# DIRECTORS' REPORT AND FINANCIAL STATEMENTS

# FOR THE YEAR ENDED 31 DECEMBER 2018

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25/09/2019 COMPANIES HOUSE

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DIRECTORS:

C D Ball

J Deakin S S Kennedy

**SECRETARY:** 

D Clarke

**REGISTERED OFFICE:** 

Embankment West Tower

101 Cathedral Approach

Salford M3 7FB

**REGISTERED NUMBER:** 

909558 England

# REPORT OF THE DIRECTORS

The directors submit their report and the unaudited financial statements of the Company for the year ended 31 December 2018. This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

## PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The Company did not trade during the year.

## **DIRECTORS**

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The members of the board during the year were:

C D Ball	(appointed 31 December 2018)
J Deakin	(appointed 31 December 2018)
S S Kennedy	(appointed 31 December 2018)
D R Harding	(resigned 31 December 2018)
G Normand	(resigned 3 October 2018)

#### PRINCIPAL RISKS AND UNCERTAINTIES

The directors consider that the company's dormant status means that it does not face any significant risks.

# DIRECTORS' QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

The ultimate parent company has purchased insurance to indemnify the Company's directors against liability in respect of proceedings brought by third parties, against them in their capacity as a director, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision was in place during the financial year and remained in force as at the date of approving the directors' report.

# STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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 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.

By Order of the Board

S S Kennedy Director

17 September 2019

# **BALANCE SHEET AS AT 31 DECEMBER 2018**

Note	2018 £	2017 £
	-	-
2	6,912,077 (6,912,077)	6,912,077 (6,912,077)
<i>J</i>	(0,712,077)	
	-	-
		2 6,912,077

For the year ending 31 December 2018 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

# Director's responsibilities;

- the members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476,
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

The financial statements on pages 3 to 4 were approved by the Board on  $\mathbf{H}$  September 2019 and signed on their behalf by:

S S KENNEDY - DIRECTOR Company number 909558

#### NOTES TO THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 DECEMBER 2018

# 1. ACCOUNTING POLICIES

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## **Basis of Preparation**

These financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards.

A profit and loss account has not been prepared as the Company did not trade during the year. There are also no other recognised gains or losses in respect of this period.

2.	SHARE CAPITAL	2018 £	2018 No.	2017 £	2017 No.
	Ordinary shares of £1 each	_			, , , ,
	Authorised	20,000,000	20,000,000	20,000,000	20,000,000
	Issued and fully paid	6,912,077	6,912,077	6,912,077	6,912,077

## 3. STATEMENT OF MOVEMENT ON PROFIT AND LOSS ACCOUNT

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At 1 January 2018 and 31 December 2018

6,912,077

## 4. ULTIMATE PARENT COMPANY & CONTROLLING PARTY

The Company's immediate parent company is Walmsleys Insurance Brokers Limited, which is a member of the Swinton (Holdings) Limited Group.

At 31 December 2018, the ultimate parent company was The Ardonagh Group Limited (incorporated in Jersey, registered office address 47 Esplanade, St Helier, Jersey, JE1 0BD). The Ardonagh Group Limited's majority shareholder is HPS Investment Partners LLC. The Ardonagh Group Limited is the largest group in which the results are consolidated. Financial statements for The Ardonagh Group Limited and Ardonagh Midco 3 plc are available on request from:

Towergate House Eclipse Park Sittingbourne Road Maidstone Kent ME14 3EN

The smallest undertaking in the group which produces consolidated financial statements (which includes the Company) is Swinton (Holdings) Limited which is registered in England & Wales. A copy of its financial statements can be obtained from the Company's registered office.