AUTOMOBILE ASSOCIATION UNDERWRITING SERVICES LIMITED ACCOUNTS - 31 DECEMBER 1995



Registered number: 1674675

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31 DECEMBER 1995

 The Directors present herewith the audited financial statements for the year ended 31 December 1995.

REVIEW OF ACTIVITIES

The Company's profit and loss account for the year is set out on pages 4 and 5.

The main activity of the Company is unchanged since last year and is principally to transact classes 16 to 18 of 'General Insurance' as defined by Section 1 of the Insurance Companies Act 1982.

Both the level of business and year end financial position were satisfactory and the Directors expect that the present level of activity will be sustained for the foreseeable future.

The Directors do not recommend the payment of a dividend in respect of the year and the profit has, therefore, been retained.

3. FORMAT OF ACCOUNTS

Following the introduction of the Companies Act 1985 (Insurance Companies Accounts) Regulations 1993, which amended Section 255 and Schedule 9A of the Companies Act 1985, and Guidance on Accounting for Insurance Business (excluding Accounting for Investments) issued by the Association of British Insurers in December 1995, certain disclosure requirements have been amended; disclosure of comparative amounts have been restated accordingly. There was no effect on overall reported results and net assets as a result of these changes.

4. DIRECTORS

The Directors of the Company are as follows, all of whom have been Directors for the whole of the year, except where indicated:

Bob Chase Iohn Dawson

- appointed 7 February 1996

Mark Haszlakiewicz

Pete Johnson

Kerry Richardson

Frank Thackwray

Mark Wood

Simon Dyer was Chairman of the Board during 1995 and until his death on 17 February 1996.

5. INSURANCE OF DIRECTORS

The AA Group maintains liability insurance for the Directors of Automobile Association Underwriting Services Limited in respect of their duties as Directors of the Company.

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31 DECEMBER 1995 - continued

DIRECTORS' INTERESTS IN SHARES OF THE COMPANY AND CONTRACTS 6.

None of the Directors of the Company at the year end and at the date of this report had any beneficial interest in shares of any group company during the year, nor had the Directors any beneficial interest in any contract of significance to which the Company was a party during the year.

FIXED ASSETS 7.

The movements in fixed assets during the year are set out in note 12 to the financial statements.

PEOPLE WITH DISABILITIES 8.

During the year, the Company gave full consideration to applications for employment from people with disabilities, whether registered or not, having regard to their particular aptitude and abilities. People with disabilities employed by the Company participate as appropriate in training and career development schemes. It is the Company's policy, where an employee becomes disabled while employed, to make arrangements wherever possible for the employee either to continue in the same job or to be offered retraining for alternative employment.

EMPLOYEE COMMUNICATION AND INVOLVEMENT 9.

Throughout the AA Group, employee communication and consultation schemes operate to increase the effectiveness of the Company's operations for the mutual benefit of members, customers and employees. All employees have the opportunity to attend communication meetings or team briefings to receive information and to give their views on financial performance, business developments, service standards or local operational developments. Additionally, within these meetings, employees have the opportunity to raise any other matters relevant to the Company's activities. In accordance with agreements which exist with TUC-affiliated unions, a variety of matters relating to employees' terms and conditions of employment are jointly kept under review by National Joint Committees.

All employees are able to share in the success of the organisation through participating in performance-related bonus or incentive schemes. In addition, there is a long-term remuneration scheme for senior management which may result in bonus payments dependent on the success of the AA Group in attaining its long-term strategic aims.

BY ORDER OF THE BOARD

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COLIN SKEEN

SECRETARY

DIRECTORS' STATEMENT OF RESPONSIBILITY

in relation to financial statements

The Directors are required by the Companies Act 1985 to prepare financial statements for each financial year which 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 results of the Company for the financial year.

The Directors consider that, in preparing the financial statements on pages 4 to 16, appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, have been used and that all applicable accounting standards have been followed. The financial statements have been prepared on a going concern basis.

The Directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy the financial position of the Company and which enable them to ensure that the financial statements comply with the Companies Act 1985. In addition, the Directors 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. The Directors confirm that they have complied with these requirements.

REPORT OF THE AUDITORS TO THE MEMBERS OF AUTOMOBILE ASSOCIATION UNDERWRITING SERVICES LIMITED

We have audited the financial statements on pages 4 to 16.

Respective responsibilities of directors and auditors

As described above, the Company's Directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with 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 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the Company's affairs at 31 December 1995 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

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COOPERS & LYBRAND
CHARTERED ACCOUNTANTS AND REGISTERED AUDITORS
SOUTHAMPTON, 25 MARCH 1996

PROFIT AND LOSS ACCOUNT

TECHNICAL ACCOUNT - GENERAL BUSINESS

FOR THE YEAR ENDED 31 DECEMBER 1995

	Note	1995	1994
		£'000	£'000 As restated
	2	39,407	37,656
Gross premiums written	_	(2,161)	(2,264)
Outward reinsurance premiums	•	37,246	35,392
Net premiums written		0.,	
Change in the gross provision for unearned premiums Change in the provision for unearned premiums,		(1,519)	191
reinsurer's share		(51)	(147)
Change in the net provision for unearned premiums	•	(1,570)	44
EARNED PREMIUMS, NET OF REINSURANCE		35,676	35,436
Allocated investment return transferred from the		1,929	1,141
non-technical account TOTAL TECHNICAL INCOME		37,605	36,577
Gross claims paid		19,580	18,713
Reinsurer's share		(1,230)_	(1,559)
Net claims paid		18,350	17,154
Change in the gross provision for claims	3	(644)	146
Change in the provision for claims, reinsurer's share		72	
Change in the net provision for claims		(572)	146
CLAIMS INCURRED, NET OF REINSURANCE		17,778	17,300
Net operating expenses	4	17,578	18,169
Exceptional net operating expenses	4	· -	574
* .		35,356	36,043
TOTAL TECHNICAL CHARGES		00,000	
BALANCE ON THE TECHNICAL ACCOUNT FOR GENERAL BUSINESS		2,249	534

PROFIT AND LOSS ACCOUNT - continued

NON-TECHNICAL ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 1995

	Note	1995 £'000	1994 £'000 As restated
Balance on the general business technical account Investment income	5	2,249 2,270 4,519	534 1,389 1,923
Allocated investment return transferred to the general business technical account PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	6	(1,929) 2,590	<u>(1,141)</u> 782
TAXATION ON PROFIT ON ORDINARY ACTIVITIES	9	(669)	(726)
PROFIT FOR THE FINANCIAL YEAR		1,921	56
RETAINED PROFIT AT 1 JANUARY		11,575	11,519
RETAINED PROFIT AT 31 DECEMBER		13,496	11,575

All items dealt with in arriving at the profit before taxation for both 1995 and 1994 relate to continuing operations.

As the financial statements have been drawn up under the historical cost convention, there is no difference between the profit and loss account reported on pages 4 and 5, and its historical cost equivalent.

The Company has no recognised gains or losses in 1995 and 1994, other than the profit for the financial year, reported on pages 4 and 5, and, therefore, no separate statement of total recognised gains or losses is presented.

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

FOR THE YEAR ENDED 31 DECEMBER 1995

	1995 £'000	1994 £'000
Profit for the financial year	1,921	56
Net addition to shareholders' funds	1,921	56
Opening shareholders' funds	14,075	14,019
Closing shareholders' funds	15,996	14,075

BALANCE SHEET - 31 DECEMBER 1995

	Note	1995 £'000	1994 £'000 As restated
ASSETS			
INVESTMENTS Deposits with credit institutions		33,500	-
REINSURER'S SHARE OF TECHNICAL PROVISIONS Provision for unearned premiums Claims outstanding		1,127 128 1,255	1,178 200 1,378
DEBTORS Debtors arising out of direct insurance operations Debtors arising out of reinsurance operations -	10	2,440	1,702
group undertakings Other debtors	11	538 3,673 6,651	684 3,650 6,036
OTHER ASSETS Tangible assets Cash at bank and in hand	12	354 167 521	366 29,939 30,305
PREPAYMENTS AND ACCRUED INCOME Accrued interest and rent Deferred acquisition costs		742 3,419 4,161	3,533 3,533
TOTAL ASSETS		46,088	41,252

BALANCE SHEET - 31 DECEMBER 1995 - continued

•	Note	1995 £'000	1994 £'000 As restated
LIABILITIES			
CAPITAL AND RESERVES Called up share capital Profit and loss account EQUITY SHAREHOLDERS' FUNDS	13	2,500 13,496 15,996	2,500 11,575 14,075
TECHNICAL PROVISIONS Provision for unearned premiums Claims outstanding		15,601 3,468 19,069	14,082 4,112 18,194
PROVISIONS FOR OTHER RISKS AND CHARGES	14	997	882
CREDITORS Creditors arising out of direct insurance operations Creditors arising out of reinsurance operations -		668	391
group undertakings	15	1,023 7,155	1,056 5,103
Other creditors including taxation and social security	13	8,846	6,550
ACCRUALS AND DEFERRED INCOME		1,180	1,551
TOTAL LIABILITIES		46,088	41,252

The financial statements on pages 4 to 16 were approved by the Board of Directors on 25 March 1996 and were signed on its behalf by:

MARK HASZLAKIEWICZ

DIRECTOR

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995

1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention and in accordance with the provisions of Section 255 of, and Schedule 9A to, the Companies Act 1985, as amended by the Companies Act 1985 (Insurance Companies Accounts) Regulations 1993.

Following the introduction of the Companies Act 1985 (Insurance Companies Accounts) Regulations 1993, and the publication of guidance issued by the Association of British Insurers in December 1995, certain disclosures have been amended; comparative amounts have been restated.

Premiums

All premiums written relate to business incepted in the year and are shown gross of any commission due to intermediaries and exclusive of insurance premium tax. The amount includes an estimate of premiums due but not yet received.

Unearned premiums

The provision for unearned premiums represents that proportion of the premiums written in the year relating to the period of the policy that has not expired at the balance sheet date.

Claims

Provision is made for the estimated cost of claims notified but not settled by the balance sheet date and of claims incurred but not reported by that date, together with the expected administrative costs of settlement. Any differences between provisions and subsequent settlements are dealt with in the technical accounts of later years.

Unexpired risks provisions

A provision is established where claims and administration expenses are expected to exceed the unearned premium provision after the end of the year. The provision is calculated for each separate category of direct business class, but where in the opinion of the directors the business classes concerned are managed together, a provision for unexpired risks is made only where there is an aggregate deficit.

Depreciation

Depreciation is calculated so as to write off the cost of fixed assets on a straight line basis over the expected useful economic lives of the assets concerned. The principal annual rates used for this purpose are:

Equipment 20% - 33.33% Motor vehicles 18% - 22%

The cost of furniture and fittings is written off in the year of purchase, except in the case of major projects, where the costs are capitalised and depreciated, using an annual rate of 20%.

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995 - continued

1. ACCOUNTING POLICIES - continued

Deferred taxation

Tax deferred or accelerated is accounted for in respect of all material timing differences to the extent that it is probable that a liability or asset will crystallise. Timing differences arise from the inclusion of items of income and expenditure in tax computations in periods different from those in which they are included in the financial statements. Provision is made at the rate which is expected to be applied when the liability or asset is expected to crystallise.

Retirement benefits

The cost of providing retirement benefits is charged to the profit and loss account over the periods benefiting from the employees' services. The difference between the charge to the profit and loss account and the contributions and premiums paid, is shown as an asset or liability in the balance sheet.

Foreign currencies

Assets and liabilities expressed in foreign currencies are translated to sterling at rates of exchange ruling at the end of the financial year and differences on exchange are taken to the technical and non technical accounts.

Costs incurred by and on behalf of other group companies

The Automobile Association and other group companies allocate to the Company costs, which they have incurred on the Company's behalf; similarly, the Company allocates to other group companies costs, which have been incurred on their behalf.

Transfer of investment return

A transfer of investment return, including unrealised gains and losses, expenses and charges, is made from the non-technical account to the technical account - general business to reflect the return made on those assets directly attributable to the insurance business. The allocation is estimated, based on the ratio of the fixed capital of the Company to total shareholders' funds.

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995 - continued

2. SEGMENTAL INFORMATION

Legal expenses £'000	Assistance £'000	Total £'000
12,109	27,298	39,407
12,445	25,443	37,888
3,030	15,906	18,936
7,192	10,386	17,578
1,054	-	1,054
1,169	(849)	320
		
Legal expenses £'000	Assistance £'000	Total £'000
12,773	24,883	37,656
13,498	24,349	37,847
4,217	14,642	18,859
7,852	10,891	18,743
852	-	852
577_	(1,184)	(607)
	expenses £'000 12,109 12,445 3,030 7,192 1,054 1,169 Legal expenses £'000 12,773 13,498 4,217 7,852 852	expenses Assistance £'000 27,298 12,445 25,443 3,030 15,906 7,192 10,386 1,054 - 1,169 (849) Legal expenses £'000 £'000 12,773 24,883 13,498 24,349 4,217 14,642 7,852 10,891 852 -

All gross premiums written are in respect of direct business and were concluded in the United Kingdom.

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NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995 - continued

3. MOVEMENTS IN PRIOR YEARS' CLAIMS PROVISIONS

The total over provision in respect of prior years' claims was in the order of £526,000 (1994, £492,000) and arose primarily in respect of Assistance risks.

4. NET OPERATING EXPENSES

	1995	1994
	£'000	£'000
Policy acquisition costs Change in deferred acquisition costs Administration costs	11,325	12,591
	(114)	(443)
	6,367	6,021
Administration costs	17,578	18,169
Exceptional net operating expenses	<u>-</u>	574
Net operating expenses	17,578	18,743
14Cf obetween exhauses		

The total commission incurred during the year was £10,112,000 (1994, £11,076,000).

Administration costs include general marketing costs, being an allocation of The Automobile Association's total marketing expense.

The exceptional charge represents the cost of redundancies and other related expenditure following reorganisations in 1994.

5. INVESTMENT INCOME

	1995 £'000	1994 £'000
Income from investments other than participating interests: Income from other investments	2,270	1,389

6. PROFIT ON ORDINARY ACTIVITIES BEFORE TAX

Profit on ordinary activities before tax is stated after charging:

	1995	1994
	£'000	£'000
Depreciation of tangible fixed assets	173	165
Furniture and fittings written off	1	2
Policyholders Protection Act levy	455	352
Fees payable to the auditors:	01	20
Audit	31	28
Other	7	36

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995 - continued

7. DIRECTORS' EMOLUMENTS

DIRECTORS EMOLOMENTS	1995 £'000	1994 £'000
Emoluments of directors, including pension contributions: For management services Special payments (see below)	49 3	47 7
Special payments (see select)	52	54

The emoluments disclosed above (excluding pension contributions) include amounts paid to:

	1995	1994
The Chairman	£14,599	£11,177
The highest paid director (1995 - The Chairman)	£14,599	£11,371

Number of directors who received emoluments (excluding pension contributions) in the following ranges was:

			1995	1994
			No	No
Nil	_	£5,000	2	4
£5,001	_	£10,000	4	2
£10,001	-	£15,000	1	2

Special payments were made to a director to compensate him for share option rights forfeited when he terminated his previous employment.

8. EMPLOYEES

The average number of persons employed by the Company, including executive directors, during the year was 279 (1994, 324).

Staff costs, including remuneration to executive directors, during the year amounted to:

	1995 £'000	1994 £'000
Wages and salaries	3,396	3,457
Social security costs	245	259
Other pension costs	256	263
	3,897	3,979

These staff costs represent costs directly incurred by the Company; in addition, the following staff costs were allocated to the Company by other group companies, and to other group companies by the Company.

	Allocations in		Allocations out	
	1995	1994	1995	1994
Wages and salaries Social security costs Other pension costs	£'000	£'000	£'000	£'000
	1,977	2,030	51	4 1
	152	152	4	3
	174	154	4	3
	2,303	2,336	59	47

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995 - continued

9. TAXATION ON PROFIT ON ORDINARY ACTIVITIES

		1995 £'000	1994 £'000
	United Kingdom corporation tax at 33% (1994 33%)	440	//5
	Current	668	665
	Under provision in respect of prior years' corporation tax	1	61
	-	669	726
10.	DEBTORS ARISING OUT OF DIRECT INSURANCE OPERATIONS		
		1995	1994
		£'000	£'000
	Policyholders	2,344	1,592
	Intermediaries	96	110
	memeranes	2,440	1,702
11.	OTHER DEBTORS		
		1995	1994
		£'000	£'000
	Amounts owed by group undertakings	242	389
	Other debtors	3,431	3,261
	Onio activis	3,673	3,650

12. TANGIBLE ASSETS

	Equipment and motor vehicles £'000
Cost	0.61
At 1 January 1995	961 221
Additions	(75)
Inter-company transfers Disposals	(154)
At 31 December 1995	953
Depreciation	
At 1 January 1995	595
Charge for the year	173
Inter-company transfers	(32) (137)
Disposals	599
At 31 December 1995	
Net book value	
At 31 December 1995	354
At 31 December 1994	366

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995 - continued

13. CALLED UP SHARE CAPITAL

	1995	1994
	£'000	£'000
Ordinary shares of £1 each		
Authorised	10,000	10,000
Issued, called up and fully paid	2,500	2,500
		•
PROVISIONS FOR OTHER RISKS AND CHARGES		
	1995	199 4
	£'000	£'000
Pensions and similar obligations		
At 1 January 1995	882	7 86
Charge for the year	278	264
Utilised in the year	(163)	(168)
At 31 December 1995	997	882

Pensions

14.

Pension schemes for the AA Group's employees are of the defined benefit, final salary type, the assets of which are held in trust funds separate from the AA Group's finances. The schemes are self-administered and funded to cover future pension liabilities (including expected future earnings and pension increases) in respect of service up to the balance sheet date.

They are subject to independent valuations at least every three years, on the basis of which R Watson & Sons, Consulting Actuaries, certify the rates of the employer's contributions which, together with the specified contributions payable by the employees and proceeds from the schemes' assets, are sufficient to fund the benefits payable under the schemes.

Details relating to the latest actuarial valuation of the schemes are contained in the financial statements of The Automobile Association.

Other retirement benefits

The Company has a commitment to provide post-retirement private medical insurance cover to certain current and past employees. The provision of £90,000 at 31 December 1995 (1994, £68,000) was established on an actuarial basis, assuming a 4% per annum real increase in premiums.

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15. OTHER CREDITORS INCLUDING TAX AND SOCIAL SECURITY

	7,155	5,103
Other creditors	387	277
Corporation tax	7 90	845
Amounts owed to group companies	5,978	3,981
	£'000	£'000
	1995	1994

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 1995 - continued

16. DEFERRED TAXATION

The deferred taxation provision and full potential asset are set out below:

	1995 Full potential asset	1995 Provision made	1994 Full potential asset	1994 Provision made £'000
	£'000	£'000	£'000	£ 000
Timing differences on				
Fixed assets	(20)	-	(6)	-
Provisions for pensions				
and similar obligations	(299)	-	(273)	-
Other items	(390)	-	(609)	
	(709)	-	(888)	-

17. ULTIMATE OWNERSHIP

The Company is a wholly owned subsidiary of Automobile Association Developments Limited. The ultimate ownership of Automobile Association Developments Limited is vested in The Automobile Association, whose principal place of business is situated at Norfolk House, Priestley Road, Basingstoke, Hampshire, RG24 9NY.