ZURICH FINANCE (UK) plc

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2012

COMPANY REGISTRATION NUMBER: 04463547

Zurich Finance (UK) plc (company registration number: 04463547)

DIRECTORS' REPORT

The Directors present their report and the audited financial statements for Zurich Finance (UK) plc ("the Company") for the year ended 31 December 2012.

Principal Activities and Business Review

The principal activity of the Company is to act as a vehicle for raising external debt for the Zurich Insurance Group Ltd ("the Zurich Group") and its subsidiaries. The Company operates within one segment.

On 2 October 2003 the Company issued £450,000,000 6.625% undated subordinated guaranteed bonds at an issue price of 98.897% of the aggregate nominal amount. The proceeds, after the deduction of costs associated with the issue, were loaned to Zurich Financial Services (UKISA) Limited ("the Parent Company") at an interest rate of 7.375%.

On 16 December 2008 the Company issued £140,000,000 6.450% dated unsubordinated guaranteed bonds at an issue price of 99.920% of the aggregate nominal amount. The gross proceeds were loaned to the Parent Company at an interest rate of 6.702%. This loan was repaid on 16 August 2012 by the Parent Company. The proceeds were then loaned to Allied Zurich Holdings Limited ("AZH") at an interest rate of 6.79%.

On 22 March 2013 Zurich Insurance Company ("ZIC") agreed a credit facility to the Company of £140,000,000.

The profit for the financial year before taxation amounted to £397,000 (2011: £333,000). After taking the taxation charge of £97,000 (2011: £88,000) into account, the profit transferred to retained reserves was £300,000 (2011: £245,000).

At 31 December 2012, the Company had net assets of £2,288,000 (2011: £1,988,000).

The Directors expect the current level of activity to continue in the future. They do not currently intend for the Company to raise any further debt on behalf of the Zurich Insurance Group Ltd group.

The execution of the Company's strategy is subject mainly to financial risks. The Company's financial instruments and its exposure to financial risks are summarised in notes 7 and 13. According to UK company law, there is no requirement for the Company to prepare a separate risk report.

Given the nature of the business, the Company's Directors are of the opinion that no additional key performance indicators are necessary for an understanding of the development, performance and position of the business other than the performance and position shown in the profit and loss account and balance sheet on pages 4 and 5.

The Directors are satisfied that the Company has access to adequate resources to continue in operational existence for the foreseeable future and, accordingly, it is appropriate to continue to use the going concern basis in preparing the financial statements.

Dividends

The Directors do not recommend the payment of a final dividend for the year (2011: £nil).

Directors

The Directors who served during the year were:

N J Evans	
C J Holmes	(appointed 20 March 2012)
V J Rennie	
P C R Wauthier	(resigned 5 March 2012)

There have been no appointments or resignations between the end of the financial year and the date of signing these financial statements.

Qualifying third party indemnity provisions (as defined in Section 234(2) of the Companies Act 2006) have been in force for the benefit of Directors during the year and remain in force as at the date of this Directors' Report.

Zurich Finance (UK) plc

DIRECTORS' REPORT (continued)

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, have signified their willingness to continue in office and a resolution that they be re-appointed will be proposed at the Annual General Meeting.

Statement of Directors' Responsibilities

The following statement sets out the responsibilities of the Directors in relation to the financial statements of the Company. The report of the auditors, shown on page 3, sets out their responsibilities in relation to the financial statements.

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 are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They 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.

So far as each director is aware, there is no relevant audit information of which the Company's auditors are unaware.

Each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

The Directors consider that they have pursued the actions necessary to meet their responsibilities as set out in this statement.

Directors' Responsibility Statement

The Directors whose names are stated above in the section "Directors" confirm that, to the best of their knowledge, these 2012 financial statements have been prepared in accordance with the applicable set of accounting standards and give a true and fair view of assets, liabilities, financial position and profit or loss of the Company. The Directors' Report includes a fair review of the development and performance of the business and the position of the Company together with a description of the principal risks and uncertainties that the Company faces.

By order of the Board

Director ....

Name V. J. RENNIE

Date 22/3/2013

Zurich Finance (UK) plc

INDEPENDENT AUDITORS' REPORT

Independent auditors' report to the members of Zurich Finance (UK) plc

We have audited the financial statements of Zurich Finance (UK) plc for the year ended 31 December 2012 which comprise the Profit and Loss account, the Balance Sheet and the Notes to the Financial Statements. 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).

Respective responsibilities of Directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, 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 and express an opinion on 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.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 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 Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2012 and of its profit 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 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, or returns adequate for our 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.

David Roper (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Bristol

Date ..22/3/13...

(a) The work carried out by the auditors does not involve consideration of the maintenance or integrity of the Zurich Insurance Company website and, accordingly, the auditors accept no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website.

(b) Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Zurich Finance (UK) plc

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 2012

	Note	2012 £'000	2011 £'000
Other Interest Receivable and Similar Income	5	43,043	42,908
Interest Payable on Subordinated Bonds and Other Financial Costs		(42,646)	(42,575)
Profit on Ordinary Activities Before Taxation		**397**	**333**
Tax on Profit on Ordinary Activities	6	(97)	(88)
Profit for the Financial Year		**300**	**245**

All amounts above are in respect of continuing operations.

The Company had no recognised gains or losses in either year other than the profit stated above, therefore no statement of total recognised gains or losses has been prepared.

There are no material differences between the Profit on Ordinary Activities Before Taxation and the Profit for the Financial Year stated above and their historical cost equivalents.

Zurich Finance (UK) plc

BALANCE SHEET

at 31 December 2012

	Note	2012 £'000	2011 £'000
Fixed Assets			
Investments	7 & 13	584,507	584,133
Current Assets			
Debtors	8	8,691	8,662
Cash at Bank and in Hand		2,330	2,009
		11,021	10,671
Creditors: Amounts Falling Due Within One Year	9	(148,669)	(8,660)
Net Current (Liabilities) / Assets		**(137,648)**	**2,011**
Total Assets Less Current Liabilities		**446,859**	**586,144**
Creditors: Amounts Falling Due After More Than One Year	10 & 13	(444,571)	(584,156)
Net Assets		**2,288**	**1,988**
Capital and Reserves			
Called up Share Capital	11	50	50
Profit and Loss Account	12	2,238	1,938
Total Shareholders' Funds	12	**2,288**	**1,988**

The financial statements on pages 4 to 14 were approved by the Board on 22 March 2013 and were signed on its behalf by:

Director ....

Name V. J. RENNIE ....

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting Policies

1.1 Basis of Presentation

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable United Kingdom accounting standards.

The accounting policies have been consistently applied to all years presented.

1.2 Cash Flow Statement

The Company qualifies as exempt from the requirement to produce a cash flow statement under Financial Reporting Standard ("FRS") 1 'Cash Flow Statements (Revised 1996)' since it is a wholly owned subsidiary undertaking of a parent company that prepares publicly available consolidated financial statements.

1.3 Going Concern

The going concern basis has been applied as the Directors are satisfied that the Company has access to adequate resources to continue in operational existence for the foreseeable future.

1.4 Profit and Loss Account

Interest income and expense for financial assets and liabilities are recognised using the effective interest method.

1.5 Interest Receivable

Interest income on bank deposits is accounted for on an accruals basis.

1.6 Fixed Asset Investments

Fixed asset investments are included in the balance sheet at amortised cost where the amounts lent are net of issue expenses, or where there are none at cost. The interest income is credited to the profit and loss account using the effective interest method. The effective interest method is used to allocate all cash flows over the expected life of the investments. An effective interest rate of 7.56% (2011: 7.56%) was used for the calculation of the amortisation on the £450.0m loan. The loan of £450.0m was lent net of issue expenses, the loan of £140.0m was lent gross of issue expenses.

1.7 Creditors: Amounts Falling Due Within One Year and Creditors: Amounts Falling Due After More Than One Year

Subordinated and unsubordinated liabilities are initially included in the balance sheet at fair value, i.e. the value of consideration received, net of unamortised capitalised issue costs. These liabilities are thereafter stated at amortised cost using the effective interest method which is used to allocate all cash flows over the expected life of the debt. An effective interest rate of 7.49% (2011: 7.49%) was used for the calculation of amortisation on the £450.0m subordinated perpetual loan and an effective interest rate of 6.67% (2011: 6.67%) was used for the calculation of amortisation on the £140.0m dated unsubordinated loan.

2. Auditors' Remuneration

The fees payable to the Company's auditors for the audit of the Company's financial statements were £4,852 (2011: £4,982). In 2012 and 2011 the audit fee was borne by the Parent Company.

3. Directors' Remuneration

The remuneration of the Directors for services to the Company as Directors during the year was £nil (2011: £nil).

No advances or credits granted to any director subsisted during the year. Also, no guarantees on behalf of any director subsisted during the year.

4. Employee Information

Staff are not employed directly by the Company and accordingly the Company does not incur direct staff or pension costs. The costs of staff working for the Company in 2012 and 2011 have been borne by another group undertaking.

The principal disclosures in respect of these staff appear in the financial statements of Zurich Employment Services Limited, copies of which can be obtained from The Secretary, Zurich Employment Services Limited, UK Life Centre, Station Road, Swindon, SN1 1EL.

5. Other Interest Receivable and Similar Income

	2012 £'000	2011 £'000
Interest receivable on fixed asset investments	43,023	42,893
Interest receivable on cash at bank	20	15
	43,043	**42,908**

6. Tax on Profit on Ordinary Activities

(a) Analysis of charge for the year

	2012 £'000	2011 £'000
Current Tax:		
- UK corporation tax on profits for the year	97	88
Total Current Tax	97	88
Tax on Profit on Ordinary Activities	**97**	**88**

(b) Factors affecting the tax charge for the year

The tax assessed for the year is the same as (2011: same as) the effective rate of corporation tax in the UK of 24.5% (2011: 26.5%).

	2012 £'000	2011 £'000
Profit on Ordinary Activities Before Taxation	397	333
Profit on ordinary activities multiplied by the effective rate of corporation tax in the UK of 24.5% (2011: 26.5%)	97	88
Current tax charge for the year	**97**	**88**

6. Tax on Profit on Ordinary Activities (continued)

(c) Factors affecting future tax charges

The UK corporation tax rate was reduced from 26% to 24% with effect from 1 April 2012. A further reduction to the UK corporation tax rate to 23% was substantively enacted on 3 July 2012 and will be effective from 1 April 2013.

Further reductions to the UK corporation tax rate to 21% with effect from 1 April 2014 and then to 20% with effect from 1 April 2015 have been announced, but have not yet been substantively enacted. Therefore these reductions are not recognised in these financial statements.

7. Fixed Assets - Investments

Loans and Receivables

	2012 £'000	2011 £'000
At 1 January	584,133	583,786
Amortisation in the year	374	347
At 31 December	**584,507**	**584,133**

On 2 October 2003, the Company issued £450.0m 6.625% undated subordinated guaranteed bonds. The proceeds of £441.9m, after the deduction of costs of £8.1m associated with the issue of the bonds, were loaned to the Parent Company at an interest rate of 7.375%. This loan to the Parent Company is not listed.

On 16 December 2008, the Company issued £140.0m 6.450% dated unsubordinated guaranteed bonds. Issue costs of £0.1m were borne by the Company. The gross proceeds of £140.0m were loaned to the Parent Company at an interest rate of 6.702%. This loan to the Parent Company was not listed and was repaid on 16 August 2012.

On 16 August 2012, the Company loaned £140.0m to AZH at an interest rate of 6.79%. This loan to AZH is not listed.

The loans to the Parent Company and AZH are subordinated perpetual loans.

The total maximum credit exposure on the investments as at 31 December 2012 was £584.5m (2011: £584.1m).

As the loans have been made to the Parent Company and AZH, which have sufficient net assets and facilities in place to meet their obligations to the Company as they fall due, the Directors consider the credit risk to be low.

In the event of a winding-up of the Parent Company or AZH, the rights of the Company in respect of the undated subordinated bonds or any accrued but unpaid interest thereon shall be subordinated in right of payment to the claims of all unsubordinated creditors or subordinated creditors of the Parent Company or AZH, whose claims rank, or are expressed to rank senior to the claims of the Company but shall rank ahead of the claims of any holders of issued shares of the Parent Company or AZH in respect of capital, dividends or any other distribution.

The fixed asset investments are carried at amortised cost.

8. Debtors

	2012 £'000	2011 £'000
Amounts owed by group undertakings	417	-
Amounts owed by the Parent Company	8,274	8,662
	8,691	8,662

Amounts owed by group undertakings and the Parent Company are unsecured, interest free and have a fixed date of repayment.

9. Creditors: Amounts Falling Due Within One Year

	2012 £'000	2011 £'000
Amounts owed to group undertakings	785	783
Corporation tax payable	97	88
Other creditors	139,978	-
Accruals and deferred income	7,809	7,789
	148,669	**8,660**

Amounts owed to group undertakings are unsecured, interest free and have a fixed date of repayment.

Other creditors

On 16 December 2008, the Company issued £140.0m 6.450% dated unsubordinated guaranteed bonds ("the Bonds"), which are guaranteed by ZIC. All of the Bonds are repayable and will mature on 16 December 2013.

At 31 December, the open market values of the Bonds were:

	2012 £'000	2011 £'000
£140m 6.450% Dated Unsubordinated Guaranteed Bonds	146,629	-

As stated above, the payment of principal and interest in respect of the Bonds has been irrevocably and unconditionally guaranteed by ZIC. A fee is paid by the Company on an annual basis for this guarantee.

The dated unsubordinated bonds rank pari passu, with all other outstanding unsecured and unsubordinated creditors of the Company, and as such rank senior to the undated subordinated bonds.

10. Creditors: Amounts Falling Due After More Than One Year

	2012 £'000	2011 £'000
Other creditors	444,571	584,156

On 2 October 2003, the Company issued £450.0m 6.625% undated subordinated guaranteed bonds ("the Bonds"), which are guaranteed by ZIC. The Bonds are repayable. The earliest date that the Company may elect to redeem the Bonds is 2 October 2022.

At 31 December, the open market values of the Bonds were:

	2012 £'000	2011 £'000
£450m 6.625% Undated Subordinated Guaranteed Bonds	489,623	390,197
£140m 6.450% Dated Unsubordinated Guaranteed Bonds	-	150,500
	489,623	**540,697**

As stated above, the payment of principal and interest in respect of the Bonds has been irrevocably and unconditionally guaranteed by ZIC. A fee is paid by the Company on an annual basis for this guarantee.

In the event of a winding-up, liquidation, dissolution or other similar proceedings of the Company, there shall be payable in such winding-up, liquidation or dissolution on the undated subordinated guaranteed bonds, subject to and after the claims of all creditors other than any payments to the holders of debt that is expressly designated as ranking junior to the undated subordinated guaranteed bonds, or holders of issued shares at such time in the Company, an amount equal to the principal amount of such bonds together with interest which has accrued up to, but excluding, the date of repayment.

11. Called Up Share Capital

	2012 £'000	2011 £'000
Allotted, Issued and Fully Paid:		
Ordinary Shares of £1 each	50	50

The capital of the Company is managed by the Zurich Insurance Group Ltd group to the extent that it is sufficient to enable the Company to undertake its current principal activity.

12. Reconciliation of Movements in Shareholders' Funds

	Share Capital £'000	Profit and Loss Account £'000	Total 2012 £'000	Total 2011 £'000
Opening shareholders' funds	50	1,938	1,988	1,743
Profit for the financial year	-	300	300	245
Closing shareholders' funds	**50**	**2,238**	**2,288**	**1,988**

13. Financial Instruments

The Company's financial instruments comprise borrowings arising from the issue of subordinated and unsubordinated bonds and receivables from the loan of the proceeds of those bonds to the Parent Company and AZH. The main purpose of the bonds was to raise finance for the Zurich Insurance Group Ltd group. The Company has in issue two classes of fixed rate interest bonds. The main risk to the Company arising from its financial instruments is credit risk, which is addressed in Note 7. The financial assets and liabilities have fixed interest rates, which result in interest receivable exceeding interest payable. As such, the Company has managed its interest rate risk. In addition, as the underlying instruments are denominated in sterling, they carry no exchange risk. The Company's finances are managed actively in conjunction with the activities of the Zurich Insurance Group Ltd group to ensure that sufficient funds are available to meet liabilities as they fall due which, together with the credit facility and guarantee for payments of principal and interest that the Company has with ZIC, mitigate any liquidity risk that the Company may face.

Interest rate risk profile of financial liabilities and assets

The interest rate risk profile of the financial liabilities at 31 December was as follows:

	2012 £'000	2011 £'000
Fixed Rate Financial Liabilities (£450m Undated Subordinated Bonds)	444,571	444,201
Fixed Rate Financial Liabilities (£140m Dated Unsubordinated Bonds)	139,978	139,955
	584,549	**584,156**

	Fixed Rate Financial Liabilities	
	Weighted average fixed interest rate %	Weighted average period for which rate is fixed (years)
At 31 December 2012		
£450m Undated Subordinated Bonds	6.625%	9.76
£140m Dated Unsubordinated Bonds	6.450%	0.96
At 31 December 2011		
£450m Undated Subordinated Bonds	6.625%	10.76
£140m Dated Unsubordinated Bonds	6.450%	1.96

13. Financial Instruments (continued)

The interest rate risk profile of the financial assets at 31 December was as follows:

	2012 £'000	2011 £'000
Fixed Rate Financial Assets	444,507	444,133
Fixed Rate Financial Assets	140,000	140,000
	584,507	584,133

	Fixed Rate Financial Assets	
	Weighted average fixed interest rate %	Weighted average period for which rate is fixed (years)
At 31 December 2012		
£450m Subordinated Perpetual Loan	7.375%	9.76
£140m Subordinated Perpetual Loan	6.702%	0.96
At 31 December 2011		
£450m Subordinated Perpetual Loan	7.375%	10.76
£140m Subordinated Perpetual Loan	6.702%	1.96

Maturity Analysis of Financial Liabilities

The maturity of funding is managed in conjunction with the profile of that of the entire Zurich Insurance Group Ltd group. The group's objective is to maintain a balance between continuity of funding and flexibility through the use of borrowings. As noted above, £140.0m of the Company's total borrowings will mature in 0.96 years and, at the Company's discretion, £450.0m of the Company's total borrowings will mature in 9.76 years.

The maturity profile of the financial liabilities, based on expected maturity date, at 31 December was as follows:

	2012 £'000	2011 £'000
In less than one year	139,978	-
In one to five years	-	139,955
In greater than five years	444,571	444,201
	584,549	**584,156**

13. Financial Instruments (continued)

The following schedule shows the maturity analysis of the contractual cash flows of the financial liabilities, calculated on an undiscounted basis. The cash flows include the repayment of the principal amount together with the associated interest payments over the term of the financial liabilities.

	2012 £'000	2011 £'000
Less than one year	178,471	38,842
One to five years	119,250	267,964
Over five years	591,875	621,769
	889,596	928,575

In addition to the cash flows above, the Company incurs an annual fee of £3.4m for a guarantee provided by ZIC in respect of the payment of the principal and interest on the bonds.

Fair Values of Financial Assets and Financial Liabilities

Set out below is a comparison by category of book values and fair values of all financial assets and financial liabilities as at 31 December. The quoted market values for financial liabilities have been used to represent an estimate of fair value for the purposes of this disclosure. The fair values of the long-term loans to the Parent Company and AZH have been calculated as the present value of future cash flows using a discount rate of 6.13% (2011: 7.78%) for the £450.0m loan and 1.36% (2011: 2.47%) for the £140.0m loan. The discount rates are based on a 12 month LIBOR rate of 1.01% (2011: 1.87%) plus a margin of 0.35% (2011: 0.35%) and a risk premium of 4.77% (2011: 5.56%) for the £450.0m loan and a risk premium of nil% (2011: 0.25%) for the £140.0m loans. The loan to the Parent Company for £140.0m was repaid on 16 August 2012 and the proceeds were loaned to AZH as a new loan of £140.0m. The book value of the cash at bank and in hand has been taken to represent fair value.

	Book Value 2012 £'000	**Book Value 2011** £'000	**Fair Value 2012** £'000	**Fair Value 2011** £'000
Fixed Assets				
Long-term loans to parent undertaking	444,507	584,133	486,346	584,234
Long-term loans to other group undertakings	140,000	-	146,967	-
Cash at bank and in hand	2,330	2,009	2,330	2,009
Financial Liabilities				
Long-term borrowings (greater than on year)	(444,571)	(584,156)	(489,623)	(540,697)
Borrowings (less than one year)	(139,978)	-	(146,629)	-

14. Related Party Transactions

The Company has taken advantage of an exemption from FRS 8 'Related Party Disclosures' not to disclose transactions with Zurich Group's group undertakings, since it is a wholly owned subsidiary undertaking within that group. Balances with Zurich Group's group undertakings are shown in notes 8 and 9.

No contract of significance existed at any time during the year in which a director or key manager was materially interested or which requires disclosure as a related party transaction as defined under FRS 8.

15. Ultimate Parent Company

The Company's ultimate parent company and ultimate controlling party is Zurich Insurance Group Ltd (formerly Zurich Financial Services Ltd), which is incorporated in Switzerland. Zurich Insurance Group Ltd is the parent company of the largest group of companies, of which the Company is a wholly owned subsidiary, for which group accounts are drawn up. Zurich Insurance Company Ltd, which is incorporated in Switzerland, is the parent company of the smallest group of companies, of which the Company is a wholly owned subsidiary, for which group accounts are drawn up. Copies of the consolidated financial statements of Zurich Insurance Group Ltd and Zurich Insurance Company Ltd can be obtained from the Secretary of that company at the following address:

Mythenquai 2
8002 Zurich
Switzerland