

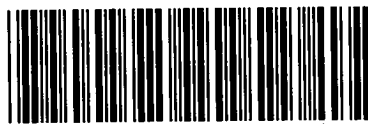
Company No: 2861129

ATRIUM 1 LIMITED

**REPORT AND FINANCIAL STATEMENTS
31 DECEMBER 2014**

Registered Office:
Room 790
Lloyd's
1 Lime Street
London
EC3M 7DQ

THURSDAY



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21/05/2015

#96

COMPANIES HOUSE

Atrium 1 Limited

DIRECTORS

R Harries

J Lee

B Merriman

SECRETARY

M Bruce

Bruce Wallace Associates Limited

120 Pall Mall

London

SW1Y 5EA

REGISTERED OFFICE

Room 790, Lloyd's

1 Lime Street

London

EC3M 7DQ

Atrium 1 Limited

STRATEGIC REPORT

The Directors present their strategic report for the year ended 31 December 2014.

Results

The Company did not trade during the year and there was no income or expenditure.

Principal activities and review of the business

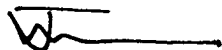
Atrium 1 Limited ('Atrium 1') is a corporate member company in the Atrium Group. Atrium 1 is a wholly owned subsidiary of Atrium Underwriting Holdings Limited (AUHL).

Atrium 1 is a dormant corporate member at Lloyd's.

Principal risks and uncertainties

The Board recognises the critical importance of having efficient and effective risk management systems in place, however since the company ceased underwriting in 2008 and completed run off of the 2007 and prior years of account at 31 December 2009, it is considered that there are no risks and uncertainties facing the business going forward.

By order of the Board



J Lee
Director
2 April 2015

Atrium 1 Limited

DIRECTORS' REPORT

The Directors present their report for the year ended 31 December 2014.

Directors of the Company

The current Directors of the Company are disclosed on page 1.

The following director and officer were appointed during the year:

B Merriman (appointed effective 1 July 2014)

M Bruce, Bruce Wallace Associates Limited (Company Secretary, appointed effective 7 April 2014)

The following director and officer resigned during the year:

S Cook (resigned effective 1 July 2014)

M Balicao, Equiniti David Venus Ltd (Company Secretary, resigned effective 7 April 2014)

Board and Management Changes

On 1 July 2014, after 8 years as AUGL Chief Executive, Steve Cook stepped down from this role and became Deputy Chairman and was replaced by Richard Harries, who will remain as Active Underwriter for Syndicate 609.

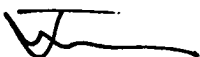
Future developments

It is intended that the Company continues to be a Corporate Member at Lloyds. However the Company will remain dormant going forward.

Events since the balance sheet date

There have been no significant events since the balance sheet date.

By order of the Board



J Lee
Director
2 April 2015

Atrium 1 Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Strategic Report, 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 of 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 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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Atrium 1 Limited

BALANCE SHEET

at 31 December 2014

	Note	2014 \$	2013 \$
Assets			
Debtors	1	<u>1</u>	<u>1</u>
Total Assets		<u>1</u>	<u>1</u>
Capital and Reserves			
Called up share capital	2	1	1
Profit and loss account		<u>-</u>	<u>-</u>
Total Shareholders Funds		<u>1</u>	<u>1</u>
Liabilities			
Creditors		<u>-</u>	<u>-</u>
Total Shareholders Funds and Liabilities		<u>1</u>	<u>1</u>

For the year ending 31 December 2014 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Director's 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.
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

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



J Lee
Director
2 April 2015

Atrium 1 Limited

NOTES TO THE FINANCIAL STATEMENTS

at 31 December 2014

1. DEBTORS

	2014 \$	2013 \$
Amounts falling due within one year		
Amounts owed by group undertakings	<u>1</u>	<u>1</u>

2. ISSUED SHARE CAPITAL

	2014 £	2013 £
Authorised:		
75 (2013 – 75) ordinary shares of £1 each	75	75
100 (2013 – 100) 'A' ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted, called up and fully paid:		
1 (2013 – 1) ordinary share of £1	<u>1</u>	<u>1</u>

Following the change of functional currency in 2009, the brought forward balances for the issued share capital have been translated into USD for the purposes of financial reporting at the exchange rate at the date of the change being £1:\$1.4479.

	2014 \$	2013 \$
Allotted, called up and fully paid:		
1 (2013 – 1) ordinary share	<u>1</u>	<u>1</u>

The rights of the shares can be summarised as follows:

Ordinary shares confer upon the holders the right to receive notice, attend and vote at General Meetings of the Company, and the right to receive a dividend. The holders of the 'A' ordinary shares do not have the right to receive notice, attend and vote at General Meetings of the Company.

The holders of 'A' ordinary shares shall, on payment of a dividend, or other distribution, be entitled to receive 1p on each 'A' ordinary share for every £10,000 paid per ordinary share, either by dividend or other distribution.

Upon wind-up of the Company and a return of assets, the 'A' ordinary share holders will be paid the amounts paid up on each 'A' ordinary share, after repayment of the amount paid up on the ordinary shares plus the payment of £1m per ordinary share.

3. ULTIMATE PARENT COMPANY

The Company's immediate parent undertaking is Atrium Underwriting Holdings Limited, which does not prepare group financial statements.

The ultimate holding company of Atrium 1 Limited is Enstar Group Limited registered in Bermuda, number EC30916.

The consolidated financial statements of Enstar Group Limited, within which this Company is included, can be obtained from that company's offices at Windsor Place, 22 Queen Street, Hamilton HM JX, Bermuda.