

115938/166 1981

THE WELSH INSURANCE CORPORATION LIMITED
REPORT AND ACCOUNTS

The Directors submit their Report and Accounts of the Company for the year ended 31 December 1981, prepared in accordance with the provisions of the Companies Acts, 1948 to 1981 applicable to Insurance Companies. The Annual General Meeting of the Company will be held on 11 May 1982.

Companies Act 1980

Under the provisions of the Companies Act 1980 the Company, which was formerly a public company, was re-registered as a private company with effect from 23 December 1981.

Activities

The Company is authorised to write Fire and Accident insurance business. Any business is wholly reinsured with the ultimate holding company; consequently as the Company has made neither profits nor losses, no revenue account or profit and loss account is attached.

Directors

The names of the directors at the date of this report are:

J. F. G. EMMS (CHAIRMAN)	
V. C. BRYAN	A. MACFADYEN
C. R. HARRIS	R. I. SLOAN
J. LINBOURN	

There has been no change in the Board of Directors during the year.

The following changes to the composition of the Board of Directors will take place on 19 April 1982:

- (a) Mr. J.F.G. Emms will resign as Chairman and as a director;
- (b) Mr. A. Macfadyen will resign as a director;
- (c) Mr. C. R. Harris will be appointed Chairman.

Directors' Interests

None of the directors has an interest in the shares of the Company or its fellow subsidiaries.

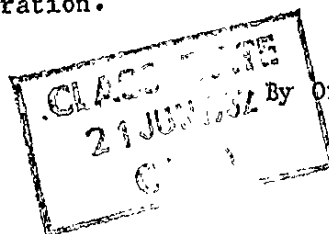
Those interests of the directors and of their families in the shares of the ultimate holding company, Commercial Union Assurance Company plc, (other than those directors' interests disclosed in the accounts of the ultimate holding company) that require to be disclosed under Section 16(1) (e) of the Companies Act 1967 are set out below:-

	Beneficially owned Ordinary Shares of 25p each fully paid	
	31 December 1981	1 January 1981
V. C. Bryan	816	816

Auditors

It will be proposed at the Annual General Meeting that the retiring Auditors, Coopers & Lybrand, be reappointed as Auditors to the Company to hold office for the period prescribed by Section 14(1) of the Companies Act 1976 and that the directors be authorised to fix the amount of their remuneration.

8 March 1982
St. Helen's,
1 Undershaft,
London, EC3P 3DQ.



By Order of the Board
G. T. SPRATT
Secretary

THE WELSH INSURANCE CORPORATION LIMITED
BALANCE SHEET
AT 31 DECEMBER 1981

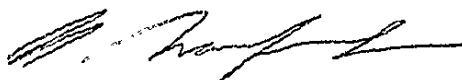
	1981 £'000	1980 £'000
Share capital authorised: 50,000 shares of £1 each	50 <u> </u>	50 <u> </u>
Share capital issued: 50,000 shares of £1 each, fully paid	50 <u> </u>	50 <u> </u>
Represented by:		
Amount due from holding company	50 <u> </u>	50 <u> </u>

NOTES ON THE ACCOUNTS

1. The ultimate holding company is Commercial Union Assurance Company plc (Incorporated in England).
2. All expenses have been borne by the ultimate holding company.
3. Any business is wholly reinsured with the ultimate holding company; consequently as the Company has made neither profits nor losses, no revenue account or profit and loss account has been prepared.
4. Directors' emoluments amounted to £Nil (1980 £Nil).
5. During the financial year ended 31 December 1981, there were no transactions or arrangements made between the Company and any of its directors, or persons connected with them or any of its officers, that require disclosure under Sections 54 and 56 of the Companies Act 1980.
6. Auditors' remuneration is charged in the accounts of the ultimate holding company.

Approved by the Board
on 8 March 1982

 Director

 Director

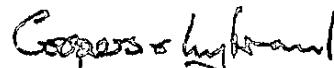
 Secretary
London

REPORT OF THE AUDITORS TO THE
MEMBERS OF THE WELSH INSURANCE CORPORATION LIMITED

We have audited the above balance sheet and the notes to the accounts in accordance with approved Auditing Standards.

In our opinion the above balance sheet and the notes to the accounts comply with the provisions of the Companies Acts 1948 to 1981 applicable to insurance companies.

London, 8 March 1982


Chartered Accountants