Arran Insurance Company Limited (formerly Ancon Insurance Company (U K) Limited)

Annual Report and Financial Statements for the year ended 31 December 2006

The Company's registration number is 1506943

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Financial Statements - for the year ended 31 December 2006

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Directors and Advisers

Directors

R Ghassemi R J Marsello A K Quilter K E Randall C W Singh

Secretary

J Watt

Registered Office

9-13 Fenchurch Buildings London EC3M 5HR

Auditors

CLB Littlejohn Frazer 1 Park Place Canary Wharf London, E14 4HJ

Registered Number

1506943

Report of the Directors

For the year ended 31 December 2006

The Directors have pleasure in presenting their Report together with the audited financial statements for the year ended 31 December 2006

Principal Activities

The Company's principal activity is insurance and reinsurance business. The Company ceased active underwriting on 1 October 1984, but has continued to trade in fulfilment of its continuing commitments on insurance business contracted prior to that date. The Company will continue the orderly run-off of its business.

Change of Name

The Company changed its name from Ancon Insurance Company (U K) Limited to Arran Insurance Company Limited on 22 December 2006

Review of the Business

On 21 December 2006 the company was acquired by Randall & Quilter Investment Holdings Limited, an international insurance firm

The results for the year are set out in the profit and loss account on page 7. The directors do not recommend the payment of a dividend in respect of the year ended 31 December 2006 (2005 £Nil)

The results for the year and balance sheet at 31 December 2006 reflect a substantial settlement agreed between the Company and one of its policyholders

Following this agreement and in relation to this poliyholder, the Company made a payment on account during the year, eliminated the amount previously held in its technical provisions and established a creditor for the balance payable

Technical provisions

Between 1981 and 1984, the Company wrote a London market account. In view of the nature of this business, significant uncertainty exists as to the ultimate loss position. An independent actuarial review was carried out as at 30 June 2005, and subsequent internal reviews of the fund were completed by Cavell Management Services Limited, a fellow subsidiary, during 2005 and 2006. The Directors have established reserves for expected loss development within the range predicted by the review in 2006 as adjusted for claims subsequently paid. The net technical provisions at 31 December 2006 are £2,897,796.

Directors and secretary

The present Directors of the Company and the company secretary are shown on page 1 C E Ward resigned on 1 September 2006 A B S Lowry, J G Hever and J N Boydell resigned on 21 December 2006 W M Colton was appointed on 7 March 2006 and resigned on 21 December 2006 J Alexander was appointed on 1 September 2006 and resigned on 21 December 2006 R Ghassemi, A K Quilter, K E Randall, and C W Singh were appointed on 21 December 2006 R J Marsello was appointed on 23 February 2007

Directors' interests

R Ghassemi, CW Singh and RJ Marsello have no interest in the share capital of any group undertaking. The interests of KE Randall and AK Quilter in the share capital of the ultimate parent undertaking is shown in that company's financial statements.

Dividend

The Directors do not recommend the payment of a dividend (2005 nil)

Risk Management

The Company's activities expose it to a variety of financial and non financial risks. The Directors are responsible for managing the Company's exposure to these risks and, where possible, introducing controls and procedures that mitigate the effects of the exposure to risk.

Report of the Directors

For the year ended 31 December 2006 (continued)

The main risks and uncertainties facing the Company are

Insurance Risk

The very nature of the Company's business exposes it to the possibility that claims will arise on business written. The risk attaching to insurance contracts is based on the fortuity that events will occur which will lead to a claim under the contract. The main underwriting risks which affect the Company are

- Catastrophic events the risk that catastrophic events occur which will lead to claims at a level not anticipated by the Company
- Reserving the risk that the reserves established by the Company at the previous year-end prove
 to be inadequate. In order to mitigate reserving risk, the Company uses a number of approaches,
 including actuarial techniques, to project gross and net premiums written and gross and net
 insurance liabilities.

Credit Risk on Receivables

Reinsurance recoverable is evaluated each quarter as to credit risk and existing bad debt provisions are evaluated as to adequacy

Currency Risk

The Company is exposed to currency risk in respect of liabilities, generated through regular trading activity, denominated in currencies other than Sterling. The most significant currencies to which the Company is exposed are the US Dollar and the Canadian Dollar. Since the acquisition the Directors have sought to mitigate the risk by matching the estimated foreign currency denominated liabilities with assets denominated in the same currency.

Liquidity Risk

Liquidity risk is the risk that cash may not be available to pay obligations when due at a reasonable cost. The cash position of the Company is monitored on a regular basis to ensure that sufficient funds are available to meet its liabilities as they fall due. Funds required to meet immediate and short term needs are invested in short term deposits. Funds in excess of short term needs are managed by external fund managers whose performance is closely monitored throughout the year.

Interest Rate Risk

The Company's main exposure to fluctuation in interest rates arises from its effect on the valuation of funds invested in bank deposits. In order to mitigate this risk, the Directors monitor the economic situation to seek to anticipate any future interest rate movement and to take appropriate action to mitigate its affect on the value of investments held.

Regulatory Risk

The Company is regulated by the FSA. Failure to comply with applicable regulations could result in a variety of sanctions. The Directors have established a business ethos in which best practice is the required standard for all operations, both in the commercial interests of the business and to ensure regulatory compliance.

Key Performance Indicators

The Directors consider the following to be the key performance indicators of the Company

	2006 £'000	2005 £'000	Change %
Claims incurred	(280)	1,125	-124 9
Investment income	455	291	+56 4
Cash and investments	8,326	9,368	-11 1

Report of the Directors

For the year ended 31 December 2006 (continued)

Other Performance Indicators

Environmental Matters

The Directors do not consider that a business of an insurance company has a large adverse impact upon the environment As a result the Directors do not manage the business by reference to any environmental performance indicators

Directors' responsibilities for the financial statements

The Directors are required by UK company law to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the Company as at the end of the financial year 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 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 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 1985 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. The Directors are responsible for ensuring that the Report of the Directors is prepared in accordance with Company law in the United Kingdom

Disclosure of Information to Auditors

The directors holding office at the date of approval of this Report of the Directors confirm that

- As far as they are aware, there is no relevant audit information of which the company's auditors a) are unaware, and
- They have taken all the steps they ought to have taken as directors in order to make themselves b) aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

During the year CLB Littlejohn Frazer were appointed as auditors The Company has elected, by way of an elective resolution, to dispense with the need to appoint auditors annually

By Order of the Board

J Watt Secretary

2 April 2007

Independent Auditors' Report to the Members of Arran Insurance Company Limited

We have audited the financial statements of Arran Insurance Company Limited for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses, and the related notes 1 to 16 These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the Company's shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Financial Statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view in accordance with the relevant financial reporting framework and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Report of the Directors is not consistent with the financial statements, 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 other transactions is not disclosed

We read the Report of the Directors 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 International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, 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 financial statements 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 financial statements.

Emphasis of Matter - Significant Uncertainty

Without qualifying our opinion, we draw your attention to note 1(d) to the financial statements. We have considered the adequacy of the disclosures made in the note concerning the significant uncertainty attaching to the quantification of the technical provision for claims outstanding and the outcome of the run-off. The ultimate liability will vary as a result of subsequent information and developments and material adjustments may be necessary to the amounts provided.

Independent Auditors' Report to the Members of Arran Insurance Company Limited (continued)

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended, and
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Report of the Directors is consistent with the financial statements

CLB Littlejohn Frazer

Chartered Accountants and Registered Auditors

1 Park Place Canary Wharf London E14 4HJ

2 April 2007

Profit and loss account For the year ended 31 December 2006

		Notes	2006 £	2005 £
Technical Account - General Bus	iness	Notes	-	-
Gross premiums		13	2,732	831
Outwards reinsurance premiums			(6,576)	(12,374)
Earned premiums, net of reinsurance	ce		(3,844)	(11 543)
Gross claims paid			2,000,577	229,096
Reinsurers' share			(312,875)	61,518
Net claims paid			1,687,702	290,614
Change in the provision for claims	- gross amount		(2,408,530)	1,454,589
	- reinsurers' share		440,016	(619,926)
Net change in the provision for clair	ms		(1,968,514)	834,663
Claims incurred, net of reinsurance		2	(280,812)	1,125,277
Net operating expenses		3	104,916	121,706
Balance on the technical account		13	172,052	(1,258,526)
Non-Technical Account				
Balance on the general business te	chnical account		172,052	(1,258,526)
Investment income		5	455,426	291,115
			627,478	(967,411)
Investment expenses and bank cha	ırges		7,061	7,591
Profit/(loss) on ordinary activities be	efore tax		620,417	(975,002)
Tax on profit/(loss) on ordinary activ	vities	6	-	-
Profit/(loss) on ordinary activities af	ter tax		620,417	(975,002)

All operations are classified as discontinued

Statement of Total Recognised Gains and Losses For the year ended 31 December 2006

	2006 £	2005 £
Profit/(loss) for the financial year	620,417	(975,002)
(Loss)/gain on retranslation of net foreign currency assets	(388,430)	386,891
Total recognised gains/(losses) for the year	231,987	(588,111)

Balance Sheet As at 31 December 2006

	Notes	2006 £	2005 £
Assets			
Intangible assets Computer software	7	-	4,815
Investments Other financial investments	8	7,171,521	9,343,013
Reinsurers' share of technical provisions Claims outstanding	11	1,379,260	1,999,474
Debtors Debtors arising out of reinsurance operations Due from group companies		142,769	464,768 2,170
Other assets Cash at bank and in hand	_	1,154,938	<u>466,938</u> 24,685
Prepayments and accrued income		37,741	8,954
Total assets	_	9,886,229	11,847,879

Balance Sheet As at 31 December 2006

	Notes	2006 £	2005 £
Liabilities			
Capital and reserves Called up share capital	10	49,025,000	49,025,000
Profit and loss account	12	(44,740,485)	(44,972,472)
Shareholders' funds attributable to equity interests	12	4,284,515	4,052,528
Technical provisions Claims outstanding	11	4,277,056	7,342,403
Creditors – falling due within one year Arising out of direct insurance operations Arising out of reinsurance operations		507,357 247,102 754,459	88,039 363,915 451,954
Creditors – falling due after more than one year Arising out of direct insurance operations		458,049	-
Accruals		112,150	994
Total liabilities		9,886,229	11,847,879

Approved by the Board of Directors on 2 April 2007

A K Quilter, Director

Notes to the financial statements For the year ended 31 December 2006

Principal accounting policies

a) Basis of preparation

The accounts have been prepared in accordance with applicable accounting standards and with the provisions relating to insurance companies of 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") in December 2005 (as amended in December 2006)

b) Basis of accounting

The financial statements have been prepared in accordance with the historical cost accounting rules as modified by the revaluation of certain investments

c) Premiums

Premiums comprise adjustments arising in the financial year to premiums receivable in respect of business written in previous years

All premiums are shown gross of commission payable to intermediaries

d) Technical provisions

The technical provisions are assessed by reference to projections of the ultimate development of premiums and claims in respect of each underwriting year. The provisions are not discounted

Claims are accounted for in respect of all incidents up to the year end. Provision is made for the estimated cost of

- (i) Claims reported but not settled
- (ii) Claims incurred but not reported

Provisions for outstanding claims are established based on actuarial and statistical projections and other estimates of the ultimate cost of settlement. Traditional actuarial techniques are used to estimate future liabilities for each major class of liabilities excluding latent claims.

Models are used to derive IBNR to outstanding ratios for the Company's exposure. The models consider the likely future losses from either known asbestos insureds or known pollutant insureds by site and likely future losses from currently unknown insureds. The models are designed explicitly to reflect the features of the risks and all information currently available in the market

The methods used, and the estimates made, are reviewed regularly. Adjustments to the amounts of provision are reflected in the financial statements for the period in which the adjustments are made.

The claims provision includes amounts in respect of potential claims relating to asbestos, pollution and health hazard. These claims are not expected to be settled for many years and there is significant uncertainty as to both the insurer's liability for these claims and the amounts and timing of the payment of such claims.

The uncertainties inherent in the process of estimating are such that, in the normal course of events, unforeseen or unexpected future developments may cause the ultimate cost of settling the outstanding liabilities to differ from that presently estimated. Having regard to the significant uncertainty, and in the light of the information currently available, in the opinion of the Directors the provision for outstanding claims is fairly stated.

1 Principal accounting policies (continued)

e) Run off administration costs

Provision is made for all run off administration costs, including claims handling costs, to the extent that they exceed the estimated future investment return

f) Reinsurance recoveries

Reinsurance recoveries in respect of estimated claims incurred but not reported are assumed to be consistent with the historical pattern of such recoveries. An assessment is also made of the recoverability of reinsurance recoveries having regard to market data on the financial strength of each of the reinsurance companies.

g) Translation of foreign currencies

Assets and liabilities are translated to Sterling at rates ruling on the Balance Sheet date. Revenue transactions in the principal overseas currencies in which the Company transacts business are also translated to Sterling at the rates ruling on the Balance Sheet date. Exchange differences arising from the retranslation of opening foreign currency denominated net assets are taken to reserves and reported in the statement of total recognised gains and losses.

h) Investment income

Investment income is reported on an accruals basis

ı) Taxatıon

Provision is made for all taxation expected to be payable on taxable profits of the year. Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. Deferred tax is recognised only to the extent that the liability to, or relief from, tax is expected to arise in the foreseeable future.

j) Intangible assets

The cost of intangible assets is their purchase cost, together with any incidental expenses of acquisition

Amortisation is calculated so as to write off the cost of the intangible asset, less its estimated residual value, on a straight-line basis over the estimated economic life. The estimated economic life used for this purpose is

Computer software

5 years

Following the acquisition of the Company by Chevanstell Limited the directors have reassessed the useful economic life of the software and have booked full provision against the residual book value in the year

k) Investments

All investments are stated at current value in the Balance Sheet

1 Principal accounting policies (continued)

I) Cash flow statement and related party disclosures

The Company is a 100% subsidiary within the Randall & Quilter Investment Holdings Group and is included in the consolidated financial statements of Randall & Quilter Investment Holdings Limited, which are publicly available. Therefore the Company utilises the exemption contained in paragraph 5(a) of FRS 1 Cash Flow Statements not to prepare a cash flow statement. The Company also utilises the exemption contained in paragraph 3(c) of FRS 8 Related Party Disclosures not to disclose any transactions with any entities that are part of the same group

2	Claims incurred	Gross £	Reinsurance £	Net £
	2006	4	~	~
	Outstanding claims provision brought forward at 1 January	(7,342,403)	(1,999,474)	(5,342,929)
	Revaluation of outstanding claims provision brought forward to prevailing rates of exchange	656,817	180,198	476,619
	Claims payments during the year in respect of those provisions	2,000,577	312,875	1,687,702
	Outstanding claims provision carried forward at 31 December	4,277,056	1,379,260	2,897,796
	Claims incurred	(407,953)	(127,141)	(280,812)
	2005			
	Outstanding claims provision brought forward at 1 January	(5,467,522)	(1,285,118)	(4,182,404)
	Revaluation of outstanding claims provision brought forward to prevailing rates of exchange	(420,292)	(94,430)	(325,862)
	Claims payments during the year in respect of those provisions	229,096	(61,518)	290,614
	Outstanding claims provision carried forward at 31 December	7,342,403	1,999,474	5,342,929
	Claims incurred	1,683,685	558,408	1,125,277
3.	Net operating expenses		2006 £	2005 £
	Administration expenses		104,916	121,706
	Net operating expenses		104,916	121,706

4. Administration ex	penses
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•	2006	2005
Administration expenses include	£	£
Auditors' remuneration - audit of the financial statements		
- PricewaterhouseCoopers LLP	39,480	49,600
- CLB Littlejohn Frazer	27,500	-
•	66,980	49,600

The Company has no employees and has sub-contracted its administration to Cavell Management Services Limited

5. Investment income

mvestment moone	2006 £	2005 £
Income from intra-group loans and deposits with fellow subsidiary undertaking Other investments	71,069 384,357	83,858 207,257
	455,426	291,115

6 Taxation

No provision has been made for UK corporation tax on the profits for the year as they have been fully offset by losses brought forward

The Directors estimate that tax losses of approximately £2,400,000 (2005 £2,700,000) are available to be carried forward to be set against future profits

No deferred tax asset has been recognised in respect of these losses due to the uncertainty of future profits

7	Intangible assets			2006	2005
	Computer software			£	£
	Cost				
	At 1 January			6,296	6,296
	Write off			(6,2 <u>96)</u>	
	At 31 December			<u> </u>	6,296
	Accumulated amortization				
	At 1 January			1,481	196
	Amortisation in the year			1,247	1,285
	Write off			(2,728)	
	At 31 December			<u> </u>	1,481
	Net book value at 31 December		_	<u> </u>	4,815
8	Investments				
			rent value		orical cost
		2006	2005	2006	2005
		£	£	£	£
	Intra group loans and				
	deposits with fellow subsidiary undertaking	-	1,489,905	-	1,489,905
	Other financial investments - deposits with credit				
	institutions	7,171,521	7,853,108	7,171,521	7,853,108

Following the purchase of the Company by Chevanstell Limited the intra group loans and deposits with fellow subsidiary undertaking were repaid

9,343,013

7,171,521

9,343,013

7,171,521

9 Directors' emoluments

The total emoluments were nil (2005 nil)

10	Share capital	2006 £	2005 £
	Authorised 60,000,000 (2005 – 60,000,000) Ordinary shares of £1	60,000,000	60,000,000
	Issued and fully paid 49,025,000 (2005 – 49,025,000) Ordinary shares of £1	49,025,000	49,025,000
11	Outstanding claims provision	2006 £	2005 £
	Gross	4,277,056	7,342,403
	Reinsurance	(1,379,260)	(1,999,474)
	Net	2,897,796	5,342,929

12	Movement in shareholders	' funds	Sha capil		rofit and account £	Total £
	Profit for the financial year Other net recognised losses Change in net shareholders' funds Opening shareholders' funds at 1 January 2006				620,417 388,430)	620,417 (388,430)
			49,025,00		231,987 972,472)	231,987 4,052,528
	Closing shareholders' funds at 31 December 2006		49,025,0	00 (44,	740,485)	4,284,515
	2005					
	Loss for the financial year Other net recognised gains Change in net shareholders' funds Opening shareholders' funds at 1 January 2005				975,002) 386,891	(975,002) 386,891
			49,025,0	•	588,111) 384,361)	(588,111) 4,640,639
	Closing shareholders' funds at 31 December 2005		49,025,0	00 (44,	972,472)	4,052,528
13	Segmental information	Direct Property £	Direct Liability £	Total Direct £	Reinsurance £	Total £
	2006 Gross premiums – UK Gross claims incurred Gross operating expenses Gross technical result Reinsurance balance Net technical result	(25,904) 12,798 (13,106) 4,073 (9,033)	559,210 (37,172) 522,038 (252,269) 269,769	533,306 (24,374) 508,932 (248,196) 260,736	2,732 (125,353) (80,542) (203,163) 114,479 (88,684)	(104,916) 305,769 (133,717) 172,052
	Net technical provisions	165,808	664,594	830,402	2,067,394	2,897,796
	2005 Gross premiums – UK Gross claims incurred Gross operating expenses Gross technical result Reinsurance balance Net technical result	(6,093) (110) (6,203) (238) (6,441)	(797,634) (73,559) (871,193) (64,130) (935,323) 2,631,080	(803,727) (73,669) (877,396) (64,368) (941,764) 2,802,249	831 (879,958) (48,037) (927,164) 610,402 (316,762) 2,540,680	(121,706)
	tooraneer provious	,	-,,	,-		

All gross premiums in respect of direct business were written in the United Kingdom and those in respect of reinsurance business were written in the London Market

14 Commitments - Trust deposit

During 2006 a Trust Fund guarantee of US\$1,500,000 was maintained in favour of the State of New York for the benefit of United States policyholders—The Trust Fund guarantee is supported by a Letter of Credit with Citibank—The Letter of Credit is guaranteed by cash

15 Provision for other risks and charges

As stated in Note 1 g), provision is made for run off administration costs to the extent that they exceed the estimated future investment return

No provision has been made for run off administration costs estimated to be incurred during the period of the run-off because the Directors are of the opinion that these costs will be covered by future investment income. The gross provision that would be required before offsetting future investment income is £4,100,000, reflecting the long tail nature of some of the Company's claims liabilities.

At 31 December 2005 there was a residual provision of £332,000, which has been released to Profit and Loss Account in the year ended 31 December 2006

16 Ultimate parent undertaking

Prior to 21 December 2006 the Company was owned by Esso Holding Company U K $\,$ Inc , which was the immediate parent undertaking and controlling company $\,$ The ultimate parent undertaking of that company is Exxon Mobil Corporation, incorporated in New Jersey, USA

With effect from 21 December 2006 the Company's immediate parent undertaking is Chevanstell Limited and its ultimate parent undertaking is Randall & Quilter Investment Holdings Limited, which is registered in England and Wales. The financial statements of the ultimate parent undertaking can be obtained from 9-13 Fenchurch Buildings, London, EC3M 5HR. The ultimate controlling party of Randall & Quilter Investment Holdings Limited is Mr K E Randall