**Directors' Report** 

and

**Financial Statements** 

For the year ended

31 December 2003

A22 \*\*AMRN9TDP\*\* 0704
COMPANIES HOUSE 18/08/04
Registered in England No.: 2171236

## Report of the Directors

The Directors present their report and audited financial statements for the year ended 31 December 2003.

#### Principal activity

The principal activity of the Company was to provide investment advice and effecting investment transactions. The Company stopped writing new business and giving new advice with effect from 1 July 2003 but continues to receive renewal commissions.

#### **Business review**

The Directors consider the results set out in the attached financial statements and the future prospects for the Company to be satisfactory.

#### **Directors**

The following Directors have served during the year:

Steve Baker (Appointed 29 June 2003)
Bernard Brown (Appointed 29 June 2003)
Paul Rogers (Resigned 29 June 2003)
Michael Seddon (Resigned 20 June 2003)
Jeremy Taber (Appointed 29 June 2003)
Paul Thompson (Appointed 29 June 2003)

None of the Directors held shares in the Company at any time during the year.

Paul Thompson is also a Director of Britannic Group plc and his interest in the share capital of that Company is given in its financial statements and Remuneration report.

Steve Baker, Bernard Brown & Jeremy Taber are also Directors of Britannic Assurance plc. Their interests in the share capital of Britannic Group plc are given in the Britannic Assurance plc Financial Statements and Directors' report.

#### **Dividends**

The Directors do not propose a dividend for the year ended 31 December 2003 (2002: £nil).

## **Employees**

There were no employees during the year (2002: Nil)

By order of the Board

Ánna East Secretary

1 Wythall Green Way Wythall Birmingham B47 6WG

February 2004 کتے

## Statement of Directors' Responsibilities

Company law requires Directors 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 profit or loss for that period. In preparing those financial statements, the Directors are required to:

- (a) Select suitable accounting policies and then apply them consistently;
- (b) Make judgements and estimates that are reasonable and prudent;
- (c) State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- (d) 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 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.

# Profit and Loss Account for the year ended 31 December 2003

	Notes	2003 £000	2002 £000
Turnover		144	265
Administrative Expenses		(161)	(309)
Operating loss		(17)	(44)
Interest receivable	2	1	6
Loss on ordinary activities before taxation	3	(16)	(38)
Tax credit on loss on ordinary activities	4	5	9
Loss on ordinary activities after taxation		(11)	(29)

The Company has no recognised gains and losses in the period other than those detailed above. All figures relate to continuing operations.

# Balance Sheet as at 31 December 2003

Current Assets	Notes	2003 £000	2002 £000
Debtors	5	5	6
Cash at bank and in hand		64	67
Current Liabilities			
Creditors: amounts falling due in less than one year	6	(47)	(40)
Net current assets		22	33
Capital and reserves – equity shareholders' funds			
Called up share capital	7	1	1
Profit and loss account	8 9	21 22	32 33

The financial statements were approved by the Board of Directors on 25 February 2004 and were signed on its behalf by:

I de

Jeremy Taber Director

#### Notes to the Financial Statements

# 1. Accounting standards and policies

# Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. A summary of the more important accounting policies, which have been applied consistently, are set out below:

#### Turnover

Turnover represents income earned by way of insurance commission and other financial services related transactions.

## 2. Interest receivable

		2003 £000	2002 £000
	Bank interest	1	6_
3.	Loss on ordinary activities before taxation		
		2003 £000	2002 £000
	Loss on ordinary activities before tax is stated after charging:		
	Auditors' remuneration	2	5

#### 4. Taxation

		2003	2002
		£000	£000
	United Kingdom Corporation tax credit at 30%(2002: 30%)	(5)	
	Over provision in respect of prior year's	-	(9)
		(5)	<u>(9)</u>
	Factors affecting the tax charge for the year		
	The current tax credit for the year is equal to (2002; lower the activities multiplied by the standard rate of UK Corporation		
		2003	2002
		£000	£000
			2000
	Loss on ordinary activities before tax	(16)	(38)_
	Loss on ordinary activities multiplied by the standard rate of 30% (2002:30%)	(5)	(11)
	Effects of :-		
	Utilisation of tax losses	-	11
	Adjustments to tax credit in respect of previous years		(9)
		(5)	(9)
_	Delta		
5.	Debtors		
		2003	2002
		£000	£000
	Other debtors	5	1
	Prepayments	<del>-</del>	5
			6
6.	Creditors: amounts falling due within one year		
		2002	2000
		2003	2002
		£000	£000
	Accruals and deferred income	-	5
	Other creditors	-	1
	Amounts due to fellow subsidiary undertaking	47_	34
		47	40

## 7. Share capital

		2003 £	2002 £
	Authorised ordinary shares of £1 each	1,002	1,002
	Allotted, issued, called up and fully paid ordinary shares of £1 each	1,002	1,002
8.	Profit and loss account		
		2003	2002
		£000	£000
	As at 1 January	32	61
	Loss for the year	(11)	(29)
	As at 31 December	21	32_

# 9. Reconciliation of movement in equity shareholders' funds

	2003	2002
	£000	£000
As at 1 January	33	62
Loss for the year	(11)	(29)
As at 31 December	22	33_

# 10. Compensation claims

The Company's parent Company, Britannic Assurance plc, has agreed to indemnify the Company for any claims for compensation arising from previous advice.

#### 11. Related party disclosure

As a wholly owned subsidiary, the Company has taken advantage of the exemption provided by Financial Reporting Standard 8 and has therefore not disclosed intra-group transactions.

# 12. Cashflow statement

As permitted by Financial Reporting Standard 1 (Revised 1996) no cash flow statement is presented, as the Company is a wholly owned subsidiary. Cash flows of this Company are reported in the Consolidated Cash Flow Statement of its ultimate parent undertaking, Britannic Group plc.

## 13. Parent company

The Company's immediate parent undertaking at 31 December 2002 was Britannic Money plc. On the 29 June 2003 the ownership of the Company transferred to Britannic Assurance plc. Britannic Group plc is the ultimate holding Company of the Britannic Group of Companies and copies of the Group financial statements may be obtained from the Company Secretary, Britannic Group plc, 1 Wythall Green Way, Birmingham, B47 6WG. Britannic Group plc heads the largest and smallest group of undertakings for which group accounts are drawn up.