

Registered Number 02561344

PPP LIFETIME CARE PLC

**Directors' Report and Financial Statements
for the year ended 31 December 2008**

WEDNESDAY



APF79BRW

A56

22/07/2009

105

COMPANIES HOUSE

Registered Office: 5 Old Broad Street, London EC2N 1AD

PPP LIFETIME CARE PLC

DIRECTORS' REPORT

The directors present their report and financial statements for the year ended 31 December 2008.

REVIEW OF ACTIVITIES

The Company transferred all business and shareholders' funds to AXA Sun Life plc under a Part VII Scheme on 1 January 2007. The Company ceased to transact insurance business on this date and applied to the Financial Services Authority for de-authorisation. This was received with effect from 31 December 2007.

The Company has entered into no transactions since 1 January 2007. The Company therefore qualifies as a dormant company, and has prepared accounts on that basis.

DIRECTORS AND SECRETARY

The present directors and secretary, who have served throughout the year unless otherwise stated, are noted below:

Mr. N. J-M. D. Moreau	(Chairman/Director)
Mr. P. J. Evans	(Chief Executive/Director)
Mr. D. R. Cheeseman	(Director, appointed 23 July 2008)
Mr. F. de Ménéval	(Director)
Mr. A. J. Purvis	(Director)
Mr. J. P. Small	(Secretary)

Mr. C. G. Moore resigned as a director of the Company on 28 May 2009.

By Order of the Board



D. R. Cheeseman
Director
16 July 2009

PPP LIFETIME CARE PLC
PROFIT AND LOSS ACCOUNT
TECHNICAL ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2008

		2008	2007
	Notes	£000	£000
Claims incurred, net of reinsurance			
Change in the provision for outstanding claims			
Gross amount		-	443
Reinsurers' share		-	(2)
		-	441
Change in other technical provisions, net of reinsurance			
Long term business provisions, net of reinsurance			
Gross amount		-	207,883
Reinsurers' share		-	(72,829)
		-	135,054
Technical provisions for linked liabilities		-	146,229
		-	281,283
Other technical charges	4	-	(281,724)
Balance on the long-term business technical account		-	-

PROFIT AND LOSS ACCOUNT
NON-TECHNICAL ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2008

		2008	2007
	Notes	£000	£000
Balance on the long-term business technical account		-	-
Exceptional Item	4	-	(123,562)
Loss on ordinary activities before tax	6	-	(123,562)
Tax on profit on ordinary activities	3	-	-
Retained Loss for the financial year		-	(123,562)

The Company has recognised no gains or losses during the year. In 2007, no gains and losses were recognised other than the loss for the financial year shown above.

All of the above amounts are in respect of discontinued operations.

The notes on pages 4 to 6 form an integral part of these financial statements.

PPP LIFETIME CARE PLC

BALANCE SHEET AS AT 31 DECEMBER 2008

		2008	2007
	Notes	£000	£000
Equity Shareholders' Fund			
Called up share capital	5	46,500	46,500
Profit and loss account	6	(46,500)	(46,500)
		<u>-</u>	<u>-</u>

For the year ended 31 December 2008 the Company was entitled to the exemption under section 249AA(1) of the Companies Act 1985.

Members have not required the Company to obtain an audit in accordance with section 249(B)(2) of the Companies Act 1985.

The directors acknowledge their responsibility for:

- (i) ensuring the Company keeps accounting records which comply with section 221; and
- (ii) preparing accounts 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 its profit or loss for the financial year, in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The financial statements on pages 2 to 6 were approved by the Board of Directors on 16 July 2009 and signed on its behalf by:



D. R. Cheeseman
Director

PPP LIFETIME CARE PLC

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICES

The principal accounting policies are set out below.

Basis of preparation

For the period to 31 December 2007, the financial statements were prepared in accordance with the provisions of Section 255 of, and Schedule 9A to, the Companies Act 1985, which cover the special disclosures applicable to insurance companies.

The financial statements have been prepared on a going concern basis in accordance with the Companies Act 1985 and applicable UK accounting standards.

2. DIRECTORS' EMOLUMENTS

The directors are employed and paid by companies in the AXA Group and their directorships are held as part of that employment. No director has received any emoluments or other benefits from the Company or from any other company in the AXA Group in respect of services to the Company.

3. TAXATION

	Technical Account		Non-technical Account	
	2008	2007	2008	2007
	£000	£000	£000	£000
UK corporation tax:				
UK corporation tax	-	-	-	-
Total current tax	-	-	-	-

Factors affecting the tax charge

No tax has been charged in the year. The tax assessed in 2007 was lower than that calculated using the standard rate of corporation tax in the UK (30%). The differences are explained below:

Non-technical account	2008 £000	2007 £000
Loss on ordinary activities before tax	-	(123,562)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 28.5% (2007: 30%)	-	37,069
Difference between effective and standard rate on balance on long-term business account	-	-
Exceptional item not subject to tax	-	(37,069)
Current tax charge for the period	-	-

PPP LIFETIME CARE PLC

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

4. EXCEPTIONAL ITEM

In 2007 an exceptional loss of £124m was recognised in the non technical account. This was in respect of the transfer of shareholder net assets from the Company to AXA Sun Life plc ("ASL") under a Part VII scheme.

The transfer of insurance business under the Scheme resulted in the following movements in the technical account in 2007:

	2007 £'000
Claims incurred, net of reinsurance	
Change in the provision for outstanding claims	
Gross amount	443
Reinsurers' share	(2)
Change in other technical provisions, net of reinsurance	
Long term business provisions, net of reinsurance	
Gross amount	207,883
Reinsurers' share	(72,829)
Technical provisions for linked liabilities	146,229
Other technical charges	<u>(281,724)</u>
	<u>-</u>

Other technical charges represent the write down of assets passed to ASL as compensation for the liabilities transferred.

5. CALLED UP SHARE CAPITAL

	2008 £000	2007 £000
Authorised :		
65,000,000 ordinary shares of £1 each	<u>65,000</u>	<u>65,000</u>
Issued :		
46,500,000 ordinary shares of £1 each, fully paid	<u>46,500</u>	<u>46,500</u>

6. PROFIT AND LOSS ACCOUNT

	2008 £000	2007 £000
At 1 January 2007	(46,500)	77,062
Retained loss for the financial year	-	(123,562)
At 31 December 2007	<u>(46,500)</u>	<u>(46,500)</u>

On 1 January 2007 all shareholder fund net assets were transferred to ASL under the provisions of the Part VII scheme. Following the transfer, no distributable profits remain in the Company.

PPP LIFETIME CARE PLC

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

7. PROVISION FOR OTHER RISKS AND CHARGES

	2008		2007	
	Total	Deferred	Other	Total
		Tax		
	£000	£000	£000	£000
At 1 January	-	69	2,000	2,069
Transfer during the year	-	(69)	(2,000)	(2,069)
At 31 December	-	-	-	-

8. CASH FLOW STATEMENT

Under Financial Reporting Standard ("FRS") 1 (Cash flow statements (revised 1996)), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a subsidiary undertaking of a parent undertaking which produces a consolidated cash flow statement. The cash flow of the Company is consolidated in the Guardian Royal Exchange plc financial statements which can be obtained from 5 Old Broad Street, London, EC2N 1AD.

9. RELATED PARTY TRANSACTIONS

As the Company is a wholly-owned subsidiary it has taken advantage of the exemption granted under FRS 8 (Related Party Disclosures) where subsidiary undertakings do not have to disclose transactions with group companies qualifying as related parties provided that consolidated financial statements are publicly available.

10. IMMEDIATE AND ULTIMATE PARENT COMPANIES

The Company is a subsidiary of AXA Insurance plc, a company incorporated in Great Britain and registered in England and Wales.

In the opinion of the directors, the Company's ultimate parent and controlling company is AXA, a company incorporated in France. The parent undertaking of the largest group which includes the Company and for which group financial statements are prepared is AXA. Copies of the AXA Group financial statements can be obtained from 23 avenue Matignon, 75008 Paris, France.

The parent undertaking of the smallest group which includes the Company and for which group financial statements are prepared is Guardian Royal Exchange plc, a company registered in England and Wales. Copies of the group financial statements of Guardian Royal Exchange plc are available from that Company's registered office at 5 Old Broad Street, London, EC2N 1AD.