Directors' Report and Financial Statements for the year ended 31 December 2009

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

DIRECTORS' REPORT

The directors present their first report and financial statements for the year ended 31 December 2009

REVIEW OF ACTIVITIES

The Company is a dormant company

DIRECTORS AND SECRETARY

The present directors and secretary, and those who have served throughout the year, are noted below

A J Purvis (Director)

J P Small (Director)

J P Small (Secretary)

By Order of the Board

J. P. Smar Director

16 July 2010

BALANCE SHEET AS AT 31 DECEMBER 2009

	Note	2009 £000	2008 £000
Debtors Other debtors	4	600	600
Total assets		600	600
Capital and reserves			
Called up share capital	5	26,400	26,400
Capital contribution		100	100
Profit and loss account		(25,900)	(25,900)
Shareholders' funds	·	600	600

The information on pages 3 and 4 forms an integral part of these financial statements

For the year ended 31 December 2009 the Company was entitled to the exemption under section 480 of the Companies Act 2006

Directors' responsibilities

- The members have 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 requirements of the Act with respect to accounting records and the preparation of accounts

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime

The financial statements on pages 2 to 4 were approved by the board of directors on 16 July 2010 and signed on its behalf by

Director

NOTES TO THE FINANCIAL STATEMENTS

1. STATEMENT OF ACCOUNTING POLICIES

The financial statements have been prepared on the going concern basis under the historical cost convention and in accordance with the Companies Act 2006 and applicable UK accounting standards

2. EMPLOYEE NUMBERS AND COSTS

The Company does not employ directly any staff All staff are employed by other group undertakings

The costs of staff are borne by and disclosed in the financial statements of Winterthur Financial Services UK Limited

3. DIRECTORS' EMOLUMENTS

The directors are employed and paid by companies in the AXA Group and their directorships are held as part of that employment. The directors did not receive any emoluments or other benefits from the Company or from any other company in the AXA Group in respect of services to the Company in the current or prior year.

4. OTHER DEBTORS

		2009 £000	2008 £000
	Amount owed by holding company	600	600
5.	CALLED UP SHARE CAPITAL		
		2009 £'000	2008 £'000
	Allotted and fully paid:		
	1,400,000 ordinary shares of £1 each	1,400	1,400
	25,000,000 ordinary shares of £1 each - non-voting	25,000	25,000
		26,400	26,400

NOTES TO THE FINANCIAL STATEMENTS

6. CASH FLOW STATEMENT

Under Financial Reporting Standard 1 ("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 AXA Group financial statements, which can be obtained from 23, Avenue Matignon, 75008 Paris, France

7. RELATED PARTIES

As the Company is a wholly-owned subsidiary it has taken advantage of the exception 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 the consolidated financial statements are publicly available

8. IMMEDIATE AND ULTIMATE PARENT COMPANIES

The Company is a subsidiary of Winterthur Life UK Holdings Limited, 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 and smallest 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