

**Aon Risk Services (N.I.) Limited
(formerly Aon McMillen Limited)**

Registered No. R703

Report and Financial Statements

31 December 2008

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COMPANIES HOUSE

Aon Risk Services (NI) Limited

Registered No R703

Directors

R N White
D J Egan
D J Mills
R Endersen
M Kirkwood

Auditors

Ernst & Young LLP
Bedford House
16 Bedford Street
Belfast
BT2 7DT

Bankers

First Trust Bank
31/35 High Street
Belfast
BT1 2AL

Solicitors

Arthur Cox
Stokes House
17-25 College Square East
Belfast
BT1 6HD

Registered Office

Victoria House
15-17 Gloucester Street
Belfast
BT1 4LS

Directors' report

Principal activity and review of the business

The principal activity of the company during the year continued to be insurance broking

The company is regulated by the Financial Services Authority (FSA) for its insurance broking activities

Results

The profit for the year after tax amounted to £407,814 (2007 - £857,760)

Directors and their interests

None of the directors had any interest in the shares of the company

The directors of the company during the year were as listed on page 1, along with P G McMillen who resigned on 1 July 2009 and B M Curtis who resigned on 30 September 2009

Business Review

The company's key financial and other performance indicators during the year were as follows

| | 2008 | 2007 | % |
|--|-------|-------|--------|
| | £000s | £000s | Change |
| Turnover | 3,907 | 4,190 | 7% |
| Current assets as % of current liabilities | 1 14 | 1 35 | |

Future Developments

The company, with its new leadership team, has agreed a three year plan based around strategies to achieve its purpose of protecting and helping to grow its clients' wealth. The strategies are based around the following building blocks

- Structuring the organisation according to clients' needs. This includes segmentation of the business around the client and the alignment of the Northern Ireland operations and the Aon Global Network
- Focus and discipline around the revenue generation process
- Improvement in operation effectiveness through the use of technology, outsourcing, and the alignment of shared services and business support functions with these strategies
- Ensuring that employees conduct their work in accordance with the behaviours needed to achieve effective job performance, including collaborative behaviours together with a professional, moral and ethical code of conduct

Company Risks

The company has a risk committee that meets quarterly which evaluates and manages business risk. The principal risks and uncertainties facing the company are competitive and people risks

Competitive Risks

Periodic competitive tender of our clients' contracts combined with the current cyclical softening of market rates, puts intense pressure on the company to differentiate and deliver distinctive client value and to provide the strategic growth necessary to its shareholders. Company strategic objectives and implementation aims to minimise price risk

People Risks

Attracting and retaining the best people in the market is key to providing clients with the best skills available. Pressure on staff to leave for competitors can threaten the company's ability to retain key staff

Credit risk/Liquidity risk/Cash flow risk

The company has a good history of managing and controlling such business risks. Internal control systems are in place which focus on minimising our exposure to these risks

Directors' report

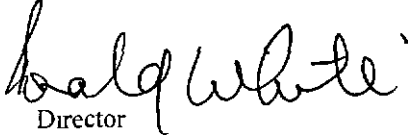
Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that he is obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

Ernst & Young LLP has expressed its willingness to continue in office as auditors and a resolution proposing its reappointment will be submitted at the annual general meeting.

By order of the board


Director

7/4/2010

R N WHITE

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year. In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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 proper accounting records which 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 (Northern Ireland) Order 1986. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditors' report to the members of Aon Risk Services (N.I.) Limited

We have audited the company's financial statements for the year ended 31 December 2008, which comprise the Profit and Loss Account, Balance Sheet, Cash Flow Statement, Statement of Total Recognised Gains and Losses and the related notes 1 to 19. 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 Article 243 of the Companies (Northern Ireland) Order 1986. 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 anyone 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 applicable United Kingdom law and accounting standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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 (Northern Ireland) Order 1986. We also report to you whether, in our opinion, the information given in the directors' report is consistent with the financial statements.

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

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

Basis of audit opinion

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

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

Independent auditors' report to the members of Aon Risk Services (N.I.) Limited

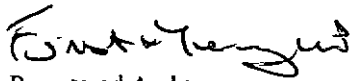
Opinion

In our opinion

the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008 and of its profit for the year then ended.

the financial statements have been properly prepared in accordance with the Companies (Northern Ireland) Order 1986,

the information given in the directors' report is consistent with the financial statements



Registered Auditor

Belfast

12 April 2010

Profit and loss account

For the year ended 31 December 2008

| | Notes | 2008 £ | 2007 £ |
|--|-------|-------------|-------------|
| Turnover | 1 | 3,906,755 | 4,190,250 |
| Cost of sales | | (2,892,713) | (2,799,718) |
| Gross profit | | 1,014,042 | 1,390,532 |
| Administrative expenses | | (577,630) | (534,673) |
| Operating profit | 2 | 436,412 | 855,859 |
| Exceptional item | 3 | - | 120,621 |
| | | 436,412 | 976,480 |
| Interest receivable | | 176,195 | 229,490 |
| Other finance (costs)/income | | (5,000) | 37,000 |
| Profit on ordinary activities before taxation | | 607,607 | 1,242,970 |
| Tax on profit on ordinary activities | 6 | (199,793) | (385,210) |
| Profit on ordinary activities after taxation | | 407,814 | 857,760 |

Statement of total recognised gains and losses

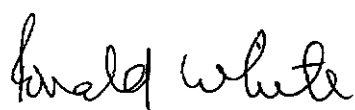
For the year ended 31 December 2008

| | Notes | 2008 £ | 2007 £ |
|---|-------|-----------|-----------|
| Profit for the year | | 407,814 | 857,760 |
| Actuarial gains recognised in respect of pension scheme | 16 | 220,000 | 2,000 |
| Deferred tax charge arising on actuarial gains | | (61,600) | (1,000) |
| Total recognised gains for the year | 14 | 566,214 | 858,760 |

Balance sheet

At 31 December 2008

| | Notes | 2008 £ | 2007 £ |
|---|-------|------------------|------------------|
| Fixed assets | | | |
| Tangible assets | 7 | 504,712 | 35,343 |
| Intangible asset | 8 | 150,000 | 225,000 |
| | | <u>654,712</u> | <u>260,343</u> |
| Current assets | | | |
| Debtors | 9 | 1,957,833 | 2,530,900 |
| Cash at bank and in hand | | 1,651,211 | 2,292,126 |
| | | <u>3,609,044</u> | <u>4,823,026</u> |
| Creditors amounts falling due within one year | 10 | (3,159,844) | (3,560,671) |
| Net current assets | | <u>449,200</u> | <u>1,262,355</u> |
| Total assets less current liabilities | | <u>1,103,912</u> | <u>1,522,698</u> |
| Creditors amounts falling due after more than one year | 11 | (143,427) | (134,767) |
| Net assets excluding pension asset/(liability) | | <u>960,485</u> | <u>1,387,931</u> |
| Pension asset/(liability) | 16 | 164,160 | (33,500) |
| Net assets including pension asset/(liability) | | <u>1,124,645</u> | <u>1,354,431</u> |
| Capital and reserves | | | |
| Called up share capital | 13 | 50,000 | 50,000 |
| Profit and loss account | 14 | 1,074,645 | 1,304,431 |
| Shareholders' funds | 14 | | |
| Equity | | 1,123,645 | 1,353,431 |
| Non-equity | | 1,000 | 1,000 |
| | | <u>1,124,645</u> | <u>1,354,431</u> |



7/4/2010

Directors

RN WHITE



7/4/2010

M KIRKWOOD

Statement of cash flows

For the year ended 31 December 2008

| | Notes | 2008 £ | 2007 £ |
|--|-------|----------------|----------------|
| <i>Net cash inflow from operating activities</i> | 15(a) | 1,124,604 | 547,027 |
| <i>Returns on investments and servicing of finance</i> | 15(b) | 169,393 | 229,875 |
| <i>Taxation</i> | 15(b) | (315,366) | (331,879) |
| <i>Capital expenditure and financial investment</i> | 15(b) | (509,673) | (106,994) |
| <i>Acquisitions and disposals</i> | 15(b) | - | 120,621 |
| <i>Equity dividends paid</i> | | (795,940) | (1,438,940) |
| <i>Management of liquid resources</i> | 15(c) | 730,028 | 1,566,336 |
| <i>Financing</i> | | (18,277) | (46,697) |
| <i>Increase in cash</i> | 15(c) | <u>384,769</u> | <u>539,349</u> |

Reconciliation of net cash flow to movement in net debt

| | Notes | 2008 £ | 2007 £ |
|---|-------|------------------|--------------------|
| <i>Increase in cash</i> | 15(c) | 384,769 | 539,349 |
| <i>Cash outflow from liquid resources</i> | 15(c) | (730,028) | (1,566,336) |
| <i>Movement in the period</i> | 15(c) | <u>(345,259)</u> | <u>(1,026,987)</u> |
| <i>Net funds at 1 January</i> | 15(c) | 1,678,258 | 2,705,245 |
| <i>Net funds at 31 December</i> | 15(c) | <u>1,332,999</u> | <u>1,678,258</u> |

Notes to the financial statements

At 31 December 2008

1. Accounting policies

Basis of preparation

The financial statements of Aon Risk Services (NI) Limited were approved for issue by the Board of Directors on 7 April 2010

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

Turnover

Turnover consists of commissions and fees receivable from insurance brokerage

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost, or at valuation, less accumulated depreciation

Tangible fixed assets are depreciated at rates designed to write off the cost of these assets over their expected useful lives. The annual rates in use are

| | | |
|--------------------------------|---|------------------------|
| Leasehold improvements | - | 6.66% straight line |
| Office furniture and equipment | - | 20 - 33% straight line |
| Motor vehicles | - | 20% straight line |

Depreciation rates are in line with group policy

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable

Intangible assets

Intangible assets acquired separately from a business are capitalised at cost

Intangible assets are amortised on a straight line basis over their useful lives which is 4 years. The carrying value of intangible assets is reviewed for impairment at the end of the first full year following acquisition and in other periods if events or changes in circumstances indicate the carrying value may not be recoverable

Retained brokerage

The company takes credit for non-investment business brokerage income at the date when the insured is debited or at the inception date of the policy, whichever is the later. Brokerage on return and additional premiums and adjustments is brought into account as and when these occur. Credit on fee income deriving from claims handling is taken in accordance when the costs for providing this service are incurred. For investment business brokerage income, credit is taken on a cash basis.

Notes to the financial statements

At 31 December 2008

1. Accounting policies (continued)

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. The timing differences arise from the different treatment for accounts and tax purposes of transactions and events recognised in the financial statements of the current year and previous years. Deferred tax is not provided in respect of timing differences arising from the sale of fixed assets unless, by the balance sheet date, a binding commitment to sell the assets has been entered into and it is unlikely that any gain will be rolled over. Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Pension costs

The company operates a funded pension scheme. The cost of providing benefits is determined using the projected unit method, with actuarial valuations being carried out at each balance sheet date, with the surplus or deficit arising recognised in the balance sheet. Changes in the actuarial valuation other than those arising from actuarial gains and losses are recognised in the profit and loss account. Changes arising from actuarial gains and losses are recognised in the statement of recognised gains and losses.

Leased assets

Assets held under leasing arrangements that transfer substantially all the risks and rewards of ownership to the company are capitalised. The capital element of the related rental obligations is included in creditors. The interest element of the rental obligation is charged to the profit and loss account so as to produce a constant periodic rate of charge. Rentals in respect of all other leases are charged to the profit and loss account as incurred.

2. Operating profit

| This is stated after charging | 2008 | 2007 |
|---------------------------------------|---------------|---------------|
| | £ | £ |
| Depreciation | 40,304 | 34,573 |
| Finance charges | 2,561 | 3,817 |
| Auditors remuneration | | |
| - audit of the financial statements | 17,750 | 17,500 |
| - audit of the company pension scheme | 2,500 | 2,450 |
| - taxation services | 5,405 | 6,400 |
| - other services | 6,503 | 5,200 |
| | <u>32,158</u> | <u>31,557</u> |

3. Exceptional item

| | 2008 | 2007 |
|----------------------|----------|----------------|
| | £ | £ |
| Proceeds of disposal | - | 224,415 |
| Related costs | - | (103,794) |
| | <u>-</u> | <u>120,621</u> |

In the prior year the company took the decision to dispose of its personal insurance broking activities

Notes to the financial statements

At 31 December 2008

4 Staff costs

| | 2008 £ | 2007 £ |
|-----------------------|------------------|------------------|
| Wages and salaries | 2,064,550 | 2,085,996 |
| Social security costs | 238,038 | 250,707 |
| Other pension costs | 324,935 | 337,595 |
| | <u>2,627,523</u> | <u>2,674,298</u> |

The average weekly number of employees during the year was as follows

| 2008 No | 2007 No |
|------------|------------|
| 50 | 56 |
| <u>50</u> | <u>56</u> |

5. Directors' emoluments

| | 2008 £ | 2007 £ |
|---|----------------|----------------|
| Directors' emoluments (excluding pension contributions) | 409,107 | 340,130 |
| | <u>409,107</u> | <u>340,130</u> |
| Members of defined benefit schemes | 4 | 4 |
| | <u>4</u> | <u>4</u> |

The amounts in respect of the highest paid director are as follows

| | 2008 £ | 2007 £ |
|-----------------|----------------|----------------|
| Emoluments | 131,041 | 121,846 |
| | <u>131,041</u> | <u>121,846</u> |
| Accrued pension | 32,352 | 7,379 |
| | <u>32,352</u> | <u>7,379</u> |

Notes to the financial statements

At 31 December 2008

6. Tax on profit on ordinary activities

(a) The taxation charge is made up as follows

| | 2008 £ | 2007 £ |
|--|----------------|----------------|
| <i>Current tax</i> | | |
| Corporation tax on profits for the period | 124,257 | 352,478 |
| Adjustments in respect of previous periods | 1,876 | (2,842) |
| | <u>126,133</u> | <u>349,636</u> |
| <i>Deferred tax</i> | | |
| Current year deferred tax | 72,425 | 33,174 |
| Adjustments in respect of previous periods | 1,235 | 2,400 |
| | <u>199,793</u> | <u>385,210</u> |

In addition to the tax charge in the profit and loss account detailed above £61,600 of deferred tax has been charged to the statement of total recognised gains and losses in respect of actuarial gains recognised on the company's pension scheme (2007 – charge of £1,000)

(b) Factors affecting tax charge for the period

The tax assessed for the period is higher than the standard rate of corporation tax in the UK of 28% (2007 – 30%) The differences are explained below

| | 2008 £ | 2007 £ |
|--|----------------|----------------|
| Profit on ordinary activities before tax | 607,607 | 1,242,970 |
| Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2007 – 30%) | <u>170,130</u> | <u>372,891</u> |
| <i>Effects of</i> | | |
| Disallowed expenses and non-taxable income | 22,159 | 14,660 |
| Non-qualifying depreciation / amortisation | 10,886 | - |
| Decelerated/(accelerated) capital allowances | (32,771) | (2,543) |
| Short term timing differences | (32,927) | (1,030) |
| Profits charged at a higher rate | 2,180 | - |
| Adjustments in respect of previous periods | 1,876 | (2,842) |
| FRS 17 Adjustment | (15,400) | (31,500) |
| Current tax charge for the period | <u>126,133</u> | <u>349,636</u> |

Notes to the financial statements

At 31 December 2008

7. Tangible fixed assets

| | <i>Leasehold improvements</i> | <i>Office furniture and equipment</i> | <i>Motor vehicles</i> | <i>Total</i> |
|---------------------|-----------------------------------|---|---------------------------|--------------|
| | £ | £ | £ | £ |
| At 1 January 2008 | 15,351 | 234,130 | 108,005 | 357,486 |
| Additions | 313,392 | 196,281 | - | 509,673 |
| Disposals | (15,351) | (217,885) | - | (233,236) |
| At 31 December 2008 | 313,392 | 212,526 | 108,005 | 633,923 |
| Depreciation | | | | |
| At 1 January 2008 | 15,351 | 223,541 | 83,251 | 322,143 |
| Charge for the year | 3,482 | 18,786 | 18,036 | 40,304 |
| Disposals | (15,351) | (217,885) | - | (233,236) |
| At 31 December 2008 | 3,482 | 24,442 | 101,287 | 129,211 |
| Net book value | | | | |
| At 31 December 2008 | 309,910 | 188,084 | 6,718 | 504,712 |
| At 1 January 2008 | - | 10,589 | 24,754 | 35,343 |

Included in the amounts for motor vehicles above are the following amounts relating to leased assets and assets acquired under hire purchase contracts

| | £ |
|--|--------|
| Cost or valuation | |
| At 1 January 2008 and 31 December 2008 | 90,182 |
| Depreciation | |
| At 1 January 2008 | 65,428 |
| Charge for the year | 18,036 |
| At 31 December 2008 | 83,464 |
| Net book value | |
| At 31 December 2008 | 6,718 |
| At 1 January 2008 | 24,754 |

Notes to the financial statements

At 31 December 2008

8 Intangible fixed assets

The movement on intangible fixed asset investments during the year was as follows

| | 2008 £ | 2007 £ |
|----------------------------------|-----------|-----------|
| At 1 January | 225,000 | - |
| Additions | - | 300,000 |
| Amortisation of intangible asset | (75,000) | (75,000) |
| At 31 December | 150,000 | 225,000 |

The above intangible fixed asset relates to a payment acquiring renewal commissions from Hanley Morton Limited, a non-connected company incorporated in Northern Ireland. This intangible asset is being amortised in a straight line over 4 years in line with the period of the contract for entitlement to the income.

9 Debtors

| | 2008 £ | 2007 £ |
|--|-----------|-----------|
| Trade debtors | 1,286,299 | 1,627,458 |
| Amounts owed by other group undertakings | 357,075 | 803,075 |
| Prepayments | 52,739 | 49,534 |
| Corporation Tax Receivable | 261,720 | - |
| Deferred taxation | - | 50,833 |
| | 1,957,833 | 2,530,900 |

The deferred tax balance at 31 December 2007 represented an amount that was not recoverable within 12 months of the balance sheet date.

10 Creditors: amounts falling due within one year

| | 2008 £ | 2007 £ |
|--|-----------|-----------|
| Trade creditors | 1,787,820 | 2,040,664 |
| Bank overdraft | 318,212 | 613,869 |
| Amounts owed to other group undertakings | 253,182 | 17,488 |
| Corporation tax | - | 174,330 |
| Other taxes and social security costs | 164,997 | 135,519 |
| Accruals and deferred income | 565,346 | 508,637 |
| Obligations under finance leases and hire purchase contracts | 808 | 17,065 |
| Provision for future payments in respect of intangible asset | 12 69,479 | 53,099 |
| | 3,159,844 | 3,560,671 |

Notes to the financial statements

At 31 December 2008

11. Creditors: amounts falling due after more than one year

| | Note | 2008 £ | 2007 £ |
|--|------|----------------|----------------|
| Obligations under finance leases and hire purchase contracts | | - | 2,020 |
| Provision for future payments in respect of intangible asset | 12 | - | 132,747 |
| Provision for potential claims | | 136,000 | - |
| Deferred taxation | | 7,427 | - |
| | | <u>143,427</u> | <u>134,767</u> |

Analysis of the deferred tax balance

| | Note | 2008 £ | 2007 £ |
|---|------|--------------|-----------------|
| Opening balance | | (50,833) | (54,907) |
| Profit and loss account – charge for the year | 6 | 73,660 | 35,574 |
| Less relating to the FRS 17 adjustments | | (15,400) | (31,500) |
| Closing balance | | <u>7,427</u> | <u>(50,833)</u> |
| Accelerated/(decelerated) capital allowances | | 13,027 | (16,779) |
| Short term timing differences | | (5,600) | (34,054) |
| Closing balance | | <u>7,427</u> | <u>(50,833)</u> |

12. Provision for future payments in respect of intangible asset

| | Note | 2008 £ | 2007 £ |
|---|------|---------------|----------------|
| At 1 January | | - | - |
| Provision for costs of acquiring intangible asset | | 185,846 | 300,000 |
| Payments made | | (116,367) | (114,154) |
| At 31 December | | <u>69,479</u> | <u>185,846</u> |
| Amounts falling due within one year | 10 | 69,479 | 53,099 |
| Amounts falling due after more than one year | 11 | - | 132,747 |
| | | <u>69,479</u> | <u>185,846</u> |

Notes to the financial statements

At 31 December 2008

13. Share capital

| | <i>Authorised</i> | | <i>Allotted, called up and fully paid</i> | |
|---------------------------------|-------------------|---------------|---|---------------|
| | <i>2008</i> | <i>2007</i> | <i>2008</i> | <i>2007</i> |
| | <i>£</i> | <i>£</i> | <i>£</i> | <i>£</i> |
| Ordinary shares of £1 each | 49,000 | 49,000 | 49,000 | 49,000 |
| 6% Cumulative preference shares | 1,000 | 1,000 | 1,000 | 1,000 |
| | <u>50,000</u> | <u>50,000</u> | <u>50,000</u> | <u>50,000</u> |

14. Reconciliation of shareholders' funds and movements on reserves

| | <i>Share capital</i> | <i>Profit and loss account</i> | <i>Total</i> |
|---|--------------------------|--|------------------|
| | <i>£</i> | <i>£</i> | <i>£</i> |
| At 31 December 2006 | 50,000 | 1,884,671 | 1,934,671 |
| Total recognised gains and losses in the year | - | 858,760 | 858,760 |
| Dividend paid | - | (1,439,000) | (1,439,000) |
| At 31 December 2007 | <u>50,000</u> | <u>1,304,431</u> | <u>1,354,431</u> |
| Total recognised gains and losses in the year | - | 566,214 | 566,214 |
| Dividend paid | - | (796,000) | (796,000) |
| At 31 December 2008 | <u>50,000</u> | <u>1,074,645</u> | <u>1,124,645</u> |

Notes to the financial statements

At 31 December 2008

15. Notes to the statement of cash flows

(a) Reconciliation of operating profit to net cash inflow from operating activities

| | 2008 | 2007 |
|--|-----------|-----------|
| | £ | £ |
| Operating profit | 436,412 | 855,859 |
| Depreciation of tangible fixed assets | 40,304 | 34,573 |
| Loss on sale of tangible fixed assets | - | 3,361 |
| Decrease/(increase) in operating debtors and prepayments | 544,281 | (26,765) |
| Increase/(decrease) in operating creditors and accruals | 88,607 | (327,001) |
| Amortisation of intangible asset | 75,000 | 75,000 |
| FRS 17 adjustments | (60,000) | (68,000) |
| Net cash inflow from operating activities | 1,124,604 | 547,027 |

(b) Analysis of cash flows for headings netted in the statement of cash flows

| | 2008 | 2007 |
|--|-----------|-----------|
| Note | £ | £ |
| Returns on investments and servicing of finance | | |
| Interest received | 169,453 | 229,935 |
| Preference dividend paid | (60) | (60) |
| | 169,393 | 229,875 |
| Taxation | | |
| Corporation Tax Paid | 315,366 | 331,879 |
| Capital expenditure and financial investments | | |
| Payments to acquire tangible fixed assets | (509,673) | (7,640) |
| Receipts from sales of tangible fixed assets | - | 14,800 |
| Investment in intangible asset | - | (114,154) |
| | (509,673) | (106,994) |
| Acquisitions and disposals | | |
| Net proceeds on sale of business | 3 - | 120,621 |

(c) Analysis of changes in net funds

| | At 1 | Cash | At 31 |
|--------------------------|-----------|-----------|-----------|
| | January | flow | December |
| | 2008 | 2008 | 2008 |
| | £ | £ | £ |
| Cash at bank and in hand | 172,554 | 89,112 | 261,666 |
| Bank overdrafts | (613,869) | 295,657 | (318,212) |
| | (441,315) | 384,769 | (56,546) |
| Short term deposits * | 2,119,573 | (730,028) | 1,389,545 |
| | 1,678,258 | (345,259) | 1,332,999 |

* Short term deposits are included within cash at bank and in hand in the balance sheet

Notes to the financial statements

At 31 December 2008

16. Pension commitments

The company's pension scheme is a defined benefit scheme, which is funded by the payment of contributions to a separately administered fund. Contributions to the scheme are determined with the advice of an independent qualified actuary on the basis of regular actuarial valuations using the projected unit method.

The valuation used for FRS17 disclosures has been based on the most recent actuarial valuation at 1 January 2007 and updated by the scheme's actuary to take account of the requirements of FRS 17 in order to assess the liabilities of the scheme at 31 December 2008. Scheme assets are stated at their market value at 31 December 2008.

Main assumptions

| | 2008 | 2007 |
|--|------|------|
| Rate of salary increases | 2.5% | 3.0% |
| Rate of increase of pensions in payment | 2.8% | 2.8% |
| Discount rate | 6.6% | 5.8% |
| Inflation assumption | 2.8% | 2.8% |
| Assuming retirement at age 65, life expectancies in years are as follows | | |
| For a male aged 65 now | 21.7 | 20.2 |
| At 65 for a male member aged 45 now | 23.6 | 21.4 |
| For a female aged 65 now | 25.0 | 23.1 |
| At 65 for a female member aged 45 now | 27.0 | 24.2 |

The assets and liabilities of the scheme and the expected rate of return at 31 December 2008 are

| | 2008 | | 2007 | |
|--|---|----------------|---|----------------|
| | Long-term rate of return expected % | Value £'000 | Long-term rate of return expected % | Value £'000 |
| Equities | 9.10 | 1,582 | 7.10 | 467 |
| Bonds | 4.00 | 1,553 | 5.20 | 850 |
| Other | 2.00 | 960 | 5.50 | 2,947 |
| Total market value of assets | | 4,095 | | 4,264 |
| Present value of scheme liabilities | | (3,867) | | (4,311) |
| Surplus/(deficit) in the scheme | | 228 | | (47) |
| Related deferred tax (liability)/asset | | (64) | | 14 |
| Net pension asset/(liability) | | 164 | | (33) |

Notes to the financial statements

At 31 December 2008

16. Pension commitments (continued)

The amounts recognised in the Profit and Loss Account and in the Statement of Total Recognised Gains and Losses are analysed as follows

Recognised in the Profit and Loss Account

| | 2008 £'000 | 2007 £'000 |
|--|---------------|---------------|
| Current service cost | (247) | (258) |
| Past service cost | - | - |
| Total operating charge | (247) | (258) |
| Expected return on pension scheme assets | 245 | 234 |
| Interest on pension scheme liabilities | (250) | (197) |
| Total other finance (costs)/income | (5) | 37 |

Taken to the Statement of Total Recognised Gains and Losses

| | | |
|---|-------|------|
| Actual return less expected return on pension scheme assets | (631) | (56) |
| Experience gains/(losses) on the liabilities | 26 | (22) |
| Change in assumptions | 825 | 80 |
| Actuarial gain recognised | 220 | 2 |

Changes in the present value of the defined benefit obligations are analysed as follows

| | 2008 | 2007 |
|------------------------|---------|-------|
| At 1 January | 4,311 | 3,948 |
| Current service cost | 247 | 258 |
| Interest on obligation | 250 | 197 |
| Benefits paid | (90) | (34) |
| Actuarial losses | (851) | (58) |
| At 31 December | (3,867) | 4,311 |

Changes in the fair value of scheme assets are analysed as follows

| | 2008 £'000 | 2007 £'000 |
|---------------------------|---------------|---------------|
| At 1 January | 4,264 | 3,794 |
| Expected return on assets | 245 | 234 |
| Contributions | 307 | 326 |
| Benefits paid | (90) | (34) |
| Actuarial losses | (631) | (56) |
| At 31 December | 4,095 | 4,264 |

Notes to the financial statements

At 31 December 2008

16. Pension commitments (continued)

As a result of the full actuarial valuation at 1 January 2007, the employer has agreed contributions to meet new benefits of 19.6% of pensionable pay, plus levies and the premiums for the insurance policies covering the death-in-service benefits. Employee contributions are in addition. The employer also pays a contribution of £5,250 each month in order to eliminate the deficiency in the UK scheme found at the 2007 actuarial valuation. This contribution is expected to be paid until 2018, to recover the deficit by 25 March 2018.

History of experience gains and losses

| | 2008 £'000 | 2007 £'000 | 2006 £'000 | 2005 £'000 | 2004 £'000 |
|---|---------------|---------------|---------------|---------------|---------------|
| Difference between the actual and expected return on assets | (631) | (56) | 19 | 225 | 87 |
| As % of scheme assets | 15% | 1% | 0% | 7% | 3% |
| Experience losses on liabilities | 26 | (22) | 71 | (2) | (50) |
| As % of scheme liabilities | 1% | 1% | 2% | 0% | 1% |
| Total amount recognised in Statement of Total Recognised Gains and Losses | 220 | 2 | 205 | 433 | (512) |
| As % of scheme liabilities | 6% | 0% | 5% | 11% | 15% |

17. Other financial commitments

At 31 December 2008 the company had annual commitments under non-cancellable operating leases as set out below:

| | Land and buildings | |
|-------------------------------|--------------------|--------|
| | 2008 | 2007 |
| | £ | £ |
| Operating leases which expire | | |
| Within one year | 83,000 | 56,000 |
| Within two to five years | 332,000 | - |
| Outside 5 years | - | - |

18. Ultimate parent undertaking

The company's immediate parent is Pinerich Limited, a company incorporated in Northern Ireland. The company's ultimate parent undertaking is Aon Corporation incorporated in the United States of America.

19. Related party transactions

The company has transacted arms length personal insurance business with four of its directors during the year ended 31 December 2008 to the value of £nil (2007 - £1,251).