

Company registration number (England and Wales): 7741921

ORANGE CAPITAL LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015

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ORANGE CAPITAL LIMITED

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ORANGE CAPITAL LIMITED

COMPANY INFORMATION

COMPANY PERSONNEL

Directors	Miss M K Hall S D Hall D H Hall
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Company Secretary	Miss M K Hall
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COMPANY ADDRESSES

Registered office	82 Devonshire Road London W4 2HS
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Auditors	Humphrey & Co 7 - 9 The Avenue Eastbourne East Sussex BN21 3YA
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ORANGE CAPITAL LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2015

The directors present their strategic report for the year ended 31 December 2015.

Review of the business

The principal activity of the group in the period under review was that of an investment group. The group is also a corporate underwriting member of Lloyd's, which commenced underwriting with effect from 1 January 2010.

The result for the year is in respect of the 2015 annual accounting year, which consists of movements in the 2013, 2014 and 2015 years of account.

Gross premiums written increased from £1,104,975 to £1,210,935 compared to the previous year and the overall balance in the technical account increased from £61,523 to £67,047 as a result of the level of claims experienced.

The group has continued to underwrite on the 2016 underwriting account where the market conditions are considered favourable for a profitable outcome subject to the level of claims experienced.

The key business risks and uncertainties affecting the group are considered to relate to insurance risk, investment and currency risk and regulatory risk.

Financial risk management objectives and policies

The group is principally exposed to financial risk through its participation on Lloyd's Syndicates. It has delegated sole management and control of its underwriting through each Syndicate to the Managing Agent of that Syndicate and it looks to the Managing Agent to implement appropriate policies, procedures and internal controls to manage each Syndicates' exposures to insurance risk, credit risk, market risk, liquidity risk and operational risk. The group is also directly exposed to these risks, but they are not considered material for the assessment of the assets, liabilities, financial position and profit or loss of the group.

Hedge accounting is not used by the group.

Key performance indicators

The directors monitor the performance of the group by reference to the following key performance indicators:

	2015	2014
Capacity	£1,460,069	£1,443,980
Gross premium written as a % of capacity	82.94%	76.52%
Combined ratio	94.19%	93.84%

The combined ratio is the ratio of net claims incurred, commissions and expenses to net premiums earned.

Approved by the Board on 26th September 2016 and signed on its behalf by :



Miss M K Hall
Director

ORANGE CAPITAL LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2015

The directors have pleasure in presenting their report together with the financial statements for the year ended 31 December 2015.

Results and dividends

The loss for the year after taxation was £113,408 (2014: profit £97,725). Interim dividends of £8,000 (2014: £Nil) were paid during the year. The directors do not recommend the payment of a final dividend.

Directors

The directors who held office at any time during the year are listed below:

Miss M K Hall
S D Hall
D H Hall

Statement of directors' responsibilities

The directors are responsible for preparing 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they have satisfied themselves 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 year. In preparing these 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;
- 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The auditors, Humphrey & Co, are deemed to be reappointed under Section 487(2) of the Companies Act 2006.

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's or the group's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the group's auditors are aware of that information.

Approved by the Board on 26th September 2016 and signed on its behalf by :

Miss M K Hall
Director



ORANGE CAPITAL LIMITED

INDEPENDENT AUDITORS REPORT TO THE SHAREHOLDERS OF ORANGE CAPITAL LIMITED

We have audited the financial statements of Orange Capital Limited for the year ended 31 December 2015 on pages 5 to 37. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

This report is made solely to the group's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the group's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the group and the group's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of the directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the group's and parent company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition we read all the financial and non-financial information in the Strategic Report and Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially incorrect with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2015 and of the group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Andrew Robinson (Senior Statutory Auditor)
for and on behalf of Humphrey & Co
Chartered Accountants
Statutory Auditor

Date: 26th September 2016

Humphrey & Co
7 - 9 The Avenue
Eastbourne
East Sussex
BN21 3YA

ORANGE CAPITAL LIMITED**CONSOLIDATED INCOME STATEMENT - TECHNICAL ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2015**

	Note	2015 £	as restated 2014 £
Gross premiums written	5	1,210,935	1,104,975
Outward reinsurance premiums		(224,438)	(193,590)
Net premiums written		986,497	911,385
Change in the provision for unearned premiums			
Gross provision		(44,197)	(43,337)
Reinsurers' share		1,603	2,245
Net change in the provision for unearned premiums		(42,594)	(41,092)
Earned premiums net of reinsurance		943,903	870,293
Allocated investment income	8	14,174	8,802
Claims paid			
Gross amount		(561,390)	(203,384)
Reinsurers' share		118,703	21,129
Net claims paid		(442,687)	(182,255)
Change in provision for claims			
Gross amount		(44,763)	(346,224)
Reinsurers' share		(6,547)	54,926
Net change in provision for claims		(51,310)	(291,298)
Claims incurred net of reinsurance		(493,997)	(473,553)
Net operating expenses	9	(395,104)	(343,148)
Investment expenses and charges	8	(1,929)	(871)
Balance on technical account for general business		67,047	61,523

ORANGE CAPITAL LIMITED

CONSOLIDATED INCOME STATEMENT - NON TECHNICAL ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2015

	Note	2015 £	as restated 2014 £
Balance on the general business technical account		67,047	61,523
Investment income	8	133	137
Other income	10	18,853	206,963
Other charges		(197,017)	(169,354)
(Loss)/Profit on ordinary activities before taxation	11	(110,984)	99,269
Tax on (loss)/profit on ordinary activities	20	(2,424)	(1,544)
(Loss)/Profit for the financial year		(113,408)	97,725
Non-controlling interest - technical	31	(9,279)	(27,324)
Non-controlling interest - non-technical		-	7,154
Retained (loss)/profit for the group		(122,687)	77,555

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Retained (loss)/profit for the group	(122,687)	77,555
Other comprehensive income:	-	-
(loss)/profit for the financial year	(122,687)	77,555

All amounts above relate to continuing operations.

ORANGE CAPITAL LIMITED

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2015

Company registration number (England and Wales): 7741921

				as restated	
ASSETS	Note	Syndicate Assets £	Corporate £	2015 Total £	2014 Total £
Fixed assets					
Tangible assets	12	-	-	-	-
Intangible assets					
Intangible assets	13	-	130,770	130,770	311,376
Investments					
Financial investments	14	1,404,856	-	1,404,856	555,285
Deposits with ceding undertakings		134	-	134	503
Total investments		1,404,990	-	1,404,990	555,788
Reinsurers' share of technical provisions					
Provision for unearned premiums	7	70,777	-	70,777	66,151
Claims outstanding	7	207,354	-	207,354	34,140
Other technical provisions		178,677	-	178,677	67,026
Total reinsurers' share of technical provisions		456,808	-	456,808	167,317
Debtors					
Arising out of direct insurance operations	15				
Policyholders		22	-	22	969
Intermediaries		288,332	-	288,332	228,559
Arising out of reinsurance operations	15	54,260	-	54,260	8,616
Other debtors	16	371,902	-	371,902	241,012
Total debtors		714,516	-	714,516	479,156
Other assets					
Cash at bank	17	188,007	229,067	417,074	204,535
Other		-	-	-	-
Total other assets		188,007	229,067	417,074	204,535
Prepayments and accrued income					
Accrued interest		1,472	-	1,472	576
Deferred acquisition costs		142,785	-	142,785	125,275
Other prepayments and accrued income		12,835	-	12,835	8,049
Total prepayments and accrued income		157,092	-	157,092	133,900
Total assets		2,921,413	359,837	3,281,250	1,852,072

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ORANGE CAPITAL LIMITED

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

AS AT 31 DECEMBER 2015

Company registration number (England and Wales): 7741921

					as restated
	Note	Syndicate Liabilities £	Corporate £	2015 Total £	2014 Total £
LIABILITIES					
Capital and reserves					
Called-up share capital	18	-	100	100	100
Share premium account	19	-	-	-	-
Revaluation reserve	19	-	-	-	-
Profit and loss account	19	98,500	(58,434)	40,066	170,753
Shareholder's funds attributable to equity interests	20	98,500	(58,334)	40,166	170,853
Non-controlling interest	31	40,959	(11,510)	29,449	20,170
Total equity		139,459	(69,844)	69,615	191,023
Technical provisions					
Provision for unearned premiums	7	556,423	-	556,423	496,122
Claims outstanding - gross amount	7	1,889,730	-	1,889,730	661,039
Total technical provisions		2,446,153	-	2,446,153	1,157,161
Provisions for other risks and charges					
Provision for taxation	20	-	-	-	-
Deposits received from reinsurers		227	-	227	52
Creditors					
Arising out of direct insurance operations		47,037	-	47,037	2,511
Arising out of reinsurance operations		148,513	-	148,513	88,751
Amounts due to credit institutions		2,935	-	2,935	2,342
Other creditors	21	112,263	426,201	538,464	394,077
Total creditors		310,748	426,201	736,949	487,681
Accruals and deferred income					
Other accruals and deferred income		24,826	3,480	28,306	16,155
Total liabilities		2,921,413	359,837	3,281,250	1,852,072

Approved by the Board on 26th September

2016 and signed on its behalf by :



Miss M K Hall
Director

ORANGE CAPITAL LIMITED

COMPANY STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2015

Company registration number (England and Wales): 7741921

ASSETS	Note	Syndicate Assets	Corporate	as restated	
				2015 Total	2014 Total
		£	£	£	£
Fixed assets					
Tangible fixed assets	12	-	-	-	-
Investments					
Financial investments	14	-	37,670	37,670	37,670
Deposits with ceding undertakings		-	-	-	-
Total investments		-	37,670	37,670	37,670
Reinsurers' share of technical provisions					
Provision for unearned premiums		-	-	-	-
Claims outstanding		-	-	-	-
Other technical provisions		-	-	-	-
Total reinsurers' share of technical provisions		-	-	-	-
Debtors					
Arising out of direct insurance operations					
Policyholders		-	-	-	-
Intermediaries		-	-	-	-
Arising out of reinsurance operations		-	-	-	-
Other debtors	16	-	-	-	39,485
Total debtors		-	-	-	39,485
Other assets					
Cash at bank	17	-	210,219	210,219	138,216
Other		-	-	-	-
Total other assets		-	210,219	210,219	138,216
Prepayments and accrued income					
Accrued interest		-	-	-	-
Deferred acquisition costs		-	-	-	-
Other prepayments and accrued income		-	-	-	-
Total prepayments and accrued income		-	-	-	-
Total assets		-	247,889	247,889	215,371

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ORANGE CAPITAL LIMITED

COMPANY STATEMENT OF FINANCIAL POSITION (continued)

AS AT 31 DECEMBER 2015

Company registration number (England and Wales): 7741921

	Note	Syndicate Liabilities £	Corporate £	2015 Total £	as restated 2014 Total £
LIABILITIES					
Capital and reserves					
Called-up share capital	18	-	100	100	100
Share premium account	28	-	-	-	-
Revaluation reserve	28	-	-	-	-
Profit and loss account	28	-	8,108	8,108	(10,828)
Shareholder's funds attributable to equity interests		-	8,208	8,208	(10,728)
Technical provisions					
Provision for unearned premiums		-	-	-	-
Claims outstanding - gross amount		-	-	-	-
Total technical provisions		-	-	-	-
Provisions for other risks and charges					
Provision for taxation	20	-	-	-	-
Deposits received from reinsurers		-	-	-	-
Creditors					
Arising out of direct insurance operations		-	-	-	-
Arising out of reinsurance operations		-	-	-	-
Amounts due to credit institutions		-	-	-	-
Other creditors	21	-	236,201	236,201	223,099
Total creditors		-	236,201	236,201	223,099
Accruals and deferred income					
Other accruals and deferred income		-	3,480	3,480	3,000
Total liabilities		-	247,889	247,889	215,371

Approved by the Board on 26th September

2016 and signed on its behalf by :



Miss M K Hall
Director

ORANGE CAPITAL LIMITED

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

Company registration number (England and Wales): 7741921

AS AT 31 DECEMBER 2015

Group	Called up share capital £	Share premium account £	Retained earnings £	Total £	Non- controlling interests £	Total Equity £
At 1 January 2014	100	-	93,198	93,298	-	93,298
Profit/(loss) for the financial year	-	-	77,555	77,555	20,170	97,725
Other comprehensive income	-	-	-	-	-	-
Dividends paid	-	-	-	-	-	-
Proceeds from issue of shares	-	-	-	-	-	-
At 31 December 2014	100	-	170,753	170,853	20,170	191,023
At 1 January 2015	100	-	170,753	170,853	20,170	191,023
Profit/(loss) for the financial year	-	-	(122,687)	(122,687)	9,279	(113,408)
Other comprehensive income	-	-	-	-	-	-
Dividends paid	-	-	(8,000)	(8,000)	-	(8,000)
Proceeds from issue of shares	-	-	-	-	-	-
At 31 December 2015	100	-	40,066	40,166	29,449	69,615

Company	Called up share capital £	Share premium account £	Retained earnings £	Total Equity £
At 1 January 2014	100	-	15,377	15,477
Profit/(loss) for the financial year	-	-	(26,205)	(26,205)
Other comprehensive income	-	-	-	-
Dividends paid	-	-	-	-
Proceeds from issue of shares	-	-	-	-
At 31 December 2014	100	-	(10,828)	(10,728)
At 1 January 2015	100	-	(10,828)	(10,728)
Profit/(loss) for the financial year	-	-	26,936	26,936
Other comprehensive income	-	-	-	-
Dividends paid	-	-	(8,000)	(8,000)
Proceeds from issue of shares	-	-	-	-
At 31 December 2015	100	-	8,108	8,208

ORANGE CAPITAL LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2015

	Note	2015 £	as restated 2014 £
Cash inflow from operating activities	23	10,521	(18,636)
Interest received		133	137
Interest paid		-	-
UK corporation tax paid		-	-
Foreign tax paid		(2,424)	(1,544)
Net cash inflow from operating activities		8,230	(20,043)
Cash inflow from investing activities			
Purchase of intangible assets		-	(90,480)
Proceeds from sale of syndicate participation rights		18,853	3,312
Purchase of investments		-	(15,068)
Proceeds from sale of investments		-	-
Dividends received		-	-
Dividends paid		(8,000)	-
Net cash inflow from investing activities		10,853	(102,236)
Cash inflow from financing activities			
Funds lent to the company by the company's shareholders		71,760	79,613
Issue of share capital		-	-
Net cash inflow from financing activities		71,760	79,613
Increase in cash		90,843	(42,666)
Net funds at 1 January		138,224	180,890
Increase in cash in the year		90,843	(42,666)
Net funds at 31 December		229,067	138,224

The group has no control over the disposition of assets and liabilities at Lloyd's. Consequently, the Statement of Cash Flows is prepared reflecting only the movement in corporate funds, which includes transfers to and from the Syndicates at Lloyd's.

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - ACCOUNTING POLICIES FOR THE YEAR ENDED 31 DECEMBER 2015

1 General Information

The Company is a private company limited by shares that was incorporated in England and whose registered office is given on page one of these financial statements. The group participates in insurance business as an underwriting member of various syndicates at Lloyd's.

2 Accounting policies

2.1 Basis of preparation

The financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", FRS 103 "Insurance Contracts", the Companies Act 2006 and Regulation 6 of Schedule 3 to the Large and Medium Sized Companies and Groups (Accounts and Reports) Regulations 2008, relating to insurance.

The directors do not consider the Company to be a financial institution under FRS 102.

Transition to FRS 102 and FRS 103

The financial statements for the year ended 31 December 2015 are the first financial statements that comply with FRS 102 and FRS 103. The date of transition is 1 January 2014 and the comparative figures have been restated accordingly. The transition has resulted in a small number of changes in accounting policies to those used previously. The nature of these changes and their impact on the opening Statement of Financial Position and Income Statement are explained below and in the notes.

Basis of accounting

The Financial Statements are prepared under the historical cost basis of accounting modified to include the revaluation of certain financial instruments held at fair value, through the income statement.

The technical account has been prepared on an annual basis of accounting, whereby the incurred cost of claims, commission and related expenses are charged against the earned proportion of premiums net of re-insurance. Amounts reported in the technical account relate to movements in the period in respect of all relevant years of account of the Syndicates on which the company participates.

Accounting information in respect of the Syndicate participations has been provided by the Syndicate managing agents through an information exchange facility operated by Lloyd's and has been reported on by the Syndicate auditors.

Assets and liabilities arising as a result of the underwriting activities are mainly controlled by the Syndicates' managing agents and are shown separately on the Statement of Financial Position as "Syndicate Assets" and "Syndicate Liabilities". The assets are held subject to trust deeds for the benefit of the Syndicates' insurance creditors.

In continuing to apply the going concern basis to this group's financial statements the following factors have been taken into account: the likely timing of any underwriting and non-underwriting cash flows, any Funds at Lloyd's supporting the group's underwriting and not reflected in the group's Statement of Financial Position and the continued support of the Directors and Shareholders including the potential deferral of balances due to them.

Basis of consolidation

The group financial statements consolidate the financial statements of Orange Capital Limited and all its subsidiary undertakings for the year ended 31 December 2015.

The consolidated financial statements are based on the financial statements of subsidiary undertakings which are coterminous with those of the parent company.

Acquisitions of companies or LLPs that are consolidated are accounted for using the purchase method, by allocating their acquisition cost to the acquired identifiable assets and liabilities (including contingent liabilities) at the time of acquisition. Where the acquisition cost exceeds the net fair value of the acquired assets and liabilities, the difference is recognised as goodwill.

All expenses, income, debtors, creditors and provisions from transactions between consolidated companies are eliminated.

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - ACCOUNTING POLICIES (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

General business

i Premiums

Gross premiums are accounted for in the period in which the risk commences, together with adjustments to premiums written in previous accounting periods. Future premiums relating to risks commencing in the period are based upon estimates made by the Syndicates' management. Other adjustments are accounted for as arising.

ii Unearned premiums

Written premium is earned according to the risk profile of the policy. Unearned premiums represent the proportion of premiums written in the year that relate to unexpired terms of policies in force at the statement of financial position date, calculated on a time apportionment basis having regard where appropriate, to the incidence of risk. The specific basis adopted by each Syndicate is determined by the relevant managing agent.

iii Deferred acquisition costs

Acquisition costs, which represent commission and other related expenses, are deferred over the period in which the related premiums are earned.

iv Reinsurance premiums

Reinsurance premium costs are allocated by the Managing Agent of each Syndicate to reflect the protection arranged in respect of the business written and earned.

v Claims

Provision is made for the estimated cost of claims outstanding at the end of the year, including those incurred but not reported at that date, and for the related cost of settlement. Claims incurred comprise amounts paid or provided in respect of claims occurring during the current year, together with the amount by which settlement or reassessment of claims from previous years differs from the provision at the beginning of the year.

The claims provision determined by the managing agent will have been based on information that was currently available at the time. However, the ultimate liability will vary as a result of subsequent information and events and this may result in significant adjustments to the amounts provided and will be reflected in the financial statements for the period in which the adjustment is made.

vi Closed years of account

At the end of the third year, the underwriting account is normally closed by reinsurance into the following year of account. The amount of the reinsurance to close premium payable is determined by the managing agent, generally by estimating the cost of claims notified but not settled at 31 December, together with the estimated cost of claims incurred but not reported at that date, and an estimate of future claims handling costs.

Any subsequent variation in the ultimate liabilities of the closed year of account is borne by the underwriting year into which it is reinsured.

The payment of a reinsurance to close premium does not eliminate the liability of the closed year for outstanding claims. If the reinsuring Syndicate was unable to meet its obligations, and the other elements of Lloyd's chain of security were to fail, then the closed underwriting account would have to settle outstanding claims.

The Directors consider that the likelihood of such a failure of the reinsurance to close is extremely remote, and consequently the reinsurance to close has been deemed to settle the liabilities outstanding at the closure of an underwriting account. The company has included its share of the reinsurance to close premiums payable as technical provisions at the end of the current period, and no further provision is made for any potential variation in the ultimate liability of that year of account.

ORANGE CAPITAL LIMITED

NOTES TO THE ACCOUNTS - ACCOUNTING POLICIES (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

vii Run-off years of account

Where an underwriting year of account is not closed at the end of the third year (a "run-off" year of account) a provision is made for the estimated cost of all known and unknown outstanding liabilities of that year. The provision is determined initially by the managing agent on a similar basis to the reinsurance to close. However, any subsequent variation in the ultimate liabilities for that year remains with the corporate member participating therein. As a result any run-off year will continue to report movements in its results after the third year until such time as it secures a reinsurance to close.

viii Investments and allocated investment income

In accordance with Lloyd's current accounting practice, investments are stated at market value, including accrued interest at the financial reporting date. Investment income is included in the General Business Technical Account reflecting that earned on the investment portfolio managed by the Syndicates. The allocated investment income therefore comprises income received and investment profits and losses arising in the calendar year including appreciation/depreciation and accrued interest consequent upon the revaluation of investments at 31 December. All gains and losses on investments are treated as realised at the financial reporting date.

ix Financial assets and financial liabilities

The syndicates investments comprise of debt and equity investments, derivatives, cash and cash equivalents and loans and receivables. Debtors/creditors arising from insurance/reinsurance operations shown in the Statement of Financial Position include the totals of all the syndicate's outstanding debit and credit transactions as processed by the Lloyd's central facility. No account has been taken of any offsets which may be applicable in calculating the net amounts due between the syndicates and each of their counterparty insureds, reinsurers or intermediaries as appropriate.

Recognition

Financial assets and liabilities are recognised when the syndicate becomes party to the contractual provisions of the instrument. Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the syndicate after deducting all of its liabilities.

Initial measurement

All financial assets and liabilities are initially measured at transaction price (including transaction cost), except for those financial assets classified as at fair value through the income statement, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a finance transaction, the financial asset or liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Subsequent measurement

Non-current debt instruments are subsequently measured at amortised cost using the effective interest method. Debt instruments that are classified as payable or receivable within one financial year and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received.

Other debt instruments are measured at fair value through the income statement.

Derecognition of financial assets and liabilities

Financial assets are derecognised when and only when a) the contractual rights of the cash flow from the financial asset expire or are settled, b) the syndicates transfer to another party substantially all of the risks and rewards of ownership of the financial asset or c) the syndicates, despite having retained some significant risks and rewards of ownership, have transferred control of the asset to another party and the other party has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS - ACCOUNTING POLICIES (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

Fair value measurement

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse in time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the syndicates estimate the fair value by using a valuation technique.

Impairment of financial instruments measured at amortised cost or cost

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate, i.e. using the effective interest method.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. The amount of the reversal is recognised in the income statement immediately.

x Basis of currency translation

Syndicates maintain separate funds in Sterling, United States and Canadian dollars, and may also do so in certain other currencies. All transactions where separate currencies are maintained are translated into Sterling at the rates of exchange ruling at the financial reporting date. Transactions during the period in other overseas currencies are expressed in Sterling at the rates ruling at the transaction date.

Monetary assets and liabilities, which according to FRS 103 are deemed to include unearned premiums and deferred acquisition costs, are translated into Sterling at the rates of exchange at the financial reporting date.

Any non-monetary items are translated into the functional currency using the rate of exchange prevailing at the time of the transaction. FRS 103 states that insurance assets and liabilities (unearned premiums and deferred acquisition costs), that were previously considered non-monetary items, are now required to be treated as monetary items. This is a change in accounting policy from 1 January 2014. These assets and liabilities have now been translated at period end to the functional currency at the closing rate.

xi Debtors/creditors arising from insurance/reinsurance operations

The amounts shown in the Statement of Financial Position include the totals of all the Syndicates outstanding debit and credit transactions. No account has been taken of any offsets which may be applicable in calculating the net amounts due between the Syndicates and each of their counterparty insureds, reinsurers or intermediaries as appropriate.

xii Distribution of profits and collection of losses

Lloyd's operates a detailed set of regulations regarding solvency and the distribution of profits and payment of losses between Syndicates and their members. Lloyd's continues to require membership of Syndicates to be on an underwriting year of account basis and profits and losses belong to members according to their membership of a year of account. Normally profits and losses are transferred between the Syndicate and members after results for a year of account are finalised after 36 months. This period may be extended if a year of account goes into run-off. The Syndicate may make earlier on account distributions or cash calls according to the cash flow of a particular year of account and subject to Lloyd's requirements.

ORANGE CAPITAL LIMITED

NOTES TO THE ACCOUNTS - ACCOUNTING POLICIES (continued)

FOR THE YEAR ENDED 31 DECEMBER 2015

xii Distribution of profits and collection of losses

Lloyd's operates a detailed set of regulations regarding solvency and the distribution of profits and payment of losses between Syndicates and their members. Lloyd's continues to require membership of Syndicates to be on an underwriting year of account basis and profits and losses belong to members according to their membership of a year of account. Normally profits and losses are transferred between the Syndicate and members after results for a year of account are finalised after 36 months. This period may be extended if a year of account goes into run-off. The Syndicate may make earlier on account distributions or cash calls according to the cash flow of a particular year of account and subject to Lloyd's requirements.

2.2 Reinsurance at corporate level

Where considered applicable by the Directors, the group may purchase additional reinsurance to that purchased through the syndicates. Any such reinsurance premiums and related reinsurance recoveries are treated in the same manner as described for syndicates in Note 2.1 (iv) and (v).

2.3 Taxation

The Company is taxed on its results including its share of underwriting results declared by the syndicates. These are deemed to accrue evenly over the calendar year in which they are declared. The syndicate results included in these financial statements are only declared for tax purposes in the calendar year following the normal closure of the year of account. No provision is made for corporation tax in relation to open years of account. However, full provision is made for deferred tax on underwriting results not subject to current corporation tax.

HM Revenue & Customs agrees the taxable results of the syndicates at a syndicate level on the basis of computations submitted by the managing agent. At the date of the approval of these financial statements the syndicate taxable results of years of account closed at this and at previous year ends may not have fully agreed with HM Revenue & Customs. Any adjustments that may be necessary to the tax provisions established by the Company, as a result of HM Revenue & Customs agreement of syndicate results, will be reflected in the financial statements of subsequent periods.

2.4 Deferred Taxation

Deferred tax is provided in full on timing differences which result in an obligation at the financial reporting date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities have not been discounted.

2.5 Goodwill

In accordance with FRS 102, goodwill arising on the acquisition of subsidiary undertakings is capitalised as an intangible asset and amortised against profit over its useful life of 3 years.

2.6 Intangible assets

Costs incurred by the group in the Corporation of Lloyd's auctions in order to acquire rights to participate on Syndicates' underwriting years are included within intangible assets and amortised over a 3 year period beginning with the respective year of Syndicate participation. The intangible assets are reviewed for impairment where there are indicators for impairment and any impairment is charged to the income statement for the period.

2.7 Investments

Investments held directly by the group, by trustees of the Premium Trust Fund, or as the Lloyd's Deposit, are stated at fair value.

ORANGE CAPITAL LIMITED

NOTES TO THE ACCOUNTS - ACCOUNTING POLICIES (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

2.8 Cash and cash equivalents

Cash and cash equivalents include deposits held at call with banks; other short-term liquid investments with original maturities of three months or less and cash in hand.

3 Key accounting judgements and estimation uncertainties

In applying the group's accounting policies, the Directors are required to make judgements, estimates and assumptions in determining the carrying amounts of assets and liabilities. These judgements, estimates and assumptions are based on the best and most reliable evidence available at the time when the decisions are made, and are based on historical experience and other factors that are considered to be applicable. Due to the inherent subjectivity involved in making such judgements, estimates and assumptions, the actual results and outcomes may differ. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The measurement of the provision for claims outstanding is the most significant judgement involving estimation uncertainty regarding amounts recognised in these financial statements in relation to underwriting by the syndicates and this is disclosed further in Note 4.

The management and control of each Syndicate is carried out by the managing agent of that Syndicate, and the group looks to the managing agent to implement appropriate policies, procedures and internal controls to manage each Syndicate.

The key accounting judgements and sources of estimation uncertainty set out below therefore relate to those made in respect of the group only, and do not include estimates and judgements made in respect of the Syndicates.

i Purchased syndicate capacity

Estimating value in use:

Where an indication of impairment of capacity values exists, the Directors will carry out an impairment review to determine the recoverable amount, which is the higher of fair value less cost to sell and value in use. The value in use calculation requires an estimate of the future cash flows expected to arise from the capacity and a suitable discount rate in order to calculate present value.

Determining the useful life of purchased syndicate capacity:

The assessed useful life of syndicate capacity is 3 years. This is on the basis that this is the life over which the original value of the capacity is used up.

ii Assessing indicators of impairment

In assessing whether there have been any indicators of impairment of assets, the Directors consider both external and internal sources of information such as market conditions, counterparty credit ratings and experience of recoverability. There have been no indicators of impairments identified during the current financial year.

iii Recoverability of debtors

The group establishes a provision for debtors that are estimated not to be recoverable. When assessing recoverability, factors such as the ageing of the debtors, past experience of recoverability, and the credit profile of individual groups of customers are all considered.

ORANGE CAPITAL LIMITED

NOTES TO THE ACCOUNTS - ACCOUNTING POLICIES (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

4 Risk management

This section summarises the financial and insurance risks the group is exposed to either directly at its own corporate level or indirectly via its participation in the Lloyd's syndicates.

Risk background

The syndicate's activities expose it to a variety of financial and non-financial risks. The managing agent is responsible for managing the syndicate's exposure to these risks and, where possible, introducing controls and procedures that mitigate the effects of the exposure to risk. Each year, the managing agent prepares a Lloyd's Capital Return ("LCR") for the syndicate, the purpose of this being to agree capital requirements with Lloyd's based on an agreed assessment of the risks impacting the syndicate's business, and the measures in place to manage and mitigate those risks from a quantitative and qualitative perspective. The risks described below are typically reflected in the LCR, and, typically, the majority of the total assessed value of the risks concerned is attributable to insurance risk.

The insurance risks faced by a syndicate include the occurrence of catastrophic events, downward pressure on pricing of risks, reductions in business volumes and the risk of inadequate reserving. Reinsurance risks arise from the risk that the reinsurer fails to meet their share of a claim. The management of the syndicate's funds is exposed to risks of investments, liquidity, currency and interest rates leading to financial loss. The syndicate is also exposed to regulatory and operational risks including its ability to continue to trade. However, supervision by Lloyd's provides additional controls over the syndicate's management of risks.

The group manages the risks faced by the syndicates on which it participates by monitoring the performance of the syndicates it supports. This commences in advance of committing to support a syndicate for the following year, with a review of the business plan prepared for each syndicate by its managing agent. In addition, quarterly reports and annual accounts together with any other information made available by the managing agent are monitored and if necessary enquired into. If the group considers that the risks being run by the syndicate are excessive it will seek confirmation from the managing agent that adequate management of the risk is in place and, if considered appropriate, will withdraw from the next underwriting year. The group relies on advice provided by the members' agent which acts for it, who are specialists in assessing the performance and risk profiles of syndicates. The group also mitigates its risks by participating across several syndicates.

The Directors do not consider the group to be a financial institution under FRS 102, on the basis that the group itself does not undertake the business of effecting or carrying out insurance contracts. Therefore there is no requirement to discuss financial risks arising from syndicate investment activities. The analysis below provides details of the financial risks the group is exposed to from syndicate insurance activities as required by FRS 103.

Syndicate risks

i Liquidity risk

The syndicates are exposed to daily calls on their available cash resources, principally from claims arising from its insurance business. Liquidity risk arises where cash may not be available to pay obligation when due, or to ensure compliance with the syndicate's obligations under the various trust deeds to which it is party.

The syndicates aim to manage their liquidity position so that they can fund claims arising from significant catastrophic events, as modelled in their Lloyd's realistic disaster scenarios ("RDS").

ORANGE CAPITAL LIMITED

NOTES TO THE ACCOUNTS - ACCOUNTING POLICIES (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

ii Credit risk

Credit ratings to syndicate assets emerging directly from insurance activities, excluding cash at bank and financial investments, which are neither past due nor impaired are as follows:

2015	AAA £	AA £	A £	BBB or lower £	Not rated £	Total £
Deposits with ceding undertakings	-	-	-	-	134	134
Reinsurers share of claims	8,838	88,928	269,791	3,229	15,245	386,031
Reinsurance debtors	1,249	2,415	109,355	386	202	113,607
Insurance debtors	-	-	-	-	336,153	336,153
	10,087	91,343	379,146	3,615	351,734	835,925

2014	AAA £	AA £	A £	BBB or lower £	Not rated £	Total £
Deposits with ceding undertakings	-	-	489	-	14	503
Reinsurers share of claims	7,367	22,218	67,945	1,203	2,433	101,166
Reinsurance debtors	1,141	1,979	73,620	183	68	76,991
Insurance debtors	-	-	-	-	258,237	258,237
	8,508	24,197	142,054	1,386	260,752	436,897

Syndicate assets emerging directly from insurance activities, excluding cash at bank and financial investments, past their due date or impaired are as follows:

2015	Less than 3 months £	Between 3 and 6 months £	Between 6 months and 1 year £	Greater than 1 year £	Impaired £	Total past due or impaired £
Deposits with ceding undertakings	-	-	-	-	-	-
Reinsurers share of claims	-	-	-	-	(717)	(717)
Reinsurance debtors	40,498	1,023	462	466	181	42,630
Insurance debtors	12,141	4,831	4,174	5,141	(448)	25,839
	52,639	5,854	4,636	5,607	(984)	67,752

2014	Less than 3 months £	Between 3 and 6 months £	Between 6 months and 1 year £	Greater than 1 year £	Impaired £	Total past due or impaired £
Deposits with ceding undertakings	-	-	-	-	-	-
Reinsurers share of claims	-	-	-	-	-	-
Reinsurance debtors	2,697	29	10	619	37	3,392
Insurance debtors	10,174	4,545	4,122	781	(335)	19,287
	12,871	4,574	4,132	1,400	(298)	22,679

iii Interest rate and equity price risk

Interest rate risk and equity price risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of changes in market interest rates and market prices, respectively.

Orange Capital Limited

NOTES TO THE ACCOUNTS - ACCOUNTING POLICIES (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

iv Currency risk

The syndicates' main exposure to foreign currency risk arises from insurance business originating overseas, primarily denominated in US dollars. Transactions denominated in US dollars form a significant part of the syndicates' operations. This risk is, in part, mitigated by the syndicates maintaining financial assets denominated in US dollars against its major exposures in that currency.

The table below provides details of syndicate assets and liabilities by currency:

2015	GBP £	USD £ converted	EUR £ converted	CAD £ converted	Other £ converted	Total £ converted
Total assets	839,055	1,565,492	190,040	195,395	131,431	2,921,413
Total liabilities	(963,848)	(1,355,486)	(208,355)	(126,046)	(169,178)	(2,822,913)
Surplus/(deficiency) of assets	(124,793)	210,006	(18,315)	69,349	(37,747)	98,500

2014	GBP £	USD £ converted	EUR £ converted	CAD £ converted	Other £ converted	Total £ converted
Total assets	338,394	821,551	78,741	96,460	45,841	1,380,987
Total liabilities	(407,290)	(674,052)	(89,300)	(89,672)	2,568,888	1,308,574
Surplus/(deficiency) of assets	(68,896)	147,499	(10,559)	6,788	2,614,729	2,689,561

Group risks

i Investment, credit, liquidity and currency risks

The significant risks faced by the Group are with regard to the investment of the available funds within its own custody. The elements of these risks are investment risk, credit risk, liquidity risk, currency risk and interest rate risk. The main liquidity risk would arise if a syndicate had inadequate liquid resources for a large claim and sought funds from the Group to meet the claim. In order to minimise investment, credit and liquidity risk the Group's funds are invested in readily realisable short term deposits. The syndicates can distribute their results in Pound Sterling, US Dollars or a combination of the two. The Group is exposed to movements in the US Dollar between the financial reporting date and the distribution of the underwriting profits and losses, which is usually in the May following the closure of the year of account. The Group does not use derivative instruments to manage risk and, as such, no hedge accounting is applied.

ii Regulatory risks

The Group is subject to continuing approval by Lloyd's to be a member of a Lloyd's syndicate. The risk of this approval being removed is mitigated by monitoring and fully complying with all requirements in relation to membership of Lloyd's. The capital requirements to support the proposed amount of syndicate capacity for future years are subject to the requirements of Lloyd's. A variety of factors are taken into account by Lloyd's in setting these requirements including market conditions and syndicate performance and although the process is intended to be fair and reasonable, the requirements can fluctuate from one year to the next, which may constrain the volume of underwriting the Group is able to support.

iii Operational risks

As there are relatively few transactions actually undertaken by the Group there are only limited systems and operational requirements of the Group and therefore operational risks are not considered to be significant. Close involvement of all Directors in the Group's key decision making and the fact that the majority of the Group's operations are conducted by syndicates, provides control over any remaining operational risks.

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

5 Class of business	Gross written premiums	Gross premiums earned	Gross claims incurred	Operating expenses	Reinsurance balance
	£	£	£	£	£
2015					
Direct					
Accident and health	65,020	61,542	(32,945)	(28,221)	(3,309)
Motor - third party liability	10,401	8,774	(6,281)	(3,112)	586
Motor - other classes	142,082	132,292	(92,526)	(39,975)	(2,453)
Marine, aviation and transport	140,296	139,974	(51,921)	(54,749)	(14,940)
Fire and other damage to property	313,133	294,433	(114,635)	(103,567)	(49,843)
Third party liability	247,080	248,316	(229,110)	(90,699)	22,037
Credit and suretyship	20,646	19,725	(10,853)	(5,090)	(2,444)
Other	8,748	9,659	(4,619)	(3,597)	(50)
Total direct	947,406	914,715	(542,890)	(329,010)	(50,416)
Reinsurance business					
Reinsurance balance	263,529	252,023	(63,263)	(66,094)	(60,263)
Total	1,210,935	1,166,738	(606,153)	(395,104)	(110,679)
2014	£	£	£	£	£
Direct					
Accident and health	54,878	56,936	(28,128)	(24,970)	(3,690)
Motor - third party liability	7,305	7,356	(5,698)	(2,454)	10
Motor - other classes	127,679	125,922	(87,785)	(43,069)	(4,030)
Marine, aviation and transport	135,729	129,594	(78,890)	(41,676)	(5,013)
Fire and other damage to property	270,355	245,421	(108,837)	(80,220)	(42,058)
Third party liability	248,817	225,806	(143,365)	(78,507)	(8,924)
Credit and suretyship	17,747	15,324	(11,917)	(4,009)	93
Other	9,997	9,726	(5,161)	(4,057)	(55)
Total direct	872,507	816,085	(469,781)	(278,962)	(63,667)
Reinsurance business					
Reinsurance balance	232,468	245,553	(79,827)	(64,186)	(51,623)
Total	1,104,975	1,061,638	(549,608)	(343,148)	(115,290)

Any open year loss provisions, stop loss premiums and stop loss recoveries have been allocated across the classes of business by reference to the gross premiums written.

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

6 Geographical analysis	as restated	
	2015	2014
	£	£
Direct gross premiums written in:		
United Kingdom	912,365	848,956
Other EU member states	6,471	808
The rest of the world	28,570	22,743
Total	947,406	872,507

7 Technical provisions

Movement in claims outstanding		as restated	
	2015		2014
	Gross	Reinsurance	Net
	£	£	£
At 1 January	(661,039)	34,140	(626,899)
Movement in technical account	(44,763)	(6,547)	(51,310)
Other movements	(1,183,928)	179,761	(1,004,167)
At 31 December	(1,889,730)	207,354	(1,682,376)

Movement in unearned premiums		as restated	
	2015		2014
	Gross	Reinsurance	Net
	£	£	£
At 1 January	(496,122)	66,151	(429,971)
Movement in technical account	(44,197)	1,603	(42,594)
Other movements	(16,104)	3,023	(13,081)
At 31 December	(556,423)	70,777	(485,646)

Movement in deferred acquisition costs		as restated	
	2015		2014
	Net		Net
	£		£
At 1 January	125,275		110,496
Movement in deferred acquisition costs	16,347		19,941
Other movements	1,163		(5,162)
At 31 December	142,785		125,275

Included within other movements are foreign exchange movements in restating the opening balances and the effect of prior years' technical provisions being reinsured to close, to the extent where the Company's syndicate participation portfolio has changed between years of account.

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

7 Technical provisions (continued)

Assumptions, changes in assumptions and sensitivity

The majority of the risks to the Group's future cash flows arise from its participation in the results of Lloyd's syndicates and are mostly managed by the managing agents of the syndicates. The Group's role in managing these risks, in conjunction with the Group's members' agent, is limited to a selection of syndicate participations and monitoring the performance of the syndicates and their managing agents.

The amounts carried by the Group arising from insurance contracts are calculated by the managing agents of the syndicates and derived from accounting information provided by the managing agents and reported upon by the syndicate auditors.

The key assumptions underlying the amounts carried by the Group arising from insurance contracts are:

- i The net premiums written calculated by the managing agent are an accurate assessment of the premiums payable as a result of the risks contractually committed to up to the financial reporting date.
- ii The net unearned premiums calculated by the managing agent are an accurate assessment of the net premiums written that reflect the exposure to risks arising after the financial reporting date, including appropriate allowance for anticipated losses in excess of the unearned premium.
- iii The claims reserves calculated by the managing agents are an accurate assessment of the ultimate liabilities in respect of claims relating to events up to the financial reporting date.
- iv The potential ultimate result of run-off year results has been accurately estimated by the managing agents.
- v The values of investments and other assets and liabilities are correctly stated at their realisable values at the financial reporting date.

There have been no changes to these assumptions in 2015.

The amounts carried by the Group arising from insurance contracts are sensitive to various factors as follows:

- i A 5% increase/decrease in net earned premium (with claims incurred assumed to change pro-rata with premium) will increase/decrease the Group's pre-tax profit/loss by £22,495 (2014: £19,837).
- ii A 5% increase/decrease in the managing agents' calculation of gross claims reserves will decrease/increase the Group's pre-tax profit/loss by £94,487 (2014: £33,052).
- iii A 5% increase/decrease in the managing agents' calculation of net claims reserves will decrease/increase the Group's pre-tax profit/loss by £84,119 (2014: £31,345).

Claims development - Gross	At the end of underwriting year	After 12 months	After 24 months	After 36 months	Profit/loss on RITC received
Underwriting pure year	£	£	£	£	£
2015	327,268	-	-	-	-
2014	324,772	589,132	-	-	-
2013	341,155	594,449	611,101	-	-
2012	469,626	679,308	677,433	679,841	-
2011	469,454	748,083	752,606	1,566,593	-

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

7 Technical provisions (continued)

	At the end of underwriting year	After 12 months	After 24 months	After 36 months	Profit/loss on RITC received
Claims development - Net	£	£	£	£	£
Underwriting pure year					
2015	281,340	-	-	-	-
2014	272,679	513,491	-	-	-
2013	291,919	514,490	522,032	-	-
2012	386,858	572,822	571,722	564,568	-
2011	386,570	623,589	618,747	1,235,696	-

8 Investment return

The following return on investments relate to investments held at fair value.

	2015 £	as restated 2014 £
Investment income	13,669	6,872
Realised gain on investments	505	1,930
Allocated investment income - technical account	14,174	8,802
Income from other investments (including interest receivable)	(133)	(137)
Realised gain from other investments	-	-
Unrealised gain from other investments	-	-
Investment income - non-technical account	(133)	(137)
Investment expenses and charges - technical account	(1,929)	(871)
Total investment return	12,112	7,794

9 Net operating expenses

	2015 £	as restated 2014 £
Acquisition costs	291,967	257,021
Administrative expenses	109,472	98,460
Profit on exchange	(6,335)	(12,333)
Total	395,104	343,148

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

		as restated
10 Other income	2015	2014
	£	£
Profit on sale of syndicate participation rights	18,853	3,312
Other	-	203,651
Total	18,853	206,963

		as restated
11 (Loss)/Profit on ordinary activities before taxation	2015	2014
	£	£
This is stated after charging:		
Auditor's remuneration - audit	1,345	1,345
Amortisation of syndicate capacity	180,606	150,446

The company has no employees.

12 Group and Company Tangible assets	Motor vehicles & equipment £	Freehold Property £	Total £
Cost			
At 1 January 2015	-	-	-
Additions	-	-	-
Disposals	-	-	-
At 31 December 2015	-	-	-
Amortisation			
At 1 January 2015	-	-	-
Charge for the period	-	-	-
Impairment losses	-	-	-
Disposals	-	-	-
At 31 December 2015	-	-	-
Net book value			
At 31 December 2015	-	-	-
At 31 December 2014	-	-	-

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

13 Group intangible assets	Syndicate Participation Rights £	Goodwill £	2015 Total £
Cost			
At 1 January 2015	531,287	-	531,287
Additions	-	-	-
Disposals	(44,641)	-	(44,641)
At 31 December 2015	486,646	-	486,646
Amortisation			
At 1 January 2015	219,911	-	219,911
Charge for the period	180,606	-	180,606
Impairment losses	-	-	-
Disposals	(44,641)	-	(44,641)
At 31 December 2015	355,876	-	355,876
Net book value			
At 31 December 2015	130,770	-	130,770
At 31 December 2014	311,376	-	311,376

14 Investments: Financial investments		Syndicate £	Corporate £	2015 Total £
At market value				
Shares and other variable yield securities	- level 1	26,077		
	- level 2	120,475		
	- level 3	91,661	186,059	186,059
Debt securities and other fixed income securities	- level 1	371,172		
	- level 2	480,931		
	- level 3	1,075,269	1,185,028	1,185,028
Participation in investment pools	- level 1	2,746		
	- level 2	8,566		
	- level 3	18,406	24,226	24,226
Loans guaranteed by mortgage	- level 1	115		
	- level 2	20		
	- level 3	243	148	148
Other	- level 1	115,735		
	- level 2	19,681		
	- level 3	(126,021)	9,395	9,395
Total		1,404,856	-	1,404,856

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

				as restated	
14 Investments: Financial investments (continued)				2014	
<i>At market value</i>		£	Syndicate £	Corporate £	Total £
Shares and other variable yield securities	- level 1	8,221			
	- level 2	31,404			
	- level 3	34,064	57,247	-	57,247
Debt securities and other fixed income securities	- level 1	132,950			
	- level 2	176,610			
	- level 3	436,593	480,253	-	480,253
Participation in investment pools	- level 1	988			
	- level 2	1,851			
	- level 3	8,797	9,660	-	9,660
Loans guaranteed by mortgage	- level 1	369			
	- level 2	91			
	- level 3	53	513	-	513
Other	- level 1	5,052			
	- level 2	1,238			
	- level 3	1,322	7,612	-	7,612
Total			555,285	-	555,285

The corporate investments held include £Nil (2014: £Nil) at market value in respect of Lloyd's deposits that are held in accordance with the constraints detailed in note 24.

The Group uses the following hierarchy for determining and disclosing the fair value of financial investments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets

Level 2: prices based on recent transactions in identical assets

Level 3: prices determined using a valuation technique

None of the above investments are valued at amortised cost.

				as restated	
				2015	2014
	Syndicate	Corporate	Total	Total	
	£	£	£	£	£
<i>At cost</i>					
Shares and other variable yield securities	181,494	-	181,494	56,424	
Debt securities and other fixed income securities	1,196,278	-	1,196,278	482,005	
Participation in investment pools	20,939	-	20,939	7,937	
Loans guaranteed by mortgage	151	-	151	511	
Other	8,585	-	8,585	7,003	
Total	1,407,447	-	1,407,447	553,880	

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

14 Investments: Financial investments (continued)

The company element of financial investments at market value is £Nil (2014: £Nil). The company has the following unlisted investments:

	Unlisted Investments
Cost	£
At 1 January 2015	37,670
Additions	-
Disposals	-
At 31 December 2015	37,670
Impairment	
At 1 January 2015	-
Impairment losses	-
Disposals	-
At 31 December 2015	-
Net book value	
At 31 December 2015	37,670
At 31 December 2014	37,670

The Unlisted Investment is a 100% subsidiary and represents the company's share in Amber Underwriting LLP. The LLP is an insurance underwriter through Lloyd's of London. The company's investment at the balance sheet date in the net assets of the LLP include the following:

	2015	as restated 2014
	£	£
Loans and other debts due to members	195,805	253,294
Profit for the year	37,548	93,604

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

15 Group debtors arising out of direct insurance and reinsurance operations

	Syndicate	Corporate	2015	as restated
	£	£	Total	2014
	£	£	£	Total
The following amounts are due after one year:				
Direct insurance operations	2,816	-	2,816	956
Reinsurance operations	649	-	649	824
Total	3,465	-	3,465	1,780

16 Group other debtors

	Syndicate	Corporate	2015	as restated
	£	£	Total	2014
	£	£	£	Total
Deferred tax	-	-	-	-
Other	371,902	-	371,902	241,012
Total	371,902	-	371,902	241,012

Corporate other debtors includes £Nil (2014: £Nil) due to the group after more than one year.

Syndicate other debtors includes £31,857 (2014: £50,458) due to the group after more than one year.

Company other debtors total £Nil (2014: £39,485)

17 Cash at bank

	Syndicate	Corporate	2015	as restated
	£	£	Total	2014
	£	£	£	Total
Lloyd's deposit	55,684	22,231	77,915	42,974
Cash at bank and in hand	132,323	206,836	339,159	161,561
Total	188,007	229,067	417,074	204,535

Any Lloyd's deposit is held in accordance with the constraints detailed in note 24.

Company cash at bank totals £210,219 (2014: £138,216).

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

18 Group and company share capital	2015	as restated 2014
	£	£
<i>Allotted, issued and fully paid</i>		
50 Ordinary A shares of £1.00	50	50
30 Ordinary B shares of £1.00	30	30
20 Ordinary C shares of £1.00	20	20

19 Group statement of movements on reserves	Revaluation reserve £	Share premium account £	Profit and loss account £
At 1 January 2015	-	-	170,753
Premium on shares issued during the period	-	-	-
Revaluation during the period	-	-	-
Loss during the period	-	-	(122,687)
Dividends	-	-	(8,000)
At 31 December 2015	-	-	40,066

20 Taxation	2015	as restated 2014
	£	£
<i>Analysis of charge in period</i>		
<i>Current tax</i>		
UK Corporation Tax on profits of the period	-	-
Adjustments in respect of prior years	-	-
Foreign tax	2,424	1,544
Total current tax	2,424	1,544
<i>Analysis of charge in period</i>		
<i>Deferred tax</i>		
Origination and reversal of timing differences	-	-
Changes in tax rates	-	-
Other items	-	-
Total deferred tax	-	-
Tax on (loss)/profit on ordinary activities	2,424	1,544

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

20 Taxation (continued)

as restated

2015
£

2014
£

Factors affecting tax charge for the period

The tax assessed for the period is different than the standard rate of Corporation Tax in the UK of 20.00%. The differences are explained below:

(Loss)/Profit on ordinary activities before taxation	(110,984)	99,269
(Loss)/Profit on ordinary activities before taxation multiplied by the standard rate of Corporation Tax in the UK of 20.00%.	(22,197)	19,854
<i>Effects of:</i>		
(Income)/Expenses not (taxable)/deductible	30,790	(8,258)
Timing differences arising from the taxation of the underwriting results	(12,978)	(18,182)
Timing differences arising from the taxation of syndicate participation movements	-	-
Tax losses carried forward	4,385	6,586
Adjustments to tax charge in respect of prior periods	-	-
Other adjustments	2,424	1,544
Deferred tax movements	-	-
Total tax charge for the year	2,424	1,544

Factors that may affect future tax charges

The group has trading losses of £139,644 (2014- £108,144) available for carry forward against future trading profits.

	2015 £	2014 £
<i>Provision for deferred tax</i>		
At 1 January	-	-
Charge to the profit and loss account	-	-
Released or utilised in the period	-	-
At 31 December	-	-

Full provision has been made for all timing differences apart from the recovery of taxation losses against future trading profits, which cannot be prudently anticipated at this time.

The deferred tax asset not provided for in respect of Corporation Tax losses, and deferred tax losses not yet assessable to Corporation Tax, amounted to £4,765 (2014- £10,847).

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

21 Other creditors	Syndicate	Corporate	2015	as restated 2014
	£	£	£	£
Other creditors	112,263	74,212	186,475	113,848
Bank overdraft	-	-	-	-
Social security costs	-	-	-	-
Corporation tax	-	-	-	-
Shareholders' loan account	-	351,989	351,989	280,229
	112,263	426,201	538,464	394,077

Company other creditors total £236,201 (2014: £223,099).

22 Financial liabilities

All financial liabilities are measured at amortised cost except for:	2015	as restated 2014
	£	£
Amounts due to credit institutions	2,935	2,342

This liability has been disclosed at fair value using a valuation technique. The Group uses the following hierarchy for determining and disclosing the fair value of financial liabilities by valuation technique:

- Level 1: quoted (unadjusted) prices in active markets for identical liabilities
- Level 2: prices based on recent transactions in identical liabilities
- Level 3: prices determined using a valuation technique

23 Reconciliation of (loss)/profit before tax to net cash inflow/(outflow) from operating activities

	2015	as restated 2014
	£	£
(Loss)/profit before tax	(110,984)	99,269
Finance costs	-	-
Finance income	(133)	(137)
Prior year result distributable in year	107,428	-
Profit on sale of syndicate participation rights	(18,853)	(3,312)
Decrease in creditors	(169,028)	(61,251)
Decrease in debtors	21,485	(9,832)
Amortisation of goodwill	-	-
Amortisation and impairment of syndicate participation rights	180,606	150,446
Depreciation on tangible fixed assets	-	-
Negative goodwill	-	(193,819)
Net cash inflow/(outflow) from operating activities	10,521	(18,636)

Note that the current year technical profit of £67,047, which has not been distributed in the period, is included within the decrease in creditors line above.

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

24 Funds at Lloyd's

Cash balances of £22,231 (2014: £22,187) detailed in note 17 and investments of £Nil (2014: £Nil) detailed in note 14 are held within the company's Lloyd's deposit. These balances exclude any amounts held via the syndicates.

The Lloyd's deposit represents funds deposited with the Corporation of Lloyd's (Lloyd's) to support the company's underwriting activities as described in the accounting policies. The company has entered into a legal agreement with Lloyd's which gives the Corporation the right to apply these funds in settlement of any claims arising from the company's participation on Lloyd's Syndicates. These funds can only be released from the provision of this deed with Lloyd's express permission and only in circumstances where the amounts are either replaced by an equivalent asset or after the expiration of the company's liabilities in respect of its underwriting.

In addition to these amounts, the shareholders of the group have also made available to Lloyd's assets amounting to approximately £Nil (2014: £Nil) which are also used by the group to support its Lloyd's underwriting.

The group's Lloyd's underwriting is also supported by a guarantee of £800,000 (2014: £800,000) from Standard Chartered.

25 Related party transactions

Group related party transactions:

During the year to 31 December 2015, funding of £nil (2014: £2,587) was provided to the group by David Hall 2009 No 2 Settlement Trust. Mr S D Hall, a director of the group, is a trustee of the Trust. At the balance sheet date £55,790 (2014: £55,790) is due to the Trust.

During the year to 31 December 2015, funding of £47,972 (2014: £32,272) was provided by Mr S D Hall, a director of the group. At the balance sheet date £132,594 (2014: £84,622) was due to Mr S D Hall.

During the year to 31 December 2015, funding of £23,788 (2014: £47,341) was provided by Miss M K Hall, a director of the group. At the balance sheet date £219,395 (2014: £195,607) was due to Miss M K Hall.

Company related party transactions:

At the balance sheet date £7,608 (2014: £7,608) was due to David Hall 2009 No 2 Settlement Trust. Mr S D Hall, a director of the parent company, is a trustee of the Trust.

During the year to 31 December 2015, funding of £5,001 (2014: £30,955) was provided by Mr S D Hall, a director of the parent company. At the balance sheet date £52,235 (2014: £47,234) was due to Mr S D Hall.

During the period to 31 December 2015, £19,183 (2014: provided funding of £46,048) of funding was withdrawn from the company by Miss M K Hall, a director of the parent company. At the balance sheet date £149,049 (2014: £168,232) was due to Miss M K Hall.

26 Ultimate controlling party

The ultimate controlling party is Miss M K Hall.

27 Profit of parent company

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's loss after tax for the financial year was £26,936 (2014: £26,205 profit).

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

28 Company statement of movements on reserves

	Revaluation reserve £	Share premium account £	Profit and loss account £
At 1 January 2015	-	-	(10,828)
Premium on shares issued during the period	-	-	-
Revaluation during the period	-	-	-
Dividends	-	-	(8,000)
Profit during the period	-	-	26,936
At 31 December 2015	-	-	8,108

29 Transition to FRS 102 and FRS 103

This is the first year that the Group and syndicates on which the Group participates have presented their results under FRS 102 and FRS 103. The previous financial statements under previous UK GAAP were for the year ended 31 December 2014. The date of transition to FRS 102 and FRS 103 was 1 January 2014. As a consequence, the Group and the respective syndicates were required to amend their accounting policies to ensure compliance with FRS 102 and FRS 103.

The following changes to accounting policies for some syndicates has resulted in restatement to previously reported amounts in respect to foreign exchange particularly in relation to:

- i Where a syndicate has changed their functional currency from Pounds Sterling; and
- ii Where a syndicate may have not previously treated deferred acquisition costs and unearned premium reserves as monetary items.

In accordance with FRS 102, the applicable comparative figures in the primary statements and notes have been restated to reflect uniform application of the new policy outlined above.

The financial effect of restating the prior year amounts for the changes in accounting policy is as follows:

Group

Reconciliation of profit/(loss) for the financial year

	2014 £
Profit/(loss) for the financial year 2014 as previously reported	84,209
Effect of change in foreign exchange accounting policy	(6,654)
Restated profit/(loss) for the financial year 2014	<u>77,555</u>

Reconciliation of shareholders' funds

	2014 £
Closing shareholders' funds as previously reported at 31 December 2014	177,507
Effect of change in foreign exchange accounting policy	(6,654)
Restated closing shareholders' funds at 31 December 2014	<u>170,853</u>

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2015

29 Transition to FRS 102 and FRS 103 (continued)

Company

Reconciliation of profit/(loss) for the financial year

	2014
	£
Profit/(loss) for the financial year 2014 as previously reported	32,859
Effect of change in foreign exchange accounting policy	(6,654)
Restated profit/(loss) for the financial year 2014	<u>26,205</u>

Reconciliation of shareholders' funds

	2014
	£
Closing shareholders' funds as previously reported at 31 December 2014	(4,074)
Effect of change in foreign exchange accounting policy	(6,654)
Restated closing shareholders' funds at 31 December 2014	<u>(10,728)</u>

30 Company reconciliation of movements in shareholders' funds

	2015	as restated 2014
	£	£
Retained profit for the financial period	26,936	26,205
Revaluation during the period	-	-
Proceeds from the issue of shares	-	-
Dividend paid	(8,000)	-
Net addition to shareholders' funds	18,936	26,205
Opening shareholders' funds	(10,728)	(36,933)
Closing shareholders' funds	<u>8,208</u>	<u>(10,728)</u>

31 Minority interests

	2015	as restated 2014
	£	£
At 1 January	20,170	-
Share of subsidiary's profit for the year	9,279	20,170
At 31 December	<u>29,449</u>	<u>20,170</u>

ORANGE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE PERIOD ENDED 31 DECEMBER 2015

32 Acquisitions

On 1 January 2014, the company acquired a further 40% share in Amber Underwriting LLP. The acquisition has been included in the accounts under the acquisition method of accounting.

As the consideration paid was in excess of the acquired identifiable assets and liabilities at the acquisition date, the difference has been recognised as goodwill.

The following details of Amber Underwriting LLP's pre acquisition trading results for the previous year:

	2013 £
Earned premium, net of reinsurance	974,440
Technical account profit	137,335
Non-technical loss	(28,777)
Loss for the period	108,558

	Book value £	Fair value adjustments £	Fair value £
Syndicate participation rights	2,468	208,887	211,355
Investments	1,291,641		1,291,641
Reinsurers' share of technical provisions	443,259		443,259
Debtors	672,006		672,006
Other assets	246,893		246,893
Prepayments and accrued income	132,590		132,590
Amounts due to members classified as a liability	(148,267)		(148,267)
Technical provisions	(2,312,448)		(2,312,448)
Creditors	(306,115)		(306,115)
Accruals and deferred income	(22,027)		(22,027)
Net assets acquired	-	208,887	208,887
Negative goodwill	-	(193,819)	(193,819)
Consideration - cash and cash equivalents	-	15,068	15,068

The book values of assets and liabilities taken from the financial statements of Amber Underwriting LLP to 31 December 2013 have been deemed to equal fair value except where otherwise stated above.