

NM Life Group Limited
Annual report and financial statements for the year ended
31 December 2013

Company Registration No. 2863565



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Directors and officers

Directors

Michael Woodcock

Company Secretary

Paul Shakespeare

Registered Office

Windsor House

Telford Centre

Telford

Shropshire

TF3 4NB

Company Registration Number

2863565

Director's report for the year ended 31 December 2013

The director presents the annual report together with the audited financial statements of the company for the year ended 31 December 2013.

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 future outlook

During the year amounts owed to this company by group undertakings have been written-off to the profit and loss account and amounts owed by this company to group undertakings have been forgiven and recognised as income in the profit and loss account.

The company ceased trading during 2013 and it is intended that the company will be dissolved and struck off from the company register. Accordingly, the going concern basis of accounting is no longer appropriate as at 31 December 2013. No adjustments have been made in these financial statements as the assets are at their recoverable value, and liabilities arising as a result of the decision to liquidate the entity will be borne by Admin Re UK Services Limited.

The company is a subsidiary of Admin Re UK Limited (ARUK) which is part of the Swiss Re group, a worldwide reinsurance and financial services group, of which Swiss Re Limited is the ultimate parent company.

Results

The results for the year are set out on page 7. The profit for the financial year is £545,000 (2012: £40,000).

The net assets of the company at 31 December 2013 are £40,000 (2012: liability £505,000).

The director does not recommend the payment of a dividend (2012: £nil).

Director

The director of the company who was in office during the year and up to the date of signing the financial statements is listed on page 2.

Director's responsibilities statement

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for the year. In preparing these financial statements, the director is 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 and;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

Director's report for the year ended 31 December 2013 (continued)

Qualifying third party indemnity provisions

The company's director is covered by the Swiss Re Limited indemnity provision policy, which was in force during the financial year and at the date of signing the financial statements. This indemnifies directors in respect of payments, as well as any costs associated with legal proceedings brought by third parties. Any director who serves or served for the company is covered to the fullest extent permitted by law and stated in the certificate of incorporation, articles of association, by-laws and other similar constituent documents of the company. Swiss Re Limited unconditionally guarantees payment of such sums by the company.

Auditors

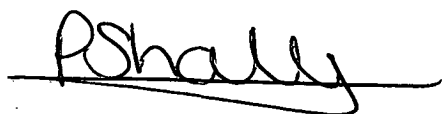
The director confirms that the financial statements comply with the above requirements and also confirms that:

- so far as he is aware, there is no relevant audit information of which the company's auditors are unaware; and
- he has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

PricewaterhouseCoopers LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

Approval

This report was approved by the Board of Directors on 21 July 2014 and signed on its behalf by:

A handwritten signature in black ink, appearing to read 'P. Shakespeare', with a long horizontal line extending from the end of the signature.

Paul Shakespeare
Company Secretary
21 July 2014

Independent auditors' report to the members of NM Life Group Limited

Reports on the financial statements

Our Opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

This opinion is to be read in the context of what we say in the remainder of this report.

Emphasis of matter - basis of preparation

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1 to the financial statements concerning the basis of accounting. Following the year end the Directors have decided that the company will be liquidated during the next financial year. Accordingly, the going concern basis of accounting is no longer appropriate and the financial statements have been prepared on a basis other than going concern as described in note 1 to the financial statements. No adjustments were required to these financial statements to provide for liabilities arising from the decision.

What we have audited

The financial statements, which are prepared by NM Life Group Limited, comprise:

- the balance sheet as at 31 December 2013;
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the director has made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, he has made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the director; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements (the "Annual Report") to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Independent auditors' report to the members of NM Life Group Limited (continued)

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Director's remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of director's remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the director was not entitled to take advantage of the small companies' exemption in preparing the Director's Report and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the director

As explained more fully in the Director's Responsibilities Statement set out on page 3, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Mark Bolton (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
21 July 2014

Profit and loss account

For the year ended 31 December 2013

	Notes	2013 £000	2012 £000
Other income	3	545	-
Profit on ordinary activities before taxation		545	-
Tax on profit on ordinary activities	5	-	40
Profit for the financial year	9	545	40

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial year stated above and their historical cost equivalents.

The company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of recognised gains and losses has been presented.

All results derive from discontinued operations.

Balance sheet

As at 31 December 2013	Notes	2013 £000	2012 £000
Current assets			
Debtors	6	40	8,543
Creditors: amounts falling due within one year	7	-	(9,048)
Net current assets/(liabilities) being net assets/(liabilities)		<u>40</u>	<u>(505)</u>
Capital and reserves			
Called up share capital	8	149,704	149,704
Capital contribution	9	1,100	1,100
Profit and loss account	9	(150,764)	(151,309)
Total shareholders' funds/(deficit)	10	<u>40</u>	<u>(505)</u>

The financial statements, on pages 7 to 11, of NM Life Group Limited (registered number 2863565) were approved by the director and authorised for issue on 21 July 2014.



Michael Woodcock
Director
21 July 2014

Notes to the financial statements for the year ended 31 December 2013

1 Accounting policies

The principal accounting policies are summarised below. They have been applied consistently throughout the year and preceding year.

a) Basis of presentation

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

The company is a wholly-owned subsidiary of ARUK and is included in the consolidated financial statements of Swiss Re Limited which are publicly available.

The company is exempt from preparing a cash flow statement in accordance with Financial Reporting Standard 1 (revised 1996) 'Cash flow statements', as the ultimate parent company Swiss Re Limited prepares a consolidated cash flow statement in which the results of the company are included.

In addition, advantage has been taken of the exemption available under Financial Reporting Standard 8 'Related party disclosures', not to disclose details of transactions with other group companies as the company is a wholly owned subsidiary.

The company ceased trading during 2013. Accordingly, the going concern basis of preparation is no longer appropriate as at 31 December 2013. No adjustments have been made in these financial statements as the assets are held at their recoverable value and liabilities, arising as a result of the decision to liquidate the entity, will be borne by Admin Re UK Services Limited. The comparative financial information continues to be prepared on a going concern basis.

b) Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2 Auditors' remuneration

Audit fees of £2,000 (2012: £2,000) are borne by a fellow subsidiary undertaking.

3 Other income

During the year amounts owed to this company by group undertakings totalling £8,503,000 (note 6) have been written-off to the profit and loss account and amounts owed by this company to group undertakings totalling £9,048,000 (note 7) have been forgiven and recognised as income in the profit and loss account. The net impact on the profit and loss account is other income of £545,000.

4 Staff costs and director's remuneration

No staff are employed by the company. The director received no remuneration for his services to the company (2012: £nil).

Notes to the financial statements for the year ended 31 December 2013 (continued)

5 Tax on profit on ordinary activities

a) Analysis of credit in year	2013 £000	2012 £000
UK corporation tax on profit of the year	-	40
Total current tax credit	-	40

b) Factors affecting tax credit for the year

The tax assessed for the year is lower (2012: higher) than the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%). The differences are explained below:

	2013 £000	2012 £000
Profit on ordinary activities before taxation	545	-
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.25% (2012: 24.5%)	127	-
Effects of:		
Non taxable income	(127)	-
Connected party loan relationship adjustments	(7)	(19)
Losses not utilised for tax purposes	7	-
Adjustments in respect of prior years	-	(21)
Current tax credit for year	-	(40)

c) Factors affecting future tax charges

During the year, the UK main corporation tax rate effective from 1 April 2013 changed from 24% to 23%.

The December 2012 "Autumn Statement" announced a 2% reduction in the corporation tax rate for the year commencing 1 April 2014, reducing the rate to 21%. A further reduction of 1% (reducing the rate to 20%) for the year commencing 1 April 2015, was announced in the March 2013 Budget. These reductions were substantively enacted by a resolution of Parliament on 2 July 2013.

6 Debtors

	2013 £000	2012 £000
Amounts owed from group undertakings	-	8,503
Taxation and social security	40	40
	40	8,543

7 Creditors: amounts falling due within one year

	2013 £000	2012 £000
Amounts owed to group undertakings	-	9,048

Notes to the financial statements for the year ended 31 December 2013 (continued)

8 Called up share capital

	2013 £000	2012 £000
Allotted, called up and fully paid		
149,704,544 ordinary shares of £1 each	149,704	149,704

9 Reserves

	Capital contribution £000	Profit and loss account £000	Total £000
At 1 January 2013	1,100	(151,309)	(150,209)
Profit for the financial year	-	545	545
At 31 December 2013	1,100	(150,764)	(149,664)

10 Reconciliation of movements in shareholders' funds/(deficit)

	2013 £000	2012 £000
Opening shareholders' deficit at 1 January	(505)	(545)
Profit for the financial year	545	40
Closing shareholders' funds/(deficit) at 31 December	40	(505)

11 Immediate and ultimate parent undertaking

The smallest and largest group in which the results of the company are consolidated is that of which Swiss Re Limited is the ultimate parent undertaking.

The consolidated financial statements of Swiss Re Limited, the ultimate and controlling parent company, may be obtained from its registered office at Mythenquai 50/60, PO Box 8022, Zurich,

The immediate parent company is Admin Re UK Limited.