Annual report and financial statements

for the year ended 31 December 2008

Registered Number 1335239

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The Royal London General Insurance Company Limited Annual report and financial statements for the year ended 31 December 2008

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Directors and independent auditors for the year ended 31 December 2008

Directors

Stephen Shone

Richard Harrison

Secretary

Royal London Management Services Limited

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
Hay's Galleria
1 Hay's Lane
London
SE1 2RD

Registered Office

55 Gracechurch Street London EC3V 0RL

Registered Number

1335239

Directors' report for the year ended 31 December 2008

The directors present their annual report and the audited financial statements for the year ended 31 December 2008.

Business review and principal activities

The principal activity of the company was the transaction of general insurance business. The company had been providing professional indemnity insurance to other group companies. During 2007 this activity ceased and the company was closed to all new business on 31 December 2007.

Previously the company also transacted a range of general insurance business with external customers. This activity ceased on 1 December 1999 and the company's external book of business was closed to new business from that date.

On 31 December 2000, the closed general insurance business of United Assurance Group and The Lion Insurance Company were merged into the company under transfers made in accordance with Schedule 2C of the Insurance Companies Act 1982. There was no consideration paid in respect of these transfers.

The company's closed books of business, including the transferred business, have continued to run-off during the year.

The loss for the year after tax was £2,441,000 (2007: profit of £1,915,000). The directors do not propose the payment of a dividend (2007: £nil) and, accordingly, an amount of £2,441,000 was transferred from reserves (2007: a surplus of £1,915,000 transferred to reserves).

Future outlook

The company is closed to new business. Its closed books of business are expected to continue to run off at similar levels to the current year.

Principal risks and uncertainties

The principal risks and uncertainties facing the company are integrated with those facing the Group and are not managed separately. The company operates within the risk management policies and procedures maintained by its ultimate parent company, The Royal London Mutual Insurance Society Limited, which are discussed within the risk management note in the Group's annual report and accounts.

Key performance indicators (KPIs)

The company's directors are of the opinion that an analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

Directors

The directors who held office during the year are given below:

Stephen Shone Richard Harrison

Directors' indemnities

The directors have the benefit of a qualifying third party indemnity provision (as defined in section 234 of the Companies Act 2006). The company's ultimate parent undertaking, The Royal London Mutual Insurance Society Limited, also maintains Directors' and Officers' liability insurance in respect of the company and its directors.

Directors' report for the year ended 31 December 2008 (continued)

Statement of directors' responsibilities

The directors are responsible for preparing the annual 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 Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records that 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 1985. 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.

Auditors and the provision of information to auditors

PricewaterhouseCoopers LLP are the incumbent auditors. An election was in force immediately before 1 October 2007 under section 386 of the Companies Act 1985 dispensing with the obligation to re-appoint auditors annually.

The directors who held office as at the date of approval of this directors' report confirm that so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and that each director has taken all steps that ought to have been taken as a director to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

By order of the Board

Royal London Management Services Limited

Secretary 13 March 2009

Independent auditors' report to the members of The Royal London **General Insurance Company Limited**

We have audited the financial statements of The Royal London General Insurance Company Limited for the year ended 31 December 2008 which comprise the profit and loss account - technical account - general business, profit and loss account - non-technical account, the balance sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, 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.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008 and of its loss for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.

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PricewaterhouseCoopers LLP

Chartered Accountants and Registered Auditors

London

13 March 2009

Profit and loss account – Technical account – general business for the year ended 31 December 2008

	Note	2008 £000	2007 £000
Earned premiums			
Gross premiums written	2 (i)	-	9
Change in the gross provision for unearned premiums			12
Earned premiums	2 (i)	_	21
Allocated investment return transferred from the non-technical account		(3,569)	2,253
Total technical income		(3,569)	2,274
Claims incurred, net of reinsurance			
Claims paid			
Gross amount		(577)	(3,345)
Reinsurers' share		1,377	2,142
		800	(1,203)
Change in the provision for claims			
Gross amount		957	3,563
Reinsurers' share		(1,879)	(2,148)
		(922)	1,415
Claims incurred, net of reinsurance		(122)	212
Net operating expenses	5	(50)	(74)
Total technical charges		(172)	138
Balance on the technical account – general business		(3,741)	2,412

All of the above amounts are in respect of discontinued operations.

The accounting policies and notes on pages 9 to 17 form an integral part of these financial statements.

Profit and loss account – Non-technical account for the year ended 31 December 2008

	Note	2008 £000	2007 £0 <u>00</u>
Balance on the general business technical account		(3,741)	2,412
Investment income	3 (i)	1,328	2,385
Investment expenses and charges	3 (ii)	(54)	(47)
Unrealised losses on investments		(4,843)	(85)
Allocated investment return transferred to the general business technical account		3,569	(2,253)
Operating (loss)/profit		(3,741)	2,412
Other income		76	51
(Loss)/profit on ordinary activities before tax		(3,665)	2,463
Tax on (loss)/profit on ordinary activities	6	1,224	(548)
(Loss)/profit for the financial year	9	(2,441)	1,915

All of the above amounts are in respect of discontinued operations.

The company has no recognised gains or losses other than the loss for the year and accordingly no statement of total recognised gains and losses has been prepared.

Gains and losses of an insurance company arising on the holding of investments are not required to be included in a note of historical profits and losses. There are no other differences between the loss on ordinary activities before tax or the loss for the financial year stated above and their historical cost equivalents.

The accounting policies and notes on pages 9 to 17 form an integral part of these financial statements.

Balance sheet as at 31 December 2008

Assets	Note	2008 £000	2007 £000
Investments			•
Other financial investments	7	27,280	28,645
Reinsurers' share of technical provisions			
Claims outstanding		639	2,518
Debtors			
Debtors arising out of reinsurance operations		227	452
Deferred tax asset	6 (iii)	8	-
Other debtors		1,244	-
		1,479	452
Other assets			
Cash at bank and in hand		1,054	2,639
Prepayments and accrued income			
Investment income receivable		74	50
Other prepayments and accrued income		20	14
Total assets		30,546	34,318

The accounting policies and notes on pages 9 to 17 form an integral part of these financial statements.

Balance sheet as at 31 December 2008 (continued)

Liabilities	Note	2008 £000	2007 £000
Capital and reserves			
Called up share capital	8,9(ii)	25,000	25,000
Profit and loss account	9	2,359	4,800
Total shareholders' funds	9(ii)	27,359	29,800
Technical provisions			
Claims outstanding		1,686	2,643
		1,686	2,643
Creditors: amounts falling due within one year	10	1,501	1,875
Total liabilities		30,546	34,318

The financial statements on pages 5 to 17 were approved by the board of directors on 13 March 2009 and were signed on its behalf by:

Stephen Shone

Director

13 March 2009

The accounting policies and notes on pages 9 to 17 form an integral part of these financial statements.

Notes to the financial statements for the year ended 31 December 2008

1 Accounting policies

(i) Basis of preparation

The financial statements have been prepared on the going concern basis and in accordance with the provisions of Section 255 of, and Schedule 9A to, the Companies Act 1985 and with the Statement of Recommended Practice on Accounting for Insurance Business issued by the Association of British Insurers dated December 2005 (as amended in December 2006). The financial statements have been prepared under the historic cost accounting rules, modified to include the revaluation of investments.

The financial statements have been prepared in accordance with applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

The company is a wholly owned subsidiary of The Royal London Mutual Insurance Society Limited and is included in the consolidated accounts of that company, which are publicly available. Consequently, the company has taken advantage of the exemption within Financial Reporting Standard 1 (Revised 1996), 'Cash Flow Statements' from preparing a cash flow statement and the exemption within Financial Reporting Standard 8, 'Related Party Disclosures', not to disclose related party transactions with undertakings controlled within the group.

(ii) General business

Premiums written

Premiums written relate to business incepted during the year, together with any differences between booked premiums for prior years and those previously accrued.

Unearned premiums

Unearned premiums represent the proportion of premiums written in the year that relate to unexpired terms of policies in force at the balance sheet date, calculated on a time apportionment basis.

Allocation of investment return

Investment income, expenses, charges and unrealised investment gains and losses are initially reported in the non-technical account. A transfer is made from the non-technical account to the technical account – general business of the actual investment return from investments supporting the general insurance technical provisions and the related shareholders' funds.

Claims

Provision is made for claims incurred but not paid by the balance sheet date and for claims incurred but not reported ('IBNR'), together with related claims handling costs. Anticipated reinsurance recoveries are stated separately. The company takes all reasonable steps to ensure that it has appropriate information regarding its claims exposures. However, given the uncertainty in establishing claims provisions, it is likely that the final outcome will prove to be different from the original liability established.

Notes to the financial statements for the year ended 31 December 2008 (continued)

1 Accounting policies (continued)

(ii) General business (continued)

Claims (continued)

The costs of claims notified to the company at the balance sheet date are estimated on a case by case basis to reflect the individual circumstances of each claim. The estimation of claims IBNR is generally subject to a greater degree of uncertainty than the estimation of the cost of settling claims already notified to the company, where more information about the claim event is generally available. Claims IBNR may often not be apparent to the insured until many years after the event giving rise to the claim has happened. In calculating the estimated cost of unpaid claims the company uses a variety of estimation techniques, generally based upon statistical analyses of historical experience, which assume that the development pattern of the current claims will be consistent with past experience. Allowance is made, however, for changes or uncertainties which may create distortions in the underlying statistics or which might cause the cost of unsettled claims to increase or reduce when compared with the cost of previously settled claims.

A component of these estimation techniques is usually the estimation of the cost of notified but not paid claims. In estimating the cost of these the company has regard to the claim circumstance as reported, any information available from other parties and information on the cost of settling claims with similar characteristics in previous periods.

Large claims impacting each relevant business class are generally assessed separately, being measured on a case by case basis or projected separately in order to allow for the possible distortive effect of the development and incidence of these large claims.

Where possible the company adopts multiple techniques to estimate the required level of provisions. This assists in giving greater understanding of the trends inherent in the data being projected. The projections given by the various methodologies also assist in setting the range of probable outcomes. The most appropriate estimation technique is selected taking into account the characteristics of the business class and the extent of the development of each accident year.

Provisions are calculated gross of any reinsurance recoveries. A separate estimate is made of the amounts that will be recoverable from reinsurers based upon the gross provisions and having due regard to collectability.

Unexpired risks

Provision for unexpired risks is made where the expected claims and related expenses are expected to exceed unearned premiums, after taking into account future investment income. Unexpired risk surpluses and deficits are offset where in the opinion of the directors the business classes are managed together and in such cases a provision for unexpired risks is only made where there is an aggregate deficit.

Notes to the financial statements for the year ended 31 December 2008 (continued)

1 Accounting policies (continued)

(iii) Reinsurance

Contracts entered into by the company with reinsurers, under which the company is compensated for losses on one or more contracts issued by the company, are classified as reinsurance contracts.

The amounts that will be recoverable from reinsurers are estimated based upon the gross provisions, having due regard to collectability. Reinsurance recoveries in respect of estimated claims incurred but not reported are assumed to be consistent with the historical pattern of such recoveries. The recoverability of the reinsurance recoveries is assessed having regard to market data on the financial strength of each of the reinsurance companies.

The reinsurers' share of claims incurred, in the profit and loss account, reflects the amounts received or receivable from reinsurers in respect of those claims incurred during the period. Creditors arising out of reinsurance operations are primarily premiums payable for reinsurance contracts.

(iv) Investments

Valuations

All investments are stated at their current value. All of the company's investments are listed securities and current value is based on the bid price on the balance sheet date.

Investment income

Investment income is shown in the non-technical account and comprises interest, dividends receivable and gains and losses on the realisation of investments. Dividends are recorded net of the associated UK tax credits on the date on which the shares are quoted ex-dividend. Interest and expenses are accounted for on an accruals basis.

Investment gains

Realised gains and losses are calculated as the difference between the net sale proceeds and the original cost. Unrealised gains and losses are calculated as the difference between the current valuation of investments and their valuation at the last balance sheet date or subsequent acquisition. The movement on unrealised gains and losses recognised in the year also includes the reversal of unrealised gains and losses recognised in earlier accounting periods in respect of investment disposals in the current period. Unrealised gains and losses on investments are dealt with through the non-technical account.

(v) Foreign currencies

Monetary assets and liabilities expressed in foreign currencies are translated into sterling at the rates of exchange ruling at the date of the balance sheet or at the agreed contractual rate. Transactions in foreign currency are converted to sterling at the rate ruling at the date of the transaction. Any exchange differences are recognised in the technical account – general business or non-technical account under the same heading as the underlying transactions are reported.

(vi) Taxation

Provision is made for taxation at current rates on the appropriate adjusted trading profit and relief for overseas taxation is taken where appropriate. Credit is taken for trading and investment losses that can be surrendered as group relief to other group companies. Deferred taxation is provided on all untaxed gains and other timing differences, between their recognition in the financial statements and their recognition in the tax computations, except that overall assets are only recognised if, on the basis of all available evidence, it is regarded as more likely than not that the timing differences will reverse in the foreseeable future. The value of the resultant deferred tax assets and liabilities has been calculated on a discounted basis reflecting the fact that the timing differences are projected to reverse over several years. The discount rates used are the post-tax yields to maturity that could be obtained at the balance sheet date on government bonds with maturity dates similar to those of the deferred tax assets and liabilities.

Notes to the financial statements for the year ended 31 December 2008 (continued)

2 General business segmental analysis

(i) Gross premiums written and gross premiums earned by class of business

All of the gross premiums written and gross premiums earned in the prior year relate to commercial lines liability business.

(ii) Gross claims incurred, gross operating expenses and reinsurance incurred by class of business

		2008	
	Gross claims incurred £000	Gross operating expenses £000	Reinsurance incurred £000
Household and domestic all risk	110	(1)	(91)
Motor	193	(31)	(358)
Commercial lines liability business	69	(18)	(53)
Other	8	<u></u>	
	380	(50)	(502)

		2007	
	Gross claims incurred £000	Gross operating expenses £000	Reinsurance incurred £000
Household and domestic all risk	(1,027)	(27)	1,098
Motor	1,189	(47)	(1,121)
Commercial lines liability business	50	-	16
Other	6_		1
	218	(74)	(6)

Notes to the financial statements For the year ended 31 December 2008 (continued)

3 Investment return summary

	2008	2007
(i) Investment income	£000	£000
Income from other investments	1,564	1,389
(Loss)/gain on the realisation of investments	(236)	996
	1,328	2,385
	2008	2007
(ii) Investment expenses and charges	£000	£000
Investment management expenses, including interest	(54)	(47)

4 Movements in prior year's claims provisions

The excess of provisions for claims at the beginning of the year compared with payments and provisions at the end of the year in respect of prior year's claims can be analysed as follows:

	2008 £000	2007 £000
Household and domestic all risk	110	(1,027)
Motor	193	1,189
Commercial lines liability business	69	50
Other	8	6
	380	218

Notes to the financial statements for the year ended 31 December 2008 (continued)

5 Net operating expenses including directors', employees' and auditors' remuneration

Net operating expenses	2008	2007
	0003	000£
Administrative expenses	50	74

Administrative expenses of £50,000 (2007: £74,000) include charges for the provision of services made under a management services agreement by Royal London Management Services Limited. The company has no employees (2007: none).

The directors received no remuneration in respect of their services to the company (2007: £nil).

The remuneration of the auditors, PricewaterhouseCoopers LLP, for the year was £5,000 (2007: £4,750) in respect of the audit of the company. Any fees payable to PricewaterhouseCoopers LLP and its associates for services other than the statutory audit of the company are not disclosed as the consolidated accounts of the parent company are required to disclose non-audit fees on a consolidated basis.

6 Tax on (loss)/profit on ordinary activities

(i) Tax (credited)/ charged in the profit and loss account	2008 £000	2007 £000
UK corporation tax (credit)/charge at 28.5% (2007: 30%) on (loss)/profit for the year	(1,224)	561
Adjustments in respect of prior periods	-	(3)
Total current tax (credit)/charge	(1,224)	558
Foreign tax relieved against UK corporation tax	8	2
Deferred tax credit for the year	(8)	(12)
Tax (credit)/charge on (loss)/profit on ordinary activities	(1,224)	548

Notes to the financial statements for the year ended 31 December 2008 (continued)

6 Tax on (loss)/profit on ordinary activities (continued)

(ii) Factors affecting the tax credit

The tax credit for the year was higher than the standard rate of corporation tax in the UK of 28.5% (2007: 30%) applied to the loss before tax. The differences are explained below:

	2008 £000	2007 £000
(Loss)/profit on ordinary activities before tax	(3,665)	2,463
Loss multiplied by the standard rate of UK corporation tax of 28.5% (2007: 30%)	(1,045)	739
Effects of:		
Deferred tax asset	(8)	-
Taxable profit on equity holdings	-	12
Dividend income not taxable	(179)	(188)
Double tax relief	8	(2)
Adjustment in respect of prior years		(3)
Current tax (credit)/charge for the year	(1,224)	558

The standard rate of corporation tax in the UK changed from 30% to 28% with effect from 1 April 2008. Accordingly, the company's loss for this accounting period is taxed at an effective rate of 28.5% and will be taxed at 28% in the future.

(iii) Deferred taxation

There is no unprovided deferred tax liability or unrecognised deferred tax asset in these financial statements. The £8,000 deferred tax asset relates to recoverable overseas tax which can be carried forward to reduce taxable profits in the future.

Notes to the financial statements for the year ended 31 December 2008 (continued)

7 Other financial investments

	Current value		Cost	
	2008 £000	2007 £000	2008 £000	2007 £000
Shares and other variable-yield securities and units in unit trusts	13,139	16,831	13,818	12,507
Debt securities and other fixed income securities	14,141	11,814	13,984	11,844
	27,280	28,645	27,802	24,351

All of the above are listed on a recognised investment exchange.

8 Called up share capital

	2008	2007
	£000	£000
Authorised		
30,000,000 ordinary shares of £1 each	30,000	30,000
Issued and fully paid		
25,000,000 ordinary shares of £1 each	25,000	25,000

9 Reserves

	2008	2007
	£000	£000
(i) Profit and loss account		'
At 1 January	4,800	2,885
(Loss)/profit for the financial year	(2,441)	1,915
At 31 December	2,359	4,800

(ii) Reconciliation of movements in total shareholders' funds

	Share capital £000	Profit and loss account £000	Total £000
At 1 January 2008	25,000	4,800	29,800
Loss for the financial year		(2,441)	(2,441)
At 31 December 2008	25,000	2,359	27,359

Notes to the financial statements for the year ended 31 December 2008 (continued)

10 Creditors: amounts falling due within one year

	2008	2007
	£000	000£
Creditors arising out of reinsurance operations	1,430	1,430
Amounts owed to group undertakings	-	2
Other creditors, including taxation	71	443
	1,501	1,875

The amounts owed to group undertakings are repayable on demand and are unsecured.

11 Ultimate parent undertaking and controlling party

The Royal London Mutual Insurance Society Limited, a company registered in England and Wales, is the immediate and ultimate parent undertaking and controlling party.

The Royal London Mutual Insurance Society Limited is the parent undertaking of the smallest and largest group of undertakings to consolidate these financial statements. Copies of the financial statements of The Royal London Mutual Insurance Society Limited are available from the company's registered office.