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**COMMERCIAL UNION CORPORATE MEMBER LIMITED**  
**FINANCIAL STATEMENTS**  
**2006**

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# Commercial Union Corporate Member Limited

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# **Commercial Union Corporate Member Limited**

## **Directors and officer**

### **Directors:**

D J R McMillan  
J Seaton

### **Officer:**

Company Secretary  
Aviva Company Secretarial Services Limited

### **Auditors:**

Ernst & Young LLP  
Registered Auditor  
1 More London Place  
London  
SE1 2AF

### **Registered office:**

St Helen's  
1 Undershaft  
London  
EC3P 3DQ

Registered in England and Wales No 3381519

The Company is a member of the Aviva plc group of companies ("the Group")

# **Commercial Union Corporate Member Limited**

## **Directors' report**

**For the year ended 31 December 2006**

The directors present their annual report and audited financial statements for Commercial Union Corporate Member Limited ("the Company") for the year ended 31 December 2006

## **Principal activity**

The principal activity of the Company during 2006 was that of a Corporate Underwriting Member of Lloyd's. Following a strategic review during 2000 by Aviva plc, the Company's ultimate controlling entity, a decision was made to withdraw fully from the London Market. On 21 December 2000, Tonicstar Limited, a member of the Berkshire Hathaway Group, agreed to replace the Company and provide capacity for 2001 and subsequent years of account. In a separate agreement a Berkshire Hathaway affiliated company agreed to provide Aviva plc with protection on the Company's results for underwriting years prior to 2001.

## **Business review**

### **Basis of preparation**

This business review is addressed to, and written for, the members of the Company with the aim of providing a fair review of the business development, performance and position at the current time, during the financial period and at the end of the financial period. In providing this review, the aim is to present a view that is both balanced and comprehensive and is consistent with the size and complexity of the business.

### **Objectives and future developments**

High level strategies are determined by Aviva plc and these are shown in their financial statements. The directors expect that the nature of the Company's principal activity of general insurance business run-off will continue unchanged into the foreseeable future.

### **Financial position and performance**

The financial position of the Company at 31 December 2006 is shown in the balance sheet on page 12, with the trading results shown in the income statement on page 11 and the cash flow statement on page 14.

As the Company's total result for each year is wholly reinsured with the Berkshire Hathaway Group, the profit or loss consists purely of any tax charge or credit arising.

The 1999 and 2000 years of account of Syndicate 62 closed at 31 December 2006. Entries reflecting the reinsurance to close contract have been made on the income statement. The Company remains a member of Syndicate 1047, participating in the 2000 year of account, which is yet to close. A reinsurance to close contract has yet to be agreed in respect of this syndicate for the Company's participating year of account.

### **Risk management**

Descriptions of the principal risks and uncertainties facing the Company and the Company's risk management policies are set out in note 16 to the financial statements.

## **Financial instruments**

The business of the Company includes use of financial instruments. Details of the Company's risk management objectives and policies and exposures to risk are set out in note 16 to the financial statements.

# Commercial Union Corporate Member Limited

## Directors' report (continued)

### Dividends

No interim dividend was paid during the year (2005 £ nil) The directors do not recommend the payment of a final dividend (2005 £ nil)

### Employees

All employees are employed by a fellow subsidiary undertaking of Aviva plc, Aviva Employment Services Limited  
Disclosures relating to employees may be found in the Annual Report and Accounts of Aviva plc

### Payment policy

It is the Company's policy to pay creditors when they fall due for payment Terms of payment are agreed with suppliers when negotiating each transaction and the policy is to abide by those terms, provided that the suppliers also comply with all relevant terms and conditions

There were no amounts due to trade creditors at 31 December 2006 or 31 December 2005

### Resolutions

On 26 August 1999, the members of the Company passed resolutions to dispense with the holding of Annual General Meetings, the laying of directors' reports, financial statements and auditors' reports before the members in general meetings and the obligation to appoint auditors annually

### Directors' interests

The names of the present directors of the Company appear on page 1

On 14 March 2006, P C Easter and P J R Snowball resigned as directors of the Company and Scott Egan and J Seaton were appointed as directors on the same date

On 9 May 2006, M S Hodges resigned as a director and D J R McMillan was appointed as a director on the same date

On 1 January 2007, Sean Egan was appointed as an alternate director to J Seaton and subsequently resigned on 10 May 2007

On 2 October 2007, Scott Egan resigned as a director of the Company

The table below shows the interests held by each person who was a director at the end of the financial year in the ordinary shares of 25 pence each in Aviva plc Details of any options and awards held through Aviva plc's share schemes and incentive plans are shown on page 4 All the disclosed interests are beneficial

	At 1 January 2006 (or date of appointment if later)	At 31 December 2006
	Number	Number
Scott Egan	1,683	2,214
D J R McMillan	8,267	8,398
J Seaton	2,107	2,476

### Incentive plans

Details of the directors who held office at the end of the financial year, and hold or held options to subscribe for ordinary shares of Aviva plc or hold or held awards over shares in Aviva plc, pursuant to Aviva plc's share-based incentive plans, are set out on page 4

# Commercial Union Corporate Member Limited

## Directors' report (continued)

### Directors' interests (continued)

a) Share options	At 1 January 2006 (or date of appointment if later) Number	Options granted during the year Number	Options lapsed during the year Number	At 31 December 2006 Number
<b>Scott Egan</b>				
Savings related options	-	-	-	-
<b>D J R McMillan</b>				
Savings related options	2,272	-	-	2,272
<b>J Seaton</b>				
Savings related options	3,486	-	(226)	3,260

"Savings related options" are options granted under the Inland Revenue approved SAYE Share Option Scheme. Options granted from 1999 to 2006 are normally exercisable during the six month period following either the third, fifth or seventh anniversary of the relevant savings contract.

### b) Share awards

	At 1 January 2006 (or date of appointment if later) Number	Awards granted during the year Number	Awards vested during the year Number	Awards lapsed during the year Number	At 31 December 2006 Number
<b>Scott Egan</b>					
Aviva Long Term Incentive Awards	3,831	10,975	-	-	14,806
Aviva Annual Bonus Plan 2005	-	8,628	-	-	8,628
Aviva Deferred Bonus Plan	3,584	-	-	-	3,584
Aviva Executive Share Option Plans	42,917	-	(12,463)	(6,741)	23,713
<b>D J R McMillan</b>					
Aviva Long Term Incentive Awards	27,230	-	-	-	27,230
Aviva Annual Bonus Plan 2005	15,175	-	-	-	15,175
Aviva Deferred Bonus Plan	17,290	-	-	-	17,290
Aviva Executive Share Option Plans	39,754	-	-	(4,613)	35,141
<b>J Seaton</b>					
Aviva Long Term Incentive Awards	33,567	10,000	(8,616)	(4,660)	30,291
Aviva Annual Bonus Plan 2005	-	15,727	-	-	15,727
Aviva Deferred Bonus Plan	23,712	-	(7,886)	-	15,826
Aviva Executive Share Option Plans	682	-	-	-	682

- (i) Aviva Long Term Incentive Awards, awards are made on an annual basis in March. Awards are subject to the attainment of performance conditions over a three year period.
- (ii) The Aviva Annual Bonus Plan 2005 was approved by shareholders in April 2005 and it replaced the Aviva Deferred Bonus Plan. The awards disclosed include those made in lieu of some of the cash bonus earned that are paid in the form of shares and deferred for three years. The vesting of the awards on the third anniversary of their grant is not subject to performance conditions.
- (iii) Aviva Deferred Bonus Plan, awards disclosed include those made in lieu of some or all of the cash bonus earned and deferred under Aviva plc's Annual Bonus Plan and also the matching awards granted on a one for one basis. The awards are not subject to performance conditions and vest on the third anniversary of their grant.
- (iv) Aviva Executive Share Option Plans, these are options granted on various dates from 1996 to 2004, under the Aviva Executive Share Option Scheme or predecessor schemes. The exercise of options granted in 1996 is not subject to performance conditions. Options granted between 1997 and 2000 were subject to the satisfaction of conditions relating to either the Company's return on capital employed ("ROCE") or its relative total shareholder return ("TSR") against a chosen comparator group. In respect of options granted from 2000 the performance condition has been a mixture of both ROCE and TSR measures. In all cases, performance is measured over a three year performance period and the options are normally exercisable between the third and tenth anniversary of their grant.

# Commercial Union Corporate Member Limited

## Directors' report (continued)

### Directors' liabilities

Aviva plc, the ultimate parent undertaking, has granted an indemnity to the directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985. This indemnity and the provisions in the Company's Articles of Association constitute "qualifying third party indemnities" for the purposes of sections 309A to 309C of the Companies Act 1985. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

### Directors' statement as to disclosure of information to auditors

The directors who were members of the Board at the time of approving the directors' report are listed on page 1. Having made enquiries of fellow directors and of the Company's auditors, each of these directors confirms that

- to the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the Company's auditors are unaware, and
- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditors are aware of that information.

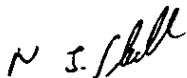
### Statement of directors' responsibilities

The directors are required to prepare financial statements for each accounting period that comply with the relevant provisions of the Companies Act 1985 and of the International Financial Reporting Standards ("IFRS") as adopted by the European Union, and which present fairly the financial position, financial performance and cash flows of the Company at the end of the accounting period. A fair presentation of the financial statements in accordance with IFRS requires the directors to

- select suitable accounting policies and verify they are applied consistently in preparing the financial statements on the going concern basis, unless it is inappropriate to presume that the Company will continue in business,
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information,
- provide additional disclosures when compliance with the specific requirements in IFRS is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance, and
- state that the Company has complied with applicable IFRS, subject to any material departures disclosed and explained in the financial statements.

The directors are responsible for keeping proper accounting records which are intended to disclose with reasonable accuracy, at any time, the financial position of the Company. They are also ultimately responsible for the systems of internal control maintained by the Company for safeguarding the assets of the Company and for the prevention and detection of fraud and other irregularities.

By order of the Board



Authorised signatory  
Aviva Company Secretarial Services Limited  
Secretary

11 October 2007

# Commercial Union Corporate Member Limited

## Independent auditors' report

### To the members of Commercial Union Corporate Member Limited

We have audited the Company's financial statements for the year ended 31 December 2006, which comprise the Accounting Policies, the Income Statement, the Balance Sheet, the Statement of Changes in Shareholder's Equity, the Cash Flow Statement, and the related notes 1 to 18. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to any one 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 auditors

The directors' responsibilities for preparing the financial statements in accordance with the applicable United Kingdom law and International Financial Reporting Standards (IFRSs) as adopted by the European Union 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).

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 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 IFRSs as adopted by the European Union, of the state of the Company's affairs as at 31 December 2006 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.

Ernst & Young LLP  
Registered Auditors  
London

12 October 2007

# Commercial Union Corporate Member Limited

## Accounting policies

The Company is a limited liability company incorporated and domiciled in the United Kingdom ("UK") and is a Corporate Underwriting Member of Lloyd's. In December 2000, Tonicstar Limited, a member of the Berkshire Hathaway Group, replaced the Company and provided capacity for 2001 and subsequent years of account. In a separate agreement, a Berkshire Hathaway affiliated company agreed to provide Aviva plc with protection on the Company's results for underwriting years prior to 2001.

The principal accounting policies adopted in the preparation of these financial statements are set out below.

### (A) Basis of presentation

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS") as endorsed by the European Union, applicable at 31 December 2006.

In August 2005, the IASB issued FRS7, Financial Instruments: Disclosures, and amendments to IAS 1, Capital Disclosures. Although their requirements are applicable for accounting periods beginning on or after 1 January 2007, the Company has decided to adopt IFRS 7 early and reflect its impact in these financial statements. The amendment to IAS 1 brings the capital disclosures into line with those already required by FRS 27 and, although the Company is not adopting it early, this is not expected to result in any material additional disclosures.

In August 2005, the IASB issued an amendment to IAS 39, Financial Guarantee Contracts, which requires financial guarantees issued to be recognised initially at their fair value, and subsequently measured at the higher of the expected liability (or receivable) under the guarantee and the amount initially recognised, less any cumulative amortisation. This amendment affects the Company in respect of intercompany guarantees given and taken in the ordinary course of business, where guarantee fees had not necessarily reflected the fair value to each party of the issued instrument. This value must now be reflected in the Company's financial statements, and will result in additional accruals (for fee income) and prepayments (for fees payable) in the balance sheet, with movements in these values credited or charged to profit in the income statement.

In accordance with the standard for Phase 1 IFRS 4, Insurance Contracts, the Company has applied existing accounting practices for insurance, modified as appropriate to comply with the IFRS framework and applicable standards. Further details are given in policy E overleaf.

The financial statements are stated in British pounds, which is the Company's functional and presentation currency. Unless otherwise noted, the amounts shown in these financial statements are in thousands of British pounds ("£000").

### (B) Recognition of insurance transactions

In preparing these financial statements, the Company recognises its proportion of all the transactions undertaken by the Lloyd's syndicates in which it participates ("the syndicates").

For each syndicate, the Company's proportion of the underwriting transactions, investment return and operating expenses has been reflected within the Company's income statement. Similarly, its proportion of the syndicate's assets and liabilities has been reflected in its balance sheet (under the column heading "syndicate"). The syndicate assets are held subject to trust deeds for the benefit of the Company's insurance creditors.

The proportion referred to above is calculated by reference to the Company's participation as a percentage of the syndicate's total capacity.

### (C) Use of estimates

The preparation of financial statements requires the Company to make estimates and assumptions that affect items reported in the balance sheet and income statement and the disclosure of contingent assets and liabilities at the date of the financial statements. Although these estimates are based on management's best knowledge of current facts, circumstances and, to some extent, future events and actions, actual results ultimately may differ from those estimates, possibly significantly.

# Commercial Union Corporate Member Limited

## Accounting policies (continued)

### (D) Foreign currency translation

Foreign currency transactions are accounted for at the exchange rates prevailing at the date of the transactions. Gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies, are recognised in the income statement.

Translation differences on debt securities and other monetary financial assets measured at fair value and designated at fair value through profit and loss (as defined in policy L) are included in foreign exchange gains and losses in the income statement.

### (E) Product classification

Insurance contracts are defined as those containing significant insurance risk if, and only if, an insured event could cause an insurer to pay significant additional benefits in any scenario, excluding scenarios that lack commercial substance, at the inception of the contract. Such contracts remain insurance contracts until all rights and obligations are extinguished or expire. Contracts can be reclassified as insurance contracts after inception if insurance risk becomes significant. Any contracts not considered to be insurance contracts under IFRS are classified as investment or service contracts.

As noted in policy A above, insurance contracts in general continue to be measured and accounted for under existing accounting practices at the date of transition to IFRS. Accounting for insurance contracts is determined in accordance with the Statement of Recommended Practice issued by the Association of British Insurers in December 2005 (as amended in December 2006).

### (F) Premiums written

Insurance premiums written reflect business incepted during the year, and exclude any sales-based taxes or duties or levies. Written premiums include an estimate of pipeline premiums less a provision for anticipated lapses.

### (G) Net investment income

Investment income consists of dividends, interest and rents receivable for the year, movements in amortised cost on debt securities, realised gains and losses, and unrealised gains and losses on FVPL investments (as defined in policy L). Dividends on equity securities are recorded as revenue on the ex-dividend date. Interest income is recognised as it accrues, taking into account the effective yield on the investment.

The realised gain or loss on disposal of an investment is the difference between the proceeds received, net of transaction costs and its original cost or amortised cost as appropriate. Unrealised gains and losses represent the difference between the carrying value at the year end and the carrying value at the previous year end or purchase value during the year, less the reversal of previously recognised unrealised gains and losses in respect of disposals made during the year.

### (H) Insurance contract liabilities

#### *Claims*

Insurance claims incurred include all losses occurring during the year, whether reported or not, loss adjustment expenses, a reduction for the value of salvage and other recoveries, and any adjustments to claims incurred in previous years.

Loss adjustment expenses include internal and external costs incurred in connection with the negotiation and settlement of claims. Internal costs include all direct expenses of the claims handling department and any part of the general administrative costs directly attributable to the loss adjustment function.

#### *Outstanding claims provisions*

Insurance outstanding claims provisions are based on the estimated ultimate cost of all claims incurred but not settled at the balance sheet date, whether reported or not, together with related loss adjustment expenses. Significant delays are experienced in the notification and settlement of certain types of general insurance claims, particularly in respect of liability business, the ultimate cost of which cannot be known with certainty at the balance sheet date. Any estimate represents a determination within a range of possible outcomes. Further details of estimation techniques are given in note 10(c).

Outstanding claims provisions are valued net of an allowance for expected future recoveries. Recoveries include non-insurance assets that have been acquired by exercising rights to salvage and subrogation under the terms of insurance contracts.

# Commercial Union Corporate Member Limited

## Accounting policies (continued)

### (I) Reinsurance

The Company cedes reinsurance in the normal course of business, with retention limits varying by line of business. The cost of reinsurance is accounted for over the life of the underlying reinsured policies, using assumptions consistent with those used to account for these policies. Gains or losses on buying retroactive reinsurance are recognised in the income statement immediately at the date of purchase and are not amortised.

Reinsurance assets primarily include balances due from both insurance and reinsurance companies for ceded insurance liabilities. Amounts recoverable from reinsurers are estimated in a manner consistent with the outstanding claims provisions or settled claims associated with the reinsured policies and in accordance with the relevant reinsurance contract.

If a reinsurance asset is impaired, the Company reduces the carrying amount accordingly and recognises that impairment loss in the income statement. A reinsurance asset is impaired if there is objective evidence, as a result of an event that occurred after initial recognition of the reinsurance asset, that the Company may not receive all amounts due to it under the terms of the contract, and the event has a reliably measurable impact on the amounts that the Company will receive from the reinsurer.

### (J) Reinsurance to close (RITC)

Each syndicate underwriting account is normally closed at the end of the third year by means of reinsurance into the following year, which reinsures all future liabilities for a closed year and all previous years in return for a premium calculated by the underwriter and approved by the managing agent.

The payment of a reinsurance to close does not eliminate the liability of the closed year for outstanding claims. If the reinsuring syndicate were to be unable to meet its obligations and other elements of the Lloyd's chain of security were to fail, then the members of the closed underwriting year would have to settle outstanding claims. The directors consider the likelihood of such failure of the reinsurance to close is extremely remote and, therefore, the reinsurance to close has been deemed to settle liabilities outstanding at the closure of the underwriting year and no provision is made for the ultimate liability of that year of account.

The Company remains a member of Syndicate 1047, participating in the 2000 year of account, which is yet to close. A reinsurance to close contract has yet to be agreed in respect of this syndicate for the Company's participating year of account.

### (K) Derecognition and offset of financial assets and financial liabilities

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised where

- (i) the rights to receive cash flows from the asset have expired,
- (ii) the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement, or
- (iii) the Company has transferred its rights to receive cash flows from the asset and either
  - (a) has transferred substantially all the risks and rewards of the asset, or
  - (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

# Commercial Union Corporate Member Limited

## Accounting policies (continued)

### (L) Financial investments

The Company classifies its investments as financial assets at fair value through profit or loss ("FVPL"). The FVPL category is used as, in most cases, the Company's strategy is to manage its financial investments on a fair value basis.

The FVPL category has two sub-categories – those that meet the definition as being "held for trading" and those the Company chooses to designate as FVPL (referred to in this accounting policy as "other than trading"). Fixed maturities, purchased loans and equity securities, which the Company buys with the intention to resell in the near term (typically between three and six months), are classified as being held for trading. All other securities in the FVPL category are classified as other than trading.

Purchases and sales of investments are recognised on the trade date, which is the date that the Company commits to purchase or sell the assets, at their fair values less transaction costs. Debt securities are initially recorded at their fair value, which is taken to be amortised cost, with amortisation credited or charged to the income statement. Investments classified as trading and other than trading are subsequently carried at fair value. Changes in the fair value of trading and other than trading investments are included in the income statement in the period in which they arise.

The fair values of investments are based on quoted bid prices or amounts derived from cash flow models.

### (M) Cash and cash equivalents

Cash and cash equivalents consist of cash at banks and in hand, deposits held at call with banks, treasury bills and other short-term highly liquid investments with less than 90 days' maturity from the date of acquisition.

### (N) Contingent liabilities

Contingent liabilities are disclosed if the future obligation is probable and the amount cannot be reasonably estimated.

### (O) Income taxes

The current tax expense is based on the taxable profits for the year, after any adjustments in respect of prior years. Tax, including tax relief for losses if applicable, is allocated over profits before taxation and amounts charged or credited to reserves as appropriate.

Provision is made for deferred tax liabilities, or credit taken for deferred tax assets, using the liability method, on all material temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

The principal temporary differences arise from future cash calls. The rates enacted or substantively enacted at the balance sheet date are used to determine the deferred tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

### (P) Share capital and dividends

#### *Equity instruments*

An equity instrument is a contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Accordingly, a financial instrument is treated as equity if

- (i) there is no contractual obligation to deliver cash or other financial assets or to exchange financial assets or liabilities on terms that may be unfavourable, and
- (ii) the instrument will not be settled by delivery of a variable number of shares or is a derivative that can be settled other than for a fixed amount of cash, shares or other financial assets.

#### *Dividends*

Interim dividends on ordinary shares are recognised in equity in the period in which they are paid. Final dividends on these shares are recognised when they have been approved by shareholders.

# Commercial Union Corporate Member Limited

## Income statement

For the year ended 31 December 2006

	Note	2006 £000	2005 £000
<b>Income</b>	<b>1</b>		
Gross written premiums		71	214
Premiums ceded to reinsurers		(8,530)	(325)
Premiums written net of reinsurance and net premiums earned		(8,459)	(111)
Net investment income		796	332
		<u>(7,663)</u>	<u>221</u>
<b>Expenses</b>	<b>2</b>		
Claims and benefits paid, net of reinsurance		4,330	4,463
Change in insurance liabilities, net of reinsurance		(12,637)	(4,399)
Fee and commission expense		17	39
Other operating expenses		374	363
Foreign exchange gains/(losses)		253	(245)
		<u>(7,663)</u>	<u>221</u>
<b>Profit before tax</b>		-	-
Tax charge	6	(45)	(171)
<b>Loss for the year</b>		<u>(45)</u>	<u>(171)</u>

The Company has no recognised income and expenses other than those included in the results above and therefore a statement of recognised income and expense has not been presented

The accounting policies on pages 7 to 10 and notes on pages 15 to 29 are an integral part of these financial statements

# Commercial Union Corporate Member Limited

## Balance Sheet

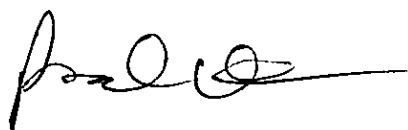
As at 31 December 2006

	Note	2006			2005		
		Syndicate £000	Other £000	Total £000	Syndicate £000	Other £000	Total £000
<b>Assets</b>							
Financial investments	7	9,034	-	9,034	11,591	-	11,591
Reinsurance	8	8,790	-	8,790	15,384	-	15,384
Receivables and other financial assets	9	161,652	14	161,666	140,525	32	140,557
Cash and cash equivalents	15b	5,885	-	5,885	6,196	-	6,196
<b>Total assets</b>		<u>185,361</u>	<u>14</u>	<u>185,375</u>	<u>173,696</u>	<u>32</u>	<u>173,728</u>
<b>Liabilities</b>							
Insurance	10	25,029	-	25,029	45,904	-	45,904
Deferred tax	11 (b)	-	15,337	15,337	-	16,169	16,169
Current tax	11 (a)	-	876	876	-	1,445	1,445
Payables and other financial liabilities	12	127,996	12,763	140,759	95,455	11,336	106,791
<b>Total liabilities</b>		<u>153,025</u>	<u>28,976</u>	<u>182,001</u>	<u>141,359</u>	<u>28,950</u>	<u>170,309</u>
<b>Net assets / (liabilities)</b>		<u>32,336</u>	<u>(28,962)</u>	<u>3,374</u>	<u>32,337</u>	<u>(28,918)</u>	<u>3,419</u>
<b>Equity</b>							
Capital							
Ordinary share capital	13	-	30,000	30,000	-	30,000	30,000
Retained earnings		32,336	(58,962)	(26,626)	32,337	(58,918)	(26,581)
<b>Total equity</b>		<u>32,336</u>	<u>(28,962)</u>	<u>3,374</u>	<u>32,337</u>	<u>(28,918)</u>	<u>3,419</u>

The accounting policies on pages 7 to 10 and notes on pages 15 to 29 are an integral part of these financial statements

Approved by the Board on 11 October 2007

Director



# Commercial Union Corporate Member Limited

## Statement of changes in shareholder's equity

For the year ended 31 December 2006

	Ordinary share capital	Retained earnings	Total equity
	£000	£000	£000
<b>Balance at 1 January 2005</b>	30,000	(26,410)	3,590
Total recognised income and expense for the year	-	(171)	(171)
Total movements in the year	-	(171)	(171)
<b>Balance at 31 December 2005</b>	<b>30,000</b>	<b>(26,581)</b>	<b>3,419</b>
Total recognised income and expense for the year	-	(45)	(45)
Total movements in the year	-	(45)	(45)
<b>Balance at 31 December 2006</b>	<b>30,000</b>	<b>(26,626)</b>	<b>3,374</b>

The accounting policies on pages 7 to 10 and notes on pages 15 to 29 are an integral part of these financial statements

# Commercial Union Corporate Member Limited

## Cash flow statement

For the year ended 31 December 2006

	Note	<u>2006</u> £000	<u>2005</u> £000
<b>Cash flows from operating activities</b>			
Net cash used in operating activities	15a	<u>(311)</u>	<u>(308)</u>
<i>Net cash used in operating activities</i>		<u>(311)</u>	<u>(308)</u>
<b>Net decrease in cash and cash equivalents</b>		(311)	(308)
Cash and cash equivalents at 1 January		<u>6,196</u>	<u>6,504</u>
<b>Cash and cash equivalents at 31 December</b>	15b	<u><u>5,885</u></u>	<u><u>6,196</u></u>

The accounting policies on pages 7 to 10 and notes on pages 15 to 29 are an integral part of these financial statements

# Commercial Union Corporate Member Limited

## Notes to the financial statements

### 1. Details of income

	<u>2006</u> £000	<u>2005</u> £000
<b>Premiums earned</b>		
Gross premiums written	71	214
Less premiums ceded to reinsurers	(8,530)	(325)
Total revenue	<u>(8,459)</u>	<u>(111)</u>
<b>Net investment income</b>		
Interest and similar income	848	570
Realised gains and losses	(4)	(56)
Unrealised gains and losses	31	(98)
Gains/(losses) on investments	27	(154)
Other investment expense	(79)	(84)
Net investment income	<u>796</u>	<u>332</u>
<b>Total income</b>	<u>(7,663)</u>	<u>221</u>

Included within premiums ceded to reinsurers is an amount of £8,107 thousand representing the Company's share of the premium for the reinsurance to close of Syndicate 62's 1999 and 2000 years of account

### 2. Details of expenses

	<u>2006</u> £000	<u>2005</u> £000
<b>Claims and benefits paid, net of reinsurance</b>		
Claims and benefits paid to policyholders	4,988	8,037
Less Claim recoveries from reinsurers	(658)	(3,574)
	<u>4,330</u>	<u>4,463</u>
<b>Change in insurance liabilities, net of reinsurance</b>		
Change in insurance liabilities	(18,209)	(8,664)
Less Change in reinsurance asset for insurance provisions	5,572	4,265
	<u>(12,637)</u>	<u>(4,399)</u>
<b>Fees and commission expense</b>		
Acquisition costs		
Commission expenses	17	39
<b>Other operating expenses</b>		
Operating expenses	374	363
<b>Other net foreign exchange losses / (gains)</b>	253	(245)
<b>Total expenses</b>	<u>(7,663)</u>	<u>221</u>

Included within change in insurance liabilities, net of reinsurance are amounts of £11,666 thousand (gross) and £3,559 thousand (reinsurance), representing the Company's share of the insurance liabilities and reinsurance assets ceded through the reinsurance to close of Syndicate 62's 1999 and 2000 years of account

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 3. Employee information

All employees are employed by a fellow subsidiary undertaking of Aviva plc, Aviva Employment Services Limited. Disclosures relating to employees may be found in the Annual Report and Accounts of Aviva plc.

### 4. Directors

All directors of the Company are remunerated as employees by Aviva Employment Services Limited. This remuneration is recharged to all operating divisions of the Aviva Group under management service agreements. However, no cost is borne by the Company for the services of the directors in their capacity as directors.

### 5. Auditors' remuneration

The total remuneration paid by the Company, excluding VAT, to its auditors, Ernst & Young LLP, in respect of the audit of these financial statements is shown below. The Company is exempt from disclosing other fees payable, to its auditors, in respect of other work, by virtue of regulation 5(2) of The Companies Regulations 2005, as it is disclosed within the Annual Report and Accounts of Aviva plc, the Company's ultimate controlling entity (note 17(c)).

	<u>2006</u> <u>£000</u>	<u>2005</u> <u>£000</u>
Audit services		
Statutory audit of the Company's financial statements	6	16

### 6. Tax

#### (a) Tax charged to the income statement

	<u>2006</u> <u>£000</u>	<u>2005</u> <u>£000</u>
<b>Current tax</b>		
For this year	877	852
Prior year adjustments	-	9
Total current tax	<u>877</u>	<u>861</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	(832)	(690)
Total deferred tax	<u>(832)</u>	<u>(690)</u>
Total tax charge in income statement	<u>45</u>	<u>171</u>

#### (b) Tax reconciliation

The tax on the Company's profit before tax differs from the tax calculated at the standard UK corporation tax rate as follows:

	<u>2006</u> <u>£000</u>	<u>2005</u> <u>£000</u>
Net profit before tax	-	-
Tax calculated at standard UK corporation tax rate of 30% (2005: 30%)	-	-
Adjustment to tax charge in respect of prior years	-	9
Disallowable expenses	19	34
Other	26	128
Tax charge for the period (note 6(a))	<u>45</u>	<u>171</u>

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 7. Financial investments

(a) Financial investments comprised

	Other than trading at fair value through profit or loss	
	2006	2005
	£000	£000
Debt securities - listed	9,034	11,591

The Company has met its funds at Lloyd's requirements to support its underwriting capacity by way of letters of credit to the value of £105,477 thousand (2005 £103,430 thousand) The current letters of credit have been arranged by Aviva plc

Of the above total, £3,400 thousand (2005 £10,035 thousand) is expected to be recovered in more than one year after the balance sheet date

(b) The following is a summary of the cost / amortised cost, gross unrealised gains and losses and fair value of financial investments

	2006			
	Cost/amortised cost	Unrealised gains	Unrealised losses	Fair value
	£000	£000	£000	£000
Debt securities	9,003	42	(11)	9,034

	2005			
	Cost/amortised cost	Unrealised gains	Unrealised losses	Fair value
	£000	£000	£000	£000
Debt securities	11,591	-	-	11,591

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 8. Reinsurance

#### (a) Carrying amounts

The following is a summary of the reinsurance assets and related insurance reserves as at 31 December

	2006			2005		
	Gross insurance provisions £000	Reinsurance assets £000	Net £000	Gross insurance provisions £000	Reinsurance assets £000	Net £000
Outstanding claims provisions	15,247	6,488	8,759	26,402	10,227	16,175
Provisions for claims incurred but not reported	9,782	2,302	7,480	19,502	5,157	14,345
Total	25,029	8,790	16,239	45,904	15,384	30,520

Of the above total, £7,053 thousand (2005 £8,769 thousand) of the reinsurance assets is expected to be recovered in more than one year after the balance sheet date

#### (b) Assumptions

The assumptions used for reinsurance contracts follow those used for insurance contracts, described in note 10(c)

Reinsurance assets are valued net of any provisions for their recoverability

#### (c) Movements

Reinsurance asset

	2006 £000	2005 £000
Carrying amount at 1 January	15,384	18,595
Reinsurers' share of claims losses and expenses incurred in prior years	(4,914)	(691)
Less		
Reinsurance recoveries received on claims incurred in prior years	(658)	(3,574)
Change in reinsurance asset recognised as income	(5,572)	(4,265)
Foreign exchange rate movements	(1,022)	1,054
Carrying amount at 31 December	8,790	15,384

Included within reinsurers' share of claims losses and expenses incurred in prior years is an amount of £3,559 thousand, representing the Company's share of the reinsurance assets ceded through the reinsurance to close of Syndicate 62's 1999 and 2000 years of account

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 9. Receivables and other financial assets

	2006	2005
	£000	(restated) £000
Amounts owed by insurance contract holders	656	2
Amounts due from reinsurers	55,298	62,343
Other financial assets	2,695	1,981
Amounts due from related undertakings (note 17)	103,017	76,231
Total	161,666	140,557
Expected to be recovered in less than one year	138,754	83,446
Expected to be recovered in more than one year	22,912	57,111
	161,666	140,557

The 2005 amount expected to be recovered in less than one year has been restated in order to be consistent with the 2006 analysis. Amounts due from related undertakings of £76,231 thousand have been re-classified as expected to be recovered in less than one year, as they are repayable on demand.

### 10. Insurance liabilities

#### (a) Carrying amount

Gross insurance liabilities at 31 December comprised

	2006	2005
	£000	£000
Outstanding claims provisions	15,247	26,402
Provision for claims incurred but not reported	9,782	19,502
Total	25,029	45,904

#### (b) Provisions for outstanding claims

Significant delays occur in the notification and settlement of claims and a substantial measure of experience and judgement is involved in assessing outstanding liabilities, the ultimate cost of which cannot be known with certainty at the balance sheet date. The reserves are based on information currently available. However, it is inherent in the nature of the business written that the ultimate liabilities may vary as a result of subsequent developments.

Provisions for outstanding claims are established to cover the outstanding expected ultimate liability for losses and loss adjustment expenses ("LAE") in respect of all claims that have already occurred. The provisions established cover reported claims and associated LAE, as well as claims incurred but not yet reported and associated LAE.

Outstanding claims provisions are based on undiscounted estimates of future claims payments.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 10. Insurance liabilities (continued)

#### (c) Assumptions

Outstanding claims provisions are estimated based on known facts at the date of estimation. Case estimates are generally set by skilled claims technicians applying their experience and knowledge to the circumstances of individual claims. The ultimate cost of outstanding claims is then estimated by using a range of standard actuarial claims projection techniques, such as the Chain Ladder and Bornhuetter-Ferguson methods. The main assumption underlying these techniques is that the Company's past claims development experience can be used to project future claims development and hence ultimate claims costs. As such these methods extrapolate the development of paid and incurred losses, average costs per claim and claim numbers based on the observed development of earlier years and expected loss ratios.

Historical claims development is mainly analysed by accident period, although underwriting or notification period is also used where this is considered appropriate. Claims development is separately analysed for each line of business. Certain lines of business are also further analysed by claim type or type of coverage.

In most cases no explicit assumptions are made regarding future rates of claims inflation or loss ratios. Instead, the assumptions used are those implicit in the historic claims development data on which the projections are based. Additional qualitative judgement is used to assess the extent to which past trends may not apply in the future, for example, to reflect one-off occurrences, changes in external or market factors such as public attitudes to claiming, economic conditions, levels of claims inflation, judicial decisions and legislation, as well as internal factors such as portfolio mix, policy conditions and claims handling procedures, in order to arrive at the estimated ultimate cost of claims.

#### (d) Movements

The following changes have occurred in the technical provisions during the year

	<u>2006</u> <u>£000</u>	<u>2005</u> <u>£000</u>
<b>Carrying amount at 1 January</b>	45,904	51,670
Decrease in estimated claims losses and expenses incurred in prior years	(13,221)	(627)
Less		
Payments made on claims incurred in prior years	(4,988)	(8,037)
Changes in claims provisions reserve recognised as an expense	(18,209)	(8,664)
Foreign exchange rate movements	(2,666)	2,898
<b>Carrying amount at 31 December</b>	<u>25,029</u>	<u>45,904</u>

Included within decrease in estimated claims losses and expenses incurred in prior years is an amount of £11,666 thousand, representing the Company's share of the gross insurance liabilities ceded through the reinsurance to close of Syndicate 62's 1999 and 2000 years of account.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 10. Insurance liabilities (continued)

#### (e) Loss development tables

The table that follows presents the development of claims payments and the estimated ultimate cost of claims for the accident years 2000 and prior only. The Company ceased to write business in the London Market in 1995. In 2000 all business was wholly reinsured with the Berkshire Hathaway Group. Therefore all claims fall into the category of 2000 and prior years.

	Gross 2000 and prior years £000	Net of reinsurance 2000 and prior years £000
Estimate of outstanding claims provisions	25,029	16,239
Outstanding claims provisions recognised in the balance sheet	25,029	16,239

### 11. Tax assets and liabilities

#### (a) General

Liabilities for current tax of £876 thousand (2005: £852 thousand) are payable in more than one year.

#### (b) Deferred taxes

##### (i) The balance at the period end comprises

	2006 £000	2005 £000
Provisions and other timing differences	15,337	16,169
Net deferred tax liability	15,337	16,169

##### (ii) The movement in the net deferred tax asset was as follows

Net liability at 1 January	16,169	16,859
Amounts credited to profit (note 6a)	(832)	(690)
Net liability at 31 December	15,337	16,169

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 12. Payables and other financial liabilities

	2006	2005
	£000	(restated) £000
Payables arising out of direct insurance and assumed reinsurance	61	557
Payables arising out of ceded reinsurance	24,183	16,072
Other financial liabilities	516	2,596
Amounts due to related undertakings (note 17)	115,999	87,566
Total	140,759	106,791
Expected to be settled within one year	124,340	89,832
Expected to be settled in more than one year	16,419	16,959
	140,759	106,791

The 2005 amount expected to be recovered in less than one year has been restated in order to be consistent with the 2006 analysis. Amounts due to related undertakings of £87,566 thousand have been re-classified as expected to be recovered in less than one year, as they are repayable on demand.

### 13. Ordinary share capital

Details of the Company's ordinary share capital are as follows

	2006	2005
	£000	£000
Authorised, allotted, called up and fully paid		
30,000,000 Ordinary shares of £1 each	30,000	30,000

### 14. Contingent liabilities and other risk factors

#### Uncertainty over claims provisions

Note 10 gives details of the estimation techniques used in determining the outstanding claims provisions which are designed to allow for prudence. These are estimated to give a result within the normal range of outcomes. To the extent that the ultimate cost falls outside this range, for example where future claims inflation differs from that expected, there is uncertainty in respect of this liability.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 15. Cash flow statement

	<u>2006</u> £000	<u>2005</u> £000
<b>(a) The reconciliation of profit before tax to the net cash flow from operating activities is</b>		
Profit before tax	-	-
Adjustments for		
(Gains)/Losses on investments (note 1)	(27)	154
Changes in working capital		
(Increase) / decrease in reinsurance assets	6,594	3,211
(Increase) / decrease in receivables and other financial assets	(21,109)	(820)
Increase / (decrease) in insurance liabilities	(20,875)	(5,766)
Increase / (decrease) in payables and other financial liabilities	32,522	8,636
Net (purchases) / sales of operating assets		
Financial investments	2,584	(5,723)
Net cash flow from operating activities	<u>(311)</u>	<u>(308)</u>

Purchases and sales of financial investments are included within operating cash flows as the purchases are funded from cash flows associated with the origination of insurance contracts, net of repayments of claims

	<u>2006</u> £000	<u>2005</u> £000
<b>(b) Cash and cash equivalents in the cash flow statement at 31 December comprised</b>		
Cash at bank and in hand	3,698	2,351
Cash equivalents	2,187	3,845
	<u>5,885</u>	<u>6,196</u>

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 16. Risk management policies

The Company has established a risk management framework with the primary objective of protecting the Company from events that hinder the sustainable achievement of the Company's performance objectives, including failing to exploit opportunities. This framework is operated by a group of companies, "the NUI Group" (including the UK general insurance business carried out within Aviva Insurance Limited and Aviva International Insurance Limited), within the Aviva plc Group ("the Group"), that are engaged in writing general insurance business and in various non-insurance activities in the United Kingdom. Risk is categorised as follows:

- market
- credit
- insurance
- liquidity
- operational

The NUI Group recognises the critical importance of having efficient and effective risk management systems in place. To this end, the NUI Group has an established governance framework, which has three key elements:

- defined terms of reference for the legal entity Boards and the associated executive management and other committees within the NUI Group,
- a clear organisational structure with documented delegated authorities and responsibilities from the legal entity Boards to executive management committees and senior management, and
- adoption of the Group policy framework that sets out risk appetite, risk management, control and business conduct standards for the Group's worldwide operations. Each policy has a member of senior management who is charged with overseeing compliance with the policy throughout the NUI Group.

The NUI Group monitors risk on an ongoing basis and prepares quarterly reports identifying all material risks, along with information on likelihood, severity and mitigating actions taken or planned. The NUI Group has also developed a framework, using Individual Capital Assessment ("ICA") principles, for quantifying the impact of risks on economic capital. The ICA combines the results of financial and operating stress tests.

#### (i) Market risk

Market risk is the risk of adverse financial impact due to changes in fair values or future cash flows of financial instruments from fluctuations in interest rates, equity prices, property prices, and foreign currency exchange rates. Market risk arises due to fluctuations in both the value of liabilities and the value of investments held.

The NUI Group manages market risk locally within its market risk framework, within local regulatory constraints and in line with established Group policy, including minimum principles for matching liabilities with appropriate assets.

For each of the major components of market risk, described in more detail below, the NUI Group has put in place additional policies and procedures to set out how each risk should be managed and monitored, and the approach to setting an appropriate risk appetite.

Interest rate risk arises primarily from the Company's investments, which are exposed to fluctuations in interest rates. The Company maintains a close matching of assets and technical liabilities, economically, by duration, using derivative instruments if necessary, to minimise this risk.

The Company has claims liabilities in foreign currency so has exposure to foreign exchange rates. However, there is no net exposure to exchange rate fluctuations due to the reinsurance that has been put in place.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 16. Risk management policies (continued)

#### (ii) Credit risk

Credit risk is the risk of loss in the value of financial assets due to counterparties failing to meet all or part of their obligations

The Company's management of credit risk is carried out in accordance with the NUI Group credit risk policy, which includes setting exposure limits and monitoring exposures in accordance with ratings set by credit ratings agencies such as Standard & Poor's

Financial assets are graded according to current credit ratings issued. AAA is the highest possible rating. Investment grade financial assets are classified within the range of AAA to BBB ratings. Financial assets which fall outside this range are classified as speculative grade. Credit limits for each counterparty are set based on default probabilities that are in turn based on the rating of the counterparty concerned.

The following table provides information regarding the aggregated credit risk exposure of the Company

Credit rating							Carrying value in the balance sheet
31 December 2006	AAA	AA	A	BBB	Speculative grade	Not-rated	
	%	%	%	%	%	%	£000
Debt securities	90.8%	3.2%	6.0%	-	-	-	9,034
Cash and cash equivalents	100.0%	-	-	-	-	-	5,885
Reinsurance asset	100.0%	-	-	-	-	-	8,790

Credit rating							Carrying value in the balance sheet
31 December 2005	AAA	AA	A	BBB	Speculative grade	Not-rated	
	%	%	%	%	%	%	£000
Debt securities	93.4%	4.8%	1.8%	-	-	-	11,591
Cash and cash equivalents	100.0%	-	-	-	-	-	6,196
Reinsurance asset	100.0%	-	-	-	-	-	15,384

Of the Company's receivables of £161,447 thousand (2005: £140,557 thousand), £103,017 thousand (2005: £76,231 thousand) is due from related undertakings and £53,473 thousand (2005: £57,776 thousand) is ultimately due from one reinsurer, which is AAA rated.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 16. Risk management policies (continued)

#### (ii) Credit risk (continued)

The following table provides information regarding the carrying value of financial assets that have been impaired and the ageing of financial assets that are past due but not impaired

Financial assets that are past due but not impaired							
31 December 2006	Neither past due nor impaired	0 – 3 months	3 – 6 months	6 months – 1 year	Greater than 1 year	Carrying value of impaired financial assets	Carrying value in the balance sheet
	%	%	%	%	%	%	£000
Debt securities	100%	-	-	-	-	-	9,034
Reinsurance asset	100%	-	-	-	-	-	8,790
Amounts due from reinsurers	100%	-	-	-	-	-	55,298

Financial assets that are past due but not impaired							
31 December 2005	Neither past due nor impaired	0 – 3 months	3 – 6 months	6 months – 1 year	Greater than 1 year	Carrying value of impaired financial assets	Carrying value in the balance sheet
	%	%	%	%	%	%	£000
Debt securities	100%	-	-	-	-	-	11,591
Reinsurance asset	100%	-	-	-	-	-	15,384
Amounts due from reinsurers	100%	-	-	-	-	-	62,343

#### (iii) General insurance risk

The Company is in run-off and considers insurance risk within its general insurance activity to be the management of claims and the adequacy of reserving

Increasingly, risk-based capital models are being used to support the quantification of risk under the Individual Capital Assessment framework. The NUI Group undertakes a quarterly review of insurance risks, the output from which is a key input into the Individual Capital Assessment and risk-based capital assessments.

The NUI Group has developed mechanisms that identify, quantify and manage accumulated exposures to contain them within the limits of the appetite of the NUI Group.

The adequacy of the NUI Group's general insurance claims provisions is overseen by the NUI Reserving Committee. Actuarial claims reserving is conducted by NUI Group's actuaries in compliance with the Group General Insurance Reserving Policy. There are periodic external reviews by consultant actuaries.

All business is reinsured as the Company is party to a reinsurance agreement entered into with the Berkshire Hathaway Group in 2000, which provides substantial protection in excess of current gross liabilities.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 16. Risk management policies (continued)

#### (iv) Liquidity risk

The Company has set its investment strategy to ensure it has sufficient liquid funds to meet its expected obligations as they fall due. In extreme circumstances, the Company would approach Group for additional short-term borrowing whilst the Company liquidated other assets.

The following table shows gross insurance liabilities analysed by duration

	<b>Total</b>	<b>Within 1</b>	<b>1-5</b>	<b>5-15</b>	<b>Over 15</b>
	<b>£000</b>	<b>year</b>	<b>years</b>	<b>years</b>	<b>years</b>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
<b>31 December 2006</b>					
Gross insurance liabilities	25,029	6,625	18,404	-	-
	<b>Total</b>	<b>Within 1</b>	<b>1-5</b>	<b>5-15</b>	<b>Over 15</b>
	<b>£000</b>	<b>year</b>	<b>years</b>	<b>years</b>	<b>years</b>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
<b>31 December 2005</b>					
Gross insurance liabilities	45,904	22,450	23,454	-	-

#### (v) Operational risk

Operational risk arises as a result of inadequately controlled internal processes or systems, human error, or from external events. Operational risks include information technology, information security, human resources, project management outsourcing, tax, legal, fraud and compliance risks. In accordance with Group policies, business unit management has primary responsibility for the effective identification, management, monitoring and reporting of risks to the business unit executive management team and to Group. The NUI Group risk management and governance function is responsible for implementing the Group risk management methodologies and frameworks to assist line management in this work. They also provide support and independent challenge on the completeness, accuracy and consistency of risk assessments, and the adequacy of mitigating action plans. As a result, the business unit executive management team satisfies itself that material risks are being mitigated and reported to an acceptable level.

Operational risks are assessed according to the potential impact and probability of the event concerned. These impact assessments are made against financial, operational and reputational criteria.

#### (vi) Risk and capital management

The Group uses a number of sensitivity test-based risk management tools to understand the volatility of earnings, the volatility of its capital requirements, and to manage its capital more efficiently. Primarily, ICA and increasingly, risk-based capital models are used. Sensitivities to economic and operating experience are regularly produced on all of the NUI Group's financial performance measurements to inform the Group's decision making and planning processes, and as part of the framework for identifying and quantifying the risks to which the NUI Group is exposed.

General insurance claims liabilities are estimated by using standard actuarial claims projection techniques. These methods extrapolate the claims development for each accident year based on the observed development of earlier years. In most cases, no explicit assumptions are made as projections are based on assumptions implicit in the historic claims development on which the projections are based. As such, in the analysis below, the sensitivity of general insurance claims liabilities is primarily based on the financial impact of changes to the reported loss ratio.

The Company's activities are the run-off of general insurance business, which is fully reinsured. As such, sensitivity analysis has been limited to the effect on profit before tax and shareholder's equity of interest rates and investment return.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 16. Risk management policies (continued)

#### (vi) Risk and capital management (continued)

Some results of sensitivity testing for general insurance business are set out below. For each sensitivity test the impact of a change in a single factor is shown, with other assumptions left unchanged.

Sensitivity factor	Description of sensitivity factor applied
Interest rate and investment return	The impact of a change in market interest rates by +/- 1% (e.g. if a current interest rate is 5%, the impact of an immediate change to 4% and 6%). The test allows consistently for similar changes to investment returns and movements in the market value of fixed interest securities.

The above sensitivity factors are applied using actuarial and statistical models, with the following pre-tax impacts on profit and shareholder's equity at both 31 December 2006 and 31 December 2005.

#### General insurance business - impact on profit before tax (£000)

	Interest rates +1%	Interest rates -1%
Impact on profit before tax	-	-

#### General insurance business - impact on shareholder's equity (£000)

	Interest rates +1%	Interest rates -1%
Impact on shareholder's equity	-	-

It should be noted that these sensitivities are non-linear, and larger or smaller impacts should not be interpolated or extrapolated from these results.

The sensitivity analyses do not take into consideration that the Company's assets and liabilities are actively managed. Additionally, the financial position of the Company may vary at the time that any actual market movement occurs. For example, the Company's financial risk management strategy aims to manage the exposure to market fluctuations. As investment markets move past various trigger levels, management actions could include selling investments, changing investment portfolio allocation and taking other protective action.

Other limitations in the above sensitivity analyses include the use of hypothetical market movements to demonstrate potential risk that only represents the Group's view of possible near-term market changes that cannot be predicted with any certainty, and the assumption that all interest rates move in an identical fashion.

# Commercial Union Corporate Member Limited

## Notes to the financial statements (continued)

### 17. Related party transactions

(a) Transactions with related parties represent movements on an investment pool and allocations of taxation balances

(i) Services provided to related parties

	2006		2005	
	Income earned in year	Receivable at year end	Income earned in year	Receivable at year end
	£000	£000	£000	£000
Fellow subsidiaries	-	103,017	-	76,231

(ii) Services provided by related parties

	2006		2005	
	Expense incurred in year	Payable at year end	Expense incurred in year	Payable at year end
	£000	£000	£000	£000
Parent	-	115,999	-	87,566

(iii) Compensation to those employees classified as key management

The directors and key management of the Company are considered to be the same as for Norwich Union Insurance Limited. Information on key management compensation may be found in note 30 - Related Party Transactions of the Norwich Union Insurance Limited financial statements.

(b) Immediate parent undertaking

The Company's immediate parent undertaking is Aviva International Insurance Limited, registered in England and Wales.

(c) Ultimate controlling entity

The ultimate controlling entity is Aviva plc. Its Annual Report and Accounts are available on application to the Group Company Secretary, Aviva plc, St Helen's, 1 Undershaft, London EC3P 3DQ.

### 18. Post balance sheet events

On 2 January 2007 the sum of £31,080 thousand was received from National Indemnity Company, being the amount of the trapped assets included in amounts due from reinsurers in note 9 and settled in accordance with the terms of an agreement dated 31 December 2002.

On 26 June 2007, the Finance Act 2007 was substantively enacted through Parliament. This brought about a reduction in the corporation tax rate from 30% to 28%. These changes will take effect from 1 April 2008. The financial statements have not been adjusted to take account of the Finance Act 2007. If the legislation had been substantively enacted at the balance sheet date, the net deferred tax liability at that date would have reduced by approximately £1,022 thousand.