

St Andrew's Life Assurance plc

Annual Report and Accounts for the year ended 31 December 2018

Registered office

33 Old Broad Street
London
EC2N 1HZ

Registered number

03104670

Directors

J Hillman
S Lowther
R J McIntyre

Company Secretary

K J McKay

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Member of Lloyds Banking Group

Director's report

For the year ended 31 December 2018

Principal activities and business review

St Andrew's Life Assurance plc ("the Company") is a limited company incorporated and domiciled in England and Wales (registered no: 03104670).

The principal activity of the Company was the undertaking of ordinary long-term insurance and savings business and associated investment activities in the United Kingdom. The Company managed a wide range of life assurance products such as protection, whole life and investment type products through the LBG network. The Company also reinsured business with other LBG companies and with insurance entities external to LBG. On 26 November 2015, the High Court of Justice approved the transfer of the long-term insurance business of the Company to Scottish Widows Limited ("SWL"), pursuant to an insurance business transfer scheme, under Part VII of the Financial Services and Markets Act 2000.

At 31 December 2015, all of the business assets and liabilities of the Company were transferred, save for a minimum of assets which were held back to cover the regulatory minimum capital requirements. The Company was de-authorised on 7 September 2016. During 2017 it was confirmed that the residual assets remaining in the Company were no longer required to be held and these were transferred to SWL as described in note 9. The Company has ceased trading.

During the year ended 31 December 2018 the Company did not trade or incur any liabilities and consequently has made neither profit nor loss.

Directors

The current directors of the Company are shown on the front cover.

There have been no changes to directors between the beginning of the reporting period and the approval of the Annual report and accounts.

Company Secretary

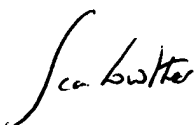
The following changes have taken place between the beginning of the reporting period and the approval of the Annual report and accounts:

K J McKay	(appointed 23 November 2018)
A D Yuille	(resigned 15 November 2018)

Directors' indemnities

Lloyds Banking Group plc ("the Group") has granted to the directors of the Company a deed of indemnity through deed poll which constituted 'qualifying third party indemnity provisions' for the purposes of the Companies Act 2006. The deed was in force during the whole of the financial year and at the date of approval of the financial statements or from the date of appointment in respect of directors who join the board of the Company during the financial year. Directors no longer in office but who served on the board of the Company at any time in the financial year have the benefit of this contract of indemnity during that period of service. The indemnity remains in force for the duration of the directors' periods of office. The deed indemnifies the directors to the maximum extent permitted by law. Deeds for existing directors are available for inspection at the registered office of Lloyds Banking Group plc. In addition, the Group has in place appropriate directors and officers liability insurance cover which was in place throughout the financial year.

On behalf of the board



S Lowther
Director

7 June 2019

Statement of comprehensive income

For the year ended 31 December 2018

	2018 £	2017 £
Investment income	-	4,572
Finance costs	-	(870)
Loss on transfer of business	-	(3,173,782)
Result/(loss) before tax	-	(3,170,080)
Taxation	-	(713)
Result/(loss) for the year	-	(3,170,793)

The accompanying notes to the financial statements are an integral part of these financial statements.

Balance sheet

For the year ended 31 December 2018

	Note	2018 £	2017 £
ASSETS			
Amounts due from other group undertakings	6	1	1
Total assets		1	1
EQUITY			
Share capital	7	360,000,000	360,000,000
Retained losses		(359,999,999)	(359,999,999)
Total equity		1	1
Total equity and liabilities		1	1

For the year ended 31 December 2018, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 (the "Act") relating to dormant companies.

Directors' responsibilities:

- The member has not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirement of the Act with respect to accounting records and the preparation of accounts.

The accompanying notes to the financial statements are an integral part of these financial statements.



S Lowther
Director

7 June 2019

Statement of changes in equity

For the year ended 31 December 2018

	Share capital £	Retained losses £	Total equity £
At 1 January 2017	360,000,000	(356,829,206)	3,170,794
Loss for the year being total comprehensive income	-	(3,170,793)	(3,170,793)
At 31 December 2017	360,000,000	(359,999,999)	1
Result for the year being total comprehensive income	-	-	-
At 31 December 2018	360,000,000	(359,999,999)	1

The accompanying notes to the financial statements are an integral part of these financial statements.

Cash flow statement

For the year ended 31 December 2018

	2018 £	2017 £
Cash flows generated from operating activities		
Result/(loss) before tax	-	(3,170,080)
Adjustments for:		
Finance cost	-	870
Changes in operating assets and liabilities:		
- Net decrease in operating assets and liabilities	-	3,173,095
Cash generated from operations	-	3,885
Taxation paid	-	(4,077)
Net cash used in operating activities	-	(192)
Cash flows used in financing activities		
Overdraft interest paid	-	(870)
Net cash used in financing activities	-	(870)
Change in Cash and cash equivalents	-	(1,062)
Cash and cash equivalents at beginning of year	-	1,062
Cash and cash equivalents at end of year	-	-

The accompanying notes to the financial statements are an integral part of these financial statements.

Notes to the financial statements

For the year ended 31 December 2018

1. Accounting policies

1.1 Basis of preparation

The principal accounting policies applied in the preparation of these financial statements are set out below. The financial statements have been prepared under the historical cost convention, in compliance with the requirements of the Companies Act 2006 and in accordance with applicable International Financial Reporting Standards (IFRS). There are no accounting policies where the use of assumptions and estimates are determined to be significant to the financial statements.

1.2 Investment income

Interest income for all interest bearing financial instruments is recognised in the statement of comprehensive income as it accrues, within investment income.

1.3 Finance costs

Interest expense for all interest-bearing financial instruments is recognised in the Statement of comprehensive income as it accrues, with finance costs.

1.4 Investments at fair value through profit or loss

During 2017, the Company transferred its remaining investments at fair value through profit or loss to SWL. Until the transfer date, investments at fair value through profit or loss comprised equity securities.

Classification

A financial asset is classified in this category at inception if acquired principally for the purpose of selling in the short-term, if it forms part of a portfolio of financial assets in which there is evidence of short-term profit-taking, or if designated as such.

Recognition

Purchases and sales of financial assets are recognised on the trade date, i.e. the date the Company commits to purchase the asset from, or deliver the asset to, the counterparty. Investments are initially recognised at fair value, being the fair value of the consideration given, and are subsequently remeasured at fair value.

Measurement

The fair values of investments are based on current bid prices. If the market for a financial asset is not active, and also for unlisted securities, the Company establishes fair value by using valuation techniques. These include the use of similar arm's length transactions and reference to other instruments that are substantially the same, making maximum use of market inputs and relying as little as possible on entity-specific inputs.

For equity investments that are quoted and actively traded in organised financial markets, fair value is determined by reference to Stock Exchange quoted market bid prices at the final pricing point on the reporting date. Prices are provided by vendors such as Reuters or Bloomberg or by direct reference to the Stock Exchange.

1.5 Cash and cash equivalents

During 2017 the Company transferred its remaining cash and cash equivalents to SWL. Until the transfer date, cash and cash equivalents included cash at bank, short-term highly liquid investments with original maturities of three months or less (excluding such investments as otherwise meet this definition but which are held for investment purposes rather than for the purposes of meeting short-term cash commitments) and bank overdrafts where a legal right of set-off exists.

1.6 Taxes

Tax on the profit or loss for the year is recognised in the Statement of comprehensive income within taxation and comprises current tax.

Current tax

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the reporting date, together with adjustments to estimates made in prior years.

2. Investment income

	2018 £	2017 £
Net income on investments at fair value through profit or loss	-	4,572

Notes to the financial statements (continued)

For the year ended 31 December 2018

3. Finance costs

	2018 £	2017 £
Overdraft interest paid	-	870

4. Auditors' remuneration

Fees payable to the Company's auditors for the audit of the financial statements of £nil (2017: £2,000) have been borne by a fellow group undertaking and are not recharged to the Company.

5. Taxation charge

(a) Current year tax charge

	2018 £	2017 £
UK corporation tax: - Current tax on taxable profit for the year	-	713

(b) Reconciliation of tax charge

	2018 £	2017 £
Result/loss before tax	-	3,170,522
Tax credit at 19.00% (2017: 19.25%)	-	(610,240)
Effects of: - Loss on transfer of assets not deductible	-	610,953
Tax charge	-	713

6. Assets: Amounts due from other group undertakings

	2018 £	2017 £
Scottish Widows Limited	1	1

Amounts due from other group undertakings is non-interest bearing.

7. Share capital

	2018 £	2017 £
360,000,000 ordinary shares of £1 each	360,000,000	360,000,000

8. Related party transactions

The Company's immediate parent company is Halifax Life Limited (incorporated in England and Wales).

The parent undertaking which is the parent undertaking of the smallest group to consolidate these financial statements is Scottish Widows Limited. Copies of the consolidated annual report and accounts of Scottish Widows Limited may be obtained from Insurance Secretariat, 69 Morrison Street, Edinburgh EH3 8YF

The ultimate parent undertaking and controlling party is Lloyds Banking Group plc, which is the parent undertaking of the largest group to consolidate these financial statements. Copies of the consolidated annual report and accounts of Lloyds Banking Group plc may be obtained from Lloyds Banking Group's head office at 25 Gresham Street, London EC2V 7HN or downloaded via

The Company's related parties include other companies in the Lloyds Banking Group, pension schemes of the Company's ultimate parent company and the Company's key management personnel. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, which is determined to be the Company's directors.

There were no transactions between the Company and key management personnel during the current or preceding year.

Key management personnel are employed by other companies in the Lloyds Banking Group and consider that their services to the Company are incidental to their other activities within the Group.

Notes to the financial statements (continued)

For the year ended 31 December 2018

9. Insurance Business Transfer Scheme

On 26 November 2015, the High Court of Justice approved the transfer of the long-term insurance business of the Company to SWL, the Company's immediate parent, pursuant to an insurance business transfer scheme, under Part VII of the Financial Services and Markets Act 2000. At 31 December 2015, all of the business assets and liabilities of the Company were transferred, save for a minimum of assets which were held back to cover the regulatory minimum capital requirements. The Company was de-authorised on 7 September 2016. During 2017 it was confirmed that the residual assets remaining in the Company were no longer required to be held and these were transferred to SWL. The Company has ceased trading.

The overall impact on IFRS accumulated losses of the Company was as follows:

	2018 £	2017 £
Loss on transfer of business to fellow group undertaking	-	3,173,782

The effect of the transfer of residual assets on the Company's statement of financial position was as follows:

	2018 £	2017 £
Net assets transferred		
Investments at fair value through profit or loss	-	3,173,782

Financial assets and liabilities were transferred at fair value. Non-financial assets and liabilities were transferred at carrying value in accordance with the predecessor accounting policy. The transfer was for £nil consideration and in accordance with the Insurance Business Transfer Scheme.