

ALLIED DUNBAR (STAFF PENSION PLAN) TRUSTEE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2006

COMPANY REGISTRATION NUMBER 3320657

FRIDAY



AJEWGRS2

A18

03/08/2007

694

COMPANIES HOUSE

Allied Dunbar (Staff Pension Plan) Trustee Limited

DIRECTORS' REPORT

The directors present their report and financial statements for Allied Dunbar (Staff Pension Plan) Trustee Limited for the year ended 31 December 2006

Principal Activities and Business Review

The Company has been dormant since its formation

Directors

The directors who served during the year were

V J Attwood (Resigned 24 April 2006)
J E Bullimore
J W Grayburn
P Mogford
M Rawle
P J Steer
P Davis (Appointed 25 July 2006)

From 15 January 2007, qualifying third party indemnity provisions (as defined in Section 309B(1) of the Companies Act 1985) are in force for the benefit of directors

Allied Dunbar (Staff Pension Plan) Trustee Limited**DIRECTORS' REPORT (Continued)**

The directors had no interest in the shares or debentures of group companies except as shown below

Performance Shares

Interests arising under the Zurich Financial Services Long Term Performance Share Plan are shown below

Vesting in 2006						
	1 Jan 2006	Granted	Rights Issue	Lapsed	Vested	31 Dec 2006
J E Bullimore	527	-	-	-	(527)	-
P Mogford	336	-	-	-	(336)	-

Vesting in 2007						
	1 Jan 2006	Granted	Rights Issue	Lapsed	Vested	31 Dec 2006
J E Bullimore	298	104	-	-	-	402
P Mogford	130	-	-	-	-	130

Vesting in 2008						
	1 Jan 2006	Granted	Rights Issue	Lapsed	Vested	31 Dec 2006
J E Bullimore	152	104	-	-	-	256

Vesting in 2009						
	1 Jan 2006	Granted	Rights Issue	Lapsed	Vested	31 Dec 2006
J E Bullimore	-	104	-	-	-	104

The number of Zurich Financial Services Shares to be awarded will depend upon the actual financial performance of the Group during the relevant 3-year period, subject to minimum defined hurdles. Once these target shares vest, an allocation is made to each Director in respect of the ordinary shares and are highlighted in the table below

Vested Ordinary Shares				
	1 Jan 2006	Allocated on Vesting	Sold	31 Dec 2006
J E Bullimore	414	792	(293)	913
P Mogford	560	505	(322)	743

Other ordinary shares are disclosed in the note below

Other Ordinary Shares		
	1 Jan 2006	31 Dec 2006
J E Bullimore	111	-
P Mogford	16	15
M Rawle	62	62
P J Steer	177	209
	25 Jul 2006	31 Dec 2006
P Davis	201	-

Options to subscribe for ordinary shares

Employee Sharesave options						
	1 Jan 2006	Granted	Exercised	Rights Issue	Lapsed	31 Dec 2006
M Rawle	61	-	-	-	(61)	-
	25 Jul 2006					31 Dec 2006
P Davis	131	-	-	-	-	131

Allied Dunbar (Staff Pension Plan) Trustee Limited

DIRECTORS' REPORT (Continued)

Auditors

The Company was dormant throughout the year and, in accordance with the Companies Act 1985, no audit report is included

By order of the Board


Nigel Lowe
Secretary
31 July 2007

Allied Dunbar (Staff Pension Plan) Trustee Limited

BALANCE SHEET AS AT 31 DECEMBER 2006

	Note	2006 £	2005 £
<u>Current Assets</u>			
<u>Debtors</u>			
Amount due from group undertaking		2	2
		—	—
<u>Net Current Assets</u>		2	2
		—	—
Net Assets		2	2
		—	—
<u>Share Capital And Reserves</u>			
Called Up Share Capital	4	2	2
		—	—

For the year ended 31 December 2006 the Company was entitled to an exemption from the obligation to have the financial statements audited under section 249AA (1) of the Companies Act 1985


No members have required the Company to obtain an audit of the financial statements for the year ended 31 December 2006 in accordance with section 249B (2) of the Companies Act 1985

The directors acknowledge their responsibility for

- i ensuring the Company keeps accounting records which comply with section 221, and
- ii preparing financial statements which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to financial statements, so far as applicable to the Company

The Company was dormant throughout the year

These financial statements were approved by the Board and signed on its behalf by

 Director

31 JULY 2007

Date

The notes on pages 5 and 6 form an integral part of the financial statements

Allied Dunbar (Staff Pension Plan) Trustee Limited

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting Policies

Basis of Preparation

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

2 Profit and Loss Account

The Company has not traded during the financial year and has received no income and incurred no expenditure. Consequently, during the year the Company has made neither a profit nor a loss.

The Company had no other recognised gains or losses in the year, therefore no statement of recognised gains or losses has been included.

3. Directors' Emoluments

The emoluments of the directors for services to the Company as director during the year were £nil (2005 £nil)

4 Share Capital

	2006 £	2005 £
Authorised Ordinary shares of £1 each	100	100
	<hr/>	<hr/>
Allotted, issued and fully paid Ordinary shares of £1 each	2	2
	<hr/>	<hr/>

5 Related Parties

No contract of significance existed at any time during the year in which a director or key manager was materially interested or which requires disclosure as a related party transaction as defined under FRS8 'Related Party Disclosures'

Allied Dunbar (Staff Pension Plan) Trustee Limited

NOTES TO THE FINANCIAL STATEMENTS (Continued)

6. Ultimate Holding Company

The Company's ultimate parent company is Zurich Financial Services which is incorporated in Switzerland. Zurich Financial Services is the parent company of the smallest group of companies, of which the Company is a wholly owned subsidiary, for which group accounts are drawn up. Copies of the consolidated financial statements of Zurich Financial Services can be obtained from The Secretary, Mythenquai 2, 8002 Zurich, Switzerland.