

**Registered Number: 00121651**

**Royal & Sun Alliance Insurance (Global) Limited**

**Annual Report and Accounts**

**for the year ended 31 December 2017**

THURSDAY



\*L77MA3R5\*  
LD4 07/06/2018 #25  
COMPANIES HOUSE

# Royal & Sun Alliance Insurance (Global) Limited

## Contents

Company information .....	1
Directors' report .....	2
Directors' responsibilities statement in respect of the Director's report .....	4
Independent auditor's report to the members of Royal & Sun Alliance Insurance (Global) Limited.....	5
Statement of total comprehensive income .....	7
Statement of changes in equity .....	8
Balance sheet .....	9
Notes to the accounts.....	10

# Royal & Sun Alliance Insurance (Global) Limited

## Company Information

### Directors

Non-Destructive Testers Limited (Resigned 29 September 2017)

C D A Heiss

M Postles

J C Poole (Appointed 1 June 2017)

Y Lee (Appointed 16 June 2017/Resigned 15 January 2018)

### Secretary

Roysun Limited

### Registered Office

St Mark's Court  
Chart Way  
Horsham  
West Sussex  
RH12 1XL

### Auditor

KPMG LLP  
15 Canada Square  
Canary Wharf  
London  
E14 5GL

# Royal & Sun Alliance Insurance (Global) Limited

## Directors' report

For the year ended 31 December 2017

The directors present their annual report on the affairs of the Company and the audited financial statements for the year ended 31 December 2017.

### Business review and principal activity

The Company operates under the trading name of Royal & Sun Alliance Insurance (Global) Limited. The principal activity of the Company was formerly the writing of general insurance business, including multinational business, principally in the Netherlands and Belgium. The company transferred its insurance business to Royal & Sun Alliance Insurance plc with effect 1 January 2012 and is no longer authorised to write insurance business.

The results for the Company show a profit on ordinary activities before tax of £71,000 (2016: £1,660,000). The shareholders' funds of the Company as at 31 December 2017 were £95,981,400 (2016: £95,910,400).

### Future outlook

The cessation of trade on 1 January 2012 has resulted in the financial statements being prepared on an other than going concern basis and it is expected that the Company will be wound up in the near future.

### Dividends

The directors did not recommend payment of a dividend in respect of the period ended 31 December 2017 (2016: £nil).

### Principal risks and uncertainties

The Company has no principal risks or uncertainties because it is an intermediate holding company within the RSA Insurance Group plc group of companies (the "Group"). The Company's risks are managed in accordance with Group policies. The principal risks and uncertainties of the Group are set out in the Strategic report - risk management on pages 33 to 37 and in the risk and capital management note on pages 118 to 126 of the 2017 Annual Report & Accounts of the Group, which do not form part of this report

### Key performance indicators

There are no KPIs produced for the Company as the Company has had no trading activity for a number of years.

### Directors

The names of the directors who served throughout the year are listed on page 1

The directors' responsibilities statement appears on page 4 and is incorporated by reference into this report.

### Political donations

The Company did not make any political donations during the financial year (2016: £nil).

### Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all reasonable steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information, and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Under the Companies Act 2006, the Company is not required to hold an Annual General Meeting and accordingly KPMG LLP will be deemed to be re-appointed for each succeeding financial year.

### Post Balance Sheet Events

There were no post balance sheet events.

# Royal & Sun Alliance Insurance (Global) Limited

## Directors' report continued

For the year ended 31 December 2017

### Directors' Indemnity

Article 82 and 83 of the Articles of Association provides that, among other things and insofar as permitted by law, the Company may indemnify its directors against any liability and may purchase and maintain insurance against any liability. As permitted by section 233 of the Companies Act 2006, the Company, through its ultimate parent company, purchased and maintained Directors and Officers insurance for its directors and officers which provides suitable cover in relation to the discharge of their duties as directors and officers.

### Going concern

The cessation of the Company's trade has resulted in the financial statements not being prepared on the going concern basis. Using this basis of preparation, the directors are satisfied that no change is required to the carrying value of the Company's assets and liabilities.

### Strategic Report

The Company has taken advantage of the exemption in section 414(2) of the Companies Act 2006 (Strategic Report and Directors' Report Regulations 2013) from the requirement to prepare a strategic report on the basis that it would be entitled to prepare accounts for the year in accordance with the small companies' regime but for being a member of an ineligible group.

Signed by order of the Board



For and on behalf of ROYAL & SUN ALLIANCE LIMITED  
Secretary  
21 May 2018

# Royal & Sun Alliance Insurance (Global) Limited

## Statement of Directors' responsibilities in respect of the Directors' Report and the Financial Statements

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

Company law requires the directors to prepare such financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so. As explained in note 1, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are 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, and have 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.

# Royal & Sun Alliance Insurance (Global) Limited

## Independent auditor's report to the members of Royal & Sun Alliance Insurance (Global) Limited

### Opinion

We have audited the financial statements of Royal & Sun Alliance Insurance (Global) Limited ("the company") for the year ended 31 December 2017 which comprise the Statement of Total Comprehensive Income, Statement of Changes in Equity, Balance Sheet and related notes, including the accounting policies in note 1. These financial statements have not been prepared on the going concern basis for the reason set out in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

### Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover this report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in the report for the financial year is consistent with the financial statements; and
- in our opinion the report has been prepared in accordance with the Companies Act 2006.

### Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

### Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

# Royal & Sun Alliance Insurance (Global) Limited

## Independent auditor's report to the members of Royal & Sun Alliance Insurance (Global) Limited

### The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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.

Jessica S.S. Katsouris

Jessica Katsouris (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

*Chartered Accountants*

15 Canada Square

London

E14 5GL

21 May 2018



# Royal & Sun Alliance Insurance (Global) Limited

## Statement of total comprehensive income

for the year ended 31 December 2017

		2017	2016
	Notes	£'000	£'000
Realised gain on disposal of investment	7	-	1,416
Other income	2	71	244
<b>Profit on ordinary activities before tax</b>		<b>71</b>	<b>1,660</b>
Taxation on profit on ordinary activities	6	-	-
<b>Profit for the financial year</b>		<b>71</b>	<b>1,660</b>

All figures relate to discontinued operations.

There have been no recognised gains or losses during the reporting period other than those recorded in the statement of total comprehensive income. Accordingly, no statement of other comprehensive income is presented.

The notes on pages 10 to 12 form an integral part of these financial statements.

# Royal & Sun Alliance Insurance (Global) Limited

## Statement of changes in equity for the year ended 31 December 2017

	Called up share capital	Share Premium Account	Revaluation reserves	Total Comprehensive Income	Total shareholders funds
	£'000	£'000	£'000	£'000	£'000
Balance at 1 January 2016	36,367	28,355	1,357	29,528	95,607
Profit for the Financial Year	-	-	-	1,660	1,660
Other reserve transfers	-	-	(1,357)	-	(1,357)
Balance at 1 January 2017	36,367	28,355	-	31,188	95,910
Profit for the Financial Year	-	-	-	71	71
Balance at 31 December 2017	36,367	28,355	-	31,259	95,981

The attached notes on pages 10 to 12 form an integral part of these consolidated financial statements.

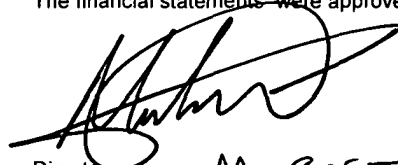
**Registered Number: 00121651**  
**Royal & Sun Alliance Insurance (Global) Limited**

**Balance sheet**  
as at  
31 December 2017

	Notes	2017 £'000	2016 £'000
<b>Debtors: amounts falling due within one year</b>			
Debtors	7	95,981	95,910
		<u>95,981</u>	<u>95,910</u>
<b>Creditors: amounts falling due within one year</b>		-	-
<b>Net current assets</b>		<u>95,981</u>	<u>95,910</u>
<b>Capital and reserves</b>			
Called up share capital	8	36,367	36,367
Share premium account		28,355	28,355
Profit and loss account		31,259	31,188
<b>Shareholders' funds</b>		<u>95,981</u>	<u>95,910</u>

The attached notes on pages 10 to 12 form an integral part of these financial statements.

The financial statements were approved on 21 May 2018 by the Board of Directors and are signed on its behalf by:

  
Director  
21 May 2018

M POSTLES

# Royal & Sun Alliance Insurance (Global) Limited

## Notes to the accounts

### 1. Basis of preparation (Financial Statements)

The Company is a wholly owned subsidiary of RSA Insurance Group plc ('RSAIG'). Royal & Sun Alliance Insurance (Global) Limited is a company incorporated and domiciled in the UK. The Company's ultimate parent company and controlling party is RSAIG, which is registered in England and Wales and is the parent company of the smallest and largest group to consolidate these financial statements. RSAIG has prepared its company accounts under IFRS as adopted by the EU since its date of transition to IFRS at 1 January 2004.

The financial statements are prepared in accordance Financial Reporting Standard (FRS 101) Reduced Disclosure Framework and in compliance with the Companies Act 2006.

The Company financial statements are presented in Pound Sterling, which is also the company's functional currency and rounded to the nearest thousand except where otherwise indicated.

FRS 101 requires the Company to follow the requirements of each relevant International Financial Reporting Standard (IFRS) except that it permits a number of exceptions that would be required if the Company was to prepare accounts in compliance with IFRS.

The exemptions used by the Company are as follows:-

- A Cash Flow Statement and related notes;
- Disclosure in respect of capital management;
- The effects of new but not yet effective IFRSs;
- An additional balance sheet for the beginning of the earliest comparative period following the retrospective change in accounting policy;

As the consolidated financial statements of the Company's ultimate parent undertaking include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:-

- Certain disclosures required by IAS 24 Related Party Disclosures

The financial statements have been prepared under the historical cost convention, and as a result of the cessation of trade and intention to wind-down the Company on an other than going concern basis.

In considering the appropriateness of the going concern basis the Board have reviewed the Company's ongoing financial commitments for the next twelve months and beyond. As a result of this review the directors have satisfied themselves that it is appropriate to prepare these financial statements on an other than going concern basis.

### Significant Accounting Policies

A summary of the significant accounting policies, which have been applied consistently throughout the year and the preceding year, are set out below:-

#### (a) Translation of foreign currencies

Assets and liabilities denominated in foreign currencies are translated into sterling at rates ruling at the balance sheet date. Transactions denominated in foreign currencies are translated into sterling using cumulative average rate for the financial year. The resulting exchange differences are taken to the profit and loss account.

#### (b) Taxation and deferred tax

Taxation and deferred tax is recognised in the profit and loss account, except to the extent that the tax arises from a transaction or event recognised either in other comprehensive income or directly in equity.

Taxation is based on profits and income for the year as determined in accordance with the relevant tax legislation, together with adjustments for prior years.

### 2. Exchange Rates

The rate of exchange used in these accounts in respect of the major overseas currency are:

	2017 Cumulative Average	2017 End of Period	2016 Cumulative Average	2016 End of Period
Euro	1.14	1.13	1.22	1.17

The statement of other comprehensive income includes a foreign exchange of £nil (2016: £nil) and a tax charge on foreign exchange gains of £nil (2016: tax on recovery on loss of £nil).

Other income in the profit and loss account includes £71,000 of net gains (2015: £244,000) on the retranslation of foreign currency items, which is included in current year retained profit.

# Royal & Sun Alliance Insurance (Global) Limited

## Notes to the accounts (continued)

### 3. Auditor's remuneration

Fees payable to KPMG LLP for the audit of the Company's accounts for the year ended 31 December 2017 are £5,500 (31 December 2016: £5,500) which are borne by a parent company, Royal & Sun Alliance Insurance plc. Details of non-audit fees payable to KPMG LLP are disclosed in the Royal & Sun Alliance Insurance Group plc 2017 Annual Report and Accounts.

### 4. Directors' emoluments

The directors were all remunerated by Royal & Sun Alliance Insurance plc, a fellow subsidiary of RSA Insurance Group plc, for their services to the RSA Group as a whole. They were not remunerated for their services as directors of the Company and the amount of time spent performing their duties is incidental to their roles across RSA Group. This is consistent with prior years.

### 5. Employees and staff costs

The Company did not employ anyone during the period (2016: nil). All administrative duties are performed by employees of Royal & Sun Alliance Insurance plc at no cost to the Company (2016: £nil).

# Royal & Sun Alliance Insurance (Global) Limited

## Notes to the accounts (continued)

### 6. Taxation

#### *Reconciliation of the total tax charge*

The tax charge for the year is less than 19.2% (2016: less than 20%) due to the items set out in the reconciliation below:

	2017 £'000	2016 £'000
<b>Profit / (Loss) on ordinary activities before tax</b>	<b>71</b>	<b>1,660</b>
Tax at 19.2% (2016: 20%)	14	332
<i>Factors affecting the tax charge</i>		
Tax exempt income and investment gains / (losses)	(14)	(285)
Fiscal adjustments	304	307
Group relief surrendered / (received) without payment	(304)	(354)
<b>Total tax charge</b>	<b>-</b>	<b>-</b>

The Company has no deferred tax assets or liabilities at 31 December 2017 or 31 December 2016.

### 7. Debtors: amounts falling due within one year

	2017 £'000	2016 £'000
Amounts owed by group undertakings	95,981	95,910
	<b>95,981</b>	<b>95,910</b>

### 8. Share Capital

	2017 £'000	2016 £'000
<b>Allotted, issued and fully paid</b>		
36,367,172 ordinary shares at £1 each (2016: 36,367,172 ordinary shares at £1 each)	36,367	36,367
	<b>36,367</b>	<b>36,367</b>

### 9. Parent companies

The Company's immediate parent company is Royal & Sun Alliance Insurance plc, which is registered in England and Wales.

The Company's ultimate parent company and controlling party is RSA Insurance Group plc, which is registered in England and Wales and is the parent company of the smallest and largest group to consolidate these financial statements. A copy of that company's accounts can be obtained from 17<sup>th</sup> Floor, 20 Fenchurch Street, London, EC3M 3AU.