisions for life insurance policies where the investment risk is borne by the policyholders	Life insurance provision	Claims oustanding	Provision for bonuses & rebates	Total
Balance sheet					
As at 31 December 2019	7,023,060,084	441,870,255	5,912,810	10,746,500	7,481,589,649
Variations during 2020	276,434,819	(23,092,553)	5,809,650	(1,737,865)	257,414,051
As at 31 December 2020	7,299,494,903	418,777,702	11,722,460	9,008,635	7,739,003,700
Variations in Profit and	Loss account				
Bonuses & Rebates, net of reinsurance		(5,674,733)		(16.580)	(5,691,313)
Change in the provisions for claims			(5,809,650)		(5.809.650)
Change in other technical provisions, net of reinsurance	(276,434,819)	28,767,286		1.754.445	(245,913,088)
Total variation in Profit & Loss account	(276,434,819)	23,092,553	(5,809,650)	1,737,865	(257,414,051)

Note 13 – Breakdown of gross premiums written

Gross premiums include an amount of EUR 834,756,346 related to life insurance business (2019: EUR 849,309,781).

Gross premiums written are broken down as follows:

EUR	2020	2019
Individual premiums	834,756,346	849,309,781
Total	834,756,346	849,309,781

NOTES TO THE ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2020

EUR	2020	2019
Periodic premiums	1,705,549	1,829,983
Single premiums	833,050,797	847,479,798
Total	834,756,346	849,309,781

EUR	2020	2019
Premiums from non-bonus policies	75,889	79,463
Premiums from bonus policies	38,584,138	60,178,258
Premiums from policies where the investment risk is borne by policyholders	796,096,319	789,052,060
Total	834,756,346	849,309,781

The geographical distribution of gross premiums written is as follows:

EUR	2020	2019
Luxembourg	111,968,795	5,191,234
Other EU countries	697,158,830	833,509,585
Non EU countries	25,628,721	10,608,962
Total	834,756,346	849,309,781

Note 14 – Reinsurance balance

For the year ended 31 December 2020, the net reinsurance balance of the technical account amounts to a charge of EUR 227,403 (2019: charge of EUR 463,547).

Note 15 – Acquisition costs and commissions

Acquisition costs include direct commissions and other acquisition expenses, including an allocation of staff costs, which represent the cost of business acquisition activity.

The breakdown of the different commissions is as follows:

EUR	2020	2019
Acquisition commissions	6,336,672	4,367,529
Other commissions	42,258,026	21,752,973
of which "Trail / Renewal"	41,290,141	19,806,824
and "Switching commissions"	967,885	1,946,149

Other commissions are included in the administrative expenses and in the other technical charges in the Profit and Loss Account.

Note 16 – Personnel employed during the year

The average number of persons employed by the Company during 2020 amounted to 140 (2019: 142) and is broken down into the following categories:

Number of persons	2020	2019
Management	63	72
Employees	77	70
Total	140	142

Employee related costs are included in administrative expenses and are broken down as follows:

EUR	2020	2019
Wages and salaries	11,517,049	15,425,770
Non periodical remuneration	637,093	647,613
Social security costs	1,765,968	2,585,035
of which pensions	894,524	919,084
Other costs	1,276,873	1,910,628

As of 31 December 2020, the Company had 136 Full Time Equivalent employees (2019: 135).

NOTES TO THE ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2020

Note 17 – Remuneration to members of the Board of Directors

Emoluments granted to the members of the Board of Directors by reason of their responsibilities with respect to the financial year 2020 amounted to EUR 50,000 exclusive of VAT (2019: EUR 50,000) and are included in administrative expenses in the Profit and Loss Account.

No commitments have been entered into with respect to retirement pensions for former members of the Board of the Company.

Note 18 - Commitments and advances granted to members of supervisory staff

The Company has no commitments with respect to retirement pension for former senior management. No advances or credits have been granted to senior management during 2020 and 2019. The Company has no commitments with respect to guarantees of any kind entered into on account of senior management.

Note 19 - Taxes

The Company is subject to the general tax regulations applicable to all companies in Luxembourg. The Company entered into a tax consolidation arrangement, together with other Group entities domiciled in Luxembourg.

Note 20 – Fees to the réviseur d'entreprises agréé

The fees to the *réviseur d'entreprises agréé* accounted for the year ended 31 December 2020 are equal to EUR 266,811 inclusive of VAT (2019: EUR 199,696) in relation to the statutory audit of annual accounts and the issuance of regulatory reporting in accordance with the instruction of the *Commissariat aux Assurances*. A total of EUR 27,121 (2019: EUR 25,227) fees have been also paid for non-audit services in relation to assistance with tax filing requirements. The fees to the *réviseur d'entreprises agréé* are included in the administrative expenses in the Profit and Loss Account.

Note 21 – Information relating to consolidation

As at 31 December 2020, the Company's accounts are consolidated for APICIL Group within the combined accounts at the level of Société de Groupe Assurantiel de Protection Sociales (France). The combined accounts and the management report are available at its registered office in 38, Rue François Peissel, 69300 Caluire et Cuire (France).

NOTES TO THE ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2020

Note 22 – Off-balance sheet commitments and contingencies

As at 31 December 2020, the Company has commitments amounting to EUR 1,616,600 (2019: EUR 1,909,625) in relation to IT hardware, software and IT contractors, commitments amounting to EUR 534,628 (2019: EUR 872,635) in relation to car leasing contractors and commitments amounting to EUR 1,350,779 (VAT included) in relation to building lease (2019: EUR 2,365,654).

Note 23 – Evolution of COVID-19 pandemic

Since the first quarter of 2020, the health crisis attributable to the spread of COVID-19 has impacted many activities and economic sectors. Restrictive measures continue to be implemented in particular in European countries, with significant impacts on the entire economy, possibly leading to increased volatility in financial markets and tighter financial conditions.

At the closing date of these annual accounts, no factor has been identified by the Board of Directors having a significant impact on the performance or the financial situation of the Company as of To replace by 31 December 2020.

The Board of Directors of the Company is also not aware of any significant uncertainties which would call into question the going concern principle.

Due to the high level of uncertainty associated with the developments of the pandemic, the Board of Directors continues to closely monitor the potential impact of the current health crisis on the activity and development of the Company.

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