Vhi Annual Report and Accounts 2025

Healthcare that connects

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Strategy and Performance

Our Story

Vhi has a rich history and legacy, established in 1957 as the first health insurance company in Ireland, we have evolved to become a trusted healthcare partner to our members. Our products, benefits and healthcare solutions are firmly embedded in the healthcare landscape, and we continue to innovate to improve our customers' healthcare experience. We are a purpose led organisation and this drives our strategy, our culture, our values and at its heart is our people.

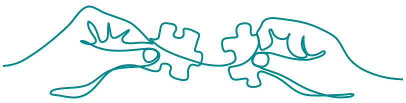
Our Purpose

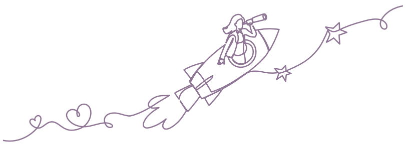
To help our members live longer, stronger and healthier lives.

Our Strategy

To deliver a personal and digital experience through our leading insurance proposition that provides access to a connected healthcare system, supporting our members to live longer, stronger, healthier lives.

Our Values





Together We Do our Best Work

Courage to Create a New Future

We Lead with Heart

Sustainability Pillars

Healthy Business

Healthy People

Healthy Planet

Our Products

Health Insurance	MultiTrip Travel Insurance	International Health insurance	Dental Insurance	Life Insurance	Mortgage Protection
Vhi	Vhi MultiTrip	Vhi International	Vhi Dental	Vhi Life	Vhi Life

Vhi Healthcare Services

Right Care at the Right Time

- Urgent Care
- Enhanced Primary Care
- Specialised Clinics
- Hospital@Home
- Vhi Online Health Clinic
- Online Doctor
- Vhi Nurseline
- Corporate Health & Wellness

Vhi 360 Health Centres

- Carrickmines
- Swords
- Dundrum
- Limerick
- Cork
- Galway

Diagnostics

- X-Ray
- Dexa
- Ultrasound
- MRI

Vhi 2025 Highlights

Supporting Members

1.23m
Private Health Insurance Members

€1.84bn
Claims paid

2.1m
Snap & Send Claims

168k
Monthly Vhi App users

1.3m
CoverCheck interactions

Vhi 360 Health Centre Galway

Healthcare Services

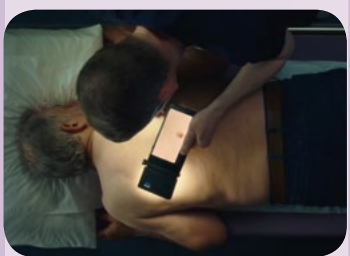
603k
Healthcare interactions

240k
Digital & 1st contact health consultations

19.8k
Hospital@Home Nurse and Doctor visits

8.4k
Dermatology interactions

9k
HealthCheck@Work screenings



Vhi Dermatology Services

People and Sustainability

571k
5km parkrun finishes

28k
Participants in Vhi Women's Mini Marathon

1,200
Powered by Values colleague nominations

76%
Colleagues think Vhi is a great place to work

9%
Increase in recycling rates in 2025

Vhi Multicultual Network celebrate Diwali

Financials

€2bn
Gross Written Premium

€71m
Surplus after Tax

€1bn
Capital & Reserves

182%
Solvency Capital Ratio (SCR)

€33m
Multiline income

Vhi House, Abbey Street Lower, Dublin

Vhi Women's Mini Marathon 2025

Chairperson's Review

Overview

In 2025, Vhi made tangible and transformative progress in how our members access and experience healthcare.

Greg Sparks
Chairperson

We continued to advance our Health & Wellbeing ambition to provide coordinated and connected care with expanded networks, new services and improved digital access.

We expanded our network of care with the opening of the redeveloped Vhi 360 Health Centre in Galway, bringing urgent care, diagnostics and specialist support together in a single setting. In 2025 we recorded over 603k healthcare interactions with our health and wellbeing services, an increase of 18%. We also strengthened our clinical partnerships in key areas such as dermatology, orthopaedics, women's health and digestive health, enabling our members to have timely access to expert care. Throughout, we maintained strong business performance, as the progress we have made in access to care and our own health and wellbeing services supported membership growth for the 11th consecutive year.

Healthcare Challenges

The healthcare landscape in Ireland continues to evolve, shaped by demographic change and increasing complexity of care. People are living longer, often with multiple chronic conditions that require ongoing, coordinated support. Advances in medical technology and treatment options have broadened what is possible in modern care, while also increasing utilisation and the pressure on system capacity. Sláintecare is similarly influencing the direction of healthcare, with a strong emphasis on delivering more care closer to home and strengthening primary and community services – ambitions to which Vhi is closely aligned.

These developments are reshaping patterns of demand and influencing both the cost and capacity required to deliver high-quality care. They also highlight the need for deeper collaboration across the health system. Public and private providers face the same demographic, workforce and capacity pressures, and neither part of the system can meet future demand alone. A more coordinated and collaborative approach, aligning pathways, sharing insights and expanding care in community and digital settings, will be essential to building a sustainable, resilient healthcare system for the years ahead.

As we look to 2026 and beyond, our priority is to deliver greater value for our members by advancing how care is delivered and strengthening the outcomes that are achieved. This means shifting the emphasis from the volume of care to health outcomes, ensuring members receive the right care in the right setting while improving quality and sustainability. Progress will rely on strong collaboration with our healthcare providers and partners, and we thank them for their continued support.

Community Rating and the Risk Equalisation Scheme

Ireland's health insurance market is built on the principle of Community Rating, which ensures that everyone pays the same price for the same product, regardless of age, gender, or health status. This principle reflects a shared understanding that people will need different levels of care at different stages of their lives, and it helps keep health insurance accessible and affordable across generations.

Community Rating is supported by the Risk Equalisation Scheme (RES), which redistributes a portion of premiums across the market so that the higher cost of caring for older and sicker members is shared fairly. This mechanism helps support intergenerational solidarity and ensures that insurers compete on the quality of healthcare solutions and outcomes, rather than on selecting younger or lower-risk customers.

As patterns of healthcare use continue to evolve, it is important that RES keeps pace with how and where care is delivered. More treatment is now provided in community, digital and home-based settings, yet the current scheme remains focused on hospital activity. The forthcoming European Commission review of the Scheme offers an important opportunity to modernise it so that it better reflects contemporary models of care, supports prevention and early intervention and encourages innovation that delivers the right care in the right place.

A strengthened and more effective RES also plays a vital role in protecting the long-term stability of the market. By ensuring that the cost of care is shared fairly across all members, RES supports affordability, reduces incentives for risk selection and reinforces the principles of fairness and solidarity on which the Irish system is built. In doing so, it helps ensure that private health insurance remains equitable, sustainable and responsive to the changing needs of members.

Sustainability at Vhi

At Vhi, sustainability is central to how we operate and to how we support our members' health and wellbeing. In 2025, the Board approved our first comprehensive decarbonisation roadmap, setting out a clear pathway towards our net-zero ambition. We also strengthened our governance by integrating climate and nature risk into our risk management framework and published our first standalone Sustainability Report, enhancing transparency for our members and stakeholders.

Our sustainability commitments extend beyond environmental action to how we support people and communities. A core part of this is our partnership with the Irish Youth Foundation (IYF), through which we support programmes that help young people develop resilience, manage anxiety and build lifelong wellbeing skills. These initiatives focus on early intervention and work closely with youth organisations in communities across Ireland, ensuring support reaches young people who need it most. Through this partnership, we are contributing to healthier, more confident communities and helping to foster long-term wellbeing from an early age.

We also continued to advance our Inclusion, Diversity and Equity (IDE) strategy, which is integral to building a more inclusive and capable organisation. In 2025, we published our Gender Pay Gap Report, showing a reduction to 15% from 18% the previous year. This progress reflects sustained action across recruitment, leadership development and colleague support, and is enabling a more balanced and inclusive workplace where colleagues can thrive. With 52% of senior managers now female, we continue to make meaningful progress.

Looking ahead, we remain focused on integrating sustainability into all aspects of our business. This means continuing to reduce our environmental impact, strengthening inclusion and equity in our workplace, supporting healthier communities and developing solutions that contribute to a more sustainable healthcare system for all.

Strategy & Governance

The Vhi Board has a central role in guiding Vhi's strategic direction and ensuring strong governance across the organisation. Throughout the year, the Board maintained its focus on oversight, risk management and supporting the delivery of Vhi's strategy. The 2022–2026 Vhi Group Strategy has been transformative, reshaping Vhi from a traditional insurer into a dynamic health partner.

As we enter the final year of this strategy in 2026, Vhi is embarking on a comprehensive strategic planning process to shape the organisation's direction as we develop a three-year plan and ten-year vision for our future. This is an important time for healthcare in Ireland, with rapid advances in technology, changing demographics and evolving models of care. Our ambition is to build on the strong foundations laid by the current strategy and to ensure Vhi continues to lead in delivering innovative, sustainable healthcare solutions for our members.

I want to take this opportunity to acknowledge and express my gratitude to my fellow Board members for their commitment and dedication throughout 2025. Their counsel has been both constructive and challenging, as it should be, and their insight has been instrumental in guiding our progress and ensuring we remain resilient and future-focused.

I would also like to acknowledge Dean Holden, who concluded his term on the Board in January 2026. Dean brought deep expertise, wise judgement and unwavering commitment to Vhi throughout his tenure. His contribution, both in the boardroom and in guiding our strategic direction, has been of immense value, and I extend my sincere thanks for his service to the organisation.

A Board is only as strong as the management team and colleagues who bring strategy to life. In Vhi, we are fortunate to work with a team that not only demonstrates dedication every day, but does so with intelligence, flexibility and a genuine commitment to improving the health and wellbeing of our members. On behalf of the Board, I want to thank the Leadership Team and all our colleagues for their exceptional work and continued professionalism.

Members

Since our establishment in 1957, Vhi has remained steadfast in our commitment to delivering better value, better healthcare and better services for the people we serve. It has always been our vision to be the leading private health insurance company in Ireland. It is our ambition to provide easy access to a comprehensive range of healthcare support, whether through partnership with health providers or directly. What drives us is a passion to deliver services for all stages of life and across the full spectrum of care, from wellness to chronic disease management. Our members are at the heart of everything we do, and I want to express my sincere thanks for their continued trust and support during these uncertain times. It is a responsibility we hold with utmost care. We will continue to invest in innovative, sustainable solutions that help our members to live longer, stronger and healthier lives.

11

years of consecutive membership growth

1.23m

Health Insurance Members

Group CEO's Review

At Vhi, our purpose is to help our members live longer, stronger, healthier lives.

Brian Walsh
Group CEO

This guides how we make decisions, how we deliver care, invest in services, and shape the delivery of healthcare in Ireland. As demand for healthcare continues to increase alongside sustained pressures across the sector, our purpose has never been more important.

To deliver on this purpose in 2025, we expanded healthcare access for members and continued our transformation into a healthcare partner, with record engagement across our health and wellbeing services. We made investments in tools and technology to improve how our members engage with Vhi across our services. We placed greater emphasis on early intervention and more integrated care to support better health outcomes and the long-term sustainability of healthcare in Ireland.

Financial Performance

Our 2025 financial performance provides the stability to deliver on our purpose. Membership grew for the eleventh consecutive year to over 1.23m health insurance members, an increase of over 12k. Gross Written Premium for private health insurance reached €2bn in 2025 (2024: €1.8bn).

Our multiline businesses – including travel, dental, life, and international health insurance – also grew, bringing total member relationships across our insurance portfolio to almost 1.77m. Vhi reported a Surplus after Tax of €71.2m (2024: €36m), supported by prudent cost management and strong investment income. As Vhi operates solely for the benefit of our members, all surpluses are reinvested to strengthen our offering, expand access, enhance our digital and clinical services, and support long-term value.

Vhi paid €1.84bn in healthcare services on behalf of our members during the year (2024: €1.74bn), an increase of 5.8%. The demand for healthcare continues to rise, driven by ageing populations, the growing prevalence of chronic disease, and advances in treatment that, while beneficial, are more expensive to provide. Against this backdrop, our priority was to ensure members could continue to access timely, high-quality care while protecting the long-term sustainability of the services they depend on. This required price increases in premiums in 2025.

We are acutely aware of the cost-of-living challenges facing households and are rigorous in our management of all costs. Price increases reflect the continued rise in demand for healthcare and the higher costs of delivering that care.

Evolving Healthcare

It is evident that the challenges facing healthcare, from rising costs to demographic pressures and the growing complexity of care, require changes in how and where care is delivered. These requirements are shaping our own strategy and how we help our members access and experience healthcare.

Our Vhi health provision services are now delivering care in our multidisciplinary Vhi 360 Health Centres, in homes and virtually. The opening of the newly redeveloped Vhi 360 Health Centre in Galway was a major milestone in this regard. Along with our Vhi Health Centres in North and South Dublin, Limerick, and Cork, helping members move more easily between urgent care, diagnostics, and ongoing treatment.

We also strengthened specialist services within our Vhi 360 Health Centres. Through services such as our Women's Health Clinic, Dermatology Service, Paediatric Developmental Clinic, and Sports and Exercise Medicine, we provided members with quicker access to consultant-led and multidisciplinary care.

In 2025, we implemented partnerships with healthcare providers that are creating healthcare pathways to reduce waiting times, improve continuity of care, and support faster diagnosis and treatment, particularly in musculoskeletal care and women's health.

Quality and safety remained central to our healthcare delivery. In 2025, Hospital@Home achieved JCI accreditation, one of the world's most respected healthcare quality and patient-safety benchmarks. Our enhanced Primary Care services received CHKS accreditation, recognising excellence in governance, safety, and clinical effectiveness. We also secured ISO reaccreditation for our Clinical Call Centre, with assessors highlighting robust governance, strong adherence to Vhi policies, and high standards of teamwork.

Supporting wellbeing and offering care where our members are, remains core to our approach. In 2025, we delivered tailored workplace wellbeing programmes to thousands of employees nationwide, offering support across emotional, mental, and physical health. HealthCheck@Work and our wellness health station programme encouraged everyday awareness and early detection of issues that may otherwise progress to more serious illness. These initiatives reinforce the role prevention plays in improving long-term health outcomes and helping members stay well for longer.

In 2025, we invested in digital platforms and contact centre capabilities that make it easier for members to engage with Vhi, manage their policies, and access services in a way that suits them. Video consultations with GPs, dietitians, physiotherapists, and speech and language therapists offered timely access to expert advice at home, at work, or on the move.

In 2025, there were 240k member interactions with our digital and first-contact healthcare services, an increase of 18% from 2024. The introduction of our Symptom Checker on the Vhi App provided an accessible and trusted first point of guidance. These services increasingly function as a digital front door to earlier intervention and are linked to our in-person services so that members can transition smoothly into clinics, diagnostics, and other pathways when needed.

In addition, the digital tools that support members' day-to-day insurance needs continued to see strong engagement. Snap & Send processed over 2.1m claims to the value of €146.5m in 2025, giving members a fast, convenient, and paperless way to submit their everyday claims. Additionally, there were over 1.3m interactions with Cover Check, Vhi's in-app procedure verification feature.

Sustainability

In 2025, we continued to advance our sustainability strategy, recognising that the health of our members is deeply connected to the health of our communities and the planet. During the year, we achieved ISO 50001 accreditation for energy management, making Vhi the only health insurer in Ireland to hold both ISO 50001 and ISO 14001 standards, an important milestone in our sustainability commitments.

We made strong progress in reducing our environmental footprint, lowering CO_2 transport emissions and clinical waste, while continuing our transition to lower-carbon operations. In 2025, we commenced a major project at our Kilkenny Business Centre with insulation upgrades and a large-scale solar PV installation as part of this commitment.

We strengthened our commitment to physical and mental wellbeing through our longstanding partnership with parkrun Ireland, expanding our award-winning *More Than Running* series. Our sponsorship of the Vhi Women's Mini Marathon celebrated its tenth year in 2025, with 28k women taking part in the sold-out event. We also deepened our cultural engagement through our partnership with the Abbey Theatre, supporting its *Theatre For All* initiative. This collaboration opens Ireland's national theatre to community groups and DEIS schools, creating opportunities for young people to experience the arts in an inclusive and welcoming setting.

People

In 2025, we continued to grow a culture that empowers colleagues to deliver for our members. Our Powered by Values Awards saw record engagement of 1.2k nominations, as colleagues recognised and celebrated one another. We continued to invest in building the skills and leadership needed for the years ahead, with strong participation across programmes and growing uptake of AI and digital learning pathways. Investment in an inclusive culture, strong leadership, and digital fluency will be central to sustaining Vhi's agility and supporting our ongoing transformation.

We continued to invest in building the skills and leadership needed for the years ahead, with strong participation across our leadership programmes, growing uptake of digital and AI learning pathways, and other self-directed learning tools. Investment in an inclusive culture, strong leadership, and growing digital fluency will be central to sustaining Vhi's agility and supporting our ongoing transformation from insurer to healthcare partner.

Looking Ahead

As we progress in 2026, we remain focused on investing in our people, embracing new technology, and innovating in healthcare to deliver the best quality care and service to our members. Our vision is to be a health partner for our members, playing a proactive role in shaping the future of sustainable, patient-centred healthcare in Ireland, and we will collaborate closely with all stakeholders to achieve this.

I want to acknowledge the exceptional contribution of our colleagues across Vhi, whose dedication underpins our progress. I also extend my deepest thanks to our members for the trust they place in us. Supporting them is a privilege, and we are committed to meeting their needs with the highest standards of care and service.

€2bn

Gross Written Premium

€1.84bn

Total Claims Paid

€71.2m

Surplus After Tax

Supporting Members and Their Care Experience

95%

of Primary care claims submitted digitally

1.3m

Cover Check interactions

We are ensuring timely access to high-quality care and strengthening the pathways that help our 1.23m members access healthcare. Through clinical partnerships, improved care coordination, and a continued emphasis on early access to assessment and treatment, we aim to deliver healthcare that meets our members' needs today and supports better long-term health outcomes.

Top Claim Care Categories 2025

€366m	Cancer
€315m	Orthopaedic
€292m	Cardiac
€201m	Digestive
€96m	Psychiatric
€94m	Genitourinary
€90m	Ophthalmic
€81m	Respiratory/ENT

Accessing Care

In 2025, cancer, orthopaedics and cardiac care represented the largest categories of claims paid on behalf of members. Cancer remained the biggest category, with over €366m in claims paid, reflecting the breadth of care delivered across diagnostics, advanced imaging and personalised treatments such as immunotherapy and chemotherapy.

Orthopaedics was also a major area of claims activity, with approximately €315m in benefits paid across a wide range of musculoskeletal treatments. The category includes several of the highest-volume and highest-cost procedure groupings, with joint replacement procedures alone accounting for more than €95m in benefits paid. In 2025, Vhi supported members across all stages of orthopaedic care, including imaging, conservative therapies, surgical procedures, and rehabilitation.

Vhi also continued to ensure access to a comprehensive spectrum of cardiac services, from diagnostic testing and interventional cardiology to cardiac surgery and rehabilitation – with cardiac care accounting for over €290m in claims paid.

Strengthening Care Pathways Through Strategic Partnerships

In 2025, we strengthened partnerships across our wider hospital and specialist network to ensure members can access high-quality care quickly and receive support throughout their full treatment journey. These collaborations support our focus on improving outcomes through faster diagnosis, earlier intervention, and more coordinated care.

Working closely with a range of providers, we expanded access to clinical expertise, modern facilities, and structured pathways designed around member needs. These partnerships play an important role in helping reduce waiting times, supporting continuity of care, and ensuring members receive appropriate treatment in the most suitable setting.

Through these strengthened care pathways, members benefit from:

- Faster access to treatment, including shorter waits for consultations, diagnostics, and surgery through streamlined pathways.
- Specialist-led care across key clinical areas, supporting the management of more complex conditions.
- Enhanced recovery pathways that provide coordinated aftercare and rehabilitation, contributing to improved outcomes and a more predictable recovery experience.
- Access to modern, technology-enabled care, including advanced diagnostic tools and digital supports that help members navigate their treatment with greater confidence.

By optimising access, coordinating care, and supporting members throughout their treatment journey, these partnerships contribute to improved outcomes, better experiences, and greater continuity of care. This integrated approach continues to strengthen Vhi's ability to support members through the moments that matter most.

A Better Member Experience

Alongside strengthening clinical care, we continued to improve the overall experience members have with Vhi. Our priority in 2025 was to make interactions simpler, clearer, and more personalised, ensuring members feel supported every step of the way. We progressed enhancements across digital channels, customer support, and service design, making it easier for members to understand their cover, access services and manage their healthcare needs. These developments reflect our commitment to putting members at the centre of every journey and creating a consistent, intuitive experience across all touchpoints.

Enhanced Digital Experiences

Improved navigation and simpler self-service tools across the Vhi App and website helped members access information and support with greater ease. Digital engagement continued to grow, with 168k unique membership logins to the Vhi App each month. 95% of Primary Care claims are now submitted digitally, reflecting the increasing preference for seamless, mobile first experiences.

Simplified Access to Care

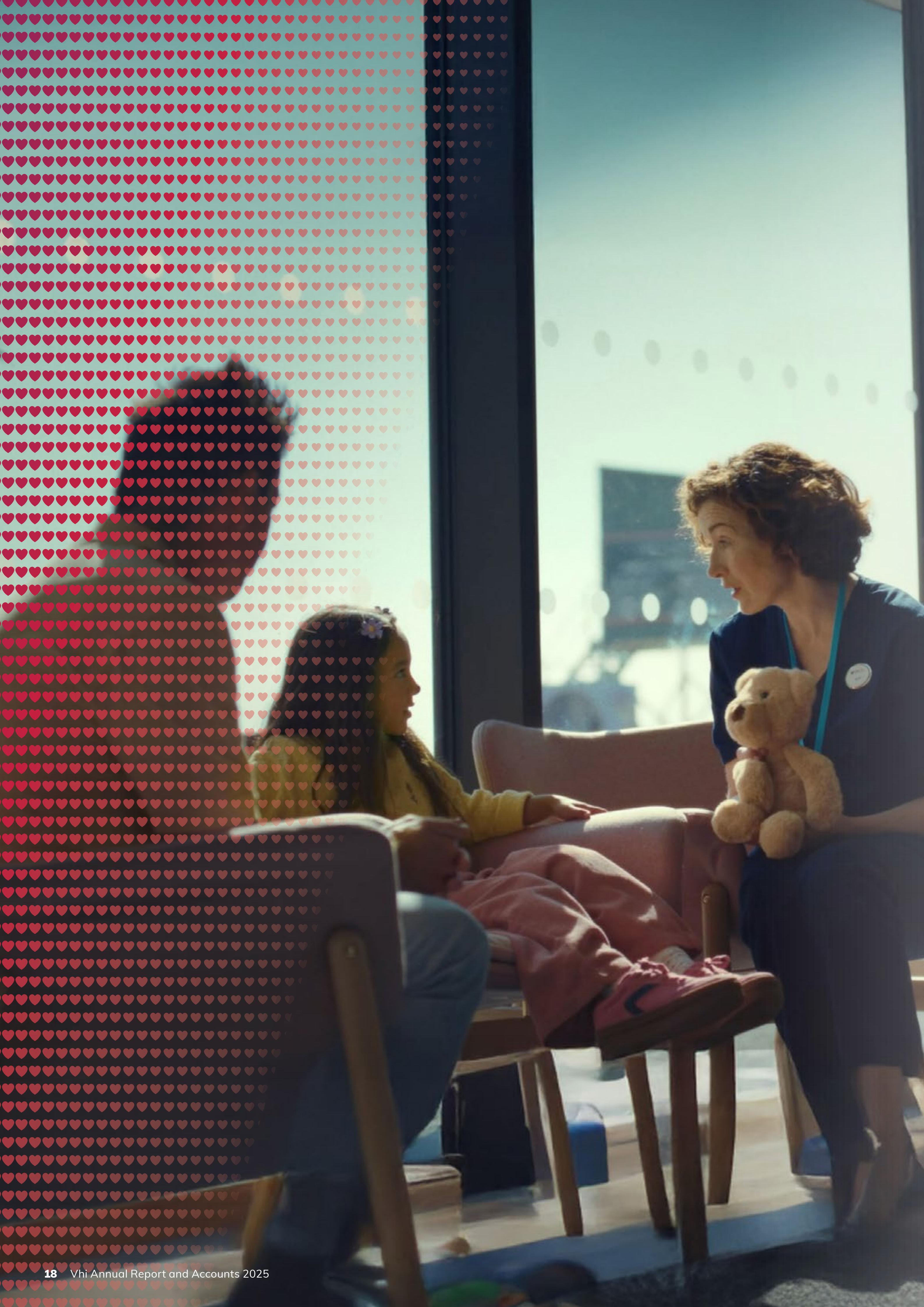
Clearer pathways and more visible information made it easier for members to understand and use Vhi designed health services. Tools such as Cover Check, which was accessed 1.3m times in 2025, give members immediate clarity on what's included in their plan, helping them navigate care with confidence.

More Personalised Support

Tailored communication and clearer guidance supported members in making informed decisions about their health. In 2025, enhanced digital experiences and more personalised content helped members access Vhi's services and encouraged timely engagement with health and wellbeing supports.

A Stronger Voice for Members

We strengthened how we learn from members, ensuring their experiences directly inform service improvements. This enables teams across Vhi to respond with solutions that reflect what matters most to the people we serve.



Expanding Health and Wellbeing

410k

Employees covered by Employee Assistance Programme

1.3k

Tailored Workplace Wellbeing Programmes

115

Work placements from universities across Ireland

Enhancing Access and Experience

2025 was a year defined by a clear focus on improving the member experience. Across our services, we continued to see strong growth in activity, with over 603k healthcare interactions, an 18% increase on 2024. This was supported by improvements that made care easier to access, more coordinated, and more responsive to individual needs. We strengthened links between digital and in-person services, expanded clinical pathways, and broadened the reach of our care network, helping members move through their healthcare journey with greater confidence and ease.

Growing Our Care Network

The opening of Vhi 360 Health Centre Galway brought our 360 model of care to the West of Ireland, giving members access to expert, multidisciplinary care close to home. Purpose-designed to support a modern care experience, the centre brings together urgent care, diagnostics, and screening. Its six-bay Urgent Care unit provides walk-in access every day of the year, with members assessed and discharged within 90 minutes where clinically appropriate. The Galway centre also serves as a hub for Vhi's Hospital@Home, our referral-only service where expert nurses and doctors deliver care directly to members in their homes.

As part of Vhi's wider 360 Health Care network, our Urgent Care clinics in Dublin (Carrickmines and Swords), Galway, Limerick and Cork delivered over 161k healthcare interactions, providing timely access to high-quality unscheduled care across the regions.

Vhi Chief Clinical Officer Dr Lynda Keavney and MD of Vhi Health & Wellbeing Anne O' Connor at the opening of redeveloped Vhi 360 Health Centre Galway

Enhancing the Digital Experience

Digital care continued to evolve as an essential part of how members engage with our services. Video consultations through the Vhi Online Health Clinic offered prompt access to GP and clinical advice. Vhi Nurseline, Vhi CareHub, online GPs, dietitians, physiotherapists and speech and language therapists delivered over 240k healthcare interactions via phone, the Vhi App and the website, an 18% increase on 2024. This growth demonstrates members' increasing preference for expert-led care available at home, at work or on the move, supported by integration with our in-person services.

Strengthening Specialist Pathways for Faster, Connected Care

Our focus on enabling members to access the right expertise quickly, with greater continuity of care, continued to progress in 2025. Our partnership with UPMC expanded access to advanced musculoskeletal (MSK) surgical and non-surgical pathways, supporting timely orthopaedic assessment and treatment for members.

Women's health also advanced significantly during the year. Our collaboration with the Blackrock Health Women's Health Centre broadened access to consultant-led care. This also complemented Vhi's existing supports, including fertility benefits, pregnancy care and menopause services delivered through the Vhi Women's Health Clinic in the Vhi 360 Health Centre, Carrickmines. Through this collaboration, members now experience faster access to a wide range of specialties with reduced waiting times for both appointments and diagnostics.

In 2025, we introduced two new areas of care through the Vhi Women's Health Clinic: Menstrual Health and Postpartum Support. We also completed a breastfeeding consultation pilot, which received highly positive feedback from participants. Insights from these pilots will help shape the next phase of our women's health service development, ensuring our supports continue to evolve in line with members' needs.

Our rapid-access dermatology service, providing end-to-end care for the diagnosis and treatment of dermatological conditions, including acne, lesions, sun damage and melanoma, managed over 8.4k interactions, including more than 1.6k surgical dermatological procedures. The service saw important developments in 2025, with improved care pathways, expanded appointment availability and the planned rollout of new nurse-led treatments such as cryotherapy. These enhancements will increase capacity and support faster, more seamless access for members with skin health concerns.

Ensuring Excellence Through Education, Accreditation and Clinical Standards

In 2025, we strengthened our commitment to clinical excellence through expanded education programmes, high-performing services and strong accreditation outcomes. Our academic partnerships continued to grow, with 115 nursing, medical and physiotherapy placements from universities across Ireland, reinforcing our role in supporting the next generation of healthcare professionals.

Our Vhi 360 Hot Topics series also broadened its reach, delivering five expert-led sessions, including our first dedicated nursing webinar. As a core element of our clinical education strategy, the programme equips the primary care workforce with accessible insights on emerging health issues, supporting awareness, early intervention and quality of care.

In 2025, the series explored updates in:

- Climate Change & Emerging Health Challenges
- Paediatric Allergy Management
- Social Prescribing & Mental Health Conditions
- Decision Support and Advance Healthcare Directives
- Adult and Paediatric Asthma Management

Engagement continued to grow as Vhi clinicians shared specialist expertise across these topics. The series received significant industry recognition, with shortlisting across three major awards. We were proud to win Excellence in Healthcare Education and Training at the Private Healthcare Awards.

We also deepened our academic collaboration with RCSI, becoming a partner organisation for the Strategic Academic Recruitment (StAR) Doctor of Medicine (MD) programme. This strategic partnership strengthens our contribution to clinical research and innovation and reinforces Vhi's leadership in private healthcare delivery.

During the year, we secured full ethics approval for our Mental Health First Aid (MHFA) research study, *A Qualitative Evaluation of Interprofessional MHFA Training in a Private Healthcare Organisation*. The study evaluates how MHFA training supports colleagues' mental health literacy and their ability to assist patients, peers and wider communities. Data collection began in Q4 2025 and will continue into 2026, marking meaningful progress in building our capability for innovation, learning and evidence-based practice.

Vhi also entered a three-year strategic partnership with RCSI as the Exclusive Industry Partner for the research evaluation of the StEP HEALTH (Student Engagement Partners Helping Everyone Access Local Team-based Healthcare) programme. This pioneering initiative delivers preventive care to underserved communities through student-led clinics. The partnership reflects our values and strategic goals in preventive healthcare, health equity and innovation, while offering a unique opportunity to advance academic collaboration and strengthen community health through a multi-dimensional engagement model. It underscores our commitment to investing in forward-thinking initiatives that deliver meaningful clinical, academic and societal impact.

Accreditation achievements remained a key indicator of our quality agenda. Hospital@Home achieved JCI accreditation, one of the world's most respected healthcare quality and patient-safety standards. Enhanced Primary Care services across paediatrics, women's health, physiotherapy and mental health received CHKS accreditation, the internationally recognised independent accreditation body that benchmarks healthcare organisations across quality, safety, governance and clinical effectiveness.

We also secured ISO reaccreditation for our Clinical Call Centre. The assessment highlighted robust governance, strong adherence to Vhi policies and high standards of teamwork, reinforcing the quality and safety of the telehealth support we provide to members nationwide.

Reflexologist Marianne Healy at an event to mark International Nurses and Midwives Day at Vhi 360 Health Centre Carrickmines

Supporting Health and Wellbeing in the Workplace

In 2025, we strengthened our support for corporate members through expert-led workplace wellbeing initiatives designed to build healthier, more resilient teams. 1.3k tailored wellbeing programmes reached almost 57k employees, offering practical, evidence-based guidance on emotional, mental and physical wellbeing.

Preventative care remained a strong focus. Through HealthCheck@Work, we delivered just under 9k on-site health screenings across 214 workplaces, while over 32k Wellness Station checks across 525 locations encouraged everyday awareness and early intervention.

Our Employee Assistance Programme continued to be an essential support for workplaces, covering more than 410k employees and providing confidential emotional, psychological and practical assistance. Demand for mental health skills also grew, with 77 Mental Health First Aid programmes delivered during the year.

Looking Ahead

The progress achieved in 2025 positions us strongly for the year ahead. In 2026, we will continue to expand our care footprint, strengthen specialist services, and invest in digital innovation to ensure members experience seamless, connected care across every touchpoint. Our focus remains on delivering high-quality care and excellent experiences, wherever and however members engage with us.

Diagnostics at the redeveloped Vhi 360 Health Centre Galway

Michele Tait, COO, Vhi Health & Wellbeing; Ray Moran, Consultant Orthopaedic Surgeon and Medical Director, UPMC Sports Surgery Clinic; Fiona Roche, GM, UPMC SSC; and Mark Byrne, Head of Healthcare Partnerships at Vhi, announcing a partnership to enhance MSK care for Vhi member

Healthcare Interactions 2025

161k
Urgent Care Interactions

157k
Online Doctor Interactions

40k
Vhi Nurseline

8.4k
Dermatology Interactions

9k
HealthCheck@Work On-site screenings

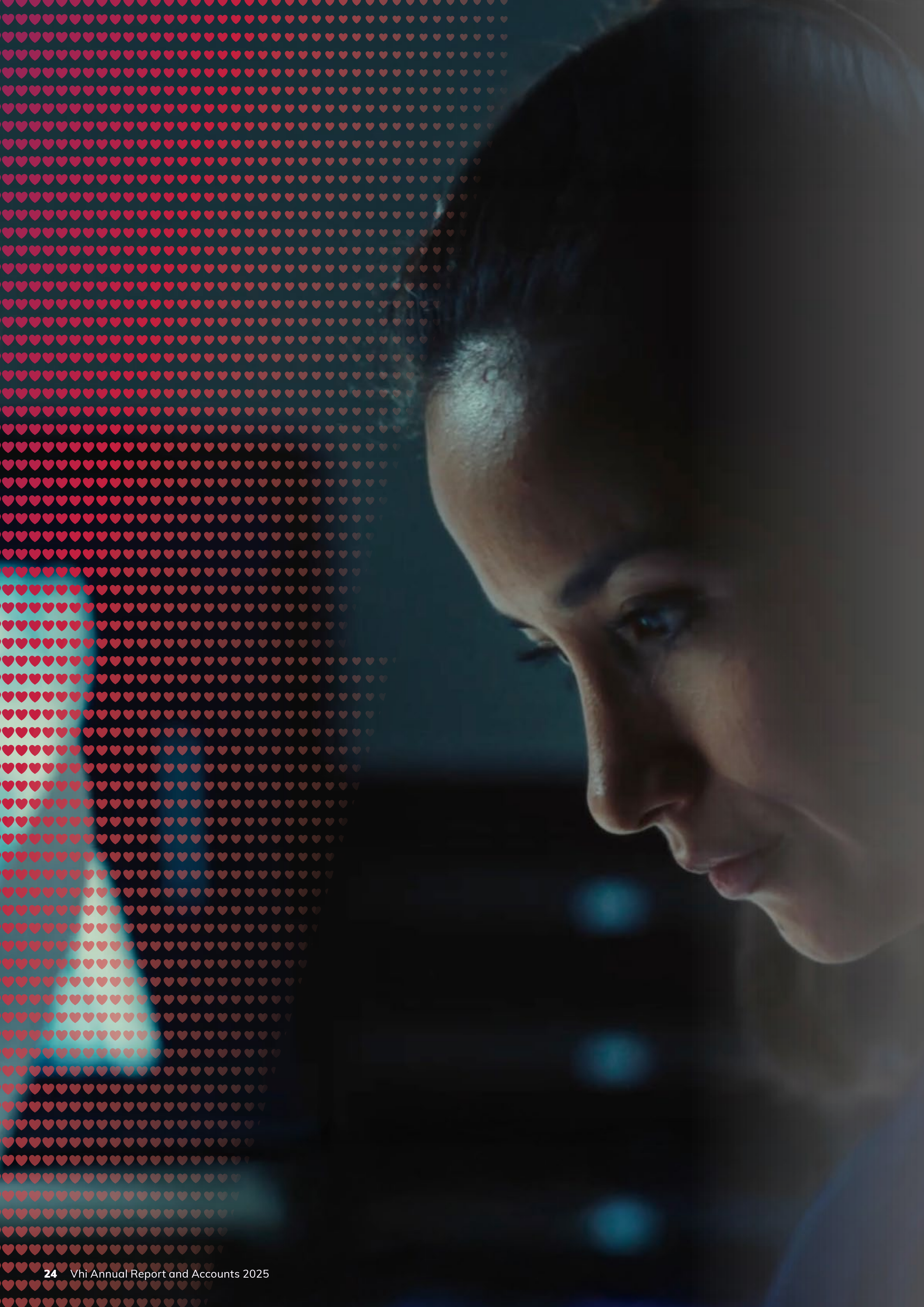
19.8k
Hospital@Home Nurse and Doctor visits

6.6k
Paediatric Service Interactions

8.4k
Specialist Clinics

7.4k
Screening

32.8k
Wellness Station Interactions



Our People

82%

Colleagues feel comfortable to be themselves at work

52%

Female representation at senior manager level

Powered by our People, Ready for the Future

In 2025, we continued to advance our ambition to build our future-ready organisation. We moved further into the activation and embedding of programmes that strengthen organisational culture, enhance capability and support colleagues through ongoing transformation.

This shift from design to practical implementation means our people-focused initiatives are now more firmly embedded in how we work, collaborate and serve our members.

Culture, Purpose and Values

Our culture remains a defining strength for Vhi and a critical enabler of long-term transformation. In 2025, we saw meaningful progress in how colleagues live our purpose and values, reflected in stronger collaboration, more consistent values-led behaviours and a more connected way of working across teams and locations. Colleague feedback from our Culture Survey showed marked progress across empowerment, collaboration and values-aligned behaviours.

A key driver of this momentum was our refreshed Culture Programme, which helped colleagues move from awareness to action, embedding the behaviours that build trust, accountability and inclusion. Throughout the year, colleagues engaged in storytelling, recognition, learning and shared events that brought our culture to life and contributed to a more empowered, member-focused organisation.

A standout moment was the record engagement with our Powered by Values Awards. With more than 1.2k nominations and over 250 colleagues attending the celebration, the awards became an unmistakable demonstration of how deeply our values are lived across the organisation. This unprecedented participation not only recognised exceptional examples of collaboration and purpose-led behaviour but also underscored the strength and vibrancy of our culture in action.

Supporting Wellbeing and Connection

Supporting colleague wellbeing remained a priority in 2025, with programmes designed to meet physical, mental, social and financial needs. Building on last year's CARE Festival, we expanded this into our "Looking After You" programme, delivering more than 40 wellbeing activities across the year.

We also strengthened inclusive workplace supports by expanding mental health resources and growing our MHFA programme. We continued to encourage colleague participation in the Vhi Women's Mini Marathon through a dedicated #TeamVhi registration process, making it easy for colleagues to get involved and stay informed. Colleagues were supported with training opportunities and guidance to help them prepare for the event – whether walking, jogging or running – and 2025 saw our highest participation to date, with 120 colleagues taking part across the 10km route.

Our colleague ambassadors also played a key role in building momentum across sites by promoting the event, supporting sign-ups and leading inclusive lunchtime walks and jogs.

2025 also marked a major milestone for Vhi as we celebrated 25 years of Vhi in the Kilkenny community. An in-person event brought together over 500 colleagues, families and friends to recognise the contribution of our Kilkenny teams and the important role the Kilkenny location plays in Vhi's overall growth and transformation.

Colleagues participate in the 5k event 'Move Together' in Vhi Kilkenny

Shaping Workplace Wellbeing

In 2025, we continued our Workplace Health Insights programme, examining how workplace culture influences employee wellbeing and the ability to engage in preventative health. This work helps us look beyond traditional wellbeing initiatives and explores how workplace micro-cultures impact employee wellness, the role of digital tools in both supporting and hindering wellbeing, and the practical ways employers can foster a culture of wellness in the workplace.

This programme is underpinned by Vhi's externally commissioned Workplace Health Insights research, which surveyed more than 1,000 employees nationwide. The findings, shared during our expert-led Workplace Health Insights webinar, provide employers with an evidence-based view of the cultural and practical barriers that influence workplace wellbeing. The insights reinforce the critical role employers play in enabling preventative health as part of everyday working life.

For Vhi, these findings directly inform how we shape our own colleague experience, ensuring that wellbeing is embedded in our culture, that colleagues feel permission to prioritise their health and that our workplaces are designed to support longer-term resilience.

Building an Inclusive and Equitable Workplace

Our IDE strategy gained momentum in 2025 as we continued moving from awareness-building to deeper capability and practical action. Colleague-led networks played an increasingly visible role in shaping our culture, with several receiving national recognition for their leadership and impact. We also introduced new tools and learning supports that strengthened everyday inclusion, helping colleagues feel supported through key life stages and workplace moments.

During the year, we expanded our focus on allyship and psychological safety through the rollout of Bystander Intervention training, equipping colleagues and leaders with practical skills to recognise and address inappropriate behaviours. We also launched Platform 55, providing life-stage and transition support for colleagues and managers, and reinforcing Vhi's commitment to supporting people at every stage of their working lives.

In 2025, we continued to make meaningful progress on our Gender Pay Gap, with the overall gap reducing from 18% to 15%, alongside an increase in female representation at senior manager level to 52%. This reflects the impact of our long-term commitment to building a more inclusive, diverse and equitable workplace.

Our efforts were validated externally with the retention of our Silver Investors in Diversity accreditation.

Adam Lyon, Group Risk Officer and broadcaster Brendan Courtney, presenting a Powered by Values Award to the Treatment Abroad Claims Team

Amy Burke, Group People and Sustainability Officer at Vhi, with Anne Barber, President of Kilkenny Chamber; former Kilkenny hurling manager Brian Cody; and MC Bobby Kerr, at an event marking 25 years of Vhi in Kilkenny

Dr Ui-May Tan, a Clinical Lead for Preventative Health at the Workplace Health Insights webinar

Building Capability for the Future

2025 showed ongoing progress in strengthening capability and embedding a culture of continuous learning across Vhi. Our programmes focused on equipping colleagues with the skills, confidence and technical expertise needed to thrive in a rapidly evolving environment.

Throughout the year, our core leadership development pathways continued to mature, including the Leadership with Purpose Programme, Women in Leadership and the Management Development Programme. We also expanded personalised development supports, with 26 leaders engaging in one-to-one coaching to accelerate their growth and impact as leaders.

Self-directed learning saw major momentum, and colleagues completed over 2.2k hours of on-demand learning across key capability areas such as AI, data science, cybersecurity and project management. This growth in digital learning reflects a strong appetite among colleagues to build future-focused skills in ways that suit their roles, interests and working patterns.

Engagement with shared learning experiences also remained strong, demonstrated through high participation in Vhi Knowledge Week, which delivered 16 sessions and attracted 455 attendances – reinforcing a culture where continuous learning is visible and celebrated.

Looking Ahead

In 2026, we will continue embedding our major people programmes while preparing colleagues and teams for the next stage of transformation. The foundations strengthened and embedded in 2025 position us well to continue building an agile, connected and high-performing organisation that delivers exceptional outcomes for our members.

At a Glance

76%
Colleagues say Vhi is a great place to work

1,200+
Powered by Values Awards – individual nominations

40+
Wellbeing activities delivered as part of the CARE programme

#3
Series #3 launched of Real Talk – Voice of Colleague podcast

120
Colleagues participating in the Vhi Women's Mini Marathon (#TeamVhi)

25
Years in Kilkenny – a Vhi milestone

190
Colleagues supported through Leadership programmes

9%
Colleague career progression through internal promotions

16
Knowledge Week sessions delivered

3%
Reduction in Vhi's Gender Pay Gap

82%
Of colleagues feel comfortable to be themselves at work

12
Days Menopause leave available to colleagues

Empowering Diversity: Our Colleague Networks

In 2025, our four colleague Networks, PRIDE, Women's, Multicultural and Neurodiversity, continued to advance Vhi's IDE strategy of building a workplace where all colleagues can thrive. Through education, cultural celebration and peer support, they strengthened belonging across the organisation and helped ensure our workplace reflects the communities we serve. Their work contributed to greater awareness, stronger allyship and a more inclusive culture for all colleagues.

Multicultural Network

The Multicultural Network celebrates and supports colleagues from diverse nationalities, ethnicities and cultural backgrounds. It promotes cultural awareness and strengthens understanding across Vhi.

100 members

2025 Highlights:
- Delivered cultural learning opportunities, including an Irish Sign Language programme
- Led a cross-Network Book Club, promoting shared learning and cultural exchange
- Organised a series of events for Culture & Diversity Month, including webinars and colleague engagement activities
- Delivered celebrations and communications marking key cultural moments across the year such as Diwali, St Brigid's Day and Ramadan
- Produced a *Relocation to Ireland* toolkit for colleagues moving from overseas

Vhi colleagues Yashaswini Muddu and Sabornee Ghosh at the Diwali celebrations organised by the Multicultural Network

Neurodiversity Network

The Neurodiversity Network advances awareness, understanding and support for neurodivergent colleagues and for those caring for neurodivergent family members.

160 members

2025 Highlights:
- Delivered educational sessions on ADHD and Dyslexia in partnership with specialist organisations
- Hosted an in-person speaker event focused on practical ways colleagues can support neurodiversity at work
- Provided support through the second annual *Sensory Santa* initiative for colleague families
- Expanded engagement and participation across the network

The Zen Den, a Neurodiversity Network initiative, in Vhi Kilkenny

Pride Network

The Pride Network strengthens LGBTQIA+ visibility, allyship and inclusion while promoting understanding and community across Vhi.

90 members

2025 Highlights:

- Delivered the flagship Pride event *Celebrating 10 Years of Marriage Equality* with high-profile guest speakers
- Participated in Pride Run
- Hosted a fireside conversation with Fern Brady exploring identity, authenticity and intersectionality
- Supported cross-Network collaboration through in-person watch-party events

Tony Sutton, Executive Sponsor of the Pride Network, with guest speakers Brendan Courtney and Ailbhe Smyth, Pride Network co-chairs Conor Grant and Siobhan O'Riordan, and members Molly Cotter and Stuart Doheny at the Pride Network flagship event

Women's Network

The Women's Network supports women across Vhi by fostering connection, advancing career development and championing gender equity.

545 members

2025 Highlights:

- Expanded Lean In Circles and delivered a programme of empowerment-focused events
- Strengthened colleague connection through informal networking initiatives
- Relaunched the *Flourish* mentoring programme with strong participation
- Represented Vhi externally, achieving recognition as *Network of the Year* at the Diversity in Business Awards

Vhi Women's Network celebrating five years at a special anniversary event

Sustainability

3

Interconnected pillars of Healthy Business, Healthy People and Healthy Planet

280

Just One Thing submissions from colleagues

Healthcare with people and planet at its heart

Sustainability is a core part of Vhi's long-term transformation and integral to how we deliver better outcomes for people and the planet.

In 2025, we advanced this ambition by embedding sustainability more deeply into how we operate, make decisions, and deliver healthcare. Our work this year focused on strengthening the foundations of a more resilient, lower-carbon and socially responsible organisation, guided by the three interconnected pillars of Healthy Business, Healthy People and Healthy Planet. Together, these pillars shape how we support colleagues and members, how we collaborate with partners, and how we reduce our environmental impact as we move towards our 2050 net-zero commitment.

Our strategy is supported by nine focus areas aligned with priority UN Sustainable Development Goals (SDGs), and in 2025 we expanded this framework to include SDG 17: Partnerships for the Goals, recognising that sustainable change requires collaboration across sectors.

Over the past two years, we have taken strategic steps to position Vhi for long-term transformation, strengthening governance, reshaping healthcare delivery models, and building partnerships to improve outcomes while reducing environmental impact.

Wildflower meadow at Vhi Kilkenny

Gill McCole, Corporate Service Wellness administrator, Linda Valentine, Senior Sustainability Specialist, and Fiona Murphy, Group Sustainability Manager at the Just One Thing event in Vhi Kilkenny

Healthy Business

Embedding sustainability into governance, decision-making and organisational culture

Under the Healthy Business pillar, our focus in 2025 was on embedding sustainability into the structures and processes that guide how Vhi operates. This work included integrating climate risk into our Group Risk Management Framework, advancing transparency in reporting, and strengthening the organisation's sustainability mindset.

We made considerable progress in embedding climate risk across the business. Vhi identified climate-related risks and opportunities, agreed a baseline scenario, and assessed potential impacts. While the assessment concluded there are no material physical climate-related risks, it highlighted medium- to long-term transitional and reputational risks without sufficient action. In response, we embedded climate and nature risk throughout the components of the Group Risk Management Framework, for example, within risk taxonomy, risk registers, and risk appetite.

Transparency remained a critical focus. Although Corporate Sustainability Reporting Directive (CSRD) reporting obligations moved to 2028, we continued preparing and published our first stand-alone Sustainability Report. In addition, we made our third submission to CDP, the annual disclosure where organisations report their environmental impact, risks, and plans, which included full Scope 3 data for the first time.

Colleague engagement also strengthened through our Sustainability Activation programme including the second all-colleague Sustainability Summer Session and the launch of Just One Thing, which encouraged colleagues to take simple, meaningful sustainability actions at work and at home. Over 280 submissions were received from colleagues.

Healthy People

Championing wellbeing, sustainable care and healthier communities

The Healthy People pillar reflects our commitment to supporting wellbeing, encouraging sustainable care models, and building healthier communities. In 2025, we deepened our efforts to develop sustainable health pathways and to equip members with the tools to make informed, long-term health decisions. Key achievements included the pilot launch of the Vhi Wellness Platform, enabling members to proactively manage their everyday wellbeing. We entered a partnership with the Centre for Sustainable Healthcare to embed sustainability KPIs into our healthcare pathways, beginning with musculoskeletal care. As detailed previously, we entered a three-year strategic partnership with RCSI for the research evaluation of the StEP HEALTH programme.

Together, these initiatives demonstrate our commitment to integrating sustainability into healthcare delivery in ways that support long-term wellbeing and improved outcomes for members and communities. As part of this work, we also continue to invest in partnerships that promote movement, connection, and emotional wellbeing across Ireland. Through our long-standing support for parkrun Ireland, the Vhi Women's Mini Marathon, the Vhi Health & Wellbeing Fund, and our cultural partnership with the Abbey Theatre, we help create inclusive opportunities for people to be active, build resilience and engage with their communities – supporting our purpose to help people live longer, stronger, healthier lives.

Healthy Planet

Advancing decarbonisation, circularity and environmental stewardship

Our Healthy Planet pillar focuses on reducing Vhi's environmental footprint and advancing progress toward net zero. In 2025, we made meaningful progress across carbon emissions, sustainable operations, and waste reduction.

We completed Vhi's second full greenhouse gas inventory for 2024, verified across all scopes, and developed a science-aligned decarbonisation roadmap with 2030 and 2050 targets approved by the Board. A Decarbonisation Task Force was established to guide delivery, and all electricity supply contracts were shifted to 100% renewable energy.

Major capital projects included commencement of a roof insulation and solar PV installation at our Kilkenny site, alongside achieving ISO14001 and ISO50001 certification for Abbey Street. A three-year sustainable procurement strategy was also developed to guide more responsible sourcing and supplier engagement.

Within our healthcare services, the award-winning Code Green clinical waste reduction programme continued to expand, with recognition received at both the Private Healthcare Awards and the Irish Healthcare Awards. We also completed Vhi's first all-colleague commuter survey, providing baseline insights for future sustainable travel initiatives. Through these actions, Vhi is building long-term environmental resilience while reducing its impact across clinics, offices, and operations.

Vhi Summer Sustainabilty Session

Journalist Philip Boucher-Hayes, Vhi Group & Sustainability Officer Amy Burke, Vhi Head of Sustainability Emer Haughey and author Colm O' Regan at the Vhi Summer Sustainabilty Session

Milne Horgan, Vhi Health & Wellbeing Facilities Manager, at an EV charging point at the Vhi 360 Health Centre in Carrickmines

Sustainability at a Glance

31%
Reduction in Clinical Waste across our clinics

9%
Increase in per colleague/patient recycling rates in 2025

55%
Reduction in the amount of paper usage since 2020

66%
Items were reused during the Vhi 360 Health Centre Galway redeveloped

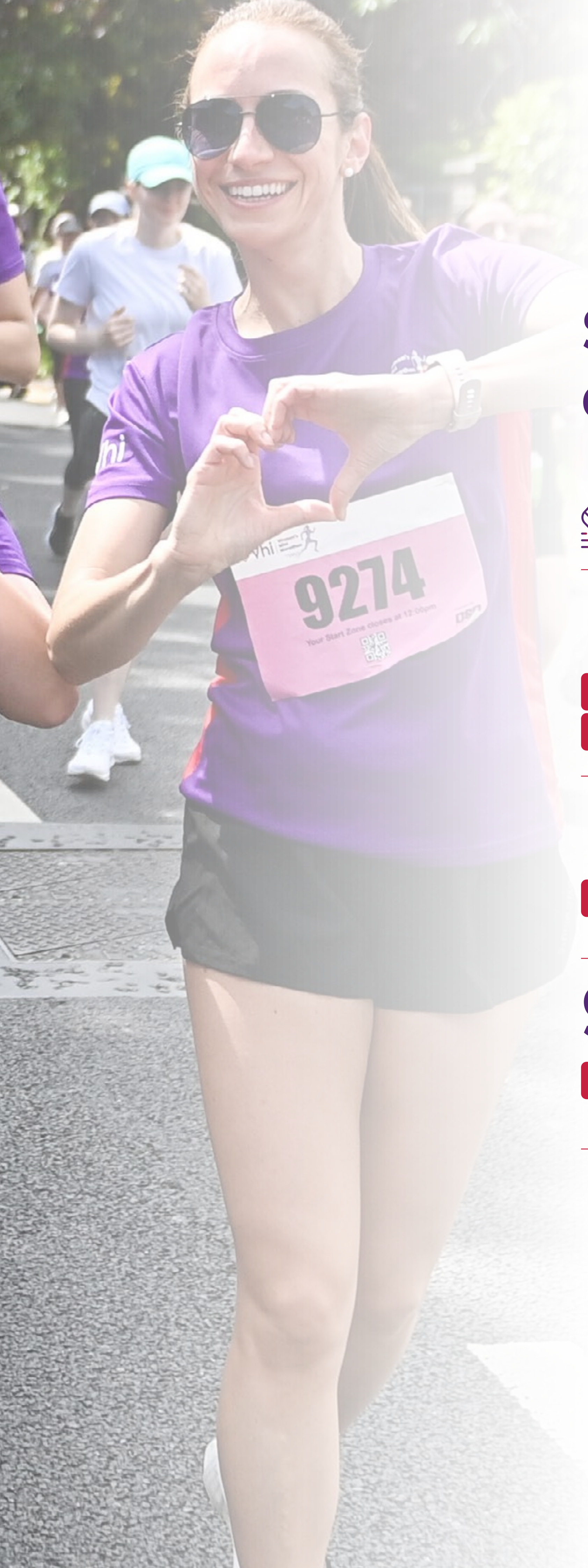
38kg
Honey produced by the bee colonies in Vhi Abbey Street and Kilkenny

82,000+kg of CO_2
Reduction in vehicle carbon emissions through EV fleet transition since 2024

Looking Ahead to 2026

In 2026, our priority will be implementing the decarbonisation roadmap through detailed Climate Action Plans focused on Vhi's biggest emission sources. We will continue integrating ESG principles into corporate strategy, governance and decision-making and further advance our Sustainability Activation and sustainable healthcare programmes. These actions will support our long-term ambition to help build a more sustainable healthcare system for members, colleagues, and communities.


KIPRUN
Vhi
KIM
25392
Your Start Zone closes at 12:00pm
Vhi
40223
Your Start Zone closes at 12:00pm



Sponsorships and Partnerships

11

years of Vhi title sponsorship of Vhi Women's Mini Marathon

160

weekly parkrun events nationwide

95k

parkrun junior finishes

Vhi's sponsorships and partnerships play a vital role in advancing our purpose to help people live longer, stronger, healthier lives. We are proud to have a role in strengthening community wellbeing, expanding access to physical activity and culture, and supporting mental resilience.

parkrun founder Paul Sinton-Hewitt with parkrunners at the Marlay Park parkrun, Dublin


Vhi Women's Mini Marathon 2025

parkrun Ireland

Vhi's partnership with parkrun Ireland continues to support one of the country's most inclusive community wellbeing movements. Since 2016, parkrun has expanded to more than 160 events nationwide, recording more than 570k, 5km finishes, 95k junior finishes and more than 112k volunteer instances in 2025. With 9% of Ireland's population registered, participation remains among the highest globally.

In 2025, we hosted parkrun founder Paul Sinton-Hewitt in Ireland to reinforce the impact parkrun has in fostering connection, confidence and collective wellbeing across Ireland. During the year, Vhi also introduced *Your Happy Pace*, a free six-week couch to parkrun programme designed to welcome newcomers and help them experience the physical, mental and social benefits of taking part in their local parkrun.

Vhi Women's Mini Marathon

The Vhi Women's Mini Marathon remains one of Ireland's most significant celebrations of women's health and wellbeing. In 2025, more than 28k women took part in the sold-out 43rd edition of the event and more than €2.3m was raised for charity. Participants were aged from 14 to 89 and every county in Ireland was represented. 2025 marked 11 years of Vhi title sponsorship of this event, reflecting Vhi's long-standing commitment to supporting the wellbeing of women and communities nationwide.

Ireland's first Olympic taekwondo athlete, and community advocate, Jack Woolley launches the Vhi Health & Wellbeing Fund 2025


Mark O'Brien, Co-Director of the Abbey Theatre; Niamh Walker, Senior Communications Manager at Vhi; Brian Walsh, CEO of Vhi Group; and Marie Lawlor, Head of Fundraising and Philanthropy at the Abbey Theatre, at the launch of the Abbey Theatre partnership

Vhi Health & Wellbeing Fund

The Vhi Health & Wellbeing Fund, delivered in partnership with the IYF, is a central part of Vhi's commitment to supporting youth resilience and emotional wellbeing. Since 2020, the Fund has supported over 50 projects and reached more than 35k young people across Dublin, Cork, Limerick, Galway, Kilkenny and Donegal. In December, our partnership with the IYF was further strengthened through a colleague Christmas Hamper initiative, which received an exceptional response. Thanks to the generosity of Vhi colleagues, more than 140 food hampers were donated to families in Dublin and Kilkenny.

Abbey Theatre – Theatre For All

In 2025, Vhi became the inaugural corporate partner of the Abbey Theatre's Theatre For All initiative, expanding access to Ireland's national theatre for community groups and DEIS schools. Through this partnership, Vhi is supporting theatre experiences for groups who may otherwise face barriers to cultural participation. This collaboration recognises the important role cultural engagement plays in fostering wellbeing, belonging and social connection, key elements of healthier, more resilient communities.


Vhi

Governance

Strong corporate governance is essential to the success of our organisation. At Vhi Group, we are committed to maintaining high standards of governance, integrity, transparency and professionalism in everything we do.

We operate in line with all applicable regulatory and compliance requirements, and we uphold both the spirit and the letter of the laws and codes governing our regulated activities. Acting with integrity, honesty and fairness remains central to how we engage with our members and all stakeholders.

The Vhi Group Board works to ensure that our governance structures remain effective and suitable for the nature, scale and complexity of our business.

To support this, the Board has established Committees and delegated specific responsibilities to them. These Committees help improve efficiency and strengthen governance across the Group. While they undertake work on the Board's behalf, the Vhi Group Board retains ultimate decision-making authority and remains responsible for all decisions.

Vhi Group Board Committees:

- Group Audit Committee
- Group Risk Committee
- Group Remuneration Committee
- Group Nomination, Governance and Sustainability Committee

Risk Management

Risk Management assists Vhi to navigate challenges and maximise opportunities to achieve the strategic objectives of the Group. The principal risks and uncertainties of Vhi have been determined by assessing potential risks in the categories of Finance and Capital, Operational, Strategic, People and Culture, Conduct and Customer Value, Clinical, and Climate and Nature.

Vhi's approach to Risk Management

Governance

Vhi has governance processes overseen by Independent Non-Executive Directors (INEDs) at Group, Insurance and Health & Wellbeing Board level.

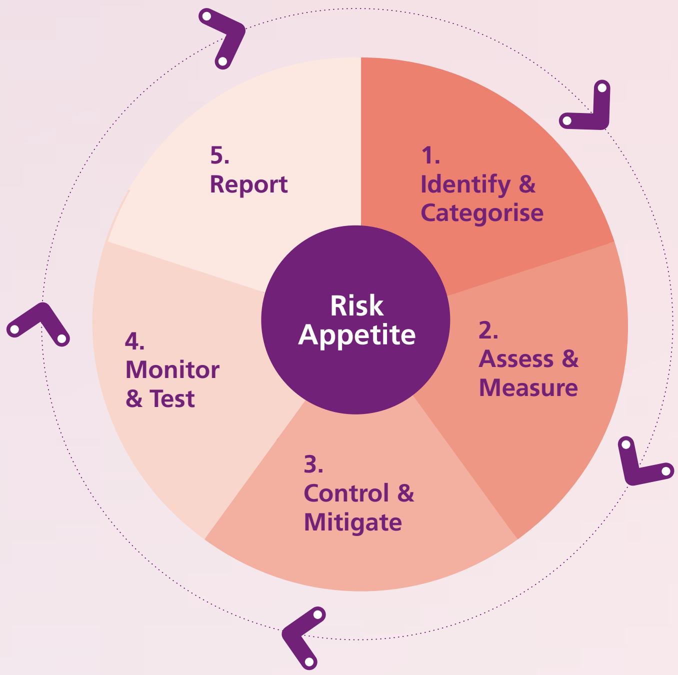
The Group Risk Committee (GRC) receives reports from the Group Risk Officer and other Vhi executives as appropriate. The GRC is responsible for the oversight of risk across the Group and recommends risk appetite to the Group Board. The Risk Management and Compliance Committee (RMCC) and Quality, Safety and Risk Committee (QSRC) are responsible for oversight of risk for Insurance and H&W, respectively.

Approach and implementation

Vhi uses a 'three lines of defence' approach to risk management. We manage risk across our health insurance and provision businesses in line with our Board-approved Risk Management Framework. This sets out the principles behind a robust and continuous risk management system in our first line of defence.

Vhi has a culture in which:

- Leadership from the top clearly establishes desired risk behaviours.
- Risk behaviour standards are established in our performance management processes and recognition does not encourage excessive risk taking.
- Roles and responsibilities are clearly articulated and understood, with accountabilities towards risk behaviours established and managed.
- There is a no blame culture and there is open and transparent reporting of risk events and near misses.



Enterprise Risk Management (ERM) Life Cycle

We have well-established reporting systems in place to make sure that major risks to our businesses are identified, measured, escalated, mitigated, monitored and reported. We carry out detailed reviews and in-depth analyses on particular risks where required. We perform scenario analysis to assess our capital requirements in light of our risks and business plans through the Own Risk and Solvency Assessment (ORSA) & Own Risk Assessment processes.

Our risk management processes include explicit consideration of both current and future risks to our strategy, including how these might emerge or evolve and what actions we should be taking now to mitigate these risks or to benefit from the opportunities they provide.

Our policies contain the key risk control standards for conducting our business. These are implemented by our business units and overseen by policy owners to ensure compliance. Each policy has a designated owner with defined roles and responsibilities which provides clear ownership and accountability of risk. Our annual cycle of control monitoring assesses how well internal control, risk management practices and policy compliance is embedded across Vhi.

Risk Appetite

Vhi's Risk Appetite Framework and Statements set the level and type of risk Vhi Group is prepared to accept to achieve its strategic objectives with limits and tolerances set for the main business risks. Risk appetite informs the strategy, business planning and operational processes and seeks to ensure their execution is in line with the Risk Appetite Statements set by the Board.

The Risk Appetite Statement focuses on the following areas:

- Managing financial strength.
- Strategic risk and engaging in sustainable business activity.
- Operating in an effective and efficient manner.
- Treating members in a responsible, fair and compliant manner.
- Managing people and culture risks.
- Managing standards of patient care and system of clinical quality and oversight.

Risk	How we manage it
Strategic The risk that Vhi Group DAC does not achieve its strategic objectives. Strategic risk covers the inherent risk in our strategy and business model and may result from both internal and external factors. Current risks include inadequate Risk Equalisation; competition risk; inflation and economic stagnation; supply and demand changes for private healthcare; and the impact of legislative, political, social and regulatory changes alongside the risks associated with the successful delivery of our transformation programme.	• We regularly review our products and offerings to ensure that we continue to provide value to our members despite the economic challenges. • We are investing in transformation and strategy execution to bring better healthcare to our members.
Finance and Capital Risks that can result in the loss of capital and/or negatively affect the solvency of the business, such as the risk of not meeting regulatory solvency requirements, financial losses and reserving risks. Current risks include uncertainty in claims costs and investments, financial risks from new ventures and investment in our transformation strategy, and volatile financial markets.	• Defined risk limits and capital management, delegations of authority and monitoring lead indicators of changes in reserving and underwriting risks. • We manage our partnerships with hospitals and other care providers to ensure we can give our members access to quality care on a reliable and predictable basis. • Close monitoring of claims and business mix and react promptly to external events.
Operational Risk of financial loss or reputational damage resulting from inadequate or failed internal processes, people or systems that affect Vhi Group's business operations including but not limited to cybersecurity, data protection and business continuity. Current risks include cybersecurity and data protection risk and service resilience and third-party provider risks.	• Maintaining and testing effective internal risk and compliance control processes and governance frameworks in line with a clear policy framework aligned to our Risk Appetite. • Ongoing investment to enhance security and IT system resilience and other Data Protection measures as the business develops (e.g. digitisation). • Ensuring we maintain high standards from 3rd parties supporting our core services and processes, with appropriate oversight, and plans and capacity to recover from service disruptions.
Conduct and Customer Value The risk that our actions and failure to act in relation to, products & services, the terms on which they are provided, and the way we engage with members results in detrimental or unfair outcomes relative to the members' reasonable expectations. Current risks include miscommunication of services and advice to members; disruption to members' access to insured benefits; customer experience and standards do not meet members 'expectations; fair value risks.	• Embedding fair member outcomes in product and service design and delivery. • Monitoring member engagements and health service provision and access to fully understand impacts on and experiences of all types of members. • Ensuring conduct and customer value risks are fully assessed in business change risk assessments with input from subject matter experts across the Group.

Risk	How we manage it
People and Culture Risks that have an adverse impact on our members which primarily originate from employee behaviours, including non-adherence to Vhi Group DAC's policies, procedures, practices and rules. Current risks include resourcing and staff wellness; succession planning and competition for key skills.	• Progress and monitor culture development within our people strategy. • Having Health & Wellbeing programmes in place to support colleagues. • Development of new ways of working, reward and performance management in our People Strategy. • Operating best practice in healthcare services to make Vhi an employer of choice.
Clinical Risk Risk that we cause preventable harm to patients due to incorrect diagnosis, treatment, infection control and patient management in Vhi Health & Wellbeing or Vhi branded health services. Current risks include new healthcare services including 3rd party services and shortages of staff with necessary expertise.	• Embedding clinical quality and governance within the business. • Manage and monitor key Infection Prevention and Control measures on a continuous basis. • Monitor and manage our capacity, capabilities and the effectiveness of IT systems, suppliers, processes and controls used in our healthcare services.
Climate and Nature Risk Risks include physical, transition and liability climate risks. Nature related risks arise from an organisation's dependencies and impacts on nature. Current risks include risks emerging from the process of shifting to a low-carbon environment within Vhi's core operations and value chain, member and talent expectations for sustainable healthcare.	• Integrating climate and nature risks into our Group-wide Risk Management Framework, core processes and business planning. • Education and awareness initiatives, key risk indicator monitoring and transparent communication are supporting leadership engagement. • Integrating climate considerations into our Investment Strategy and Investment portfolio controls.

Progress in 2025

Changes in the pattern of provision of private and public healthcare (including possible impacts of Sláintecare), as well as inflation (affecting costs and affordability) and economic uncertainty have been underlying drivers of risk.

The continued progress with enabling our transformation programme and target care model as well as digital infrastructure means we are better placed to manage these risks and reduce our dependency on staffing levels and exposure to volume surges. We have been progressing the development of our Artificial Intelligence (AI) Strategy and an AI Governance Framework that will expedite change when we invest more here.

We have been making progress on developing the culture to support our strategy and retaining and attracting new staff. We have been working to make our own health service provision more resilient and able to meet the expectations we create with our brand.

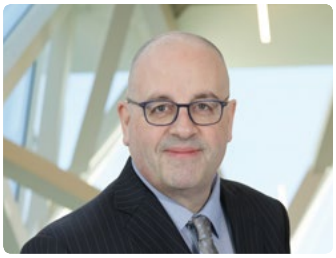
We have stepped up the integration of climate and nature risks within the Group Risk Management Framework and how we embed this across the organisation. As part of our Sustainability Strategy, we developed a comprehensive decarbonisation roadmap with near term (2030) and long term (2050) science-aligned targets. This roadmap was endorsed by the Board in December, and implementation has already begun through the development of Climate Action Plans for our key emissions hotspot areas.

Vhi Board of Directors

Greg Sparks, Chairperson (Independent Non-Executive Director)
Appointment to the Board: December 2014
Greg is both founder and former partner of RSM Farrell Grant Sparks. A Chartered Accountant, Greg has extensive experience and expertise in programme planning, implementation and change management across the public and private sector. Greg has served on the Board of Vhi since 2014, during this period he Chaired the Audit Committee. Greg is the Chair of VistaMilk SFI Research Centre, the Board of the Irish Maternal Fetal Foundation Ltd and is Chair of CaraDem. He has served on the Boards of Joe Duffy Motors, Digicel, The Irish Times and eir. He was a Director with Jigsaw the National Centre for Youth Mental Health and Chaired the Board of the Coombe Hospital for a number of years.

Brian Walsh, Group CEO
Appointment to the Board: March 2015
Brian was appointed Group CEO of Vhi on March 1st, 2023. He was appointed Interim Group CEO in May 2022 having joined as Chief Financial Officer in 2014. Prior to joining Vhi, Brian held Board and Executive roles in international financial services, telecommunications and consumer goods industries in Europe and the USA. Brian is a Director of Insurance Ireland – the representative organisation for insurance in Ireland, a member of the Council of Management of the International Federation of Health Plans – an international network of health payers, and Chair of the Board of SOS Kilkenny – a not-for-profit organisation supporting people with intellectual disabilities and autism. Brian is a Fellow of Chartered Accountants Ireland and a Chartered Director of the Institute of Directors.

Catherine Doyle, Independent Non-Executive Director
Appointment to the Board: May 2024
Catherine Doyle is the General Manager of Microsoft Ireland. In this role, she holds overall responsibility for Microsoft's business across both Northern Ireland and the Republic of Ireland, leading the organisation's efforts to empower public- and private-sector customers with the latest technologies to accelerate their digital transformation. Prior to joining Microsoft, Catherine served as Managing Director for Dell Technologies in Ireland. She brings more than 23 years of experience with Dell, where she held a range of senior leadership positions across the organisation, including several strategic roles in international markets.



Mike Frazer, Independent Non-Executive Director
Appointment to the Board: June 2020
Mike is an actuary with over 40 years' experience across the insurance industry including with Irish Life and Zurich Life. He was CEO of AXA Life Invest Reinsurance and Deputy Head of Insurance Supervision at the Central Bank of Ireland. Mike is a consultant with the insurance practice of William Fry Solicitors and an Independent Non-Executive Director of Kingfisher Insurance DAC, General Investment Trust DAC and XL Re Europe SE, chairing the boards of the latter two companies. He served as the Honorary Secretary and as a Council member of the Society of Actuaries in Ireland from 2018–2021.

Karen Furlong, Independent Non-Executive Director
Appointment to the Board: January 2021
Karen is an experienced director with over 30 years' experience across financial services, fintech, professional services and not for profits. Her expertise spans digital transformation, sustainability, strategy, change, governance and risk accrued from her roles in companies including Standard Life, Educational Building Society, Prospectus Strategy Consultants, CUNA Mutual and Allianz. She has served on the Health Committee of the Pharmaceutical Society of Ireland. Karen is a Senior Independent Director of Triodos Bank UK in Bristol and the Chair of Remuneration Committee for Progressive Building Society in Belfast. She also serves on the Board of the Injuries Resolution Board (IRB).

Mary Halton, Independent Non-Executive Director
Appointment to the Board: June 2020
Mary is a Chartered Accountant with banking and insurance experience gained in executive and non-executive roles in the UK, Canada, and Ireland. She is an Independent Non-Executive Director and Chair of the Audit & Risk Committee with Shannon Group plc. Mary is a lay member of the UK Copyright Tribunal and has previously served on the Governing Council of Chartered Accountants Ireland, and with the Northern Ireland Audit Office. An experienced board governance advisor with a PhD in Public Policy, her research on board effectiveness has been published internationally. Mary holds an MSc. in Executive Leadership, and her executive work is in investments and treasury.

Dean Holden, Independent Non-Executive Director*

Appointment to the Board: January 2018

Dean is a Chartered Certified Accountant. He spent 29 years with Bupa, growing, developing and leading Bupa's operations across 12 countries including Spain and Saudi Arabia and latterly as Managing Director (MD) of Bupa Australia and New Zealand. He held a number of senior roles at Bupa including Group Financial Controller, MD of Bupa's Asia Pacific Division, MD of Bupa's International Division and International Markets Division. Dean was an Independent Non-Executive Director of the Skin and Cancer Foundation Australia, serving on the Board for nine years. Dean was also on the Board of Achieve Together UK for two years.

*Term of Office Expired January 2026.

Martin Kelly, Group CFO

Appointment to the Board: March 2024

Martin was appointed the Chief Financial Officer of Vhi Group in May 2022. Having joined the company as Chief Actuary in 2013, Martin played a key role in Vhi's preparation for CBI authorisation and the transition to the Solvency II regulatory regime. Previously Martin held a variety of actuarial positions across a wide range of areas within the life, non-life, and health insurance sectors. Martin received a BSc in Financial and Actuarial Mathematics from Dublin City University in 2002. He has been a Fellow of the Society of Actuaries in Ireland since 2007 and a Certified Insurance Director since 2019.

Jennifer Loftus, Independent Non-Executive Director

Appointment to the Board: May 2024

Jennifer is an actuary and accountant with more than 20 years' experience in the insurance industry. She is currently an Executive Director of Acorn Life, where she serves as Group Chief Financial Officer and Chief Actuary. Jennifer is a Fellow of the Society of Actuaries in Ireland (SAI), the Institute and Faculty of Actuaries (UK), and the Association of Chartered Certified Accountants. In 2024, she was awarded the Bruce Maxwell Medal by the SAI in recognition of her outstanding contribution to the actuarial profession. She holds an MSc in Data Analytics and an MSc in Sustainability Leadership. Jennifer previously served as an Independent Non-Executive Director and a member of the Audit and Risk Committee of An Post.

Dr Catherine Motherway, Independent Non-Executive Director

Appointment to the Board: December 2024

Dr Motherway is a retired Consultant Anaesthesiologist with a special interest in Intensive Care Medicine and was Clinical Lead in Organ Donation in University Hospital Limerick. As President of the Intensive Care Society of Ireland (ICSI) from 2017-2020, she was involved in the Intensive Care response to the COVID-19 pandemic. She now works part-time with Organ Donation Transplant Ireland supporting and promoting Organ Donation. Dr Motherway previously served on the College Council of the College of Anaesthesiologists of Ireland and is a past Chair of the National Training Committee. She currently serves on the National Advanced Trauma Life Support Committee and represents the ICSI on both the National Organ and Transplant Advisory Group and the National Office of Clinic Audit ICU audit committee.

Paul Whelan, Independent Non-Executive Director

Appointment to the Board: May 2024

Paul is a Chartered Accountant with over 30 years' executive and non-executive leadership experience across healthcare, financial services, technology, and retail, with a strong focus on finance, governance, and regulation, and broad experience in strategy development and business transformation. He most recently served as Group Chief Financial Officer and Executive Director of Mater Private Network. Earlier in his career, Paul held senior executive and board-level roles with GE Capital Services and General Electric Corporation. He is an Independent Non-Executive Director of Golf Ireland, where he chairs the National Finance Sub-Committee. Paul also undertakes advisory work with privately-owned and investor-backed businesses, is Principal of Zenith Business Consulting and a mentor with the Quinn Business Mentoring Programme.

Dr Paul Zollinger-Read, Independent Non-Executive Director

Appointment to the Board: November 2022

Paul is a qualified GP who pioneered the set up and rollout of the first Care Trusts in the UK. He was CEO of five NHS Primary Care Trusts, primary care advisor to the Kings Fund and Bupa's Chief Medical Officer (CMO). Paul is the CMO for a diagnostic imaging company and a group providing aged care services. Paul was Non-Executive Director for Bupa in Saudi Arabia and an advisor to virtual GP organisations.

Vhi Group Leadership Team

Brian Walsh, Group CEO

Brian was appointed Group CEO of Vhi on March 1st, 2023. He was appointed Interim Group CEO in May 2022 having joined as Chief Financial Officer in 2014. Prior to joining Vhi, Brian held Board and Executive roles in international financial services, telecommunications and consumer goods industries in Europe and the USA.

Brian is a Director of Insurance Ireland – the representative organisation for insurance in Ireland, a member of the Council of Management of the International Federation of Health Plans – an international network of health payers, and Chair of the Board of SOS Kilkenny – a not-for-profit organisation supporting people with intellectual disabilities and autism.

Brian is a Fellow of Chartered Accountants Ireland and a Chartered Director of the Institute of Directors.

Amy Burke, Group People and Sustainability Officer

Amy Burke joined Vhi in 2020, bringing over 20 years' experience from Bank of Ireland, where she held a number of senior leadership roles, including Head of Group HR. At Vhi, Amy leads the People and Sustainability agenda, with responsibility for shaping a strong, inclusive culture and building organisational capability. She is also driving the delivery of Vhi's sustainability strategy, aligned to the organisation's purpose of helping members live longer, stronger, and healthier lives, and focused on creating long-term value for members, colleagues, and society.

Amy is recognised for her strength in strategic transformation, underpinned by a strong commercial perspective. She holds a BSc in Finance from University College Cork and is a graduate of the Ross School of Business, University of Michigan.

Ronan Fitzpatrick, Group Chief Information Officer

Ronan is an IT Executive with over 30 years of experience including five years' advisory consulting experience. He joined Vhi in June 2021 from PwC Technology Consulting where he was Director of Digital. Previously Ronan was at Aer Lingus, where he held a number of roles in both commercial/business and IT including Director of Digital and Mobile, and Director of IT Enterprise Applications. Ronan has extensive expertise in transformation, defining new target operating models for a digital age, establishing new ways of working, IT delivery and business problem solving. Ronan has a BSc in Applied Computing from Waterford Institute of Technology.

Martin Kelly, Group CFO

Martin was appointed the Chief Financial Officer of Vhi Group in May 2022. Having joined the company as Chief Actuary in 2013, Martin played a key role in Vhi's preparation for CBI authorisation and the transition to the Solvency II regulatory regime. Previously Martin held a variety of actuarial positions across a wide range of areas within the life, non-life, and health insurance sectors. Martin received a BSc in Financial and Actuarial Mathematics from Dublin City University in 2002. He has been a Fellow of the Society of Actuaries in Ireland since 2007 and a Certified Insurance Director since 2019.

Aaron Keogh, Managing Director, Vhi Insurance DAC

Aaron is responsible for the executive leadership of Vhi Insurance DAC, leading out the Vhi Insurance business delivering care and customer experience across Product Development, Sales, Service, Operations, Claims and Healthcare Partnerships to Vhi's 1.2 million members. Aaron has held a variety of senior roles within the organisation including MD Vhi Healthcare DAC and General Manager of Individual Business. Aaron is a Chartered Director with the Institute of Directors and holds a MSc in Strategic Management from Dublin Technological University as well as a BSc in Software Systems from the National College of Ireland.

Adam Lyon, Group Risk Officer

Prior to his current role, Adam was General Manager Value and Business Development in Friends First Life Assurance Company and previously worked in other senior executive roles in Friends First Life Assurance Company including General Manager Product Sales and Marketing, Head of Finance and Head of Product Development and Pension Scheme Services. He is a Fellow of the Society of Actuaries in Ireland and a Fellow of the Institute and Faculty of Actuaries. He also holds a postgraduate diploma in management studies from the University of Sussex and a degree in mathematics from the University of London.

Tim McKeown, Group Customer Officer

Tim holds executive responsibility for the Vhi member value proposition and leads Brand, Marketing, CX, Corporate Communications and Customer Transformation activities. He also sits on the Board of Vhi Health & Wellbeing DAC. Previous executive roles at Vhi include Group Strategy Director, Product & Business Development Director, MD Vhi SwiftCare Clinics and Head of Multiline general insurance portfolio. Prior to joining Vhi, he worked as a management consultant in Belgium for 10 years at both the European Commission and in the private sector. He is a Chartered Director (IOD) and holds a BA in Politics (UCD) and an MA in European Policy (UL).

Anne O'Connor, Managing Director, Vhi Health & Wellbeing DAC*

As MD of Vhi Health & Wellbeing DAC, Anne is responsible for developing and delivering Health and Wellbeing services through Vhi's network of healthcare facilities. Anne joined Vhi from the HSE in 2022 where she held the position of Chief Operations Officer having previously worked as National Director of Mental Health, National Director for Community Operations and interim HSE Director General. Anne is also a Director of Vhi's retail intermediary, Vhi Healthcare DAC.

*Anne stepped down as MD of Vhi Health & Wellbeing in March 2026 following her appointment as CEO of HSE.


Vhi
Bealach Isteach Inrochtana
Accessible Entrance

Financial Statements

Group CFO's Review

In 2025, Vhi delivered a strong financial performance, reporting a Surplus After Tax of €71.2m, representing 3.6% of Gross Earned Premium of €1,972m.

Martin Kelly
Group CFO

Maintaining a strong financial position is essential to enabling Vhi fulfil its purpose of helping our members live longer, stronger, healthier lives.

Our focus throughout the year was on ensuring that we continue to invest in the services and care that our members rely on while remaining well-capitalised and financially strong.

The Group's financial performance strengthened further in 2025, with Surplus Before Tax increasing to €82m, up from €44m in 2024. This improvement is driven by strong revenue growth, effective cost discipline and a prudent approach to managing healthcare inflation. PMI membership increased to almost 1.23m members, representing a year-on-year uplift of over 12k members.

Our private medical insurance business delivered solid growth in 2025. Gross Written Premium was €2bn, up from €1.8bn in 2024, supported by a growing membership base and the continued attraction of our product offering. This is the first time Gross Written Premium has exceeded €2bn, marking an important milestone for the business.

Healthcare utilisation increased as members accessed more care across hospital, community and primary care settings. Medical inflation continued to exert upward pressure on overall costs, reinforcing the importance of measured financial stewardship. Claims costs increased in 2025, and Vhi paid €1.84bn in claims, compared with €1.74bn in 2024, demonstrating rising demand across the healthcare system. Our priority throughout the year was to ensure that members could continue to access high-quality care while managing these pressures responsibly. We strengthened our collaboration with healthcare partners, supported care pathways that promote timely access and continuity, and continued investing in digital and clinical capabilities that enhance member experience and outcomes.

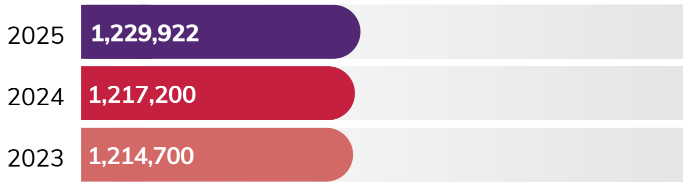
Our Multiline portfolio delivered further progress in 2025, with income increasing to €33m, a 7% year-on-year rise. This was helped by strong performances in Dental and Travel insurance. Multiline products complement our core health insurance offering and strengthen the breadth of support we provide to customers.

The Group's investment portfolio delivered a stable return, contributing positively to overall performance. Vhi recorded a net investment return of €40m, broadly consistent with the €40.5m achieved in 2024. This performance is underpinned by a disciplined investment strategy and a balanced approach to risk.

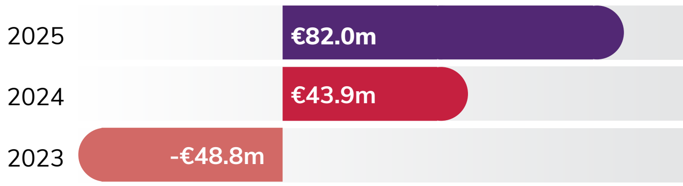
At year end, capital and reserves stood at €1bn (2024: €953m), reinforcing our financial strength and supporting ongoing investment in service development, digital innovation and integrated models of care. This strong capital base supports our long-term ambitions and helps us navigate a changing healthcare landscape. The Solvency position of our regulated insurance company stood at 182%, up from 177%, ensuring capital resilience, and reflecting our disciplined approach to risk and capital management.

Vhi enters 2026 with solid momentum and a strong financial foundation. While healthcare demand and medical inflation are expected to remain elevated, Vhi is well positioned to navigate these pressures through disciplined financial management and continued operational focus. In the year ahead, we will prioritise the integration of our insurance, clinical and digital capabilities, enhancing the supports available to members across their care journey. We will also continue to invest in the areas that deliver the greatest long-term value for members, including improvements in access, service quality and overall experience. Our financial strength ensures that Vhi remains resilient and adaptable as the organisation evolves, allowing us to continue supporting our members effectively into the future.

Membership

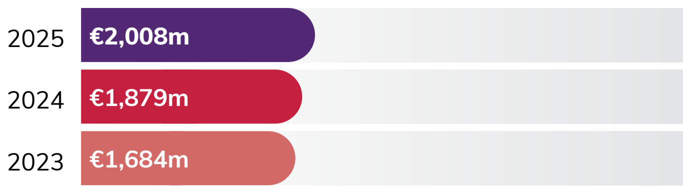


Surplus/Deficit

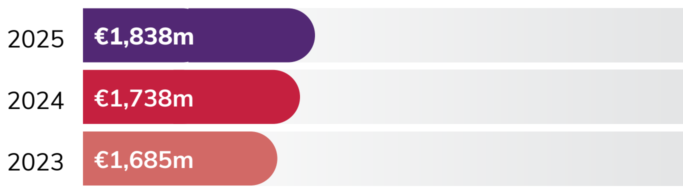


Net Investment Return

Gross Written Premium



Claims Paid



Directors' Report for the Financial Year ended 31 December 2025

The Directors present their 69th Annual Report in accordance with section 20(1) of the Voluntary Health Insurance Act 1957.

The Accounts of The Voluntary Health Insurance Board ("Vhi Board") and the related notes which form part of the Accounts are included in this report, and have been prepared in accordance with accounting standards generally accepted in Ireland and in accordance with the European Union (Insurance Undertakings: Financial Statements) Regulations 2015.

Principal activities

The Vhi Board was established under the Voluntary Health Insurance Act 1957 to undertake the business of writing private medical insurance in Ireland. Vhi Insurance DAC was subsequently incorporated as the underwriting entity for private medical insurance, while Vhi Healthcare DAC was established as the retail intermediary responsible for the sale of private medical and other insurance offerings (together, the "Regulated Entities"). In addition to its insurance activities, the Vhi Board oversees a broad range of medical, health and wellbeing services. These include urgent care, paediatrics and minor injury services delivered through Vhi 360 clinics, as well as Hospital@Home and a suite of additional health and wellbeing services, all of which are delivered through the Vhi Health and Wellbeing company.

Business Review and Results

The consolidated results for the year ended 31 December 2025, as presented in the Income and Expenditure account on page 74, show a surplus after tax of €71.2m (2024: €36.3m). This strong performance demonstrates continued financial resilience in a year marked by elevated healthcare utilisation and sustained inflationary pressures. It was underpinned by solid investment returns and prudent management actions taken to protect member value while maintaining high service standards.

The operating environment remained challenging throughout the year as demand for healthcare continued to rise and the cost of delivering care increased, particularly within the private hospital sector. In 2025, claims costs continued to rise, driven by higher utilisation and rising treatment costs across key clinical areas, including cancer, orthopaedics, cardiac, digestive and mental health care. In response we remained focused on affordability and long-term sustainability. Through our operational efficiencies and leveraging advanced technology, we managed costs effectively without compromising our quality of care and services.

During 2025, Vhi continued to advance its strategy to evolve from a traditional insurer to an integrated healthcare provider. Significant investment was made to support the expansion of preventative and community-based services, with Vhi Health & Wellbeing delivering over 600,000 member interactions across urgent care, paediatrics, dermatology, radiology, physiotherapy, Hospital@Home and women's health. A key milestone during the year was the opening of the new Vhi 360 Health Centre in Galway, which broadened access to integrated care services in the west of Ireland. Digital pathways also continued to grow, providing members with more accessible and convenient ways to access care. As the only provider in the market that exists solely for the benefit of its members, these initiatives demonstrate Vhi's continued commitment to reinvesting surpluses to further enhance the healthcare and services offered.

A detailed assessment of business performance, strategic progress and the operating environment is available in the Chairperson's Review, the Group CEO's Report and the Group CFO's Report.

Future developments

The Directors are satisfied with the conduct and performance of the business for the year. Looking forward to 2026, the backdrop remains uncertain, shaped by geopolitical developments and sustained cost-of-living pressures. Healthcare utilisation is expected to remain high, particularly given the ongoing expansion of private healthcare facilities, which will continue to place upward pressure on claims costs and pricing. Our focus is to maintain momentum on the Vhi Group strategy and reinvest for member benefit. We have prioritised initiatives that deliver the greatest value for members, balancing affordability, access and service quality while safeguarding long-term sustainability.

Directors' compliance statement

We, the Directors of the Vhi Board, acknowledge that we are responsible for ensuring compliance with applicable laws and regulations relevant to the business operations of the Vhi Board and its subsidiary companies (the "Vhi Group").

The Vhi Group's objective is to conduct business in accordance with both the letter and the spirit of the relevant regulatory and compliance related laws, and the regulations and codes that apply to its regulated activities, as well as Vhi internal compliance policies and standards and to act with integrity, honesty and fairness in dealing with our members and other stakeholders.

Our Compliance Policy sets out the scope, philosophy and approach to the management of conduct and regulatory compliance risk within Vhi.

We are committed to taking all reasonable steps to ensure that the Vhi Board complies with all relevant laws and regulations applicable to our business operations. In this regard, the Directors confirm that:

- a compliance policy statement has been drawn up setting out Vhi's policies in respect of its compliance with its defined obligations;
- there are in place appropriate arrangements and structures that are designed to ensure Vhi's material compliance with its relevant obligations; and
- those arrangements and structures were reviewed in the financial year ended 31 December 2025.

The governance arrangements adopted by the Vhi Board include:

- a clear organisational structure;
- well defined transparent and consistent lines of responsibility, which includes documented delegation of authorities for certain matters;
- effective processes to identify, manage, monitor and report risks to which we are or might be exposed;
- adequate internal control mechanisms that include sound administration and accounting procedures;
- IT systems and controls; and
- remuneration policies and practices that are consistent with and promote sound and effective risk management.

Corporate Governance

The Vhi Group is committed to maintaining the highest standards of corporate governance, and to support this commitment, a robust board and committee structure is in place to oversee the Vhi Group's activities. The Vhi Board holds ultimate responsibility for oversight of the conduct and performance of the Vhi Group. The Vhi Board sets the strategic, risk appetite, risk management and cultural parameters for the Vhi Group and creates accountability around each of these parameters. The Vhi Board has full responsibility for fulfilling its duties as a holding company, for ensuring compliance with its legal and regulatory obligations and for overseeing the delivery of the Vhi Group's strategy through its health insurance and health services provision businesses.

The Vhi Board is required to comply with the Code of Practice for the Governance of State Bodies, revised by the Department of Public Expenditure and Reform during 2016 (the 'State Code'). The Directors have put in place measures to comply with the State Code, including agreement with the Department of Health to incorporate certain required disclosures in the Chairperson's Comprehensive Report of the Voluntary Health Insurance Board issued annually to the Minister for Health.

As an authorised non-life insurance undertaking, Vhi Insurance DAC is required to comply with the requirements of the Central Bank of Ireland's Corporate Governance Requirements for Insurance Undertakings 2015. The Directors confirm compliance with the requirements of the corporate governance codes applying to Vhi and its subsidiaries during 2025.

The Vhi Board oversees the management of the business and affairs of the subsidiary companies so that no one individual has unfettered powers or control of the Vhi Group and so that the strategic objective of the Vhi Group can be achieved. The Vhi Board reserves certain key matters for itself and delegates others (within specified limits) to management. The Terms of Reference of the Vhi Board stipulates decisions reserved for the Board and decision-making powers it has chosen to delegate.

The Vhi Board's responsibilities extend to the following areas: financial oversight, structure and capital, values, strategy and management, Board membership, appointments and removals, people and culture, board policies, financial reporting and controls, internal controls, risk management, remuneration, sustainability, corporate governance and reputational matters. Matters reserved to the Vhi Board in each of these areas are reviewed annually.

The Directors have access to the services and advice of the Company Secretary, who is responsible for ensuring that Board procedures are complied with and advises the Vhi Board on corporate governance matters generally.

Board of Directors

The Directors of the Vhi Board at 31 December 2025 are listed on pages 48 and 49, and in the table below. The roles of Chair and Chief Executive Officer are distinct and held separately. All Directors are appointed by the Minister for Health. The board of directors held eight meetings during 2025 and, as part of its ongoing oversight of the Group Strategy, also convened a dedicated strategy day in May.

Appropriate training and briefings are provided to all Directors upon appointment to the Vhi Board, with additional training made available throughout the year as required. In 2025, training was provided in the areas of Individual Accountability Framework, Information Security, Sustainability, Competitive Environmental Analysis, and Products and Pricing Models.

A procedure is in place to enable the Directors of Vhi and its subsidiaries to obtain independent professional advice, at the Group's expense, on matters relating to their duties as Directors. Vhi also holds insurance to protect Directors against liability arising from legal actions taken against them in the course of performing their responsibilities.

Each year, the Board undertakes an evaluation of its effectiveness, including the performance of its committees. This evaluation is externally facilitated at least once every three years. For 2025, as agreed by the Board, this review was internally facilitated by the Company Secretary. The outcomes of the review were considered by the Board at its May meeting.

Board Remuneration and Board Committee Members' Attendance at Meetings held during the financial year 2025:
The board of directors, at 31 December 2025, comprised twelve members. The majority of the Board (ten) were Independent Non-Executive Directors ("INED"), with two serving as executive directors. Dean Holden's tenure on the Board concluded on 31 January 2026, creating one vacancy. The Vhi Board considers its overall composition to be suitably qualified and appropriately balanced to enable it to meet its strategic objectives and comply with all applicable regulatory requirements.

Annual remuneration levels for the Chair and each INED of the Group Board are set by Government at €31,500 and €15,750 respectively, effective from 1 January 2015. In accordance with the Code of Practice for the Governance of State Bodies, fees are disclosed on a pro-rata basis, reflecting time served on the Board during the year.

The table below outlines the fees payable for the year, together with each Board member's attendance at Board meetings relative to the number they were eligible to attend.

	Board Fees	Board	Audit Committee	Risk Committee	Remuneration Committee	Nominations, Governance and Sustainability Committee
Greg Sparks	€31,500	8/8	-	-	4/4	5/5
Catherine Doyle	€15,750	8/8	-	5/7	4/4	-
Mike Frazer	€15,750	7/8	5/5	7/7	-	-
Karen Furlong	€15,750	7/8	-	-	4/4	5/5
Mary Halton	€15,750	8/8	2/2	7/7	-	5/5
Dean Holden	€15,750	7/8	-	-	4/4	4/5
Martin Kelly*	-	8/8	-	-	-	-
Jennifer Loftus	€15,750	8/8	5/5	-	-	-
Catherine Motherway	€15,750	8/8	-	-	-	-
Brian Walsh*	-	8/8	-	6/7	3/3	-
Paul Whelan	€15,750	7/8	5/5	-	-	-
Paul Zollinger-Read	€15,750	6/8	-	4/7	-	-

*Executive Directors do not receive a Board fee under the One Person One Salary ("OPOS") principle.

Board members are entitled to reimbursement of reasonable expenses incurred for attending Board and related meetings/events. In compliance with the State Code, disclosure is required of the expenses paid to Board members. During 2025, €37,334 was reimbursed to, or paid on behalf of, Board members for travel expenses, accommodation and other expenses incurred directly in relation to their roles as Board members. These expenses do not include those of the Chief Executive or Executive Directors in respect of their employee duties.

Directors also receive a private medical insurance policy from Vhi during their tenure.

Corporate Governance continued

Board Committees

While the Directors have put in place arrangements for the delegation of the management, organisation and administration of the Vhi Group's affairs, certain matters remain specifically reserved for decision by the Board. The Board has established a number of committees to assist with its work and may authorise such committees to undertake certain work on its behalf. However, ultimate decision-making authority rests with the Vhi Board and all decisions remain the responsibility of the Board.

Each Committee has detailed Terms of Reference that articulate the role and position of the committee in the governance framework. The Terms of Reference are reviewed regularly by the Committees to ensure continuing appropriateness, are approved by the Board and require Board approval for material alteration. Revised Terms of Reference for the Committees of the Vhi Board were approved by the Board in 2025.

Group Audit Committee

The Vhi Board has established a Group Audit Committee to assist it in fulfilling its responsibilities. The Group Audit Committee met five times during 2025. The Committee is comprised of three Independent Non-Executive Directors; Mike Frazer (Chair), Jennifer Loftus and Paul Whelan. Mary Halton served as Chair and a member of the Committee until 08 May 2025.

The principal purpose of the Group Audit Committee is to support the Vhi Board in its oversight of the appropriateness of the Vhi Group's financial reporting and of the overall effectiveness of internal controls across the Vhi Group. The Committee's responsibilities extend to financial and regulatory reporting, internal controls, external audit, internal audit, protected disclosures, anti-fraud and anti-corruption.

Key responsibilities are summarised below:

- Reviews the integrity of the Vhi Group's financial statements including all published annual reports and regulatory financial statements, having regard to matters communicated to it by the external auditor;
- Considers and reports on the overall effectiveness, adequacy, scope and implementation of, and compliance with, the Vhi Group's system of internal controls;
- Monitors progress by Management in implementing recommendations from internal audit, external audit or other controls reviews;
- Reviews and recommends to the Vhi Board, the annual external audit plan, ensuring it is consistent with the scope of the audit engagement;
- Approves the Internal Audit plan and monitors the effectiveness and adequacy of the Internal Audit function so that it is appropriately resourced, is appropriately independent and has appropriate standing within the Vhi Group;
- Apprises the Vhi Board of significant developments in the course of performing its duties;
- Oversight of the sustainability reporting process to ensure compliance with applicable laws, regulations and reporting standards;
- Review and consider effectiveness of Protected Disclosures, Anti-Fraud and Anti-Corruption policies and procedures.

Group Remuneration Committee

The principal purpose of the Group Remuneration Committee is to support the Vhi Board in ensuring that the Vhi Group's overall reward philosophy and the design and structure of the Vhi Group's remuneration policy are consistent and aligned with the Vhi Group's purpose, values and strategic objectives. The Committee also supports the Vhi Board in the appointment of senior executives and Pre-Approved Functions (PCFs) as well as succession planning and performance management for senior executives. While the Group CEO has responsibility for ensuring an effective people management strategy to enable the Vhi Group's strategic objectives, the Committee provides oversight of these functions and exercises independent judgement on remuneration. The Committee's responsibilities extend to oversight of the remuneration of the Group CEO and Executives, termination and severance arrangements and people and culture.

The Committee is composed of four Independent Non-Executive Directors; Catherine Doyle (Chair), Karen Furlong, Greg Sparks and Mike Frazer, who was appointed on 31 January 2026. Karen Furlong served as Chair until 30 January 2026. Executive Director Brian Walsh served on the Committee until 12 June 2025 and Dean Holden's term concluded on 31 January 2026.

Group Nomination, Governance and Sustainability Committee

The principal purpose of the Group Nomination, Governance and Sustainability Committee is to support the Vhi Board in decisions relating to the composition of the Boards, Board Committees and the subsidiary companies through the provision of proposals and recommendations for board and committee appointments, renewals and board succession planning. While the Group CEO has responsibility for the recruitment and retention of colleagues, for ensuring an effective people management strategy to enable the Vhi Group's strategic objectives, and for ensuring effective succession planning, the Committee provides oversight of these functions and exercises independent judgment on performance management and senior appointments. The Committee also supports the Vhi Board in relation to oversight of the appropriateness of the Vhi Group's overall governance arrangements as well as oversight of the implementation of the Vhi Group's Sustainability activities and the implementation of the Group's Sustainability Strategy. The Sustainability Strategy seeks to achieve a net zero decarbonisation target by 2050.

The Committee consists of four Independent Non-Executive Directors; Greg Sparks (Chair), Karen Furlong, Mary Halton and Paul Whelan, who was appointed on 31 January 2026. Dean Holden's term on the Committee concluded on 31 January 2026.

Group Risk Committee

The purpose of the Group Risk Committee is to support the Vhi Board in its responsibility to ensure that an effective risk management and compliance framework is in place as part of the overall effective corporate governance of the Vhi Group. The Committee's responsibilities extend to risk management, compliance, data protection and information security.

Key responsibilities are summarised below:

- Monitors the ongoing development and maintenance of an effective enterprise-wide Risk Management Framework proportionate to the nature, scale and complexity of the Vhi Group's risks, liaising regularly with the Chief Risk Officer ("CRO") in this regard;
- Carries out an Own Risk Assessment annually and reviews, challenges and recommend to the Vhi Board for its approval, a Group Risk Appetite Statement that is appropriate to the risks, strategy, objectives, culture and values of the Vhi Group;
- Reviews and recommends to the Vhi Board for approval, any changes to the Risk Management Function's mandate outlined in the Risk Management Policy & Framework as required including the Risk Management Function's Monitoring Plan;
- Promotes a culture of compliance across the Vhi Group and supports the objectives of fostering a customer-centric culture throughout the Vhi Group;
- Monitors and reviews the effectiveness of Management's regulatory compliance activities across the Group and reviews the Compliance Function's annual compliance plan and recommends it to the Vhi Board for approval;
- Monitors and reviews Management's processes with regard to data protection, information security and related risks including in relation to compliance with relevant obligations.

There are five members of the Group Risk Committee, four of whom are Independent Non-Executive Directors; Mary Halton (Chair), Mike Frazer, Paul Zollinger-Read, Catherine Doyle and Executive Director, Brian Walsh. Mike Frazer served as Chair until 07 May 2025.

Statement on Internal Control

The Board is responsible for ensuring that an adequate and effective system of internal control is maintained and operated across the Group and has given effect to the requirements of the Code of Practice for the Governance of State Bodies. In order to discharge its responsibilities in a manner which ensures compliance with legislation and regulations, the Board has established an organisational structure with clear operating and reporting procedures, lines of responsibility, authorisation limits, segregation of duties and delegated authority.

While the Board retains ultimate responsibility, the design, operation and maintenance of internal controls are delegated to management and supported by Board sub-committees, in line with Board approved policies. The Internal Control Policy is reviewed annually for adequacy and is tailored to Vhi's commercial circumstances. Management is accountable for ensuring that appropriate controls operate throughout the business. Each year, the Group CEO and Group CFO provide confirmation to the Board that the Internal Control Environment operated effectively during the period.

Corporate Governance continued

Statement on Internal Control continued

The system of internal control is designed to provide reasonable, but not absolute, assurance regarding:

- Achievement of business objectives;
- Safeguarding of assets against loss;
- Reliability, completeness and accuracy of financial and non-financial reporting; and
- Compliance with applicable legal and regulatory obligations.

Vhi has in place a strong internal control framework which includes the following:

- A clearly defined organisational structure, with defined authority limits and reporting mechanisms to higher levels of management and to the Board, supported by the operation of the three lines of defence, which collectively maintain a strong control environment.
- Documented policies and procedures for all key business processes.
- Controls and systems to safeguard the security and integrity of the Group's IT and information systems.
- A comprehensive budgeting framework, including an annual budget and five-year plan reviewed and approved by the Board.
- Integrated financial and non-financial reporting, enabling timely oversight of operational and strategic performance.
- Regular reporting of actual results and KPIs against budget, with trends and variances considered by the Board throughout the year.
- Management attestations, including quarterly confirmations and the annual CEO/CFO declaration.

The Board's review of the effectiveness of the system of internal control is informed by:

- the programme of work undertaken by Internal Audit;
- the findings of External Audit;
- reports from the Risk Management and Compliance functions; and
- management attestations, including quarterly confirmations and the annual CEO/CFO declaration.

Vhi has established procedures to monitor the effectiveness of its risk management and internal control systems. These operate within the Board-approved Risk Management and Risk Appetite Frameworks and are supported by the three lines of defence model. Risk Management and Compliance oversee risk and control activity, Internal Audit provides independent assurance, and overall oversight is exercised through the Audit Committee, Group Risk Committee and the Risk Management & Compliance Committee.

The annual review of the effectiveness of the internal control environment was completed in December 2025. The Board, supported by its committees and control functions, did not identify any material internal control deficiencies, material losses or fraud requiring disclosure in the financial statements for the year ended 31 December 2025 or up to the date of signing.

Going Concern

The accounts of the Vhi Board have been prepared on a going concern basis. The Directors have satisfied themselves that no material uncertainties exist that would cast significant doubt on the ability of the Vhi Board to continue in operational existence and to meet its solvency requirements for at least 12 months from the date of approval of these financial statements. In forming this view, the Directors considered multi-year financial projections that reflect reasonably foreseeable changes in trading performance. The outcome of stress-testing exercises, the strength of the governance structures in place, and the satisfactory capital position throughout 2025 further supported this assessment.

Principal risks and uncertainties

The principal risks and uncertainties of the Vhi Group have been determined by assessing potential strategic, finance and capital, operational, conduct and customer value, people and culture, climate and nature, and clinical risks. Vhi Group's risk tolerance levels are recorded in the Risk Appetite Statement ("RAS") approved by the Board of Directors. Vhi's principal risks are monitored and managed by the Group Leadership Team and are reported to the Vhi Board on a regular basis. They are summarised below.

Strategic

Strategic risk is the risk that the Vhi Group does not achieve its strategic objectives. This covers the inherent risk in our strategy and business model and may result from both internal and external factors. These risks include:

a) Risks from inadequate Risk Equalisation.
The Risk Equalisation Scheme ("RES") only partially equalises the significant differences in risk profiles that exist between the competing insurers. It places insurers covering a disproportionate share of higher health risk policy members at a competitive disadvantage with attendant risks to capital, value and sustainability.

b) Risks from supply and demand changes for private healthcare.
The ageing population and pressures on capacity in healthcare, private hospitals seeking to expand, as well as changes in the transfer of patients from public to private facilities leads to increased demand for medical treatment and the risk of higher treatment costs, volatility in the volume and capacity of the private healthcare system, reduced access to care and lower affordability for private medical insurance policyholders.

c) Risks from legislative, political, social and regulatory changes.
There are risks that legislative or regulatory changes, or the impact of political and social changes affect the operation of private medical insurance and healthcare services markets.

d) Higher inflation and economic stagnation.
There is continued uncertainty over the outlook for inflation and economic growth leading to volatile interest rates, economic activity and negative impact on consumer disposable income and spending behaviour.

e) Risks associated with the successful delivery of our transformation programme.
There are risks to the successful, timely, efficient and effective delivery of Vhi's transformation programme in a competitive market environment. These programmes will deliver significant change in relation to the delivery of our services to our members, but there are risks that continually changing member expectations impact on the value realisation of these projects due to factors such as digitisation and artificial intelligence ("AI").

Finance and Capital

Finance and capital risks are those risks that can result in the loss of capital and/or negatively affect the solvency of the business, such as the risk of not meeting regulatory solvency requirements, financial losses and reserving risks. These risks include:

f) Volatile financial markets.
The Vhi Group is exposed to a range of risks in relation to its investment portfolio. These include market, credit and liquidity risks. The Vhi Group principally invests in high quality debt securities whose term matches the short-term nature of our liabilities, in accordance with prudent investment policies that are implemented by management, monitored by the Investment Committee and approved by the Vhi Board.

g) Uncertainty in claims costs and development.
The Vhi Group is exposed to the risk that its premium pricing or claims reserves may not align to the severity, frequency and timing of claims. Uncertainty in claim cost development is higher where medical inflation is increasing and where there is disruption to, or expansion of, the provision of private healthcare.

h) Financial risks from new ventures and investment in our transformation strategy.
A challenging macroeconomic environment, key skills shortages and significant shifts in healthcare provision could increase our change delivery and operational costs or make it harder to realise the financial objectives of our transformation strategy. This could be caused by political, regulatory or public health policy changes as well as increased competition from new market entrants and the current geopolitical instability.

Principal risks and uncertainties continued

Operational

Operational risks are the risks of financial loss or reputational damage resulting from inadequate or failed internal processes, people or systems that affect the Company's business operations. The principal risks include:

i) Cybersecurity and data protection risk.
The Company recognises that cyber criminals continue to become more sophisticated and members have increasing expectations of technical solutions. There is the risk of failing to anticipate changing expectations in relation to information technology and operational resilience.

j) Service Resilience and Third-Party Providers.
As we improve the systems and processes that underpin the services to members, we manage the risks of using third party providers and increasingly complex systems (including the use of new technology). These include the risk that we fail to deliver services effectively to meet member needs, risks of significant system disruption and risks to providing services cost effectively.

Conduct and Customer Value

Conduct and customer value risks are the risk that our actions and failure to act in relation to products and services, the terms on which they are provided, and the way we engage with customers results in detrimental or unfair outcomes relative to the customers' expectations. These risks include:

k) Miscommunication of services and advice to members.
The risk that our behaviours result in detrimental or unfair outcomes for our members are increased where we are introducing new services and changing the way we interact with members (including online interactions).

l) Disruption to access to insured benefits.
The risk that we fail to meet our members' reasonable expectations of access to product benefits that are valuable to our members due to, for example, staff capacity in Vhi Group's own healthcare services, waiting times for private treatment, or products and services that are not well matched to members' needs.

People and Culture

Risks that have an adverse impact on our members or business including resourcing and staff wellness risk as well as risks relating to employee behaviours or non-adherence to Vhi Group policies, procedures, practices or rules and the risk that colleagues do not behave in line with the Vhi Group values that underpin our strategy and member proposition. These risks include:

m) The risk that we do not have sufficient skills and knowledge in order to deliver our strategic objectives or that we cannot attract and retain staff.
This can include embedding a diverse and inclusive workforce and identifying a strong succession and leadership pipeline.

n) The risks associated with changes in the business environment and our operating model including the adoption of AI and adjusting to its impact on our employees and job roles.

Climate and Nature

Climate and nature risks include physical, transition and liability climate risks. Nature-related risks arise from an organisation's dependencies and impacts on nature. The principal risks relate to:

o) The transitional climate risks that emerge from the process of shifting to a low-carbon environment from Vhi Group's core operations and value chain.
Transition risks may arise from changes in policies, regulations, market dynamics, or technology as economics shift toward low carbon solutions.

p) We are exposed to climate-related financial risks such as the potential devaluation of carbon – intensive assets and underperformance of low-carbon investments.

q) Physical risks may be longer term in nature and result from the impact of climate change on health due to factors such as air and water quality, population migration and the spread of disease.

Clinical

Clinical risks are the risk that we cause preventable harm to patients through our provision of healthcare services. The Vhi Group promotes a culture of excellence in patient and customer experience and safety, and our clinical services and facilities are accredited by international accreditation programmes. The principle of patient care and high standards of clinical quality are paramount as we extend our healthcare services. These risks include:

r) New healthcare services and supporting systems including third-party services.
We ensure high standards for all new services, critical suppliers and changes to the ways we interact with patients (including new digital healthcare services).

s) Shortages of staff with necessary expertise.
Well supported skilled staff are key to managing the risk of injury, loss or harm to members in receipt of healthcare. Pressure on healthcare capacity increases the risk that access to services is reduced.

Environmental Matters

The Vhi Group's energy efficiency and decarbonisation programmes are informed by national public sector obligations. The Government Climate Action Plan ("CAP") 2023 obliges the public sector, including semi – state bodies, to achieve at least a 51% reduction in absolute Scope 1 and Scope 2 carbon dioxide equivalent (CO_2 eq.) emissions by 2030 and a 50% improvement in energy efficiency by 2030.

In 2025, the Vhi Group continued to provide an annual report to the New Economy and Recovery Authority ("NewERA") on the Climate Action Framework for Commercial Semi-State Bodies ("CAF") which the Vhi Group adopted in 2022. These reports cover all five commitments set out in the CAF, namely, Governance of Climate Action Objectives, Emissions Measurement & Reduction Target, Measuring and Valuing Emissions in Investment Appraisals, Circular Economy and Green Procurement, and Disclosures in Financial Reporting.

Energy and Emissions

All public bodies, including semi-state bodies, are required to report energy and emissions data on an annual basis using the Sustainable Energy Authority of Ireland ("SEAI") online Monitoring & Reporting ("M&R") system which is used to track their progress towards the mandatory 2030 energy efficiency and emissions reduction targets.

Energy

In December, Vhi Group became the first Health Insurance company in Ireland to achieve ISO 50001 (Energy Management) certification for our Abbey Street site.

In 2025, energy savings of c.140k kWh (-2.5% electricity; -1.7% gas) were achieved through energy initiatives and minor alterations to mechanical, electrical plant and operating systems. Energy audits for all sites were also undertaken in 2025, the results of which are used to plan and prioritise future capital investments and projects. One key capital investment project involved enhancements to the thermal performance of the main roof at our Kilkenny site along with the installation of circa 884 PV solar panels. This project is due for completion in early 2026 and once operational, will generate c.221k kWh per annum and reduce our carbon emissions by c.56 metric tons of CO_2 from our atmosphere per annum. As part of a '*Just One Thing*' sustainability engagement programme in late 2025, colleagues were encouraged to take simple, practical steps to reduce their energy consumption through the 'Watts Down' campaign.

Based on the SEAI's M&R energy reporting to year end 2024, Vhi has achieved a 46.9% improvement in energy efficiency, placing it close to the 50% target required by 2030 relative to the 2009 baseline.

Environmental Matters continued

Energy and Emissions continued

Emissions

Vhi Group is mandated to achieve a 51% reduction in energy-related and thermal (heating and transport) greenhouse gas (GHG) emissions by 2030. In addition, in 2023, Vhi Group committed to a Net-Zero target by 2050. In 2025, as part of our Net Zero Carbon programme under the Healthy Planet pillar of our sustainability strategy, we completed our second GHG inventory for 2024 across all emission scopes. This informed the development of our decarbonisation roadmap which identified key emissions hotspots, high – impact actions, and the enablers needed to support delivery of our near term 2030 and long term 2050 science-aligned targets. This decarbonisation roadmap was approved by the Board in December 2025. According to the SEAI methodology, our fossil CO_2 emissions reduced by 25.4% as at the end of 2024 against a reduction target of 51% on our 2016-2018 baseline emissions figure highlighting the importance of integrating emissions into our future growth plans. Our decarbonisation roadmap sets out the actions we need to take to achieve our mandated 2030 targets and our 2050 ambitions. While progress has been made in 2025, we are committed to taking the actions set out in our decarbonisation roadmap and reducing our emissions and impact on the environment.

Transport and Travel

In 2025, Vhi Group continued to invest in its fleet, adding additional electrical vehicles to bring the total number to 50 electric vehicles. Further capital investment is planned for 2026 to electrify our Hospital@Home fleet. Vhi Group was also shortlisted in the transport category at the SEAI energy awards recognising the progress we have made in this space. The emissions from our sales fleet of vehicles were reduced by 82k kg of $C0_2$ when we switched the cars from petrol/diesel to electric vehicles.

Environmental and Waste

Vhi Group is compliant with the Waste Management (Amendment) Act 2001 surrounding waste management and only uses licensed and permit approved Environmental Protection Agency ("EPA") waste service providers for the disposal of waste. The Vhi Group is committed to constant improvement of the waste management programme following the guidelines set out by the National Waste Prevention Programme ("NWPP"). In 2025, we achieved ISO 14001 (Environmental Management) certification for our Abbey Street site.

Vhi Group segregates as much waste as possible to reduce the requirement for landfill. In relation to Vhi Group's healthcare services, all clinical and hazardous waste complies fully with the IPC PP 109 Guidelines on the Segregation and Disposal of Healthcare Risk and Non-Risk Waste. Annual audits are conducted on all clinical sites by an external auditor. The Vhi Group engages a dangerous goods safety advisor ("DGSA") to audit its compliance with the European Communities (Carriage of Dangerous Goods by Road and Use of Transportable Pressure Equipment) Regulations and associated amendments. Vhi Group is audited annually by the DGSA in relation to its compliance with the storage of clinical waste and reporting on clinical waste volumes. Vhi Group facilities also utilise modern environmental engineering solutions to reduce our impact on the overall environment.

- In 2025, to provide a more accurate representation of operational waste performance, we introduced a normalised intensity approach by applying the metric of waste generated per colleague/patient across General Waste, Confidential Waste, and all other relevant waste streams. Using this methodology for 2025, and retrospectively applying it to 2024, waste segregation performance improved year-on-year, with recycling rates per colleague/patient increasing by 9%. In addition, the proportion of waste disposed of through the General Waste stream decreased to 49% in 2025, compared with 58% in 2024.

- Similarly, for organic waste, we introduced a normalised intensity metric in 2025 (kg per colleague attendance) as the primary performance measure to ensure year-to-year comparability where attendance levels fluctuate. Based on this methodology, organic waste reduced by 48% in 2025 relative to 2024 across Abbey Street and Kilkenny. The majority of this reduction was driven by the introduction of a biodigester in Kilkenny in April 2024 and careful management of food from source to plate.
- Our Code Green programme, which is focused on reducing clinical waste and increasing recycling, was initially rolled out in Carrickmines, with implementation expanded to the Swords, Cork and Limerick clinics in 2025. Since extending the programme across these sites, clinical waste generation has decreased by 31% per patient, alongside a 40% reduction in clinical waste cost per patient. Code Green was recognised at both the Private Healthcare Awards and the Irish Healthcare Awards where it won the Green Healthcare Achievement award and the Sustainability Award respectively.

Circular Economy

2025 marked the opening of our newly expanded and converted Galway Medical Centre as a Vhi 360 Health Clinic, following redevelopment works that began in 2024. Recognising that construction and demolition activities account for 48% of all waste generated in Ireland, we prioritised reuse and recycling throughout the project to minimise environmental impact. Where possible, we repurposed existing office workstations, office storage cabinets, and existing floor finishes (carpet tiles). Items that could not be reused were donated to local schools or charities. Overall, 66% of materials were donated, re-homed, or stored for future use, with a further 24% recycled, meaning only 10% (limited to old, broken or unusable items) was sent to landfill. This initiative not only addressed the environmental concerns regarding construction and demolition waste but also delivered positive outcomes for the local community and helped embed a circular-economy mindset among colleagues.

As part of the '*Just One Thing*' sustainability programme, colleagues were encouraged to take actions to reduce, reuse and recycle through the 'Rethink Your Stuff' campaign.

Paper Use

Through our continued shift to digital communications for our members, we reduced paper usage by 25% in 2025 compared with 2024. Since beginning this transition, we have achieved a 55% reduction in paper use relative to 2020 levels.

Biodiversity

Since 2020, we have installed five bee colonies across our Abbey Street and Kilkenny sites. The bees produced 38 kilos of honey in 2025 and c.120kg of honey since 2020. The honey is sold and used in our colleague restaurants, with all proceeds reinvested into additional biodiversity initiatives. In 2025, the biodigester installed at our Kilkenny office reduced our organic waste by c.48%. The organic pellets generated from the biodigester were then used to support the gardens, planting and landscaping across our Kilkenny site.

Employee matters and respect for human rights

In Vhi Group, we place equal emphasis on doing what is right for our colleagues and our members. We are committed to acting with fairness and integrity, choosing the just path even when it is not the easiest one.

Our values, "We Lead with Heart", "Courage to Create a New Future" and "Together we do our Best Work" and our purpose to "help members live longer, stronger, healthier lives" guide our interactions with our members and our colleagues. Each of our colleagues is in a unique position of being employed by Vhi Group but also being members of Vhi.

Listening to colleagues and responding meaningfully to feedback remains a cornerstone of our people approach. In 2025, we completed a shortened Voice of Colleagues survey, which focused on four key questions, alongside a Group-wide Culture survey. This approach allowed us to maintain regular colleague listening while gaining deeper insight into cultural alignment and overall colleague experience.

The recent voice of colleague pulse survey included results such as:

- 82% of colleagues feel comfortable to be themselves at work
- 77% of colleagues have a clear understanding of the company's strategic objectives

Employee matters and respect for human rights continued

The 2025, Culture survey results demonstrate continued positive momentum, with further progress evident across key cultural indicators when compared with previous surveys. Throughout 2025, there was an increased organisational focus on capability development, with targeted investment in learning, development and skills-building initiatives. This focus was positively reflected in the survey results, with colleagues recognising improvement in the 'Learning Organisation' index. While progress has been made, we acknowledge that there remains more to do to fully embed a strong, continuous learning culture across the organisation.

Actions arising from the Culture survey were identified and are progressing at both Group and local levels, supported by a strong leadership emphasis on responding to colleague feedback and working on how we build a culture where colleagues can be their best, but also supports the delivery of our strategy for our colleagues and our members.

Throughout 2025, we continued to embed our values across the organisation. Values based recognition initiatives remained a strong feature of colleague experience, reinforcing behaviours that support collaboration, innovation and care for one another. With over 1,200 colleague-to-colleague nominations, our Powered by Values Awards continue to give us the opportunity to recognise and celebrate those who are living our values and build the muscle of embedding a culture of recognition.

Vhi Group recognises the importance of ensuring all colleagues have access to timely, clear and relevant communications updates. In 2025, we continued to review and enhance our communication strategy, with a focus on strengthening colleague engagement. Key initiatives included the introduction of short, self-produced video messages from the internal communications team and the leadership team and increased participation in hybrid all-colleague town hall sessions. In addition, we expanded the use of digital screens across the organisation to ensure that colleague communications are not solely dependent on access to desktop devices. Our colleague communications strategy is underpinned by a multi-channel approach, designed to engage colleagues through a variety of accessible and effective formats.

We encourage colleagues to speak freely and our 'speaking–up' policy is a cornerstone of fostering this environment. We also provide guidance on colleague interactions with our 'code of conduct' policy.

Vhi Group recognises a Trade Union for collective bargaining purposes and has a collective agreement in place in the event of an employee dispute with the company. Vhi Group also recognises union representation in disciplinary matters under Disciplinary and Grievance process agreements.

Bribery and corruption

Vhi Group is committed to ethical conduct and adherence by colleagues and directors of the highest business ethical, professional and legal standards. The Vhi Group 'Code of Conduct' policy sets out principles to guide employees and members of the Board of Directors in their day-to-day Vhi business conduct with specific reference to fraud, corruption, bribery and blackmail.

Vhi Group seeks to ensure adequate, effective and cost-efficient internal controls are in place. Audit processes exist to ensure that the Internal Control Framework is implemented in compliance with the Internal Control Policy.

The Code of Conduct, along with the other aforementioned policies, is brought to the attention of all employees during induction by the People and Sustainability Function and on appointment to members of the Board of Directors by the Company Secretary. The Vhi Group strives to create an environment where every colleague not only feels supported but celebrated for their individuality, fostering a culture that is inclusive, diverse, equitable and seeks to create a sense of belonging for all.

Inclusion, Diversity and Equity

Our mission for Inclusion, Diversity and Equity ("IDE") in Vhi Group is that we are an organisation where differences are valued, recognised and supported. We believe that harnessing our diversity enables better outcomes for colleagues and supports our purpose of helping members live longer, stronger and healthier lives.

In 2025,we continued the delivery of our six-year IDE strategy, building on the strong foundations established in prior years. A key milestone during the year was the completion of an Inclusion and Diversity survey in partnership with the Irish Centre for Diversity. Results demonstrate positive progress year-on-year, reflecting continued improvement when compared with the previous assessment. Our focus on inclusion was supported through enhanced communication, targeted learning initiatives, improved data insights and ongoing development of our IDE networks. These actions support an inclusive environment where colleagues feel respected, valued and empowered.

During 2025, we hosted and supported a range of IDE awareness events including International Women's Day, Pride Month, Diwali, Autism Awareness and World Mental Health Day. These initiatives created opportunities for learning, dialogue and connection, reinforcing a strong sense of belonging across the organisation.

Our values-based approach was evident through the IDE events offered, with cross collaboration across our IDE networks demonstrating our company values – "Together we do our best work", "We Lead with Heart" and "Courage to Create a New Future". Inclusive policies introduced in previous years, including the Inclusive Holiday Swap initiative and Menopause Leave, continued to support colleagues' diverse needs and life experiences and reflect our values-led approach.

We are proud to continue holding the Silver Investors in Diversity accreditation with the Irish Centre for Diversity, reflecting our ongoing commitment to building an inclusive workplace. We also remain actively engaged with other external forums such as the Insurance Ireland Inclusion Taskforce and Business in the Community initiatives, which support industry wide learning, collaboration and the advancement of shared inclusion goals. Through our participation in these forums, we work alongside organisations across the insurance sector to exchange insights, develop supports and drive collective commitments that enhance IDE both within Vhi and across the industry.

As we look ahead to 2026, we remain committed to delivering our IDE strategy. We will continue to engage with external forums to ensure we uphold best practices and always strive to do the right thing for our colleagues. Moreover, we are dedicated to seeking feedback, actively listening to our team, and taking meaningful action. When action isn't possible, we aim to communicate openly about the reasons why. Together, we will create a workplace where every voice is valued, and everyone feels empowered to contribute to our shared success.

Prompt Payment of Accounts

The Board acknowledges its responsibility for ensuring the Group's compliance with the Prompt Payment of Accounts Act 1997, as amended by the European Communities (Late Payment in Commercial Transactions) Regulations 2012. The Group maintains internal financial controls and procedures designed to identify invoice due dates and ensure that payments are made within the required timeframes. These procedures have been supported by enhancements to systems and processes, including updates to computerised platforms, to ensure alignment with the requirements of the Directive.

Unless otherwise specified in contractual arrangements, the Group applies standard credit terms of 30 days. While the internal control framework provides reasonable, though not absolute, assurance of compliance, the Board is satisfied that the Vhi Group complied in all material respects with the requirements of the Act and Regulations throughout the year.

Subsidiary undertakings

The Vhi Board's subsidiaries and other undertakings, as at 31 December 2025, are listed in note 32.

Subsequent events

There have been no material subsequent events affecting the Vhi Board or any of its subsidiary companies since the balance sheet date.

Adequate Accounting Records

The Directors have taken appropriate measures with regard to the keeping of adequate accounting records. The specific measures taken are the employment of suitably qualified accounting personnel and the maintenance of appropriate accounting systems. The books of account are located at Vhi House, 20 Lower Abbey Street, Dublin 1.

Political Donations

The Company made no political donations during the year that require disclosure.

Independent Auditors

PricewaterhouseCoopers, Chartered Accountants and Statutory Audit Firm, were formally appointed as auditors on 12 May 2025. PricewaterhouseCoopers have indicated their willingness to continue in office.

Statement of disclosure of information to Auditors

So far as each of the Directors in office at the date of approval of these financial statements are aware:

- there is no relevant audit information not disclosed to the Auditors; and
- they have taken all the steps to make themselves aware of any relevant audit information and to establish that the Vhi Board's Auditors are aware of that information.

On behalf of the Vhi Board

Greg Sparks
Chair

31 March 2026

Brian Walsh
Group CEO, Director

31 March 2026

Directors' Responsibilities Statement

The Directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable regulations and the relevant financial reporting framework.

The Directors have elected to prepare the financial statements in accordance with FRS 102 and FRS 103, the Financial Reporting Standards applicable in the UK and Republic of Ireland ("relevant financial reporting framework").

The Directors shall not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the Vhi Board as at the financial year end date and of its surplus or deficit for the financial year.

In preparing those financial statements, the Directors are required to:

- select suitable accounting policies for the group financial statements and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with the applicable accounting standards and identify the standards in question, subject to any material departures from those standards being disclosed and explained in the notes to the financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Vhi Board will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to:

- correctly record and explain the transactions of the company;
- enable, at any time, the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy; and
- enable those financial statements to be audited.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in Ireland governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

On behalf of the Vhi Board

Greg Sparks
Chair

31 March 2026

Brian Walsh
Group CEO, Director

31 March 2026

Independent auditors’ report to the shareholders of The Voluntary Health Insurance Board

Report on the audit of the financial statements

Opinion

In our opinion, The Voluntary Health Insurance Board’s consolidated financial statements (the “financial statements”):

- give a true and fair view of the group’s assets, liabilities and financial position as at 31 December 2025 and of its profit and cash flows for the year then ended; and
- have been properly prepared in accordance with Generally Accepted Accounting Practice in Ireland (Irish GAAP) (accounting standards issued by the Financial Reporting Council of the UK, including Financial Reporting Standard 102 “The Financial Reporting Standard applicable in the UK and Republic of Ireland”).

We have audited the financial statements, included within the Vhi Annual Report and Accounts 2025 (the “Annual Report”) which comprise:

- the Consolidated Balance Sheet as at 31 December 2025;
- the Consolidated Income and Expenditure account and the Consolidated Statement of Comprehensive Income for the year then ended;
- the Consolidated Statement of Cash Flows for the year then ended;
- the Consolidated Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, which include a description of the accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (“ISAs (Ireland)”). Our responsibilities under ISAs (Ireland) are further described in the Auditors’ responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, which includes IAASA’s Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

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

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the group’s ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors’ report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

Code of Practice for the Governance of State Bodies (the "Code")

Under the Code of Practice for the Governance of State Bodies (the "Code") we are required to report to you if the statement regarding the system of internal control included in the Corporate Governance Statement in the Directors Report does not reflect the group's compliance with paragraph 1.9(iv) of the Business and Financial Reporting requirements or if it is not consistent with the information of which we are aware from our audit work on the financial statements. We have nothing to report in respect of this responsibility.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view.

The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors' responsibilities for the audit of the financial statements

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

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA website at: **https://iaasa.ie/wp-content/uploads/docs/media/IAASA/Documents/audit – standards/Description_of_auditors_responsibilities_for_audit.pdf**

This description forms part of our auditors' report.

Use of this report

This report, including the opinion, has been prepared for and only for the Voluntary Health Insurance Board's shareholders as a body in accordance with our engagement letter dated 30 October 2025 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come, including without limitation under any contractual obligations of the Voluntary Health Insurance Board, save where expressly agreed by our prior consent in writing.

Emma Scott
for and on behalf of PricewaterhouseCoopers
Chartered Accountants and Statutory Audit Firm Dublin

31 March 2026

Consolidated Income and Expenditure Account

for the financial year ended 31 December 2025

	Notes	2025 €'m	2024 €'m
Technical Account:			
Earned Premium			
Gross written premiums	2	2,007.6	1,879.1
Change in gross provision for unearned premiums and unexpired risks	2, 21	(35.4)	(42.6)
Earned Premium		**1,972.2**	**1,836.5**
Allocated investment return transferred from the non-technical account		**39.6**	**40.5**
Other technical income, net of reinsurance	4	76.2	93.0
Total Technical Income		**2,088.0**	**1,970.0**
Claims incurred, net of reinsurance			
Claims paid – gross amount	2	(1,837.4)	(1,737.6)
Claims paid – reinsurer's share		0.0	(0.3)
Change in the provision for claims – gross amount	2, 21	20.0	(19.0)
Change in the provision for claims – reinsurer's share	2, 21	0.0	(0.3)
Claims incurred, net of reinsurance		**(1,817.4)**	**(1,757.2)**
Net operating expenses	2, 7	**(181.0)**	**(155.1)**
Balance on the technical account		**89.6**	**57.7**
Non-Technical Account:			
Balance on the technical account		**89.6**	**57.7**
Net investment return	9	39.6	40.5
Allocated investment return transferred to the insurance technical account		(39.6)	(40.5)
Other income	10	49.5	46.2
Other expenses	11	(57.1)	(60.0)
Surplus on ordinary activities before tax	25	**82.0**	**43.9**
Tax on Surplus on ordinary activities	12	(10.8)	(7.6)
Surplus for the financial year		**71.2**	**36.3**

The notes on pages 80 to 109 form an integral part of these financial statements. The financial statements were approved by the Board of Directors and authorised for issue on 31 March 2026.

Consolidated Statement of Comprehensive Income
for the financial year ended 31 December 2025

	2025 €'m	2024 €'m
Surplus for the financial year	71.2	36.3
Other comprehensive income		
Items that may be reclassified to profit or loss in subsequent years:		
Net gain/(loss) on available for sale financial assets during the year	(1.4)	1.8
Taxation (charge)/credit relating to items that may be reclassified in subsequent years	0.1	(0.2)
Items that will not be reclassified to profit or loss in subsequent years:		
Remeasurement of retirement benefit obligation, net of tax	17.1	12.0
Other comprehensive income, net of tax	**15.8**	**13.6**
Total comprehensive income for the year	**87.0**	**49.9**

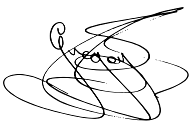
Consolidated Balance Sheet
as at 31 December 2025

	Notes	2025 €'m	2024 €'m
Assets			
Investments			
Land held under finance lease	14	1.0	1.0
Land and buildings	15	76.1	74.1
Other financial investments	16	1,103.7	1,086.0
		1,180.8	**1,161.1**
Debtors			
Debtors arising out of insurance operations	30	673.1	627.1
Other debtors	17, 30	445.4	440.1
		1,118.5	**1,067.2**
Other assets			
Intangible assets	19	9.1	1.7
Tangible assets	20	10.4	11.0
Cash at bank and in hand	26	89.4	73.1
		108.9	**85.8**
Prepayments and accrued income			
Deferred acquisition costs	22	10.0	8.6
Other prepayments and accrued income		15.2	14.7
		25.2	**23.3**
Retirement benefit asset	28	**108.8**	**83.5**
Total Assets		**2,542.2**	**2,420.9**

	Notes	2025 €'m	2024 €'m
Equity and Liabilities			
Capital and reserves			
General reserve		952.6	902.7
Comprehensive income		87.0	49.9
Shareholder's funds		**1,039.6**	**952.6**
Technical provisions			
Provision for unearned premium and unexpired risks	6, 21	726.8	691.4
Claims outstanding	21, 30, 31	396.5	416.3
		1,123.3	**1,107.7**
Creditors			
Creditors arising out of direct insurance operations		56.3	93.3
Other creditors and accruals	23	303.9	250.0
Deferred tax liability	18	12.2	9.2
Other provisions	24	6.9	8.1
		379.3	**360.6**
Total Liabilities and Shareholder's Equity		**2,542.2**	**2,420.9**

The notes on pages 80 to 109 form an integral part of these financial statements. The financial statements were approved by the Board of Directors and authorised for issue on 31 March 2026.

They were signed on its behalf by:



Greg Sparks
Chair

31 March 2026

Brian Walsh
Group CEO, Director

31 March 2026

Consolidated Statement of Cash Flows
for the financial year ended 31 December 2025

	Notes	2025 €'m	2024 €'m
Net cash from operating activities	25	**11.9**	**(9.1)**
Cash flows from investing activities:		–	–
(Purchase)/sale of property		(1.5)	–
(Purchase)/sale of equipment		(5.3)	(5.3)
Additions to intangible assets		(8.2)	–
Investment and dividend income received		22.6	23.8
Net (purchase)/sale of portfolio investments		(3.2)	(21.6)
Net cash flows from investing activities		**4.4**	**(3.1)**
Cash flows from financing activities:			
Loans (repaid)		–	–
Interest (paid)		–	–
Net cash flows from financing activities		**–**	**–**
Net increase/(decrease) in cash and cash equivalents		**16.3**	**(12.2)**
Cash and cash equivalents at beginning of financial year		73.1	85.3
Cash and cash equivalents at end of financial year		**89.4**	**73.1**

Consolidated Statement of Changes in Equity

for the year ended 31 December 2025

	Total €'m
As at 1 January 2024	**902.7**
Surplus for the financial year	36.3
Other Comprehensive Income	13.6
As at 1 January 2025	**952.6**
Surplus for the financial year	71.2
Other Comprehensive Income	15.8
As at 31 December 2025	**1,039.6**

Notes to the financial statements

1. Significant accounting policies

General Information

The Voluntary Health Insurance Board (“Vhi Board”) was established under the Voluntary Health Insurance Act 1957 to act as a statutory body to undertake the business of writing private medical insurance in Ireland. The address of the registered office is Vhi House, 20 Lower Abbey Street, Dublin 1.

Statement of compliance

The financial statements of Vhi Board for the financial year ended 31 December 2025 have been prepared in accordance with the provisions of Financial Reporting Standard 102 (FRS 102) and Financial Reporting Standard 103 (FRS 103).

Basis of Preparation

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with FRS 102 “The Financial Reporting Standard applicable in the UK and Republic of Ireland” and FRS 103 “Insurance Contracts” issued by the Financial Reporting Council. The financial statements are prepared on a consolidated basis. All intra group transactions, balances, income and expenses are eliminated on consolidation.

In preparing financial statements, the Vhi Board may depart in specific instances from the formats adopted in preparing a balance sheet or profit and loss account as laid out in the European Union (Insurance Undertakings: Financial Statements) Regulations 2015.

The going concern basis of accounting has been adopted in preparing the annual financial statements. The Directors have satisfied themselves that no material uncertainties exist that would cast significant doubt on the ability of the Company to continue as a going concern. In assessing whether the going concern assumption is appropriate, the Directors take into account all available information about the future, which is at least, but is not limited to, 12 months from the date when the financial statements are authorised for issue.

Change in presentation for certain items in the primary statements and certain notes to the financial statements

The Board has changed the presentation of the retirement benefit asset in the consolidated balance sheet to present the retirement benefit asset gross of the related deferred tax liability which is now separately disclosed in creditors. The related comparatives for 2024 have been restated. In addition, the Board has changed the comparatives of certain note disclosures (notes 18, 29 and 30) to align with the current year presentation.

Foreign Currency

The Vhi Board financial statements are presented in Euro which is the functional currency of the Vhi Group. Transactions during the year denominated in foreign currencies have been translated at the rates of exchange ruling at the dates of the transactions. Assets and liabilities denominated in foreign currencies are translated to Euro at the rates of exchange ruling at the balance sheet date. The resulting gain or loss is included in the income and expenditure account.

Premiums Written and Unearned Premiums

Gross written premiums consist of the premium income receivable from members in respect of policies commencing in the financial year. Unearned premiums represent the proportion of premiums written in the year that relate to the unexpired term of policies in force at the balance sheet date, calculated on a time apportioned basis.

Claims Incurred

Claims incurred comprise claims and related expenses paid during the year together with changes in provisions for outstanding claims, including provisions for the estimated cost of claims reported but not yet paid, claims incurred but not reported and related handling expenses.

Claims Provisions

The gross provision for claims represents the estimated liability arising from medical claims incurred in current and preceding financial years which have not yet given rise to claims paid. The provision includes an allowance for claims handling expenses. The estimation of claims liabilities is subject to inherent uncertainty. A margin for uncertainty is included to reduce the risk that insufficient provisions are set aside.

The claims provision is estimated based on best information available. Adjustments to the amount of claims provision for prior years are included in the income and expenditure account in the financial year in which the change is made. Prudent assumptions are made so that the provision should be sufficient in reasonably foreseeable adverse circumstances.

Unexpired Risks

A provision is established, based on information available at the balance sheet date, where the estimated value of claims and expenses, net of risk equalisation, attributable to the unexpired periods of policies in force at the reporting date exceeds the unearned premium provision in relation to such policies.

Risk Equalisation Scheme

Health Insurance Levy consists of the amounts payable to the Revenue Commissioners in respect of stamp duty on private medical insurance policies commencing in the financial year. Provision for unearned levy represents the proportion of levy relating to policies written in the year that relates to the unexpired term of policies in force at the balance sheet date, calculated on a time apportioned basis.

Risk Equalisation Premium Credits consist of amounts receivable from the Risk Equalisation Fund, administered by the Health Insurance Authority, in respect of policies commencing in the financial year. Provision for unearned credits represents the proportion of credits written in the year that relate to the unexpired term of policies in force at the balance sheet date, calculated on a time apportioned basis.

Hospital Utilisation Credits consist of amounts receivable from the fund for all claims paid or reliably estimated on a best estimate basis during the year.

High Cost Claims Pool compensates insurers directly for individual claim costs that are in line with legislative requirements. Provision for amounts owed to Vhi at the balance sheet date represents the estimated recoverable amounts due under the Risk Equalisation Scheme.

The earned portions of the Health Insurance Levy and Risk Equalisation Premium Credits as well as the Hospital Utilisation Credits and High Cost Claims Pool amounts are presented as other technical income in the Technical Account.

Intangible assets

Computer software licence and development costs are recognised as intangible assets when they are not an integral part of the related hardware and are amortised to the income and expenditure account over their estimated useful lives of four years. Costs associated with maintaining the computer software are recognised as an expense when incurred.

Property, Plant and Equipment

Land, buildings and other tangible assets are initially recognised at cost. Cost includes any costs directly attributable to bringing the asset to the intended use. Costs for assets under construction are included under work in progress until the asset is brought into use.

(i) Land and buildings

Land and buildings are carried at fair value, which reflects market conditions at the reporting date. Fair values are evaluated annually by an accredited external, independent valuer with recent experience in the location and class of the property held.

Revaluation gains or losses on investment properties are taken to the non-technical account. Revaluation gains on owner occupied properties are taken to other comprehensive income except to the extent that those gains reverse a revaluation loss on the same property that was previously recognised as expense. Revaluation losses on owner occupied properties are taken to other comprehensive income to the extent that they reverse previously recognised revaluation gains with any further loss recognised in the non-technical account.

All properties are maintained in a continual state of sound repair. As a result, the directors consider that the economic lives and residual values of these properties are such that any depreciation is insignificant and is therefore not provided.

(ii) Tangible assets

Tangible assets are carried at cost less accumulated depreciation. Depreciation is calculated so as to write off the cost of the assets to their residual values over their estimated useful lives on a straight line basis as follows:

Motor vehicles	4 Years
Computer equipment	4 Years
Fixtures, furniture & fittings	5 Years
Office equipment	5 Years
Medical equipment	5 Years

Expenditure incurred on the development of computer equipment which is substantial in amount and is considered to have an economic benefit Vhi Board lasting more than one year into the future is capitalised and depreciated over the years in which the economic benefits are expected to arise. This period is subject to a maximum of four years. In the event of uncertainty regarding its future economic benefit, the expenditure is charged to the income and expenditure account.

1. Significant accounting policies continued

Leases

Assets held under finance leases, hire purchase contracts and other similar arrangements, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets at the fair value of the leased asset (or, if lower, the present value of the minimum lease payments as determined at the inception of the lease) and are depreciated over the shorter of the lease terms and their useful lives. The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the leases to produce a constant periodic rate of interest on the remaining balance of the liability.

Financial Assets and Liabilities

The Vhi Board's investments comprise debt securities, equity, shares in collective investment undertakings, derivatives and deposits in banks. The company has chosen to apply the recognition and measurement provisions of IAS 39 (as adopted for use in the EU) and the disclosure requirements of FRS 102 in respect of financial instruments.

Financial assets and liabilities are recognised when the Vhi Board becomes a party to the contractual provisions of the instrument. Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of a company after deducting all of its liabilities. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Vhi Board transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Vhi Board, despite having retained some significant risks and rewards of ownership, has transferred control of the asset to another party and the other party has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer.

All financial assets and liabilities, excluding derivatives, are initially measured at cost. Derivatives are initially recognised at fair value on the date on which a derivative contract is entered into. All derivatives are carried as assets when the fair value is positive, and as liabilities when the fair value is negative.

Fair values are obtained from quoted market prices in active markets, including recent market transactions, and valuation techniques, including discounted cash flow models and options pricing models as appropriate. Where possible, financial instruments are marked at prices quoted in active markets. In certain instances, such price information is not available for all instruments and Vhi Group uses valuation techniques to measure such instruments. These techniques use "market observable inputs" where available, derived from similar assets in similar and active markets, from recent transaction prices for comparable items, or from other observable market data. For positions where observable reference data are not available for some or all parameters, Vhi Group estimates the non-market observable inputs used in its valuation models.

(i) Financial Investments held for trading at fair value

Financial investments held for trading are stated at fair value and include corporate bonds, government bonds, collective investment schemes, and deposits in banks. They are initially recognised on the basis of their trade date and are revalued at the reporting date to fair value using bid prices, with gains or losses included in the non-technical profit and loss account in each reporting period.

Investments are designated as held for trading if:

- They have been acquired principally for the purpose of selling in the near future; or
- They are part of an identified portfolio of financial instruments that the Company manages together and they have a recent actual pattern of short term profit making; or
- They form part of a portfolio that is managed on a fair value basis in accordance with the Vhi Board's risk management and investment policy (or they did so at the time of acquisition); or
- They are derivative contracts that are not specifically designated and effective as hedging instruments.

(ii) Financial Investments available for sale

Financial Investments available for sale are composed of corporate bonds and government bonds, and are stated at fair value on the reporting date. They are initially recognised on the basis of their trade date and are revalued at the reporting date to fair value using bid prices, with gains or losses included in the Statement of Other Comprehensive Income in each reporting period. If an asset is disposed of in the reporting period, the cumulative gain or loss previously recognised is transferred to the non-technical profit and loss account in the year that the disposal occurs.

Impairment of Financial Assets

Financial assets, other than those at fair value, are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Investment Income

Investment income consists of dividends, interest, rent, realised gains and losses, and unrealised gains and losses on fair value assets. Investment income is presented net of related investment expenses. Rent and investment expenses are recognised when incurred. Interest income is recognised using the effective interest method. Income from equities is included on the basis of dividends received during the financial year. Realised and unrealised gains and losses are presented in the income and expenditure account in the financial year in which they arise.

Pension

Certain employees of Vhi group companies are part of the Vhi Board's defined benefit pension scheme.

The cost of providing benefits and liabilities of defined benefit plans are determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date.

Current service cost, interest cost and return on scheme assets are recognised in the income and expenditure account of Vhi Board. The Actuarial surplus or deficit is recognised in the statement of total comprehensive income of Vhi Board. Past service cost is recognised immediately. The net surplus or deficit on the defined benefit pension scheme is recognised, net of deferred tax, on the balance sheet of Vhi Board.

The Vhi Board also operates a defined contribution pension scheme for qualifying employees. The assets of the plan are held separately from those of the Vhi Board in funds under the control of the Scheme Trustees. Costs arising in respect of pension schemes are charged to the Vhi Board's income and expenditure account as an expense as they fall due.

The subsidiary companies of the Vhi Board recognise costs in their profit and loss account equal to their contribution payable as an employer of members of the scheme.

Other Income

Other income includes insurance agency commission earned on the sale of insurance products for other insurance companies. Insurance agency commission for products that do not require further service are recognised as income on the commencement of the related policy. Insurance agency commission for products requiring further customer service is recognised on a straight line basis over the lifetime of the policies.

Other income also comprises revenue from the provision of health services to clients. Revenue from the provision of health services to clients represents the invoiced value and work-in-progress of health services provided to clients exclusive of value added tax.

Deferred Acquisition Costs

The costs incurred during the financial year that are directly attributable to the acquisition of new insurance business are expensed in the same accounting year as the premiums to which they relate are earned. All other acquisition costs are recognised as an expense when incurred. Deferred acquisition costs are reviewed at the end of each reporting year and are written-off where they are no longer considered to be recoverable.

1. Significant accounting policies continued

Provisions

Provisions have been included for known present obligations arising from past events based on management estimates, incorporating a review of available information and appropriate external advice where available.

Tax

The charge for tax is based on the tax adjusted surplus for the year calculated at current rates. Current tax is provided at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred Tax

Deferred tax is provided on timing differences between the taxable surplus and surplus as stated in the financial statements. The provisions are made at the tax rates which are expected to apply in the years in which the timing differences are expected to reverse. Deferred tax assets are recognised to the extent that it is probable that they will be recovered.

Critical accounting estimates and judgements in applying accounting policies

In the application of the principal accounting policies, the Directors are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The judgements, estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical judgements and estimates that the Directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

(i) Technical Provisions

The gross provision for claims represents the estimated liability arising from medical claims incurred in current and preceding financial years which have not yet given rise to claims paid. It is based on best information available at the balance sheet date as well as subsequent information and events. The provision includes an allowance for claims handling expenses. The estimation of claims liabilities is subject to inherent uncertainty. A margin for uncertainty is included to reduce the risk that insufficient provisions are set aside and to cater for known risk factors not in the underlying data. Prudent assumptions are made so that the provision should be sufficient in reasonably foreseeable adverse circumstances. Note 31 sets out a summary of the methods applied in the determination of outstanding claims and sensitivity analysis.

A provision is established, based on information available at the balance sheet date, where the estimated value of claims and expenses, net of risk equalisation, attributable to the unexpired periods of policies in force at the reporting date exceeds the unearned premium provision in relation to such policies.

Changes in accounting policy, legislation and disclosures

New standards, amendments and interpretations not yet adopted by the Company:

Amendments to FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland issued in March 2024.

The amendments introduce:

- a new model of revenue recognition, based on IFRS 15;
- a new model of lease accounting, based on IFRS 16;
- new disclosures about supplier finance arrangements, based on the amendments to IAS 7 and IFRS 7; and
- various other incremental improvements and clarifications.

The Company is in the process of assessing the potential impact of the above for when they come into effect, which is for annual periods beginning on or after 1 January 2026.

2. Particulars of business

The insurance business of Vhi Board is that of health insurance and all business is written in the Republic of Ireland. Other income and expenses are disclosed in note 10 and note 11.

Analysis of gross premium earned, gross claims incurred, and operating expenses for Vhi Board is as follows:

	2025 €'m	2024 €'m
Gross written premium	2,007.6	1,879.1
Change in provision for unearned premium and unexpired risks (note 21)	(35.4)	(42.6)
Gross earned premium	**1,972.2**	**1,836.5**
Other technical income	76.2	92.8
Claims paid – gross amount	(1,837.4)	(1,737.6)
Change in the provision for claims – gross amount (note 21)	20.0	(19.0)
Gross claims incurred	**(1,817.4)**	**(1,756.6)**
Operating expenses	(181.0)	(155.1)
Reinsurance cost	-	(0.4)

3. Earned premium

All earned premium relates to health insurance and all business written is in the Republic of Ireland.

4. Other technical income

	2025 €'m	2024 €'m
Risk Equalisation Scheme (note 5)	76.2	92.8
Reinsurance commissions*	-	0.2
	76.2	**93.0**

*The reinsurance contract expired on 31 December 2017 and was fully terminated on 30 September 2024.

5. Risk equalisation scheme

	2025 €'m	2024 €'m
Risk Equalisation Credits	499.9	514.7
Health Insurance Levy	(423.7)	(421.9)
	76.2	**92.8**

Risk Equalisation Credits consist of credits payable by the Risk Equalisation Fund in respect of older and/or hospitalised members of private medical insurance policies. These are received for each insured person aged over 65 and for claims paid which included a hospital day case or overnight stay. These credits also include the High Cost Claims Pool amounts.

The Health Insurance Levy is a stamp duty which is payable on renewal or inception of a private health insurance policy in Ireland and is used to fund the risk equalisation scheme.

6. Unexpired risks

Each year the Directors assess whether the Vhi Board will incur deficits on the unexpired element of existing private medical insurance policies. This is assessed by carrying out a liability adequacy test on the unexpired portion of the business. The principal uncertainty relates to the cost and volume of future claims. The amount provided at December 2025 is €8.1m (2024: €21.2m).

7. Net operating expenses

	2025 €'m	2024 €'m
Acquisition costs	27.9	24.1
Change in deferred acquisition costs	1.4	0.7
Administration expenses	151.7	130.3
	181.0	**155.1**

8. Employment benefits and directors' remuneration

Payroll and related Costs

	2025	2024
The average monthly number of people employed during the financial year was as follows:	1,952	1,869

	2025 €'m	2024 €'m
Wages and salaries	151.7	135.7
Social security costs	16.9	15.4
Other retirement benefit costs	10.5	9.2
Other compensation costs	9.2	8.4
	188.3	**168.7**

Directors' remuneration

Remuneration of Directors, including disclosures in accordance with the Code of Practice for the Governance of State Bodies (the Code of Practice), is set out below:

	2025 €'m	2024 €'m
Other amounts – in connection to fair employment	(0.4)	(0.4)
Directors fees for services as Directors	(0.2)	(0.2)
	(0.6)	**(0.6)**

Other amounts – in connection to fair employment

The annual basic salary of the Group CEO pursuant to his contract is €287,000.

The total remuneration paid to the Group CEO for 2025 was €389,276 (2024: €383,590), which included basic salary of €287,000 (2024: €287,000), other taxable benefits of €30,525 (2024: €28,590) and pension contributions of €71,750 (2024: €68,000).

Directors also receive a private medical insurance policy from Vhi during their tenure.

Directors Fees – for services as Directors

Directors' fees are determined by the Minister for Health, with the consent of the Minister for Public Expenditure and Reform, and are currently payable at the annual rate of €31,500 for the Chair and €15,750 for individual Non-Executive Directors. The Executive Directors do not receive a Board Fee under the One Person One Salary ("OPOS") principle.

9. Net investment return

	2025 €'m				
	Investment income	Investment expense	Realised gains and (losses)	Changes in fair value	Net investment return
Financial assets classified as available for sale:					
Corporate bonds	15.9	(0.5)	–	–	**15.4**
Government bonds	1.9	–	–	–	**1.9**
Financial assets classified as held for trading:					
Corporate bonds	6.9	(0.2)	(0.3)	(4.6)	**1.8**
Government bonds	0.6	(0.1)	(0.4)	1.3	**1.4**
Collective investments	1.5	(0.2)	7.8	(0.1)	**9.0**
Other investments	1.5	–	7.5	1.1	**10.1**
	28.3	**(1.0)**	**14.6**	**(2.3)**	**39.6**

	2024 €'m				
	Investment income	Investment expense	Realised gains and (losses)	Changes in fair value	Net investment return
Financial assets classified as available for sale:					
Corporate bonds	13.4	(0.5)	–	–	**12.9**
Government bonds	1.4	(0.1)	–	–	**1.3**
Financial assets classified as held for trading:					
Corporate bonds	8.5	(0.4)	1.0	6.7	**15.8**
Government bonds	0.8	(0.2)	–	1.7	**2.3**
Collective investments	2.4	(0.3)	5.0	5.5	**12.6**
Other investments	2.3	–	(2.8)	(3.9)	**(4.4)**
	28.8	**(1.5)**	**3.2**	**10.0**	**40.5**

10. Other income

	2025 €'m	2024 €'m
Commission income	32.9	30.7
Income from the provision of health services	16.6	15.5
	49.5	**46.2**

11. Other expenses

	2025 €'m	2024 €'m
Expenses from the provision of health and other services	57.1	60.0

12. Tax

	2025 €'m	2024 €'m
The tax charge/(credit) in the income and expenditure account comprises:		
Current tax for year	10.7	0.5
Deferred tax credit	0.1	7.1
	10.8	**7.6**

Factors affecting the current tax charge for the financial year:

The differences are explained below:

	2025 €'m	2024 €'m
(Deficit)/Surplus on ordinary activities before tax	**82.0**	**43.9**
Surplus/(deficit) on ordinary activities multiplied by standard rate of corporation tax of 12.5% (2024: 12.5%)	10.2	5.5
Effects of:		
Expenses not allowed for tax purposes	–	0.1
Capital allowances in excess of depreciation for financial year	(0.2)	0.1
Income taxed at higher rate	–	–
Movement in expenses deductible when paid in respect of prior periods	(0.7)	(0.7)
Recognition of Deferred Tax Asset	–	–
Effect of Tax Relief at Source	0.7	0.7
Prior year adjustment	0.7	0.6
Losses utilised in the period	–	(5.8)
Current tax for financial year	**10.7**	**0.5**
Tax (credit)/charge recognised in the Other Comprehensive Income Statement	**3.1**	**2.7**

12.1. Pillar II tax note

Taxation is calculated at the prevailing standard corporation tax rate of 12.5% for the financial year end 2025.

On 18 December 2023 the Government of Ireland, enacted the Pillar Two income taxes legislation into Finance (No.2) Act 2023 which allows for a minimum effective tax rate of 15% to be applied to companies in the State subject to certain conditions. As the Vhi Group is a large-scale domestic company with no international activity the legislation allows for a deferral period of five years and as a result it is expected that the Vhi Group will not be subject to Pillar Two rules until the financial year commencing 1 January 2029.

The Group continues to assess the impact of the Pillar Two income taxes legislation on its future financial performance.

13. Auditor's remuneration

PricewaterhouseCoopers, Chartered Accountants and Statutory auditors, were appointed as the independent auditors of the Vhi Board in May 2025. Deloitte Ireland LLP was the auditor for 2024.

The 2025 amounts in the table below relate to fees payable to PricewaterhouseCoopers. The 2024 amounts relate to fees payable to Deloitte Ireland LLP.

Surplus/(deficit) for the financial year has been arrived at after charging the below to the consolidated financial statements.

	2025 €'m	2024 €'m
Auditor's remuneration, exclusive of VAT		
Audit of the consolidated and subsidiary financial statements	0.5	0.4
Other assurance services	0.1	0.1
Other non-audit services	0.0	0.0
	0.6	**0.5**

14. Land held under finance lease

	2025 €'m	2024 €'m
Land held under finance lease	**1.0**	**1.0**

During 2019, a finance lease was entered into relating to the lease of land. The term of the lease is 500 years. All liabilities due have been paid and there are no material future obligations outstanding.

15. Land and buildings

	2025 €'m	2024 €'m
Valuation		
At 1 January	74.1	79.1
Additions	1.5	–
Work in progress	–	–
Disposals	–	–
(Loss)/Gain on revaluation	0.5	(5.1)
At 31 December	**76.1**	**74.1**

Land and buildings were valued by an independent external valuer as at 31 December 2025 at open market value in accordance with Royal Institute of Chartered Surveyors ("RICS") appraisal and valuation standards.

16. Other financial investments

The carrying values of the Vhi Board's financial assets and liabilities are summarised by category below:

	2025 €'m	2024 €'m
Consolidated		
i) financial assets classified as available for sale		
Corporate bonds	589.2	445.6
Government bonds	89.0	47.5
ii) financial assets classified as held for trading		
Corporate bonds	185.7	248.5
Government bonds	78.0	91.7
Collective investments	152.5	245.0
Derivatives	1.9	2.8
iii) financial assets at cost		
Deposits in banks	8.5	6.5
	1,104.8	**1,087.6**
iv) financial liabilities classified as held for trading		
Derivatives	(0.1)	(1.6)
Other	(1.0)	–
	1,103.7	**1,086.0**

17. Other debtors

	2025 €'m	2024 €'m
Amounts falling due within one year:		
Risk equalisation scheme	407.1	381.0
Other debtors	30.5	43.8
	437.6	**424.8**
Amounts falling due after one year:		
Other debtors	7.8	15.3
	445.4	**440.1**

The Risk Equalisation Scheme debtor includes the unexpired portion of the Health Insurance Levy which amounted to €157.3m (2024: €140.2m).

18. Deferred tax asset/(liability)

An asset has been recognised in respect of deferred tax for the following timing differences.

	2025 €'m	2024 €'m
Deferred tax liability on retirement benefit asset	(13.6)	(10.5)
Capital allowances in excess of depreciation	1.2	1.5
Expenses deductible when paid	–	–
Fair value movements through other comprehensive income	(0.3)	(0.2)
Deferred tax on losses carried forward	0.5	0.3
Prior year adjustment	–	(0.3)
Total deferred tax asset/(liability)	**(12.2)**	**(9.2)**

19. Intangible assets

	Software €'m	Software under development €'m	Total €'m
Cost:			
Balance as at 1 January 2025	52.0	–	52.0
Additions	–	8.2	8.2
Transfers	20.3		20.3
Balance as at 31 December 2025	**72.3**	**8.2**	**80.5**
Amortisation			
Balance as at 1 January 2025	(50.3)	–	(50.3)
Charge for the year	(0.9)	–	(0.9)
Transfers	(20.2)	–	(20.2)
Balance as at 31 December 2025	**(71.4)**	**–**	**(71.4)**
Net book value:			
At 31 December 2025	**0.9**	**8.2**	**9.1**
At 31 December 2024	**1.7**	**–**	**1.7**

	Software €'m	Total €'m
Cost:		
Balance as at 1 January 2024	52.0	52.0
Additions	–	–
Transfers	–	–
Balance as at 31 December 2024	**52.0**	**52.0**
Amortisation		
Balance as at 1 January 2024	(49.5)	(49.5)
Charge for the year	(0.9)	(0.9)
Transfers	–	–
Balance as at 31 December 2024	**(50.4)**	**(50.4)**
Net book value:		
At 31 December 2024	**1.7**	**1.7**
At 31 December 2023	**2.6**	**2.6**

20. Tangible assets

	Motor vehicles €'m	Fixtures, furnishings and fittings €'m	Computer/ office equipment €'m	Medical equipment €'m	Total €'m
Cost:					
Balance as at 1 January 2025	4.7	31.1	40.9	2.4	**79.1**
Additions	0.6	2.7	1.8	0.2	**5.3**
Disposals	(0.4)	–	–	–	**(0.4)**
Transfers	–	–	(20.3)	–	**(20.3)**
Balance as at 31 December 2025	**4.9**	**33.8**	**22.4**	**2.6**	**63.7**
Depreciation:					
Balance as at 1 January 2025	(2.6)	(25.9)	(38.0)	(1.6)	**(68.1)**
Charge for the year	(0.9)	(2.3)	(1.9)	(0.4)	**(5.5)**
Disposals	0.4	–	–	–	**0.4**
Transfers	–	(0.2)	20.2	(0.1)	**19.9**
Balance as at 31 December 2025	**(3.1)**	**(28.4)**	**(19.7)**	**(2.1)**	**(53.3)**
Net book value:					
31 December 2025	**1.8**	**5.4**	**2.7**	**0.5**	**10.4**
31 December 2024	**2.1**	**5.2**	**2.9**	**0.8**	**11.0**

	Motor vehicles €'m	Fixtures, furnishings and fittings €'m	Computer/ office equipment €'m	Medical equipment €'m	Total €'m
Cost:					
Balance as at 1 January 2024	2.7	30.2	39.6	2.4	**74.9**
Additions	2.8	1.0	1.5	–	**5.3**
Disposals	(0.7)	–	(0.3)	–	**(1.0)**
Transfers	(0.1)	(0.1)	0.1	–	**(0.1)**
Balance as at 31 December 2024	**4.7**	**31.1**	**40.9**	**2.4**	**79.1**
Depreciation:					
Balance as at 1 January 2024	(2.7)	(24.1)	(36.6)	(1.2)	**(64.6)**
Charge for the year	(0.7)	(1.9)	(1.7)	(0.4)	**(4.7)**
Disposals	0.7	–	0.3	–	**1.0**
Transfers	0.1	0.1	–	–	**0.2**
Balance as at 31 December 2024	**(2.6)**	**(25.9)**	**(38.0)**	**(1.6)**	**(68.1)**
Net book value:					
31 December 2024	**2.1**	**5.2**	**2.9**	**0.8**	**11.0**
31 December 2023	**–**	**6.1**	**3.0**	**1.2**	**10.3**

21. Technical provisions

	Provision for Unearned Premium and Unexpired Risks €'m	Claims Outstanding €'m	Total €'m
Gross Amount			
As at 31 December 2024	**(691.4)**	**(416.3)**	**(1,107.7)**
Movement in provision*	(35.4)	19.9	**(15.5)**
As at 31 December 2025	**(726.8)**	**(396.5)**	**(1,123.2)**
Reinsurance Amount**			
As at 31 December 2024	–	–	**–**
Movement in provision	–	–	**–**
As at 31 December 2025	**–**	**–**	**–**
Net Technical Provision			
As at 31 December 2025	**(726.8)**	**(396.5)**	**(1,123.3)**
As at 31 December 2024	**(691.4)**	**(416.3)**	**(1,107.7)**

	Provision for Unearned Premium and Unexpired Risks €'m	Claims Outstanding €'m	Total €'m
Gross Amount			
As at 31 December 2023	**(648.8)**	**(397.3)**	**(1,046.1)**
Movement in provision	(42.6)	(19.0)	**(61.6)**
As at 31 December 2024	**(691.4)**	**(416.3)**	**(1,107.7)**
Reinsurance Amount**			
As at 31 December 2023	–	3.8	**3.8**
Movement in provision	–	(0.3)	**(0.3)**
Reinsurance closure	–	(3.5)	**(3.5)**
As at 31 December 2024	**–**	**–**	**–**
Net Technical Provision			
As at 31 December 2024	**(691.4)**	**(416.3)**	**(1,107.7)**
As at 31 December 2023	**(648.8)**	**(393.5)**	**(1,042.3)**

The amount provided for unexpired risks as at 31 December 2025 is €8.1m (2024: €21.2m) as outlined in Note 6.

* Change in provisions for unearned premium and unexpired risks relates to business performance during 2025 and the impact of price adjustments during 2024.

** Change in provision for claims includes claims expenses net of payments made in respect of the reporting period and change in provisions in respect of prior years' net of payments made, adjusted for reinsurer's share at the applicable quota share rates. The reinsurance contract ended as at 31 December 2017 and was fully terminated on 30 September 2024 resulting in no provision held for the reinsurer's share at year end 2025.

22. Deferred acquisition costs

Acquisition costs are expensed as the premiums to which they relate are earned. The amount of €10.0m provided for 2025 (2024: €8.6m) is in respect of costs incurred during the financial year which are directly attributable to the acquisition of new business. All other acquisition costs are recognised as an expense when incurred.

23. Other creditors and accruals due within one year

	2025 €'m	2024 €'m
Risk Equalisation Scheme	179.3	161.0
Other creditors	75.1	60.8
Accruals	49.5	28.2
	303.9	**250.0**

The Risk Equalisation Scheme creditor includes the value of the provision for unearned premium credits at the year ended 31 December 2025 of €108.4m (2024: €98.2m).

24. Other provisions

	2025 €'m	2024 €'m
At 1 January	8.1	8.9
Additional provisions during the year	1.1	3.0
Provisions utilised during the year	(2.3)	(3.8)
At 31 December	**6.9**	**8.1**

Other provisions relate, in part, to expected payments to third parties and for people-related obligations within the business.

A provision is also held for committed Group restructuring in accordance with the Vhi Group Strategy. The timing of cash flows or release of this provision will occur in accordance with delivery of Vhi's strategic plan.

25. Notes to the cash flow statement

	2025 €'m	2024 €'m
Surplus/(deficit) on ordinary activities before tax	**82.0**	**43.9**
Add back depreciation	5.5	4.7
Add back amortisation	0.9	0.9
Defined benefit pension contributions in excess of charge	(4.9)	(5.2)
Net investment return	(39.6)	(40.5)
Operating cash flows before movements in working capital	**43.9**	**3.9**
(Increase)/Decrease in deferred acquisition costs	(1.4)	(0.7)
(Decrease)/Increase in insurance contract liabilities	(56.8)	18.0
Increase/(Decrease) in provision for unearned premium	35.4	42.6
(Increase)/Decrease in receivables	(52.1)	(53.8)
Increase/(Decrease) in payables	43.3	(11.3)
Working capital movements	**(31.6)**	**(5.2)**
Cash generated by operations	**12.3**	**(1.3)**
Income taxes paid	(0.4)	(7.8)
Net cash flows from operating activities	**11.9**	**(9.1)**

26. Analysis of changes in net cash/(debt)

	At 1 January 2025 €'m	Cash flows €'m	Other non-cash changes	At 31 December 2025 €'m
Cash and cash equivalents				
Cash	73.1	16.3	–	**89.4**
Overdrafts	–	–	–	**–**
	73.1	**16.3**	**–**	**89.4**
Borrowings				
Debt due within one year	–	–	–	**–**
Debt due after one year	–	–	–	**–**
	73.1	**16.3**	**–**	**89.4**

27. Capital commitments

	2025 €'m	2024 €'m
Capital Expenditure Contracted for	9.8	–

The company has capital expenditure commitments of €9.8m relating to land in North Dublin (2024: €nil). This expenditure is contractually agreed and is expected to be incurred in 2026.

28. Retirement benefit schemes

The Vhi Board operates a defined contribution retirement plan open to eligible employees. The assets of this plan are held separately from those of the Vhi Board in funds under the control of Trustees. Costs arising in respect of this plan are charged to the income and expenditure account as an expense as they fall due.

The Vhi Board also operates a defined benefit pension scheme which was closed to new members effective 24 January 2013. The assets of the defined benefit scheme are held in a separate trustee administered fund. Retirement benefit costs and liabilities are determined by an independent qualified actuary, using the projected unit credit method of funding. The pension scheme is internally financed. The contributions to the scheme for 2025 amounted to €6.7m (2024: €7.3m).

The liabilities at the reporting date have been calculated through the means of a full valuation of the Plan's liabilities at that date. The amounts have been recognised in the financial statements in accordance with the requirements of Section 28 FRS 102.

The actuarial reports are available for inspection by members of the scheme but not for public inspection.

(i) The major assumptions used in respect of the pension scheme are:	2025 %	2024 %
Rate of increase in salaries	2.05	2.05
Rate of increase in pensions in payment	1.80	1.80
Discount rate	4.40	3.60
Revaluation	1.80	1.80
inflation assumption	2.05	2.05

(ii) Weighted average life expectancy for mortality tables used to determine benefit obligations at	2025	2024
Member age 65 (current life expectancy)	25.2	25.1
Member age 40 (life expectancy at age 65)	27.2	27.1

(iii) The assets in the pension scheme at market value were:	2025 €'m	2024 €'m
Equities	84.1	87.6
Fixed interest	61.0	57.3
Property	29.6	27.5
Non-sovereign bonds	64.3	56.2
Cash	1.2	–
Inflation-linked bonds	112.8	117.2
Other	27.2	37.6
Total market value of assets	**380.2**	**383.4**
Present value of scheme liabilities	(271.4)	(299.9)
Surplus in the scheme	**108.8**	**83.5**
Related deferred tax liability	(13.6)	(10.5)
Net retirement benefit asset	**95.2**	**73.0**

28. Retirement benefit schemes continued

(iv) Income and expenditure account	2025 €'m	2024 €'m
Charged to net operating expenses		
Retirement benefits		
Current service cost	(4.4)	(4.4)
Death in service cost	(0.3)	(0.3)
	(4.7)	**(4.7)**
Other retirement benefits		
Charge to income & expenditure	(4.7)	(4.7)
Interest in scheme liabilities	(10.9)	(10.7)
Expected return on scheme assets	13.8	13.3
Past service cost	–	–
Net change in operating result	**(1.8)**	**(2.1)**

(v) Statement of comprehensive income	2025 €'m	2024 €'m
Actual return less expected return on scheme assets	(16.6)	5.3
Experience gains and losses on scheme liabilities	–	2.7
Changes in financial assumptions	36.9	6.5
Remeasurement of retirement benefit obligation	**20.3**	**14.5**
Movement on deferred tax	(3.2)	(2.5)
Total remeasurement of retirement benefit obligation	**17.1**	**12.0**

(vi) Movement in net deficit during the financial year	2025 €'m	2024 €'m
Net surplus in scheme at start of year	73.0	55.8
Current service cost	(4.4)	(4.4)
Death in service cost	(0.3)	(0.3)
Past service cost	–	–
Contributions	6.7	7.3
Interest in scheme liabilities	(10.9)	(10.7)
Expected return on scheme assets	13.9	13.3
Remeasurement of actuarial surplus/(deficit) on pension fund liability	20.3	14.5
Movement in deferred tax	(3.1)	(2.5)
Net surplus at end of financial year	**95.2**	**73.0**

(vii) History of experience gains and losses	Year ended Dec 2025	Year ended Dec 2024	Year ended Dec 2023	Year ended Dec 2022	Year ended Dec 2021	Year ended Dec 2020
Difference between expected and actual return on assets	(16.6)	5.3	13.9	(87.7)	39.9	25.0
% of scheme assets	(4)%	1%	4%	(27)%	10%	7%
Experience (losses) and gains on scheme liabilities	–	2.7	6.0	(4.6)	(1.9)	4.4
% of scheme liabilities	–%	1%	2%	(2%)	(4%)	(1%)
Total (increase)/decrease in actuarial surplus/(deficit)	20.3	14.5	(5.0)	65.2	23.9	22.0
% of scheme liabilities	8%	5%	(2)%	24%	6%	6%

(viii) Recognised within the Balance Sheet:	2025 €'m	2024 €'m
Net surplus as at 31 December	95.2	73.0

(ix) Movement in group assets and liabilities:	2025 €'m	2024 €'m
Assets		
Assets in scheme at 1 January	383.4	365.8
Return on scheme assets (excluding interest income)	(16.6)	5.3
Employer contributions	6.7	7.3
Employee contributions	2.3	2.3
Interest on scheme assets	13.8	13.3
Insurance premiums for risk benefits	(0.3)	(0.3)
Benefits paid	(9.1)	(10.3)
Assets in scheme at 31 December	**380.2**	**383.4**
Liabilities		
Liabilities in scheme at 1 January	299.9	302.0
Experience gains and losses on scheme liabilities	–	(2.7)
Changes in assumptions	(37.0)	(6.5)
Current service cost	4.4	4.4
Death in service cost	0.3	0.3
Employee contributions	2.3	2.3
Interest on scheme liabilities	10.9	10.7
Insurance premiums for risk benefits	(0.3)	(0.3)
Benefits paid	(9.1)	(10.3)
Liabilities in scheme at 31 December	**271.4**	**299.9**

29. Capital management

The objective of the Vhi group in managing its capital is to ensure that it will not compromise its ability to meet its current or future commitments to policyholders and will be able to continue as a going concern and maintain an adequate level of capital. The capital structure of the Vhi Board consists of issued capital, capital contribution and retained earnings. Vhi has also employed the use of reinsurance and subordinated debt as capital management tools in the past.

Vhi Insurance DAC, a subsidiary of Vhi Board, is regulated by the Central Bank of Ireland for prudential supervision. Under this, Vhi Insurance DAC is required to hold regulatory capital in line with the EU Solvency II Directive. The Company's regulatory capital level was compliant with its obligations throughout 2025.

Vhi Healthcare DAC declared and paid dividends of €18.8m to its parent, Vhi Group DAC during 2025 (2024: €12.7m). Vhi Insurance DAC also declared and paid a dividend of €15.0m to its Parent, Vhi Group DAC during 2025 (2024: nil).

The table below sets out the capital resources of the Vhi Board:

	€'m
Capital resources at 1 January 2024	**902.7**
Surplus on ordinary activities after tax	36.3
Other Comprehensive Income	13.6
Capital resources at 1 January 2025	**952.6**
Surplus on ordinary activities after tax	71.2
Other Comprehensive Income	15.8
Capital resources at 31 December 2025	**1,039.6**

30. Financial risk management

The Vhi Group operates an enterprise risk management system across the group to monitor and manage risks including financial risks. These risks include market risk (interest rate risk,currency risk and other price change risks), credit risk and liquidity risk.

Fair value

Fair value is the amount for which an asset or liability could be exchanged between willing parties in an arm's length transaction. FRS 102 establishes a fair value hierarchy that prioritises the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

Level 1 – Quoted prices unadjusted for an identical asset in an active market.

Level 2 – When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If it can be demonstrated that the last transaction price is not a good estimate of fair value (e.g. because it reflects the amount that an entity would receive or pay in a forced transaction, involuntary liquidation or distress sale), that price is adjusted.

Level 3 – If the market for the asset is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique. The objective of using a valuation technique is to estimate what the transaction price would have been on the measurement date in an arm's length exchange motivated by normal business considerations. Inputs are used in applying the various valuation techniques and broadly refer to the assumptions that market participants use to make valuation decisions, including assumptions about risk. Inputs may include price information, volatility statistics, yield curves, credit spreads, liquidity statistics and other factors. The use of different valuation techniques could lead to different estimates of fair value.

The table below shows financial assets (as disclosed in note 16) that are measured at fair value:

	2025 €'m			
	Level 1	Level 2	Level 3	Total
Financial assets classified as available for sale:				
Corporate bonds	–	589.2	–	**589.2**
Government bonds	–	89.0	–	**89.0**
Financial assets classified as held for trading:				
Corporate bonds	–	185.7	–	**185.7**
Government bonds	–	78.0	–	**78.0**
Collective investment	34.6	117.9	–	**152.5**
Derivatives	0.9	1.0	–	**1.9**
Financial investments at fair value	**35.5**	**1,060.8**	**–**	**1,096.3**

	2024 €'m			
	Level 1	Level 2	Level 3	Total
Financial assets classified as available for sale:				
Corporate bonds	–	445.6	–	**445.6**
Government bonds	–	47.5	–	**47.5**
Financial assets classified as held for trading:				
Corporate bonds	–	248.5	–	**248.5**
Government bonds	–	91.7	–	**91.7**
Collective investment	32.1	213.0	–	**245.1**
Derivatives	2.8	–	–	**2.8**
Financial investments at fair value	**34.9**	**1,046.3**	**–**	**1,081.2**

30. Financial risk management continued

Market Risk

Market risk is the risk of losses on the value of investments due to financial market movements such as changes in interest rates, changes in share prices, currency exchange rates, and other price changes. The objective of Vhi Board in managing its market risk is to ensure risk is managed in line with the Board's risk appetite.

Vhi Board has established policies and procedures in order to monitor and manage market risk and methods to measure it.

There were no significant changes to the objectives, or policies and processes for managing market risk during the year.

(i) Interest Rate risk Management

Interest rate risk is the risk of change in assets and liabilities caused by fluctuations in interest rates.

Interest rate risk arises primarily from Vhi Board's investment in fixed interest government and corporate bonds. The risk is managed by Vhi Board by limiting the maturity of instruments which the portfolio invests in, closely matching the outstanding duration of its assets to its liabilities and using derivative contracts.

Vhi Board diversifies its fixed interest investments by issuer and type to ensure it has no significant concentration of interest rate risk at the balance sheet date.

In the analysis below we set out the sensitivity of the Vhi Board's investments to a 1% shock to prevailing interest rates, which accounts for all of the Vhi Board's exposure to interest rate risk.

	Pre-tax surplus		Shareholder's equity	
	2025 €m	2024 €m	2025 €m	2024 €m
Upward shock in interest rates	(15.4)	(13.7)	(13.4)	(12.0)
Downward shock in interest rates	15.4	13.7	13.4	12.0

Vhi Board's measured sensitivity to interest rate changes has increased compared to the prior year due to an increase in the overall financial investment assets from €1,086.0m to €1,103.7m and a decrease in interest rate hedging.

(ii) Equity Price Risk

The Vhi Board is exposed to equity price risk due to some of its holdings in collective investment schemes that invest in listed shares in developed markets. As of the reporting date, the Vhi Board had a total exposure of €34.6m (2024: €32.1m) through such schemes. Based on recent market volatility, a 10% increase or decrease in equity prices is considered reasonably likely. The Vhi Board's sensitivity to a 10% increase and decrease in equity prices is as follows:

Pre-tax Surplus Shareholder's equity

	2025 €m	2024 €m	2025 €m	2024 €m
Upward shock in equity prices	3.5	3.2	3.0	2.8
Downward shock in equity prices	(3.5)	(3.2)	(3.0)	(2.8)

(iii) Foreign currency risk management

Vhi Board's financial assets are mostly denominated in Euro, as are all its insurance contract liabilities. Foreign currency risk arises from non-euro denominated assets directly held in the investment portfolio. Any currency risk from assets denominated in foreign currencies is minimised using suitable derivative contracts. As of the reporting date, the Board had a total exposure to foreign currency risk of €1.0m (2024: €2.6m).

(iv) Other market price risk management

Vhi Board is exposed to market price risk arising from fluctuations in the value of financial instruments as a result of changes in the market prices and the risks inherent in all investments. There is limited concentration of price risk as the portfolio of investments are diversified by sector and geography. The risk is managed by Vhi Board by investing primarily in listed fixed income securities, maintaining an appropriate mix of investment instruments, limiting the maturity profile of fixed interest securities and matching liabilities by outstanding duration and type.

The Vhi Board's sensitivity to a 3.0% increase and decrease in market prices is as follows:

	Pre-tax surplus		Shareholder's equity	
	2025 €m	2024 €m	2025 €m	2024 €m
Upward shock in interest rates	12.5	17.6	29.0	28.5
Downward shock in interest rates	(12.5)	(17.6)	(29.0)	(28.5)

Credit Risk

Credit risk is the risk of a change in the value of assets and liabilities caused by an unexpected default or deterioration in the credit rating of counterparties and debtors. The main credit risk is counterparty default risk. The key areas of exposure to credit risk for Vhi Board are in relation to its investment portfolio and amounts due from policyholders and other third parties.

The objective of Vhi Board in managing its credit risk is to ensure risk is managed in line with the Board's risk appetite. Vhi Board has established policies and procedures in order to manage credit risk and methods to measure it.

Financial assets are graded according to current credit ratings issued by credit rating agencies. Investment grade financial assets are classified within the range of AAA to BBB ratings. AAA (or equivalent) is the highest possible rating. Financial assets which fall outside this range are classified as speculative grade. The majority of debt securities held are investment grade and the Board has limited exposure to below investment grade securities.

Vhi Board's exposure and the credit ratings of its counterparties are continuously monitored. The Vhi Board monitors the credit risk in relation to its investment portfolio by monitoring external credit ratings for the investment assets held by Vhi Board on a monthly basis. Credit exposure is controlled by counterparty limits that are reviewed and approved annually.

The carrying amount of financial assets recorded in the financial statements, which are net of impairment losses, represent the company's maximum exposure to credit risk.

Receivables consist of a large number of policyholders. Loans and receivables from policyholders, agents, intermediaries and other third parties generally do not have a credit rating.

30. Financial risk management continued

The following table shows aggregated credit risk exposure for assets held at the reporting date. For Collective Investments, it illustrates the average credit risk of each fund primarily exposed to credit risk.

2025 €m	AAA	AA	A	BBB	BB or Lower	Unrated	Total
Financial assets classified as available for sale:							
Corporate bonds	58.4	49.8	316.9	164.1	–	–	589.2
Government bonds	24.3	23.5	28.7	12.5	–	–	89.0
Financial assets classified as held for trading:							
Corporate bonds	–	6.5	99.1	80.1	–	–	185.7
Government bonds	41.1	10.7	25.0	1.3	–	–	78.1
Collective investment	–	27.5	48.9	12.1	29.4	–	117.9
Derivatives	–	0.1	0.9	0.9	–	–	1.9
Financial assets at cost:							
Deposits in bank	–	–	8.5	–	–	–	8.5
Cash and receivables:							
Cash at hand and in bank	–	55.0	34.4	–	–	–	89.4
Insurance receivables	–	–	–	–	–	673.1	673.1
Other debtors	–	–	–	–	–	288.1	288.1
Assets bearing credit risk	**123.8**	**173.1**	**562.4**	**271.0**	**29.4**	**961.2**	**2,120.9**

2024 €m	AAA	AA	A	BBB	BB or Lower	Unrated	Total
Financial assets classified as available for sale:							
Corporate bonds	44.2	50.2	189.8	161.4	–	–	445.6
Government bonds	10.7	25.7	0.0	11.1	–	–	47.5
Financial assets classified as held for trading:							
Corporate bonds	–	19.6	112.9	113.0	3.0	–	248.5
Government bonds	45.8	42.4	0.4	3.0	–	–	91.6
Collective investment	–	27.6	142.2	11.5	31.7	–	213.0
Derivatives	–	0.0	2.8	–	–	–	2.8
Financial assets at cost:							
Deposits in bank	–	0.1	6.4	–	–	–	6.5
Cash and receivables:							
Cash at hand and in bank	–	47.2	25.9	–	–	–	73.1
Insurance receivables	–	–	–	–	–	627.1	627.1
Other debtors	–	–	–	–	–	299.9	299.9
Assets bearing credit risk	**100.7**	**212.8**	**480.4**	**299.9**	**34.7**	**927.0**	**2,055.6**

The following table shows the carrying value of assets that are neither past due nor impaired, the ageing of assets that are past due but not impaired and assets that have been impaired. The factors considered in determining that the value of the assets have been impaired were: analysis of impairment, ageing of balances, past loss experience, current economic conditions and other relevant circumstances.

Insurance receivables	Neither past due nor impaired €'m	Past due less than 30 days €'m	Past due 31 to 60 days €'m	Past due and impaired €'m	Impairment provision €'m	Carrying amount €'m
2025	657.7	8.7	6.7	3.0	(3.0)	**673.1**
2024	611.4	8.7	7.0	3.7	(3.7)	**627.1**

Liquidity risk management

Liquidity risk is the risk that the group cannot meet its obligations associated with financial liabilities as they fall due, or the risk of incurring excessive costs in selling assets to meet these obligations. The group has adopted an appropriate liquidity risk management framework for the management of the group's liquidity requirements.

The group is exposed to liquidity risk for claims payments arising under its insurance contracts and outflows relating to the Risk Equalisation Scheme. The group manages liquidity risk by continuously monitoring forecasted and actual cash flows, ensuring that the maturity profile of its financial assets are in line with the maturity profile of its liabilities, and by maintaining appropriate liquidity buffers at all times.

In practice, most of the group's assets are marketable securities which could be converted to cash when required.

There were no material changes in the group's liquidity risk exposure in the financial year nor to the objectives, policies and processes for managing liquidity risk.

The following table shows details of the expected maturity profile of the group's undiscounted obligations with respect to its financial liabilities and estimated cash flows of recognised claims outstanding. Unearned premiums are excluded from this analysis. The table includes both interest and principal cash flows.

	2025 €'m					
	Less than 1 month	1–3 months	3 months to 1 year	1–5 years	5+ years	Total
Claims outstanding	123.2	112.5	122.7	37.5	0.6	**396.5**
Trade and other liabilities	56.3	114.2	9.3	0.0	0.0	**179.8**

	2024 €'m					
	Less than 1 month	1–3 months	3 months to 1 year	1–5 years	5+ years	Total
Claims outstanding	130.2	113.7	132.5	39.6	0.3	**416.3**
Trade and other liabilities	93.3	105.5	0.0	0.0	0.0	**198.8**

31. Insurance risk management

Assumptions and sensitivities

The risks associated with the health insurance contracts are subject to a number of variables including the seasonality of hospital admissions and the potential impact of medical inflation on ultimate claims costs and key assumptions. The Vhi Board uses several statistical and actuarial techniques based on past claims development experience. This includes indications such as average claims cost, ultimate claims numbers and expected loss ratios.

The key methods used by the Vhi Board for estimating liabilities are:

(i) chain ladder;

(ii) estimated loss ratio;

(iii) average cost per claim; and

(iv) Bornhuetter-Ferguson.

Prudent assumptions are made so that the provision should be sufficient in reasonably foreseeable adverse circumstances.

The Vhi Board considers that the liability for health insurance claims recognised in the balance sheet is adequate. However, actual experience will differ from the expected outcome.

The results of sensitivity testing showing the impact on surplus before tax and shareholder's equity are set out below. For each sensitivity the impact of a change in a single factor is shown with other assumptions unchanged.

	Pre-tax Surplus		Shareholder's equity	
	2025 €'m	2024 €'m	2025 €'m	2024 €'m
5% increase in loss ratios	(98.6)	(92.1)	(86.3)	(80.6)
5% decrease in loss ratios	98.6	92.1	86.3	80.6

Claims development tables

The following tables show the development of claims over a period of time on both a gross and net of reinsurance basis. The top half of the table shows how the estimates of total claims for each accident year develop over time. The lower half of the table reconciles the cumulative claims to the amount appearing in the balance sheet.

Analysis of claims development

	2015 €'m	2016 €'m	2017 €'m	2018 €'m	2019 €'m	2020 €'m	2021 €'m	2022 €'m	2023 €'m	2024 €'m	2025 €'m	Total €'m
Gross Estimate of ultimate claims:												
End of accident year	1,461.1	1,488.0	1,492.5	1,439.5	1,487.1	1,183.0	1,392.9	1,499.1	1,710.5	1,802.6	1,879.9	
One year later	1,334.6	1,365.5	1,338.1	1,337.2	1,407.7	1,086.3	1,321.2	1,470.8	1,642.4	1,736.8		
Two years later	1,307.3	1,340.4	1,312.8	1,323.2	1,393.0	1,068.1	1,309.7	1,461.9	1,632.3			
Three years later	1,295.9	1,331.8	1,309.0	1,316.7	1,386.1	1,065.0	1,309.1	1,460.7				
Four years later	1,290.5	1,330.6	1,305.9	1,313.2	1,382.5	1,064.0	1,307.2					
Five years later	1,289.4	1,328.4	1,302.6	1,310.0	1,381.9	1,063.2						
Six years later	1,285.1	1,324.2	1,296.4	1,306.8	1,378.1							
Seven years later	1,283.4	1,323.2	1,296.0	1,307.8								
Eight years later	1,283.2	1,323.0	1,297.8									
Nine years later	1,283.0	1,320.5										
Ten years later	1,282.9											
Current estimate of ultimate claims	1,282.9	1,320.5	1,297.8	1,307.8	1,378.1	1,063.2	1,307.2	1,460.7	1,632.3	1,736.8	1,879.9	
Cumulative payments	1,282.0	1,319.7	1,297.2	1,307.1	1,377.1	1,059.1	1,302.2	1,453.1	1,620.2	1,699.0	1,556.4	
In balance sheet	**0.9**	**0.8**	**0.6**	**0.7**	**1.0**	**4.1**	**5.1**	**7.7**	**12.1**	**37.7**	**323.5**	**394.2**
Provision for prior Accident Years (2014 & Prior)												2.3
Liability in balance sheet												**396.5**

Analysis of claims development – Net of Reinsurance

	2015 €'m	2016 €'m	2017 €'m	2018 €'m	2019 €'m	2020 €'m	2021 €'m	2022 €'m	2023 €'m	2024 €'m	2025 €'m	Total €'m
Gross Estimate of ultimates claims:												
End of accident year	1,028.6	1,047.4	1,051.7	1,439.5	1,487.1	1,183.0	1,392.9	1,499.1	1,710.5	1,802.6	1,879.9	
One year later	935.1	956.9	937.6	1,337.2	1,407.7	1,086.3	1,321.2	1,470.8	1,642.4	1,736.8		
Two years later	915.5	938.6	919.1	1,323.2	1,393.0	1,068.1	1,309.7	1,461.9	1,632.3			
Three years later	907.3	932.4	916.4	1,316.7	1,386.1	1,065.0	1,309.1	1,460.7				
Four years later	903.4	931.6	914.2	1,313.2	1,382.5	1,064.0	1,307.2					
Five years later	902.6	930.0	911.9	1,310.0	1,381.9	1,063.2						
Six years later	899.6	927.0	907.4	1,306.8	1,378.1							
Seven years later	898.4	926.3	907.1	1,307.8								
Eight years later	898.2	927.9	909.0									
Nine years later	898.4	925.5										
Ten years later	898.3											
Current Estimate of ultimate claims	898.3	925.5	909.0	1,307.8	1,378.1	1,063.2	1,307.2	1,460.7	1,632.3	1,736.8	1,879.9	
Cumulative payments	897.4	924.7	908.4	1,307.1	1,377.1	1,059.1	1,302.2	1,453.1	1,620.2	1,699.0	1,556.4	
In balance sheet	**0.9**	**0.8**	**0.6**	**0.7**	**1.0**	**4.1**	**5.1**	**7.7**	**12.1**	**37.7**	**323.5**	**394.2**
Provision for prior Accident Years (2014 & Prior)												2.3
Liability in balance sheet												**396.5**

32. Subsidiary undertakings

The Vhi Board is the parent of Vhi Group DAC and the ultimate parent of Vhi Insurance DAC, Vhi Healthcare DAC, Vhi Group Services DAC, Vhi Health and Wellbeing Holdings DAC, Vhi Health and Wellbeing DAC, Vhi Occupational Health DAC, Vhi Abbey DAC, Vhi Portfolio DAC, Vhi Health Services DAC and Vhi Cumhdach DAC at 31 December 2025. Aras Sláinte Limited, previously in liquidation, was formally dissolved on 26 December 2025.

Vhi Group DAC is the holding company for the Vhi group companies and the Vhi Board holds 100% of the shares in Vhi Group DAC. Vhi Group DAC holds 100% of the shares of Vhi Insurance DAC, Vhi Healthcare DAC, Vhi Group Services DAC and Vhi Health and Wellbeing Holdings DAC. The other subsidiary companies shown in the table below are 100% subsidiaries of Vhi Health and Wellbeing Holdings DAC. Vhi Group DAC and Vhi Health and Wellbeing Holdings DAC are Irish registered companies with a registered address at Vhi House, 20 Lower Abbey Street, Dublin 1.

Subsidiaries	Country of Incorporation	Registered Address	Nature of Business	Holding by Vhi Group DAC (Directly or Indirectly)	%
Vhi Insurance DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Insurance	€5,000,000	100
Vhi Healthcare DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Retail Intermediary	€1	100
Vhi Group Services DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Shared Services	€1	100
Vhi Health and Wellbeing Holdings DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Holding company	€1,577,966	100
Vhi Health and Wellbeing DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Provision of health services and minor injury clinics	€1	100
Vhi Portfolio DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Property rental activities	€1	100
Vhi Occupational Ireland Health DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Ceased to trade in 2024	€1	100
Vhi Abbey DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Property Development Services	€1	100
Vhi Health Services DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Did not trade during 2025	€1	100
Vhi Cumhdach DAC	Ireland	Vhi House 20 Lower Abbey Street, Dublin 1	Did not trade during 2025	€1	100

33. Related party transactions

As with many other entities, the Vhi Board deals in the normal course of business with Government sponsored agencies, including the Health Service Executive ("HSE") through the public hospitals and with Government owned financial institutions. The Minister for Health also appoints the members of the Vhi Board. Transactions with Government related parties, therefore, include claims and other expense and taxation payments, banking and investment transactions. Details of such transactions are not disclosed separately as it is the view of the Board that it would not constitute information useful to the readers of the financial statements.

Interests of Board Members and Secretary

The Board Members and Secretary had no beneficial interest in the Voluntary Health Insurance Board or its subsidiaries at any time during the year. Please see note 32 for interests in subsidiary undertakings.

The total remuneration of the Vhi Board key management personnel for the financial year ending 31 December 2025 was €3.8m (2024: €3.5m), of which remuneration in respect of directors disclosed in Note 8 comprises €0.6m (2024: €0.6m). Key management personnel consist of the Group CEO, members of the Group Leadership Team and Vhi Board Independent Non-Executive Directors.

Intra group transactions

There are a number of intra group transactions within the Vhi Group which are described below:

- The Vhi Board is the administrator of the Vhi Group Pension fund and as such has intra group transactions regarding the pension fund with Vhi Group Services DAC, Vhi Insurance DAC, Vhi Healthcare DAC and Vhi Health and Wellbeing DAC.
- Vhi Group DAC is the holding company for the Vhi Group. Vhi Group DAC has an intra group loan agreement in place with Vhi Group Services DAC, Vhi Abbey DAC, Vhi Portfolio DAC and Vhi Health and Wellbeing Holdings DAC.
- Vhi Health and Wellbeing Holdings DAC has an intra group loan agreement in place with Vhi Health and Wellbeing DAC.
- Vhi Insurance DAC is authorised by the Central Bank of Ireland to underwrite approved non-life Insurance products for specific classes of business. Vhi Insurance DAC has an agency agreement in place with Vhi Healthcare DAC (regulated as a Retail Intermediary by the Central Bank of Ireland) to sell and administer its policies.
- Vhi Health and Wellbeing DAC provides and develops medical, health and wellbeing services exclusively to Vhi Insurance DAC members.
- Vhi Group Services DAC is a shared service provider for the Vhi Group companies and as such has transactions with the other entities within the Vhi Group.
- Vhi Group Services DAC has a cash pooling agreement in place with all other entities within the Vhi Group.
- Vhi Portfolio DAC provides rental property to Vhi Health and Wellbeing DAC.
- Vhi Abbey DAC provides property development services to other group companies.

34. Subsequent events

There have been no material subsequent events affecting the Vhi Board or any of its subsidiary companies since the balance sheet date.

35. Approval of financial statements

These financial statements were approved by the Board of Directors on 31 March 2026.

Directors and Other Information

Directors

Catherine Doyle*
Mike Frazer*
Karen Furlong*
Mary Halton*
Dean Holden* (Resigned 31 January 2026)
Martin Kelly
Jennifer Loftus*
Catherine Motherway*
Greg Sparks* (Chair)
Brian Walsh
Paul Whelan*
Paul Zollinger-Read*

*Independent Non-Executive Director

Secretary

Tara Glynn

Registered office

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Allied Irish Bank
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Solicitor

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Riverside One
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D02 X576

Independent Auditor

PricewaterhouseCoopers
Chartered Accountants and Statutory Audit Firm
One Spencer Dock
North Wall Quay
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Official Languages Act

The Voluntary Health Insurance Board is a prescribed public body under the Official Languages Acts 2003 and 2021. In accordance with Section 4B of the Acts, the Vhi Group CEO has appointed Brighid Smyth, Head of Corporate Affairs and CEO Office, as the senior manager responsible for overseeing compliance and reporting on the organisation's obligations. A report on compliance with the Act is prepared annually for the CEO . Vhi meet the obligations that apply in practice to the Voluntary Health Insurance Board, including the publication of the Annual Report in Irish, maintaining compliant Irish-language stationery, Irish language signage and making the required annual advertising return to An Coimisinéir Teanga.

Vhi will continue to monitor developments under the Acts and ensure full compliance with all applicable requirements.

Company Details

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