

Consolidated Insurance Holdings Limited

Directors' report and financial statements

for the year ended 31 December 2014

Registered number: 03689419

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Consolidated Insurance Holdings Limited

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Consolidated Insurance Holdings Limited

Directors' report

The directors present their report and the financial statements for the year ended 31 December 2014.

Principal activity

The company is a holding company. The principal activity of its subsidiary undertaking, GE Keynes Holdings Limited is also to act as a holding company.

Results and dividends

The profit for the year, after taxation, amounted to £13,387,000 (2013: £8,812,000).

The company paid an interim dividend of £nil (2013: £450,000,000) during the year.

The directors do not recommend the payment of final dividend (2013: £nil).

Directors

The directors who served during the year and up to the date of the directors' report were:

B P O'Halloran (resigned 10 September 2014)

A S Bowman

A E Brennan (appointed 9 September 2014)

Post balance sheet event

On 30 July 2015, the company paid an interim dividend of £82,000,000 to GECC UK, its immediate parent undertaking & £18,000,000 to GE Capital Investments Funding Limited.

Disclosure of information to auditors

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

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

Auditors

Under section 487 of the Companies Act 2006, KPMG LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board on 28 September 2015 and signed on its behalf.



Director

ANTHONY BOWMAN

3rd Floor
1 Ashley Road
Altrincham
Cheshire
WA14 2DT

Consolidated Insurance Holdings Limited

Directors' responsibilities statement for the year ended 31 December 2014

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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;
- 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 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 them to ensure that the financial statements comply with the Companies Act 2006. They are 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Consolidated Insurance Holdings Limited

Independent auditors' report to the members of Consolidated Insurance Holdings Limited

We have audited the financial statements of Consolidated Insurance Holdings Limited for the year ended 31 December 2014, which comprise the Profit and loss account, the Balance sheet and the related notes. 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).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the directors' responsibilities statement, the directors are 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 International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

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 directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' 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.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Consolidated Insurance Holdings Limited

Independent auditors' report to the members of Consolidated Insurance Holdings Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- 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; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic report.



Henry Todd (Senior statutory auditor)

for and on behalf of
KPMG LLP

Statutory Auditor
Chartered Accountants

15 Canada Square
London
E14 5GL
United Kingdom

Date:

29/09/2015

Consolidated Insurance Holdings Limited

Profit and loss account for the year ended 31 December 2014

	Note	2014 £000	2013 £000
Administrative expenses		(77)	(60)
Other operating income		-	14
Impairment of fixed asset investments	7	(4,731)	-
Operating loss		(4,808)	(46)
Income from fixed asset investments		13,039	-
Interest receivable and similar income	4	8,648	11,620
Interest payable and similar charges	5	(2,102)	(93)
Profit on ordinary activities before taxation		14,777	11,481
Tax on profit on ordinary activities	6	(1,390)	(2,669)
Profit for the financial year	11	13,387	8,812

All amounts relate to continuing operations.

There were no recognised gains and losses for 2014 or 2013 other than those included in the Profit and loss account.

The notes on pages 7 to 11 form part of these financial statements.

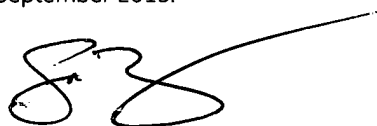
Consolidated Insurance Holdings Limited

Registered number: 03689419

Balance sheet
as at 31 December 2014

	Note	£000	2014 £000	2013 £000
Investments				
Investments in subsidiary	7		-	4,731
Current assets				
Debtors	8	101,417	521,628	
Cash at bank		4,052	1,208	
	8	105,469	522,836	
Creditors: amounts falling due within one year	9	(8)	(435,493)	
Net current assets			105,461	87,343
Net assets			105,461	92,074
Capital and reserves				
Called up share capital	10		1,000	1,000
Share premium account	11		3,290	3,290
Profit and loss account	11		101,171	87,784
Shareholders' funds	12		105,461	92,074

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 28 September 2015.



Director

ANTHONY BOWMAN

The notes on pages 7 to 11 form part of these financial statements.

Consolidated Insurance Holdings Limited

Notes to the financial statements

1. Accounting policies

1.1 *Basis of preparation of financial statements*

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 401 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

On the basis of their assessment of the company's financial position and resources, the directors believe that the company is well placed to manage its business risks. Therefore the company's directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

1.2 *Cash flow*

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 *Investments*

Investments held as fixed assets are shown at cost less provision for impairment.

At each balance sheet date the company reviews the carrying amounts of its investments to determine whether there is any indication that those investments have suffered an impairment loss. If such indication exists, the recoverable amount of the investment is estimated based on its net asset value and value in use. Where the recoverable amount of the investment is less than the carrying value an impairment loss is recognized as an expense.

1.4 *Taxation*

Taxation for the year is based on the profit for the year.

Full provision is made for deferred tax liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

Consolidated Insurance Holdings Limited

Notes to the financial statements

1. Accounting policies (continued)

1.5 Transactions with related parties

The company, as a wholly owned subsidiary undertaking of General Electric Company, has taken advantage of an exemption contained in FRS 8, "Related Party Disclosures", in preparing its financial statements. This exemption allows the company not to disclose details of transactions with other group companies or investees of the group qualifying as related parties, as the consolidated financial statements of General Electric Company, in which the company is included, are publicly available.

2. Auditors' remuneration

	2014 £000	2013 £000
Fees payable to the company's auditor and its associates for the audit of the company's annual accounts	10	10

3. Staff costs

The company has no employees (2013: nil). The directors did not receive any remuneration (2013: £nil).

4. Interest receivable and similar income

	2014 £000	2013 £000
Interest receivable from group companies	8,648	11,620

5. Interest payable and similar charges

	2014 £000	2013 £000
On loans from group undertakings	2,102	93

6. Taxation

	2014 £000	2013 £000
UK corporation tax charge on profit for the year	1,390	2,669

Consolidated Insurance Holdings Limited

Notes to the financial statements

6. Taxation (continued)

Factors affecting current tax charge for the year

The current tax assessed for the year is lower than (2013: the same as) the standard rate of corporation tax in the UK of 21.5% (2013: 23.25%). The differences are explained below:

	2014 £000	2013 £000
Profit on ordinary activities before tax	14,777	11,481
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 21.5% (2013: 23.25%)	3,176	2,669
Effects of:		
Expenses not deductible for tax purposes	1,017	-
Non-taxable income	(2,803)	-
Current tax charge for the year (see note above)	1,390	2,669

Factors that may affect future tax charges

The UK corporation tax rate was reduced from 23% to 21% on 1 April 2014. It was announced that this rate would be reduced to 20% with effect from 1 April 2015. This rate was enacted at the balance sheet date. Subsequently, the UK government announced that the UK corporation tax rate will reduce further to 19% from 1 April 2017 and 18% from 1 April 2020. There are no other factors that may significantly affect future tax charges.

There were no amounts of provided or unprovided deferred taxation as at 31 December 2014 or 31 December 2013.

7. Investments in subsidiary

	Shares in group undertakings £000
Cost or valuation	
At 1 January 2014 and 31 December 2014	10,731
Impairment	
At 1 January 2014	6,000
Charge for the year	4,731
At 31 December 2014	10,731
Net book value	
At 31 December 2014	-
At 31 December 2013	4,731

Consolidated Insurance Holdings Limited

Notes to the financial statements

7. Investments in subsidiary (continued)

In accordance with UK GAAP and in particular FRS 11 'Impairment of fixed assets and goodwill' the directors of the company have undertaken a review of the company's investment in group undertakings as at 31 December 2014. This has resulted in a write down of £4,731,000.

Details of the principal subsidiary undertaking, a company incorporated in England and Wales, are as follows:-

Name and nature of business	Percentage of share held	Class of shares held
GE Keynes Holdings Limited - holding company	100%	Ordinary

8. Debtors

	2014 £000	2013 £000
Due after more than one year		
Amounts owed by group undertakings	-	521,178
Due within one year		
Amounts owed by group undertakings	101,900	-
Tax recoverable	(483)	450
	<u>101,417</u>	<u>521,628</u>

9. Creditors: Amounts falling due within one year

	2014 £000	2013 £000
Amounts owed to group undertakings	-	435,485
Accruals and deferred income	8	8
	<u>8</u>	<u>435,493</u>

10. Share capital

	2014 £000	2013 £000
Allotted, called up and fully paid		
1,000,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

Consolidated Insurance Holdings Limited

Notes to the financial statements

11. Reserves

	Share premium account £000	Profit and loss account £000
At 1 January 2014	3,290	87,784
Profit for the year	-	13,387
	<hr/>	<hr/>
At 31 December 2014	3,290	101,171
	<hr/>	<hr/>

12. Reconciliation of movement in shareholders' funds

	2014 £000	2013 £000
Opening shareholders' funds	92,074	533,262
Profit for the financial year	13,387	8,812
Dividends (note 13)	-	(450,000)
	<hr/>	<hr/>
Closing shareholders' funds	105,461	92,074
	<hr/>	<hr/>

13. Dividends

	2014 £000	2013 £000
Dividends paid on equity capital	-	450,000
	<hr/>	<hr/>

14. Post balance sheet event

On 30 July 2015, the company paid an interim dividend of £82,000,000 to GECC UK, its immediate parent undertaking & £18,000,000 to GE Capital Investments Funding Limited.

15. Ultimate parent undertaking and controlling party

The company's immediate parent undertaking is GECC UK, a company registered in England and Wales.

The smallest group in which the results of the company are consolidated is that headed by General Electric Capital Corporation, a company incorporated in the United States of America. The largest group in which the results of the company are consolidated is that headed by the company's ultimate parent undertaking, General Electric Company, a company incorporated in the United States of America. The consolidated financial statements of General Electric Company are available to the public and may be obtained from 3135 Easton Turnpike, Fairfield, Connecticut, 06828, USA or at www.ge.com.