

Financial Statements Get Covered Limited

For the year ended 31 December 2014



Registered number: 06481650

Company Information

Directors	Mr C J Niarchos Mr P J Sanderson
Registered number	06481650
Registered office	Studio 320 Highgate Studios 53-79 Highgate Road London NW5 1TL
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor No 1 Whitehall Riverside Leeds LS1 4BN

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Directors' Report

For the year ended 31 December 2014

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

Principal activity

The principal activity of the company during the year was selling insurance applications services.

Transition to FRS 101

During the year, the company transitioned to FRS 101, with a transition date of 1 January 2013. Further details on the transition are shown in note 15 of the accounts.

Directors

The directors who served during the year were:

Mr C J Niarchos
Mr P J Sanderson

Going concern

The financial statements have been prepared on the going concern basis on the grounds that the group has given its confirmation of financial support to enable the company to pay its debts as and when they fall due for at least the next twelve months. The directors therefore consider that it is appropriate to prepare the financial statements on the going concern basis.

Disclosure of information to auditor

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 auditor is 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 auditor is aware of that information.

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

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



Mr P J Sanderson

Director

Date: 20 March 2015

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 judgements and accounting estimates that are reasonable and prudent;
- 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.

Independent Auditor's Report to the Members of Get Covered Limited

We have audited the financial statements of Get Covered Limited for the year ended 31 December 2014, which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity 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), including FRS 101 "Reduced Disclosure Framework".

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 Auditor's 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 auditor

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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 loss 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.



Independent Auditor's Report to the Members of Get Covered 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 or in preparing the Directors' report.

Grant Thornton UK LLP

Matthew Stroh (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Statutory Auditor
Chartered Accountants
Leeds

25 March 2015

Statement of Comprehensive Income

For the year ended 31 December 2014

	Note	2014 £	2013 £
Turnover	1,2	1,734	2,809
Cost of sales		<u>(1,517)</u>	<u>(4,552)</u>
Gross profit/(loss)		217	(1,743)
Administrative expenses		<u>(8,687)</u>	<u>13,499</u>
(Loss)/profit on ordinary activities before taxation		(8,470)	11,756
Tax on (loss)/profit on ordinary activities	6	<u>-</u>	<u>-</u>
(Loss)/profit for the financial year and total comprehensive income		<u>(8,470)</u>	<u>11,756</u>

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 8 to 15 form part of these financial statements.

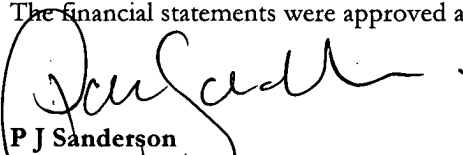
Statement of Financial Position

As at 31 December 2014

	Note	2014 £	2013 £	2012 £
Fixed assets				
Tangible assets		-	-	215
Current assets				
Debtors due within one year	7	13,204	21,025	10,128
Cash at bank		1,612	1,478	2,413
		<u>14,816</u>	<u>22,503</u>	<u>12,541</u>
Creditors: amounts falling due within one year	8	<u>(5,017)</u>	<u>(4,234)</u>	<u>(6,243)</u>
Net current assets		<u>9,799</u>	<u>18,269</u>	<u>6,298</u>
Total assets less current liabilities		<u>9,799</u>	<u>18,269</u>	<u>6,513</u>
Capital and reserves				
Called up share capital	10	100	100	100
Share premium account	11	9,900	9,900	9,900
Other reserves	11	575,000	575,000	575,000
Profit and loss account	11	<u>(575,201)</u>	<u>(566,731)</u>	<u>(578,487)</u>
Shareholders' funds	12	<u>9,799</u>	<u>18,269</u>	<u>6,513</u>

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


P J Sanderson
 Director
 Date: 20 March 2015

The notes on pages 8 to 17 form part of these financial statements.

Statement of changes in equity

31 December 2014

Attributable to owners of the company

	Share premium account £	Capital contribution £	Profit and loss account £	Share capital £	Total £
At 1 January 2013	9,900	575,000	(578,487)	100	6,513
Profit for the financial year (as restated for FRS101 transition (Note 15))	-	-	11,756	-	11,756
At 1 January 2014	9,900	575,000	(566,731)	100	18,269
Loss for the financial year	-	-	(8,470)	-	(8,470)
At 31 December 2014	9,900	575,000	(575,201)	100	9,799

Notes to the Financial Statements

For the year ended 31 December 2014

1. Accounting Policies

1.1 Statement of Compliance

These financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101). The company has elected to adopt the standard for the year ended 31 December 2014 for the first time.

1.2 Basis of preparation of financial statements

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

1.3 Changes in accounting policies

The company has adopted FRS 101 for the first time this year. The company has elected to adopt the transition provisions as per IFRS 1 'First-time Adoption of International Financial Reporting Standards' with a transition date of 1 January 2013.

There have been no fundamental changes to the accounting policies with regards to the adoption of FRS 101.

1.4 Disclosure exemptions adopted

The company has taken advantage of the following disclosure exemptions under FRS 101:

- Preparation of a cash flow statement
- The requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of the group as they are wholly owned within the group
- Presentation of comparative reconciliations for property, plant and equipment
- Disclosure of key management personnel compensation
- Capital management disclosures
- Disclosures in respect of standards in issue not yet effective

The following disclosure exemption has also been adopted as equivalent disclosures are provided in the parent consolidated financial statements:

- Reduced financial instruments disclosures relating to IFRS 7 as equivalent disclosures are provided by the parent entity.

1.5 Going concern

The financial statements have been prepared on the going concern basis on the grounds that the group has provided confirmation of its financial support to enable the company to pay its debts as and when they fall due for at least the next twelve months. The directors therefore consider that it is appropriate to prepare the financial statements on the going concern basis.

Notes to the Financial Statements

For the year ended 31 December 2014

1. Accounting Policies (continued)

1.6 Judgements and key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for turnover and expenses during the year.

However, the nature of estimation means that actual outcomes could differ from those estimates.

The following estimates are dependent upon assumptions which could change in the next financial year and have a material effect on the carrying amounts of assets and liabilities recognised at the balance sheet date:

- Key judgements are with regards to assessing the fair value of intra group balances.

1.7 Cash flow

The company has taken advantage of the exemption in Financial Reporting Standard No.1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

1.8 Turnover

Turnover comprises revenue receivable by the company in respect of services supplied during the year, exclusive of Value Added Tax and trade discounts.

Turnover is recognised on an accruals basis based on applications submitted less a provision for rejected applications.

1.9 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits.

1.10 Deferred taxation

Full provision is made for deferred tax assets and 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.

Notes to the Financial Statements

For the year ended 31 December 2014

1. Accounting Policies (continued)

1.11 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

1.12 Financial instruments

Recognition, initial measurement and de-recognition

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are de-recognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- loans and receivables
- financial assets at fair value through profit or loss (FVTPL)

All financial assets except for those at FVTPL are subject to review for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described below.

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, these are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial. The company's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

Notes to the Financial Statements

For the year ended 31 December 2014

1. Accounting Policies (continued)

1.12 Financial instruments (continued)

Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default. Receivables that are not considered to be individually impaired are reviewed for impairment in groups, which are determined by reference to the industry and region of the counterparty and other shared credit risk characteristics. The impairment loss estimate is then based on recent historical counterparty default rates for each identified group.

Financial assets at FVTPL

Financial assets at FVTPL include financial assets that are either classified as held for trading or that meet certain conditions and are designated at FVTPL upon initial recognition. All derivative financial instruments fall into this category.

Assets in this category are measured at fair value with gains or losses recognised in profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

Classification and subsequent measurement of financial liabilities

The company's financial liabilities include borrowings, trade and other payables and derivative financial instruments.

Financial liabilities are measured subsequently at amortised cost using the effective interest method, except for financial liabilities held for trading or designated at FVTPL, that are carried subsequently at fair value with gains or losses recognised in profit or loss. All derivative financial instruments that are not designated and effective as hedging instruments are accounted for at FVTPL.

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income

2. Turnover

The whole of the turnover is attributable to the one principal activity of the company.

All turnover arose within the United Kingdom.

3. (Loss)/profit

The operating profit/(loss) is stated after charging/(crediting):

	2014	2013
	£	£
Depreciation of tangible fixed assets:		
- owned by the company	-	215
Difference on foreign exchange	-	(37)
	<u> </u>	<u> </u>

Notes to the Financial Statements

For the year ended 31 December 2014

4. Auditors' remuneration

	2014	2013
	£	£
Fees payable to the company's auditor for the audit of the company's annual accounts	4,484	4,484
Fees payable to the company's auditor in respect of: Taxation compliance services	520	520

5. Staff costs

The company has no employees other than the directors, who did not receive any remuneration (2013 - £NIL).

6. Taxation

	2014	2013
	£	£
UK corporation tax charge on (loss)/profit for the year/period	-	-

Factors affecting tax charge for the year/period

The tax assessed for the year is higher than (2013 - lower than) the standard rate of corporation tax in the UK of 21% (2013 - 23%). The differences are explained below:

	2014	2013
	£	£
(Loss)/profit on ordinary activities before tax	(8,470)	11,756
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 21% (2013 - 23%)	(1,779)	2,704
Effects of:		
Capital allowances for year/period in excess of depreciation	(535)	49
Utilisation of tax losses	-	(2,753)
Group relief	2,314	-
Current tax charge for the year/period (see note above)	-	-

Notes to the Financial Statements

For the year ended 31 December 2014

7. Debtors due within one year

	2014	2013	2012
	£	£	£
Trade Debtors	-	234	290
Amounts owed by related parties	11,300	19,000	7,836
Prepayments and accrued income	1,904	1,791	2,002
	<u>13,204</u>	<u>21,025</u>	<u>10,128</u>

All amounts are short-term. The net carrying value of trade receivables is considered a reasonable approximation of fair value.

The receivable due from group undertakings of £11,300 are repayable on demand.

All of the company's trade and other receivables have been reviewed for indicators of impairment. Trade receivables were reviewed for impairment and credit losses of £Nil (2013: £Nil, 2012: £Nil) were found.

8. Creditors: amounts falling due within one year

	2014	2013	2012
	£	£	£
Accruals and deferred income	5,017	4,234	6,243
	<u>5,017</u>	<u>4,234</u>	<u>6,243</u>

9. Related party transactions

At 31 December 2014 the company was owed £11,300 (2013: £19,000) by The Cobra Group Plc. In the year the company forwarded funds of £11,300 (2013: forwarded funds of £17,923) to The Cobra Group PLC. CJ Niarchos, director, has a beneficial interest in The Cobra Group PLC.

10. Share capital

	2014	2013	2012
	£	£	£
Authorised			
10,000 Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>	<u>10,000</u>
Allotted, called up and fully paid			
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>

Notes to the Financial Statements

For the year ended 31 December 2014

11. Reserves

	Share premium account	Capital contribution	Profit and loss account
	£	£	£
At 1 January 2012	9,900	575,000	(551,163)
Loss for the year	-	-	(27,324)
At 1 January 2013	9,900	575,000	(578,487)
Profit for the year	-	-	11,756
At 1 January 2014	9,900	575,000	(566,731)
Loss for the year	-	-	(8,470)
At 31 December 2014	9,900	575,000	(575,201)

12. Reconciliation of movement in shareholders' funds

	2014	2013	2012
	£	£	£
Opening shareholders' funds	18,269	6,513	33,837
(Loss)/profit for the financial year/period	(8,470)	11,756	(27,324)
Closing shareholders' funds	9,799	18,269	6,513

13. Contingent liabilities

Overdraft, credit card and multi-currency facilities of the Group, headed by The Cobra Group Plc, are secured by unlimited cross-company guarantee between The Cobra Group Plc, Appco Group Lotteries Limited, Appco Group Energy Limited, Appco Group Telecommunications Limited, Garage 59 Limited (formerly CRS GT Racing Limited), Appco Group Support Limited, Appco Group Marketing Limited, Get Covered Limited and Get Covered Health Limited.

14. Ultimate parent company

The immediate parent company of the group is Cobra Group Holdings BV, incorporated in the Netherlands, which is both the smallest and largest company into which this company is consolidated. The ultimate controlling party is CJ Niarchos by virtue of his beneficial interest in The Cobra Group International (Hong Kong) Limited, incorporated in Hong Kong. The parent company of Cobra Group Holdings BV at the year end was The Cobra Group International (Hong Kong) Limited, incorporated in Hong Kong. The consolidated accounts of Cobra Group Holdings BV are available to the public and can be obtained from the registered office.

Notes to the Financial Statements

For the year ended 31 December 2014

15. Transition to FRS 101

Other than the adoption of the reduced disclosures there was no material effect of applying FRS 101 for the first time. The disclosure exemptions adopted are included in note 1.4 to the financial statements.

The company has transitioned to FRS 101 with a transition date of 1 January 2013. There are no significant changes to the accounting, only presentation of the accounts.

Detailed Trading and Profit and Loss Account

For the year ended 31 December 2014

	2014 £	2013 £
Turnover	1,734	2,809
Cost of sales	(1,517)	(4,552)
	<hr/>	<hr/>
Gross profit/(loss)	217	(1,743)
Less: Overheads		
Administration expenses	(8,687)	13,499
	<hr/>	<hr/>
(Loss)/profit on ordinary activities before tax	(8,470)	11,756
Tax on (loss)/profit on ordinary activities	-	-
	<hr/>	<hr/>
(Loss)/profit for the year	(8,470)	11,756
	<hr/> <hr/>	<hr/> <hr/>

Schedule to the Detailed Accounts

For the year ended 31 December 2014

	2014 £	2013 £
Turnover		
Sales	<u>1,734</u>	<u>2,809</u>
	2014 £	2013 £
Cost of sales		
Purchases	<u>1,517</u>	<u>4,552</u>
	2014 £	2013 £
Administration expenses		
Consultancy	-	504
Postage	(5)	-
Trade subscriptions	35	35
Legal and professional	1,115	1,086
Auditors' remuneration	4,788	5,004
Bank charges	231	423
Bad debts	-	(23,689)
Difference on foreign exchange	-	(37)
Insurances	2,523	2,783
Sundry establishment expenses	-	177
Depreciation - fixtures & fittings	-	215
	<u>8,687</u>	<u>(13,499)</u>