**REPORT AND ACCOUNTS** 

For the year ended 31 December 2002

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# **Report and Accounts 2002**

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# **Directors and Officers**

#### **Directors**

M N Biggs R J Harvey P G Scott P J R Snowball P J Twyman A B Wyand

### Secretary

Aviva Company Secretarial Services Limited

### **Auditor**

Ernst & Young LLP Rolls House 7 Rolls Buildings Fetter Lane London EC4A 1NH

# **Registered Office**

2 Rougier Street York YO90 1UU

Registered in England: No. 98235

Member of the General Insurance Standards Council, the Association of British Insurers and the Financial Ombudsman Service.

# **Directors' Report**

for the year ended 31 December 2002

The directors present their annual report and audited accounts for The Yorkshire Insurance Company Limited (the Company) for the year ended 31 December 2002.

### Principal activity and future developments

The Company has been in run-off since October 1998, since which date no new business has been written. Its principal activity during 2002 continued to be the run-off of insurance business in the United Kingdom and overseas. The Company's insurance liabilities are totally reinsured through its parent Company, CGU Insurance ptc.

#### Salient features

	2002 £000	2001 £000
Profit on ordinary activities before tax	447	22,351
Tax on profit on ordinary activities	(638)	(6,663)
(Loss) / profit for the financial year	(191)	15,688
Balance sheet total assets	65,952	67,851
Shareholder's funds	40,223	40,414

Full details of the results are set out on pages 9 to 19.

## Ultimate holding company

On 1 July 2002, the ultimate parent undertaking CGNU plc, changed its name to Aviva plc.

### **Dividends**

No interim dividend was paid during the year (2001 - £nil). The directors do not recommend the payment of a final dividend (2001 - £nil).

# Directors' Report continued

for the year ended 31 December 2002

#### **Directors**

The names of the present directors of the Company appear on page 1.

M N Biggs, R J Harvey, P G Scott, P J R Snowball, P J Twyman and A B Wyand served as directors of the Company thoughout the year.

#### **Directors' interests**

M N Biggs, R J Harvey, P G Scott, P J R Snowball, P J Twyman and A B Wyand are directors of the Company's ultimate parent undertaking, Aviva plc, and details of their interests are given in that company's accounts.

### Creditor payment policy and practice

It is the Company's policy to pay creditors when they fall due for payment. Terms of payment are agreed with suppliers when negotiating each transaction and the policy is to abide by those terms, provided that the suppliers also comply with all relevant terms and conditions.

The amounts due to trade creditors at 31 December 2002 represented approximately 29 days of average daily purchases through the year (2001: 19 days).

#### **Employees**

All employees are employed by a fellow subsidiary undertaking, Aviva Employment Services Limited. Disclosures relating to employees may be found in the Group consolidated accounts of Aviva plc.

#### Resolutions

On 20 July 1999, the members of the Company passed resolutions to dispense with the holding of Annual General Meetings, the laying of directors' reports, accounts and auditors' reports before the members in general meeting and the obligation to appoint auditors annually.

#### **Auditors**

Ernst & Young LLP will be re-appointed as the Company's auditors in accordance with the elective resolution passed by the Company under section 386 of the Companies Act 1985.

# Directors' Report continued

for the year ended 31 December 2002

### Statement of directors' responsibilities

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company and of the result of the Company for that period. In preparing those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 1985. They have a general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

By order of the Board

Aviva Company Secretarial Services Limited

Secretary

26 June 2003

# **Independent Auditors' Report**

### To the members of The Yorkshire Insurance Company Limited

We have audited the Company's accounts for the year ended 31 December 2002 which comprise the Profit and Loss Account, Balance Sheet, Statement of Total Recognised Gains and Losses and the related notes 1 to 17. These accounts have been prepared on the basis of the accounting policies set out on pages 6 to 8.

This report is made solely to the Company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities in the Directors' Report the Company's directors are responsible for the preparation of the accounts in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the accounts in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the accounts give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the accounts, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

#### Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the Company as at 31 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young LLP Registered Auditor

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London

26 June 2003

# **Statement of Accounting Policies**

### (a) Basis of accounts

The accounts have been prepared on the basis of accounting policies set out below. They have been prepared in accordance with section 255 of, and Schedule 9A to, the Companies Act 1985 and with the Statement of Recommended Practice on Accounting for Insurance Business issued by the Association of British Insurers (the ABI SORP). The accounting policies adopted reflect United Kingdom financial reporting standards and statements of standard accounting practice applicable at 31 December 2002, as considered appropriate for an insurance company.

The results of the business are principally determined on an annual basis.

FRS 19 Deferred Taxation becomes effective for the year ended 31 December 2002. Accordingly, the Company's accounting policy for taxation has been amended to comply with FRS 19.

### (b) Premiums

Premiums are accounted for in the year in which the risk commences. An adjustment has been made for the overall effect of new business premiums, mid term adjustments and lapses of renewal premiums not accounted for in the year of risk inception.

### (c) Claims

Claims incurred include all losses occurring during the year, whether reported or not, related handling costs and any adjustments to claims outstanding from previous years. Significant delays are experienced in the notification and settlement of certain claims, particularly in respect of liability business, the ultimate cost of which cannot be known with certainty at the balance sheet date.

#### (d) Technical provisions

Outstanding claims provisions are based on the estimated ultimate cost of all claims incurred but not settled at the balance sheet date, whether reported or not, together with related claims handling costs. Any estimate represents a point within a range of possible outcomes. Further details of estimates and techniques are given in note 10.

Any differences between the provisions at the balance sheet date and settlements and provisions in the following year are included in the technical account for that year.

#### (e) Investment income and unrealised investment gains and losses

Investment income consists of interest, dividends and rents receivable for the year together with net realised gains on the disposal of investments. Income from listed stocks and shares is included in the accounts when the security becomes exdividend, except for income from certain overseas stocks and shares which is accounted for when received. Income is credited to the profit and loss account at the amount receivable, with no associated tax credit for income from the United Kingdom. Interest and rents receivable are accounted for on an accruals basis.

Net realised gains on investments are calculated as the difference between net sales proceeds and the cost of acquisition.

Unrealised gains and losses on investments represent the difference between the carrying value at the year end and the carrying value at the previous year end or purchase value during the year. Net movements in the year are taken to the profit and loss account and disclosed either as net unrealised gains or net unrealised losses.

# Statement of Accounting Policies continued

## (f) Investment expenses and charges

Investment expenses and charges include net realised losses on the disposal of investments. These are calculated as the difference between net sales proceeds and the cost of acquisition.

## (g) Taxation

The tax charge is based on the taxable profits for the year, after any adjustments in respect of prior years. Tax, including tax relief for losses if applicable, is allocated over profits on ordinary activities and amounts charged or credited to reserves as appropriate.

Provision is made for deferred tax liabilities, using the liability method, on all material timing differences, including revaluation gains and losses on investments recognised in the profit and loss account. Deferred taxation is calculated at the rates at which it is expected that the tax will arise and discounted to take into account the likely timing of payments and pattern of expected realisation of investments.

The discount rates used are the post-tax yields to maturity that could be obtained at the balance sheet date on Government bonds with maturity dates and in currencies similar to those of the deferred tax assets or liabilities. This is a change in accounting policy to reflect the requirements of FRS19. There is no effect of this change on these accounts.

### (h) Rates of exchange

Transactions denominated in foreign currencies are translated at the exchange rate at the date of the transaction. Foreign currency assets and liabilities held at the year end are translated at year end rates of exchange. The resulting exchange gains or losses are included in the profit and loss account.

### (i) Valuation of investments

Investments are shown in the balance sheet as follows:

- (i) Listed securities at middle market value less accrued interest where applicable.
- (ii) Unlisted securities at market value estimated by the directors.
- (iii) Leasehold properties at cost, less amortisation charged through the technical account on a straight-line basis over the life of the leasehold.

### (j) Fund for future appropriations

The fund for future appropriations is used in conjunction with long-term business where the nature of the policy benefits is such that the division between shareholders reserves and policyholder liabilities is uncertain. Amounts whose allocation either to policyholders or shareholders has not been determined by the end of the fiscal year are held in the fund for future appropriations. Transfers between the fund for future appropriations and the long-term business technical account represent changes in unallocated amounts between balance sheet dates.

# Statement of Accounting Policies

continued

# (k) Long-term business provision

The long-term business provision is calculated mainly using the net premium method, based on local actuarial principles consistent with those applied in the United Kingdom. The calculation represents a point within a possible range of outcomes, and the assumptions used in the calculation depend on the circumstances prevailing in the life operation.

# Profit and Loss Account Technical Account - General Business

for the year ended 31 December 2002

		Notes	2002 £'000	2001 £'000
Gross premiums written		1	(80)	3
Outward reinsurance pre	miums		80	(3)
Net premiums written				-
Claims paid	- gross amount		2,816	16,108
	- reinsurers' share		(2,816)	(16,108)
				-
Change in the provision			(2,488)	(11,673)
	- gross amount - reinsurers' share		2,488	11,673
			-	-
Claims incurred	- net of reinsurance		-	
Net operating expenses		2	<u>.</u>	_
Balance on the technic	al account *		<b>™</b>	-

<sup>\*</sup> The balance on the technical account is otherwise referred to as the underwriting result.

All of the above results relate to discontinued operations.

# Profit and Loss Account Technical Account - Long-Term Business

for the year ended 31 December 2002

	Notes	2002 £'000	2001 £'000
Gross premiums written	1	1	2
Outward reinsurance premiums		<u>-</u>	-
Net premiums written		1	2
Investment income	3	29	36
Unrealised gains on investments		•	35
		30	73
Claims paid - gross amount		8	4
Change in long-term business provisions		7	(12)
Net operating expenses	2	5	5
Tax attributable to the long term business	5	3	13
Transfers to the fund for future appropriations		7	26
		30	36
Balance on the technical account		•	37

All of the above results relate to discontinued operations.

# **Profit and Loss Account Non-Technical Account**

for the year ended 31 December 2002

	Notes	2002 £'000	2001 £'000
Balance on the general business technical account		•	-
Balance on the long term business technical account		-	37
Tax attributable to the balance on the long term business technical account	5	3	13
Pre tax profits arising on long term business		3	50
Investment income (including net realised gains on investments)	3	2,015	9,530
(Loss) / profit on sale of subsidiary	15	(1,642)	13,663
Unrealised gains/(losses) on investments		622	(342)
Investment expenses and charges	4	(551)	(550)
Profit on ordinary activities before tax		447	22,351
Tax on profit on ordinary activities	5	(638)	(6,663)
Retained (loss) / profit for the financial year		(191)	15,688

The Company has no recognised gains and losses other than those included in the results above and therefore no separate statement of total recognised gains and losses has been presented

# **Balance Sheet**

at 31 December 2002

ASSETS	Notes	2002 £'000	2001 £'000
Investments			
Land and buildings	6	10	10
Other financial investments	6	30,376	30,182
		30,386	30,192
Reinsurers' share of technical provisions			
Claims outstanding	10	9,048	11,536
Debtors			
Amounts owed by affiliated undertakings		21,994	22,194
Other debtors		628	704
		22,622	22,898
Other assets			
Cash at bank and in hand		3,549	2,774
Prepayments and accrued income			
Accrued interest and rent		347	451
Total assets		65,952	67,851

# Balance Sheet continued

at 31 December 2002

	Notes	2002 £'000	2001 £'000
LIABILITIES	140(63	2 000	2 000
Capital and reserves			
Called up share capital	7	4,500	4,500
Share premium account	8	2,239	2,239
Profit and loss account	8	33,484	33,675
Shareholder's funds attributable to			
equity interests	8	40,223	40,414
Fund for future appropriations	9	57	50
Technical provisions			
Claims outstanding - gross amount	10	9,048	11,536
Long term business provision		32	25
		9,080	11,561
Creditors			
Amounts owed to affiliated undertakings		15,996	8,346
Other creditors including taxation and social security	11	595	7,438
		16,591	15,784
Accruals and deferred income		1	42
Total liabilities		65,952	67,851

The accounting policies on pages 6 to 8 and the notes on pages 14 to 19 form an integral part of these accounts.



Director

**26** June 2003

# **Notes to the Accounts**

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1	Segmenta	l information

Segmental information	2002 £'000	2001 £'000
(a) Gross premiums written and earned	2000	2.000
Marine and aviation	(80)	3
Long term business	1	2
(b) Gross claims incurred		
General business	328	4,435
Long term business	8	4
	336	4,439
(c) Gross operating expenses		
General business	•	-
Long term business	5	5
	5	5
(d) Reinsurance balance		
General business	(248)	(4,438)
Long term business	•	· · · · · ·
	(248)	(4,438)

The net underwriting result for the period was £nil (2001: £nil).

The net technical provisions at 31 December 2002 were £nil (2001: £nil).

As the Company's business comprises almost entirely insurance underwritten in the United Kingdom no further geographical analysis is provided. The directors consider that turnover on the destination basis is not materially different from turnover on an origin basis.

# Notes to the Accounts continued

### 2 Net operating expenses

			al Account Business		Account
		2002	2001	2002	2001
		£,000	£,000	£'000	£'000
(i)	Administrative expenses	<u> </u>		5	5
			-	5	5

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- (ii) None of the directors received emoluments in respect of their services as directors of the Company (2001: £nil).
- (iii) The Company did not employ any staff during the year (2001: nil).
- (iv) Auditors remuneration is charged in the accounts of CGU Insurance plc.

### 3 Investment income

	Technical	Account		
	Long Term	Business	Non-Technical Account	
	2002	2001	2002	2001
	£'000	£,000	£'000	£'000
Income from land and buildings	-	-	3	1
Income from listed investments	27	32	1,915	2,062
Income from Group undertakings	-	-	-	7,438
Income from other financial investments	2	-	97	29
Net gains on the realisation of investments		. 4		-
	29	36	2,015	9,530

### 4 Investment expenses and charges

	Non-Technical Account	
	2002	2001
	£'000	£'000
Investment management expenses	97	37
Net realised losses on investments	454	513
	551	550

# Notes to the Accounts continued

### 5 Taxation

(a) Tax on profit on ordinary activities				
(-,	Technical	Account		
	Long Term Business		Non-Technical Account	
	2002	2001	2002	2001
	£'000	£,000	£'000	£,000
Tax charged in the profit and loss account comprises:				
Current tax:				
UK corporation tax	-	-	627	6,671
Tax attributable to long term business	3	13	-	-
Prior year adjustments	-	-	11	(8)
Total tax charge	3	13	638	6,663

No deferred taxation has been provided in these accounts.

#### (b) Factors affecting current tax charge for the year:

The tax assessed in the non-technical account is lower than the standard UK corporation tax rate because of the following factors:

	2002 £'000	2001 £'000
Profit on ordinary activities before tax	447	22,351
Current tax charge at standard UK corporation tax rate of 30% (2001: 30%)	134	6,705
Adjustment to tax charge in respect of prior years	11	(9)
Non taxable loss on sale of subsidiaries and associates	493	-
Deferred tax assets not recognised	•	(30)
Other items	-	(3)
	638	6,663

# Notes to the Accounts continued

### 6 Investments

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Investments by principal category:		
At market value	2002	2001
Land and buildings	£'000	£'000
Short term leasehold	10	10
	10	10
Other financial investments		
Debt securities and other fixed income securities - listed	30,376	30,182
		00.400
	30,386	30,192
The purchase price of total land and buildings and other financial investments is £29.4m (	2001: £29.7m)	
Share capital		
	2002 £'000	2001 £'000
Authorised	2000	2.000
20,000,000 ordinary shares of 25p each	5,000	5,000
Allotted, issued and fully paid:		
18,000,000 ordinary shares of 25p each	4,500	4,500

# 8 Reconciliation of movements in shareholder's funds

	Share Capital	Share Premium	Profit and Loss Account	To: Shareh Fur	older's
	2002 £'000	2002 £'000	2002 £'000	2002 £'000	2001 £'000
Balance at 1 January	4,500	2,239	33,675	40,414	24,726
Retained (loss) / profit for the year	•	-	(191)	(191)	15,688
Balance at 31 December	4,500	2,239	33,484	40,223	40,414

# Notes to the Accounts continued

## 9 Fund for future appropriations

	2002 £'000	2001 £'000
Balance at 1 January Transfer from long term business technical account	50 7	24 26
Balance at 31 December	57	50

## 10 Provisions for outstanding claims

The ultimate cost of outstanding claims is estimated by using a range of standard actuarial claims projection techniques, such as the Chain Ladder and Bornhuetter-Ferguson methods. Such methods extrapolate the development of paid and incurred claims, average costs per claim and ultimate claim numbers for each accident year, based upon the observed development of earlier years and expected loss ratios. The main assumption underlying these techniques is that past claims development experience can be used to project ultimate claims costs.

Judgement is used to assess the extent to which past trends may not apply in future, for example to reflect public attitudes to claiming or varying levels of claims inflation. The approach adopted takes into account, inter alia, the nature and materiality of the business and the type of data available. Case estimates are generally set by skilled claims technicians applying their experience and knowledge to the circumstances of individual claims. Additional qualitative input, such as allowance for one-off occurrences or changes in legislation, policy conditions or portfolio mix, is used in arriving at the estimated ultimate cost of claims, in order that it represents the most likely outcome, from a range of possible outcomes, taking account of all the uncertainties involved.

Provisions are calculated allowing for reinsurance recoveries and a separate asset is recorded for the reinsurers' share, having regard to collectability.

### 11 Other creditors including taxation and social security

	2002 £'000	2001 £'000
Corporation tax	591	7,420
Other	4	18
	595	7,438

# Notes to the Accounts continued

### 12 Long-term business provision

The long term business provision is calculated by using the net premium valuation method. The reserve is the difference between the present value of the prospective benefits payable and the present value of the net premiums receivable. Individual sickness benefit contracts were valued according to age nearest birthday on the valuation date. The principal assumptions are as follows:

	interest	Mortality Table
	%	
Sickness benefits	3.5%	AM/AF80 Ultimate & MU
		Adjusted by: 20% reduction for males
		50% increase on the male
		rate used for females
Sickness claims	5%	AM/AF80 Ultimate

#### 13 Cash flow statement

The Company is exempt under Financial Reporting Standard 1 (revised) from the requirement to prepare a cash flow statement, as it is 100% owned within the Aviva plc Group. The consolidated cash flow statement which includes the Company, can be found in the Group consolidated accounts of Aviva plc.

#### 14 Mutual guarantee

With the approval of the Financial Services Authority, CGU Insurance plc and each of its UK insurance subsidiaries transacting general insurance business, of which The Yorkshire Insurance Company Limited is one, have mutually guaranteed to discharge all liabilities attaching to their respective policies.

### 15 Disposal of subsidiary company

Following the disposal of a subsidiary company, Nova America Empreendimentos E Servicos Ltda during 2001, a subsequent adjustment to the net asset value of the company resulted in a cash refund of part of the original sale proceeds to the value of £1,531,632. An additional expense relating to the sale of £152,393 has also been incurred in 2002 and an accrual of £41,996 provided for within in the 2001 accounts has been reversed. No further expenses are expected or have been accrued for within the balance sheet. The total adjustment to the profit on sale of £1,642,029 has been shown in the non-technical account.

#### 16 Related party transactions

As permitted under Financial Reporting Standard 8, Related Party Disclosures, transactions with entities which are part of the Aviva plc Group of companies have not been disclosed.

#### 17 Parent undertaking

The Company is a member of the Aviva plc group of companies (the Group).

The ultimate parent undertaking is Aviva plc, registered in England. The accounts of the ultimate parent undertaking are available from the Registered Office, St Helen's, 1 Undershaft, London EC3P 3DQ.

The Company's immediate parent undertaking is CGU Insurance Limited, registered in England.