

# Annual Report 2017



# THE BAPTIST INSURANCE COMPANY PLC

Company Registration Number 00083597

**REPORT AND ACCOUNTS 31 DECEMBER 2017** 

# **Report and Accounts 31 December 2017**

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# Officers and Professional Advisers

**Directors** M. N. Hayes BSc, FI Chem. E, FCII *Chairman* 

M. R. Buttrick FCCA, FCT Deputy Chairman

Mrs A. Bishop MBA M. A. Broad MBE

D. Lane B.Comm (Hons), Certified Insurance Director

A. M. Lawrence BSc, FCA T. J. Rose MBA, C Dir M. H. Tripp BSc, ARCS, FIA

Company Secretary Mrs R. J. Hall FCIS

Chief Executive Officer D. Lane B.Comm (Hons), Certified Insurance Director

Auditor Deloitte LLP,

Statutory Auditor

London

United Kingdom

Registered Office Beaufort House,

Brunswick Road, Gloucester, GL1 1JZ

Company Registration Number 00083597

# **Directors' Biographies**

#### M. N. Hayes BSc, F I Chem. E, FCII Chairman

Born 1946

Appointed to the board in 2006. Managing director of a business and financial consultancy. Formerly a director of Zurich Commercial Business UK. Qualified engineer and chartered insurer. Non-executive director of a niche Christian bank, a renewable energy business, two property management companies and chairman of Langley House Trust, a Christian charity. Member of Chipping Campden Baptist Church.

#### M. R. Buttrick FCCA, FCT Deputy Chairman

Born 1952

Appointed to the board in 2008. Formerly on the executive of a major UK building society. Qualified accountant and corporate treasurer. Former treasurer and trustee of Tearfund. Non-executive director of a Christian bank and a trustee of a Christian global children at risk organisation. Trustee of the Royal Shakespeare Theatre Pension Scheme. Member of Chipping Campden Baptist Church.

#### Mrs A. Bishop MBA

Born 1961

Appointed to the board in 2015. Formerly CEO of a regional Christian charity, following a career in marketing and public relations, and currently MD of a company importing Fair Trade products from Sri Lanka. Extensive governance experience underpinned by an Advanced Certificate in Corporate Governance. Currently on the board of a local christian homelessness charity. Active member of a local Baptist church.

#### M. A. Broad MBE

Born 1950

Appointed to the board in 2011. Retired senior commercial manager at HSBC Bank plc. Former treasurer of the Baptist Union of Great Britain and currently the chair of the Baptist Pension Scheme Employers Group. Treasurer of the Bristol Baptist College and treasurer and deacon of Keynsham Baptist Church. Chair of governors at St John's CE Primary School (Academy), Keynsham and trustee and director of the Wellsway Multi Academy Trust, Keynsham and chair of its Finance & Resources Committee. Governor of St Patrick's Catholic Primary School, Bristol and trustee of Bristol Zoological Society. In 2016 appointed a National Leader of Governance by the Department of Education.

#### D. Lane B.Comm (Hons), Certified Insurance Director

Born 1967

Appointed to the board in 2017. CEO of the Baptist Insurance Company plc and Managing Director of Ecclesiastical Insurance in Ireland. Previously held a number of senior executive roles across UK, Ireland and Europe. Member of the National Development Council of the Wexford Festival of Opera and the Non-life Council of Insurance Ireland.

#### A. M. Lawrence BSc, FCA

Born 1964

Appointed to the board in 2015. Chairman of Bron Afon Community Housing, a dynamic social enterprise focused on improving the quality of life and the life chances of the people of Torfaen, South Wales. Independent member of the audit and risk committee of Sovereign Housing. Chairman of Finance and Audit Committee and director of both Samaritans Purse and Billy Graham Evangelistic Association. A chartered accountant and formerly finance director within the commercial and international development sectors. Member of Albany Road Baptist Church, Cardiff.

#### T. J. Rose MBA, C Dir

Born 1959

Appointed to the board in 2002. Managing director of a corporate finance boutique. Formerly director of a major City broking house specialising in wholesale financial instruments. A qualified chartered director and non-executive director of the Bible Society Resources Ltd. Deacon of Colchester Baptist Church.

#### M. H. Tripp BSc, ARCS, FIA

Born 1955

Appointed to the board in 2015. Currently a partner with City Advisory and accountancy firm Mazars LLP and chair of the Institute and Faculty of Actuaries General Insurance Board. Formerly Group CEO Ecclesiastical Insurance and before that partner at Ernst & Young, and actuarial firm Watson Wyatt LLP. Now also non-executive chair of Unity, a specialist insurance broker belonging to The Scout Association, and newly appointed non-executive director of a London Market start-up insurer, he has over 39 years UK insurance industry experience. He is an active Christian, attending a church in Putney.

#### **Chairman's Statement**

This report is being written against the backdrop of quite an amazing year of equity growth in most of the international markets offset by the start to 2018 being one of dramatic market volatility yielding up some of the gains made throughout 2017.

The year as a whole, however, was one of success during which we have continued to make great strides - successfully embedding Solvency II with the first full set of financial and operational reports under this regime provided on time to the Regulator – we have also seen a return to excellent underwriting and investment returns moderated again by claims reserve increases for historic latent claims which arise from an increased awareness in potential exposure relating to historic abuse. Considerable press and media comments and investigations continue to rightly place this matter at the forefront of public interest and we continue to support those individuals who were unfortunate enough to have suffered under these circumstances.

Turning to our results I am delighted to be able to report an increase in the post-tax result for the year ended 31 December 2017 to £398,000 (2016 £314,000) arising from another year of reduced claims experience complemented by a strong investment result. This again substantiated the investment decisions we took several years ago to stabilise the portfolio. The investment markets were and remain volatile with the FTSE 100 showing sizeable swings throughout the year as political and economic headwinds impacted the markets. In spite of this the investment returns were excellent, and we are grateful to the Investment Committee members who have worked hard to ensure the right investment decisions are taken.

Arising from the excellent performance we have been able to add to our capital position which further enhances the financial strength of the Company at a time of volatility and political uncertainty, ensuring our Solvency II capital remains significantly above the required minimum.

Moving closer to home, the Grants Committee have finalised revisions to assessment criteria and application methods which have been fully implemented with help from our two Grants Advisors. This will enable future grant applications to be processed more rapidly and provide better support to those areas of the Baptist Family who have active outreach strategies at the heart of their mission.

We were able in 2017 to partner with several of the regional associations to support outreach work with a joint meeting with team leaders being held in November to promote and investigate better ways to accelerate grant distribution and maximise impact for the Kingdom. We have seen a number of examples during the year of how we as Baptist Insurance not only provide market leading insurance cover for churches and households but provide ministry support to smaller churches which a more conventional general insurer would be totally unwilling or unable to provide.

Our ground-breaking support to the European Baptist Federation has increased throughout the year and we were able to actively support a number of church plants in both Western and the former Eastern Europe with some outstanding progress being made.

The posted profit continues to build on the recovery which started during 2009 and enables us to maintain our grant support to those hardworking pioneers for the Gospel in our Baptist family. We have allocated grants of just over £166,000 in 2017 (2016 £216,000). We retain our declared intent to be able to increase this in future years.

I would like to pay tribute to the work of the Directors who serve the Company with skill and capability in a variety of disciplines. This year has seen another increase in workload for the Directors who serve to ensure that the Company is well positioned to enjoy a secure capital base whilst fulfilling its role as the provider of insurance expertise to the Baptist community. We continue to build on our technical, insurance and reinsurance knowledge ensuring we are well-informed of any new regulatory requirements.

Returning to the 2017 year's performance, written premium increased by 1.4% (2016 1.5%) which is a satisfactory outcome in a marketplace which has been and continues to be competitive in all areas of the business. Retention levels remain high as the vast majority of Baptist churches value the responsive service and advice from the underwriting, claims and administration teams. The majority of our churches have entered into long term agreements providing stability to their costs and also security of support from the Company.

The underwriting performance was encouraging, producing a positive result which did have some benefit from several prior year recoveries but despite this the true underwriting performance was very acceptable on an accident year basis.

#### **Chairman's Statement**

But financial results, important though they are, are not our only source of Board satisfaction. It is a source of great encouragement that we are increasingly being a centre of excellence for risk support to our insured churches, manses, and individuals.

In an environment where increased legislative pressures are facing church leadership teams, we are proud to be at the forefront of supporting those local teams as they work through a whole raft of risk assessment and safety issues. The risk prevention guidelines continue to be widely used by churches and associations across the country and are a tribute to the skills and capabilities of the professional survey team who travel widely throughout the year supporting church teams in their safety and property management responsibilities.

During the year we again extended our sales initiative for new household and manse business and can report that this take up has been encouraging with new business ahead of budget as private household policyholders recognise the value in both the personal touch over the phone and the high quality of competitively priced cover we provide. We still target increased growth in this area and are encouraged that we have seen good progress in 2017.

Several customer groups have asked whether we will provide a web quote system. This is still under consideration and now close to reaching a decision, but we are insistent on maintaining our market leading service reputation in claims and underwriting. Our recently independently ratified customer feedback was outstandingly positive, and this has to be balanced with the administrative cost of what is often high churn web-based business.

We remain the first-choice insurer to the Baptist family and we are proud to be an integral part of supporting the many churches as they seek to increase their mission to those outside of Christ.

The full time specialist staff working on behalf of the business have continued to provide outstanding support during what has been a period of continued financial and environmental challenge and we extend our grateful thanks to all the team for their unstinting efforts over this period.

#### Conclusion

We are grateful to God for another year of success in the business and look to build further on this in 2018. We continue with our marketing initiatives, product launch and further development in our growth and capital strategies and trust to be able to report further progress throughout the year as our strategic work unfolds. This has taken longer than first envisaged but should accelerate during 2018.

During the coming year we will continue with the initiative to encourage individual Baptist householders to insure with the Company. In this respect we continue to work alongside the Baptist Union of Great Britain, European Baptist Federation, Baptist Union of Scotland and BMS World Mission to further this ambition.

Our key desire remains to fully support the Baptist community with their insurance needs, and in parallel through our grant giving programme to provide financial aid into areas of Gospel deprivation to see Jesus accepted as Lord in those areas.

To accelerate this, we are planning further meetings with regional team leaders and Mission Pioneers in 2018 to establish a model where we can work in closer partnership and see some of our smaller churches re-envisioned with financial contribution where appropriate to facilitate community-based outreach into areas which may previously have been closed to the Gospel.

We are so grateful, as a Board that we can contribute to real heart moving outreach in some of the challenging areas of deprivation and disadvantage and we trust that in 2018 we can further support the work of life changing transformation through a knowledge of Jesus Christ as Lord.

M. N. Hayes *Chairman*On behalf of the directors
15 March 2018

# **Strategic Report**

The directors present their strategic report for the year ended 31 December 2017.

#### Objective and strategy

The Baptist Insurance Company PLC (the Company) is a public limited company incorporated and domiciled in England, authorised and regulated by the Prudential Regulation Authority (PRA) and Financial Conduct Authority (FCA).

Our vision for the Company is to be the first choice insurer within the Baptist community and to run a successful insurance business with the highest standards of integrity, helping to create safe environments for worship, witness and service.

We look to generate operating profits through the provision of insurance and through returns on investments, with the goal to maintain or strengthen the Company's capital position allowing it to continue on an ongoing basis to provide these services at a competitive cost along with the aim to reinvest back into the Baptist community via the provision of grants.

#### **Business model**

The principal activity of the Company is the transaction of fire, accident and ancillary liability insurance. We provide insurance and risk management advice for churches, as well as offering home insurance for Baptist Ministers, church volunteers and church members.

All risks undertaken by the Company are reinsured with Ecclesiastical Insurance Office plc, except eligible terrorism risks which are reinsured with Pool Re.

To help generate sustainable operating profits, the Company looks to achieve an effective cost base in providing our customers with the highest quality of service be it in buying our services or making claims. To this endeavour the Company has outsourced its operational activates to Ecclesiastical Insurance Office plc, enabling us to provide our customers with a service from highly trained staff who are experts in their field.

The Board monitor the service levels provided through the outsourced agreement on a monthly basis to ensure they meet expectations and the company are receiving value for money. These measures include but are not limited to telephony statistics, customer satisfaction, quotes issued and conversion to policies.

#### Review of business performance

The results of the Company for the year are shown in the statement of profit or loss on page 16. Key performance indicators are included below.

#### Premium growth

Gross written premiums rose to £3,608,000 (2016: £3,557,000) representing an increase of 1.4% on the previous year. Over the past five years premiums show compound growth of 0.9% per annum.

#### Claims ratio

Our claims ratio (incurred claims to earned premiums) of 36.3% (2016: 38.3%) shows a 2.0 point improvement on the previous year. Claims performance was relatively benign for the year with the added benefit that the prior year was similar.

#### **Profit commission**

The reinsurance treaty with Ecclesiastical Insurance Office plc continues. The amount receivable for the current year based on the sharing of the net underwriting result was £483,000 (2016: £480,000). The overall claims experience has seen an increase in particularly large claims, although this has been partially negated by a fall in attritional claims experience. This coupled with an increase in premium and reinsurance commission has resulted in the small increase in profit commission received compared with the prior year.

#### **Investment return**

Our underlying investments delivered a positive return, following a restructure of the portfolio. We continue to monitor and review the investment strategy to mitigate the risk of possible future losses. The net investment return was £538,000 (2016: £519,000) as the stock market rallied during the end of 2017.

#### Charitable grants

The aim of the Company and the directors continues to be to support the wider Baptist family. During 2017 grants of £166,000 (2016: £216,000) were paid or accrued.

#### **Strategic Report**

#### **Equity and reserves**

The factors outlined above have all had an influence on results for the year. Profit before tax increased to £480,000 (2016: £392,000) and after the impact of tax, this has increased reserves by £398,000 (2016: £314,000).

#### Regulatory Solvency and capital management

The Company is required to comply with rules issued by the PRA and FCA. With effect from 1 January 2016 a new Europe-wide regulatory capital regime (Solvency II) was adopted by the PRA. Both quarterly and annual quantitative returns are submitted to the PRA in addition to a qualitative report, the Regular Supervisory Report (RSR) which is expected to be a triennial requirement. A further report, the Solvency and Financial Condition Report (SFCR) is produced annually and must be published on the Company website.

The Company has adopted the Solvency II standard formula approach to determine its solvency capital requirement (SCR). The Company is required to maintain its regulatory capital above the SCR. Economic capital is the Company's own internal view of the level of capital required, and this measure is an integral part of the Own Risk and Solvency Assessment Report (ORSA) which is a private, internal forward looking assessment of own risk, as required as part of the Solvency II regime. Risk appetite is set such that the target level of economic capital is always higher than the regulatory SCR.

#### Principal risks and uncertainties

The principal risks and uncertainties, together with details of the financial risk management objectives and policies of the Company are disclosed in notes 3 and 4 to the financial statements.

The Company is exposed to daily calls on its available cash resources mainly from claims arising from insurance contracts. Liquidity risk is the risk that funds may not be available to pay obligations when due. The Company has robust processes in place to manage liquidity risk and has adequate access to funding in case of exceptional need. Sources of funding include available cash balances, other readily marketable assets and access to short term bank funding.

#### Non-financial information statement

As an authorised insurance entity the Company is covered by sections 414CA and 414CB of the Companies Act 2006 (CA 2006). The Company has opted to take exemption in accordance with subsection 4(b) of s.414CA of the Act, and has not prepared the non financial information statement in the strategic report as it has no employees.

By order of the board

Mrs R. J. Hall Secretary 15 March 2018

# **Directors' Report**

The directors present their annual report and audited financial statements for the year ended 31 December 2017.

#### Future prospects

It is anticipated that the activities of the Company will remain unchanged for the foreseeable future.

#### Going concern

The Company reinsures all of its current business, except for terrorism cover, with Ecclesiastical Insurance Office plc, which also provides administrative services within a profit share arrangement. Therefore, except for investment, credit and counterparty risk, and the adverse development of certain pre-1998 insurance risks, its financial risks are ultimately borne by the Ecclesiastical group, which has considerable financial resources. As a consequence, the directors believe the Company is well placed to manage such risks in the foreseeable future, despite the current uncertain economic outlook. Accordingly, they continue to adopt the going concern basis in preparing the Annual Report and Accounts.

#### **Dividends**

The directors recommend that the payment of dividends on the amounts paid up on the 4% cumulative preference shares and on the 5% cumulative ordinary shares, for the year ended 31 December 2017, absorbing the sum of £7,328 (2016: £7,328), be confirmed. This dividend is treated as interest payable on permanent interest-bearing capital in the financial statements.

#### **Political donations**

The Company did not make any contributions for political purposes in the current or prior year.

#### Directors

The directors of the Company at the date of this report are stated on page 2.

Mrs. A. Bishop and Mr. A.M. Lawrence retire by rotation and, being eligible, offer themselves for re-election.

Mr. M.G. Angell retired from the board on 23 October 2017.

Mr. D. Lane was appointed to the board on 23 October 2017. As a director nominated by Ecclesiastical Insurance Office plc he is not subject to retirement by rotation in accordance with the Articles of Association.

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were in place throughout the year and remain in force at the date of this report.

#### **Directors' responsibilities statement**

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 International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

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 CA 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

# **Directors' Report**

#### Auditor and the disclosure of information to auditor

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 they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information. This confirmation is given and should be interpreted in accordance with Section 418 of the CA 2006.

In accordance with Section 489 of the CA 2006, a resolution proposing that Deloitte LLP be re-appointed as auditor of the Company will be put to the annual general meeting.

By order of the board

Mrs R. J. Hall Secretary 15 March 2018

# **Independent Auditor's Report**

#### Independent auditor's report to the members of The Baptist Insurance Company PLC

#### Report on the audit of the financial statements

#### **Opinion**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of the Baptist Insurance Company plc (the 'Company') which comprise:

- the Statement of Profit or Loss;
- the Statement of Financial Position;
- the Statement of Changes in Equity;
- the Statement of Cash Flows; and
- the related notes 1 to 24.

The financial reporting framework that has been applied in their preparation is applicable law and IFRSs as adopted by the European Union.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We confirm that the non-audit services prohibited by the FRC's Ethical Standard were not provided to the company.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Summary of our audit approach

<b>Key audit matters</b>	The key audit matters that we identified in the current year were:				
	- General insurance claims outstanding; and				
	- Profit commission revenue recognition.				
Materiality	The materiality that we used in the current year was £193k which was determined on the basis of 3% of				
	net assets.				
Scoping	Audit work to respond to the risks of material misstatement was performed directly by the audit				
	engagement team				

#### Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

# **Independent Auditor's Report**

#### **Key audit matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### **General Insurance Technical Reserving**

# Key audit matter description



The general insurance provisions remain the largest single area of judgement within the Company's financial statements. Gross liabilities for outstanding claims and incurred but not reported claims amount to £4,406k (2016: £4,006k), as set out in note 21 to the financial statements.

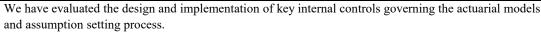
The accounting policies applied for general insurance technical reserving can be found in note 1 on page 21.

The key audit matter is focused on the assumptions used in the calculation of the actuarial incurred but not reported ("IBNR") provision for long-tail claims relating to physical and sexual abuse ("PSA"), which directly impact the completeness and valuation of the balance. The key assumptions include discount rate, frequency and cost per claim.

Management judgement and estimates, including in respect of actuarial assumptions, are required when setting these technical provisions. The value of these long-tailed technical reserves is sensitive to the movement in discount rates which can be volatile as a result of uncertain market conditions.

Future inflation, claims frequency and claims severity have a material impact on the valuation of these portfolios. In particular claims frequency is difficult to predict for PSA.

How the scope of our audit responded to the key audit matter





We challenged the key judgments within the calculation of the PSA reserves by working with our general insurance actuarial experts, to specifically assess the movements from prior year reserves, material changes in model, methodology and assumptions used as well as the impact of claims experience in the year.

Key assumptions such as claims frequency, severity, inflation and discounting, as well as methodologies applied in projecting claim amounts were reviewed with the assistance of our general insurance experts, taking into account market trends and claims development patterns. We also assessed key diagnostics using our wider industry knowledge and taking into account any factors specific to Baptist's PSA portoflio.

Accuracy and completeness of data used in reserving was tested adopting a controls reliance approach by testing design and implementation as well as operating effectiveness of key controls over the reserving data reconciliation process and data flow, supported by direct testing of the claims data extracted from the policy administration systems.

With the input of our IT specialists, we tested key general computer controls.

We reconciled the output of the actuarial reserving process to the general ledger.

**Key observations** 



Overall we considered that the methodology applied and significant assumptions used by management in their general insurance reserving process are reasonable.

# **Independent Auditor's Report**

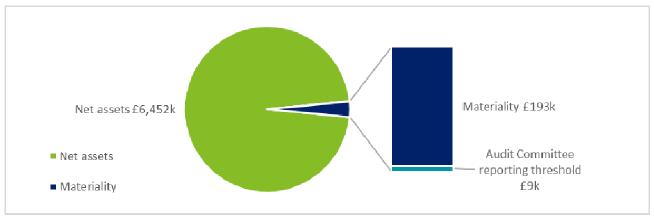
	Profit Commission Revenue Recognition
Key audit matter description	A significant amount of the Company's income is received in a profit commission arrangement with Ecclesiastical Insurance Office plc ("EIO"). Due to the significant amount involved, we determined that there was a potential for fraud through possible manipulation of the calculation. This income in the year was £483k (2016: £480k).
	The corresponding accounting policies applied for profit commission can be found in note 1 on page 20 of the financial statements.
	This income is determined by a calculation which takes into account both underwriting and notional investment income.
	Although each individual element is reconciled, the calculation is compiled manually and as such it could be liable to manipulation via changes in input.
How the scope of our audit	We have assessed the design and implementation of the key internal control which govern the profit commission process.
responded to the key audit matter	We have reviewed the profit commission calculation which determines the amount of income to be received by the Company against underlying terms in place between the Company and EIO.
	In addition, we have tested the accuracy of the figures used within the profit commission calculation by verification to other audited balances from the financial statements.
Key observations	Overall we found profit commission income to be in line with the terms agreed between the Company and EIO, and all figures in the calculation to be appropriate.

#### Our application of materiality

We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Materiality	£193k
Basis for	3% of net assets
determining	
materiality	
Rationale for the	We find this benchmark to be appropriate and not a profit-based measure as the Company is not driven
benchmark	by a profit focus. This is demonstrated by the large grants paid by the Company every year. We
applied	determined materiality based on net assets due to the shareholders' focus on capital requirements.



We agreed with the Audit Committee that we would report to the Committee all audit differences in excess of £9k, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

# **Independent Auditor's Report**

#### An overview of the scope of our audit

Our audit was scoped by obtaining an understanding of the entity and its environment, including internal control, and assessing the risks of material misstatement. Audit work to respond to the risks of material misstatement was performed directly by the audit engagement team.

#### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report including the Directors' Biographies, the Chairman's Statement, the Strategic Report, and the Directors' Report, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

#### Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

#### Use of our report

This report is made solely to the company'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 company's members those matters we are required to state to them in an auditor's 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.

# **Independent Auditor's Report**

#### Report on other legal and regulatory requirements

#### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

#### Matters on which we are required to report by exception

Adequacy of explanations received and accounting records

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have nothing to report in respect of these matters.

Directors' remuneration

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of directors' remuneration have not been made.

We have nothing to report in respect of this matter.

#### Other matters

Auditor tenure

Following the recommendation of the audit committee, we were appointed by Company's members at the Company's Annual General Meeting on 16 May 2017 to audit the financial statements for the year ending 31 December 2017 and subsequent financial periods. The period of total uninterrupted engagement including previous renewals and reappointments of the firm is estimated to be 24 years with earlier records unavailable, covering the years ending 1994 to 2017.

Consistency of the audit report with the additional report to the audit committee

Our audit opinion is consistent with the additional report to the audit committee we are required to provide in accordance with ISAs (UK).

Elanor Gill FCA (Senior Statutory Auditor) for and on behalf of Deloitte LLP Statutory Auditor London, United Kingdom 15 March 2018

# **Statement of Profit or Loss**

for the year ended 31 December 2017			
for the year chaca 31 December 2017	Notes	2017	2016
		£000	£000
Revenue			
Gross written premiums	5	3,608	3,557
Outward reinsurance premiums	5	(3,608)	(3,557)
Net change in provision for unearned premiums	5		
Net earned premiums	5	-	-
Fee and commission income	6	512	507
Net investment return	7	538	519
Total revenue	_	1,050	1,026
Expenses	0	(1.204)	(1.256)
Claims and change in insurance liabilities	8	(1,304)	(1,356)
Reinsurance recoveries	8	1,032	1,059
Fees, commissions and other acquisition costs	9	(17)	(20)
Other operating and administrative expenses		(108)	(94)
Total operating expenses	_	(397)	(411)
Operating profit	10	653	615
Finance costs	13	(7)	(7)
Charitable grants	14	(166)	(216)
Profit before tax	<u> </u>	480	392
A LONG DOLOGO MA		700	372
Taxation	15	(82)	(78)
Profit attributable to equity holders		398	314

All the amounts above are in respect of continuing operations.

The Company had no recognised income or expense during the current financial year and the preceding financial year other than that included in the statement of profit or loss. Accordingly, no separate statement of comprehensive income has been presented.

# **Statement of Financial Position**

at 31 December 2017	Notes	2017	2016
Assets		£000	£000
Financial investments	16	6,364	5,515
Reinsurers' share of contract provisions	21	5,749	5,604
Other assets	17	300	358
Cash and cash equivalents	18	1,064	1,135
Total assets	_	13,477	12,612
Liabilities			
	20	148	148
Permanent interest-bearing capital Insurance contract provisions	21	6,400	5,983
Current tax liabilities	21	0,400 81	3,983 49
Other liabilities	22	396	378
Total liabilities		7,025	6,558
Net assets	_	6,452	6,054
Equity			
Retained earnings	19	6,452	6,054
Total equity	_	6,452	6,054

The financial statements of The Baptist Insurance Company PLC, company registration number 00083597, on pages 15 to 36 were approved by the board of directors and authorised for issue on 15 March 2018 and signed on their behalf by:

M. N. Hayes Chairman

M. R. Buttrick Deputy Chairman

# **Statement of Changes in Equity**

for the year ended 31 December 2017		
No	tes <b>201</b> 7	2016
Retained Earnings	£000	£000
Balance at 1 January	6,054	5,740
Profit for the period	398	
Balance at 31 December	19 <b>6,45</b> 2	6,054

# **Statement of Cash Flows**

for the year ended 31 December 2017		
for the year ended 31 December 2017	2017	2016
	£000	£000
Profit before tax	480	392
Adjustments for:		
Net fair value gains on financial investments	(336)	(304)
Dividend and interest income	(202)	(216)
Finance expense	7	7
Changes in operating assets and liabilities:		
Net increase in insurance contract provisions	417	45
Net (increase)/decrease in reinsurers' share of contract provisions	(145)	252
Net decrease in other assets	58	23
Net increase/(decrease) in other liabilities	18	(137)
Cash generated by operations	297	62
Sales of financial investments	955	2,162
Purchases of financial investments	(1,468)	(2,076)
Dividends received	170	183
Interest received	32	33
Tax paid	(50)	(19)
Net cash (used by)/from operating activities	(64)	345
Cash flows from financing activities		
Interest paid	(7)	(7)
Net (decrease)/increase in cash and cash equivalents	(71)	338
Cash and cash equivalents at beginning of year	1,135	797
Cash and cash equivalents at end of year	1,064	1,135

#### **Notes to the Financial Statements**

#### 1 Accounting policies

The principal accounting policies adopted in preparing the Company's financial statements are set out below. These policies have been applied consistently throughout the current and prior financial year.

#### **Basis of preparation**

The Company's financial statements have been prepared in accordance with IFRSs as issued by the International Accounting Standards Board and endorsed by the European Union (EU). The accounting policies set out in this note have been applied. The financial statements have been prepared on the historical cost basis, except for the revaluation of certain financial instruments.

The Company reinsures all of its current business, except for terrorism cover, with Ecclesiastical Insurance Office plc (EIO), which also provides administrative services within a profit share arrangement. Therefore, except for investment, credit and counterparty risk, and the adverse development of certain pre-1998 insurance risks, the Company's financial risks are ultimately borne by EIO, which has considerable financial resources. As a consequence, the directors believe the Company is well placed to manage such risks for at least twelve months from the date of this report, despite the current uncertain economic outlook. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

The Company has elected not to produce consolidated financial statements. The subsidiaries are disclosed in note 24 and are dormant, having not traded since incorporation. The exemption in CA 2006 s405(2) is taken as the subsidiaries are not material to the financial statements.

In accordance with IFRS 4, *Insurance Contracts*, the Company has applied existing accounting practices for insurance contracts, modified as appropriate to comply with the IFRS framework and applicable standards.

#### New and revised standards

The Standards adopted in the current year are either outside the scope of company transactions or do not materially impact the Company.

The following Standards were in issue but not yet effective and have not been applied in these financial statements.

Accounting Standard	Key requirements	Expected impact on financial statements	Effective date
IFRS 9, Financial Instruments	Provides a new model for the classification and measurement of financial instruments, a single, forward-looking 'expected loss' impairment model and a reformed approach to hedge accounting.	It is expected that equity instruments will continue to be measured at fair value through profit or loss. There is a possibility that the measurement of certain debt instruments will change to amortised cost or fair value through other comprehensive income, although this is being assessed. The Company is eligible for, and will adopt, the deferral approach which gives a temporary exemption from applying IFRS 9 until the effective date of 'IFRS 17, Insurance contracts'.	Annual periods beginning on or after 1 January 2018. Although can be deferred until 2021 for insurers.
IFRS 15, Revenue from Contracts with Customers	Establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers.	Insurance contracts are outside the scope of the Standard. The treatment of non-insurance fee and commission income under the Standard has been assessed and is not expected to have a significant impact on the financial statements.	Annual periods beginning on or after 1 January 2018.

#### **Notes to the Financial Statements**

Accounting Standard	Key requirements	Expected impact on financial statements	Effective date
IFRS 17, Insurance Contracts	Requires insurance liabilities to be measured at a current fulfillment value and provides a more uniform measurement and presentation approach for all insurance contracts. These requirements are designed to achieve the goal of a consistent, principle-based accounting for insurance contracts.	IFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. The standard was issued in May 2017 as replacement for 'IFRS 4 Insurance Contracts' and the impact of the standard on the financial statements is still being assessed. The Company expects to be able to use the simplified premium allocation approach to the majority of its insurance contracts, which applies mainly to short-duration contracts.	Applicable to annual reporting periods beginning on or after 1 January 2021 (subject to EU endorsement).

The other Standards in issue but not yet effective are not expected to materially impact the Company.

#### Use of estimates

The preparation of financial statements requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities, and the disclosure of contingent assets and liabilities at the date of the financial statements. Although these estimates are based on management's best knowledge of current events and actions, actual results ultimately may differ from those estimates.

#### Product classification

Contracts under which the company accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholder or other beneficiary if a specified uncertain future event (the insured event) adversely affects the policyholder, are classified as insurance contracts. Contracts that do not transfer significant insurance risk are classified as investment or service contracts. All contracts offered by the Company meet the definition of an insurance contract.

#### Premium income

Premiums are shown gross of commission paid to intermediaries and accounted for in the period in which the risk commences. Those proportions of premiums written in a year which relate to periods of risk extending beyond the end of the year are carried forward as unearned premiums.

Premiums written are shown net of insurance premium taxes. Outward reinsurance premiums are accounted for in the same accounting period as the premiums for the related direct insurance.

#### Fee and commission income

Fee and commission income comprises reinsurance commissions receivable and is recognised on the trade date.

#### Net investment return

Investment income consists of dividends and interest receivable for the year, realised gains and losses, and unrealised gains and losses on fair value investments, less investment expenses and charges. Dividends on equity securities are recorded as revenue on the ex-dividend date; interest income is recognised as it accrues.

Realised gains or losses represent the difference between the net sales proceeds and purchase price. Unrealised gains or losses represent the difference between the valuation of investments at the year end and their purchase price. The movement in unrealised investment gains and losses therefore comprises the increase or decrease in the year in the value of investments held at the year end together with the reversal of previously recognised unrealised gains and losses on investments disposed of in the current year.

#### **Notes to the Financial Statements**

#### Claims

General insurance claims incurred include all losses occurring during the year, an estimate of claims incurred but not reported, related handling costs, a reduction for the value of salvage and other recoveries, and any adjustments to claims outstanding from previous years.

#### **Insurance contract liabilities**

#### (i) Outstanding claims provisions

General insurance outstanding claims provisions are based on the estimated ultimate cost of all claims incurred but not settled at the year end, whether reported or not. Significant delays are experienced in the notification and settlement of certain types of general insurance claims, particularly in respect of liability business, the ultimate cost of which cannot be known with certainty at the year end date. Any estimate represents a determination within a range of possible outcomes. Claims provisions are not discounted.

#### (ii) Provision for unearned premiums

The proportion of written premiums, gross of commission payable to intermediaries, attributable to subsequent periods is deferred as a provision for unearned premiums. The change in this provision is taken to the statement of profit or loss in order that revenue is recognised over the period of risk.

#### (iii) Liability adequacy

Provision for unexpired risks is made where it is anticipated, on the basis of information available at the year end, that claims and administrative expenses are expected to exceed unearned premiums, after taking account of future investment income. Unexpired risks are assessed separately for each class of business. Surpluses and deficits are offset where business classes are considered to be managed together. No such provision was made at either year end.

#### Reinsurance

The Company has a reinsurance treaty with Ecclesiastical Insurance Office plc whereby all business accepted by the company is fully reinsured with Ecclesiastical Insurance Office plc with the exception of terrorism cover which is reinsured through Pool Re. Reinsurance premiums are accounted for at the time the business is written by the Company. The Company's and the reinsurers' share of claims are recognised at the time the claims are notified or earlier by way of a provision for claims incurred but not reported.

#### Financial instruments

IAS 39, Financial Instruments: Measurement and Recognition, requires the classification of certain financial assets and liabilities into separate categories for which the accounting requirement is different.

The classification depends on the nature and purpose of the financial assets and liabilities, and is determined at the time of initial recognition. Financial instruments are initially measured at fair value. Their subsequent measurement depends on their classification.

Financial instruments designated as at fair value through profit or loss are subsequently carried at fair value. Changes in fair value are included in the statement of profit or loss in the period in which they arise. This category consists of financial investments.

All other financial assets and liabilities are held at amortised cost using the effective interest method, except for short-term receivables and payables where the recognition of interest would be immaterial. Included in financial liabilities is permanent interest-bearing capital.

The directors consider that the carrying value of those financial assets and liabilities not carried at fair value in the financial statements approximates to their fair value.

#### Offset of financial assets and financial liabilities

Financial assets and liabilities are offset, and the net amount reported in the statement of financial position, when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

#### **Notes to the Financial Statements**

#### **Financial investments**

The company classifies its investments as financial assets designated at fair value through profit or loss, as they are managed, and their performance evaluated, on a fair value basis.

Purchases and sales of investments are recognised on the trade date, which is the date that the Company commits to purchase or sell the assets, at their fair values less transaction costs. Investments classified at fair value through profit or loss are subsequently carried at fair value, with changes in fair value included in the statement of profit or loss in the period in which they arise.

The fair values of investments are based on quoted bid prices.

#### Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, cash held by investment broker, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts.

#### Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation, as a result of past events, and it is probable that an outflow of resources, embodying economic benefits, will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Where the Company expects a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The Company recognises a provision for onerous contracts when the expected benefits to be derived from a contract are less than the unavoidable costs of meeting the obligations under the contract.

Contingent liabilities are disclosed if there is a possible future obligation as a result of a past event, or if there is a present obligation but either an outflow of resources is not probable or the amount cannot be reliably estimated.

#### **Taxation**

Income tax comprises current tax and is recognised in the statement of profit or loss. Current tax is the expected tax payable on the taxable profit for the period and any adjustment to the tax payable in respect of previous periods.

Deferred tax is provided in full on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for tax purposes. Deferred tax is measured using tax rates expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled based on tax rates and laws which have been enacted or substantively enacted at the year end date.

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

Deferred tax assets and liabilities are not discounted.

#### 2 Critical accounting estimates, and judgements in applying accounting policies

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates and judgements, where they arise, are regularly reviewed and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the current and prior year no material judgements were made.

#### The ultimate liability arising from claims made under general business insurance contracts

The estimation of the ultimate liability arising from claims made under general business insurance contracts is a critical accounting estimate. There are various sources of uncertainty as to how much the Company will ultimately pay with respect to such contracts. There is uncertainty as to the total number of claims made on each class of business, the amounts that such claims will be settled for and the timings of any payments.

The uncertainties surrounding the estimates of claims payments for the various classes of business are discussed further in note 3. The sensitivity of profit or loss to changes in the ultimate settlement cost of claims reserves is presented in note 20(vi).

#### **Notes to the Financial Statements**

#### 3 Insurance risk

The risk under any one insurance contract is the possibility that the insured event occurs and the uncertainty of the amount and timing of the resulting claim. By the very nature of an insurance contract, this risk is unpredictable and difficult to quantify with certainty.

The principal risk that the Company faces under its insurance contracts is that the actual claims and benefit payments exceed the carrying amount of the insurance liabilities, which may occur if the frequency or severity of claims and benefits are greater than estimated. Insurance events are unpredictable and the actual level of claims and benefits may vary from year to year from the estimate established using statistical techniques.

Experience shows that the larger and more diversified the portfolio of similar insurance contracts, the smaller the relative variability about the expected outcome will be. As a niche market operator the Company's opportunity to diversify the type of insurance risks is limited; however, some diversity is achieved by the geographical spread of its business within the UK.

#### General business risks

General insurance business classes written include property and liability. Property cover mainly compensates the policyholder for damage suffered to their properties or for the value of property lost, and may also include cover for other costs or losses arising from the inability to use damaged insured properties. Liability insurance contracts protect policyholders from the liability to compensate injured employees (employers' liability) and third parties (public liability). Injury, death or incapacity as a result of an unforeseen event is covered by the accident class of business.

In all operations pricing controls are in place, underpinned by sound statistical analysis and market expertise and appropriate external consultant advice. The Company manages risks to limit severity through its underwriting strategy, a comprehensive reinsurance programme and proactive claims handling.

#### Frequency and severity of claims

#### Property classes

For property insurance contracts, the number of claims made can be affected by weather events, changes in climate and crime rates. Individual claims can vary in amount since the property insured is diverse in both size and nature. The cost of repairing property varies according to the extent of damage, cost of materials and labour charges.

Climate change may give rise to more frequent and severe extreme weather events, such as river flooding, hurricanes and drought, and their consequences, for example, subsidence claims.

The maximum claim payable is limited to the sum insured. The Company has the right to re-price the risk on renewal. It also has the ability to impose deductibles, reject fraudulent claims and pursue third parties for payment of some or all costs. Most contracts are underwritten on a reinstatement basis. Costs of rebuilding properties, of replacement or indemnity for contents and time taken to restart operations for business interruption are the key factors that influence the level of claims. Individual large claims are more likely to arise from fire, storm or flood damage. The greatest likelihood of an aggregation of claims arises from weather or recession related events.

#### Liability classes

For liability insurance contracts the frequency and severity of claims can be affected by several factors. The most significant are the increasing level of awards for damages suffered and the increase in the number of cases that were latent for a long period of time. Inflation, from these and other sources, is a significant factor due to the long period typically required to settle these claims.

The Company has the right to re-price the risk on renewal. It also has the ability to impose deductibles, reject fraudulent claims and pursue third parties for payment of some or all costs. The severity of bodily injury claims is highly influenced by the value of loss of earnings and the future cost of care.

#### **Notes to the Financial Statements**

#### Concentrations of risk

The underwriting strategy is designed to ensure that the underwritten risks are well diversified in terms of type and amount of risk. The concentration of insurance risk for the financial year in relation to the type of risk accepted is summarised below, with reference to gross written premiums:

	Type of risk			
	Property	Liability	Accident	Total
	£000	£000	£000	£000
Gross written premiums				
2017	3,286	296	26	3,608
2016	3,241	289	27	3,557

The Company operates a Joint Administration Agreement and a Reinsurance Treaty Agreement with Ecclesiastical Insurance Office plc, under which Ecclesiastical Insurance Office plc manages and administers the Company's insurance business and accepts all insurances written by the Company with the exception of terrorism cover, which is reinsured through Pool Re, and is responsible for all disbursements relating to the business except certain expenses designated as the sole responsibility of the Company.

#### Sources of uncertainty in the estimation of future claim payments

#### Property classes

The property classes give rise to a variety of different types of claims including fire, weather damage, subsidence, and theft. There can be variability in both the number of claims in each period and the size of those claims. If a weather event happens near the end of the financial year, then the uncertainty about ultimate claims cost in the financial statements is much higher because there is insufficient time for adequate data to be received to assess the final cost of claims.

Claims payment, on average, occurs within a year of the claim event; however, there is variability around this average with larger claims typically taking longer to settle.

Subsidence claims are difficult to predict because the damage is often not apparent for some time. Changes in soil moisture conditions can give rise to changes in claim volumes over time. The ultimate settlements can be small or large with a greater risk of a settled claim being re-opened at a later date.

#### Liability classes

The settlement value of claims arising under public and employers' liability is particularly difficult to predict. There is uncertainty as to whether any payments will be made and, if they are, the amount and timing of the payments. Key factors driving the high levels of uncertainty include the late notification of possible claim events and the legal process.

Late notification of possible claims necessitates the holding of provisions for incurred claims that may only emerge some years into the future. In particular the effect of inflation over such a long period can be considerable and is uncertain. A lack of comparable past experience makes it difficult to quantify the number of claims and, for certain types of claims, the amounts for which they will ultimately settle. The legal and legislative frameworks continues to develop, which has a consequent impact on the uncertainty as to the length of the claims settlement process and the ultimate settlement amounts.

Claims that may arise from the liability portfolios include damage to third party property, physical injury, disease and psychological trauma. The Company has a different exposure profile to most other commercial lines insurance companies as it has lower exposure to industrial risks, where uncertainty is higher.

#### **Notes to the Financial Statements**

Note 21 presents the development of the estimate of ultimate claim cost for public and employers' liability claims occurring in a given year. This gives an indication of the accuracy of the estimation technique for incurred claims.

#### Sources of uncertainty

The ultimate settlement cost of incurred general insurance claims is inherently uncertain. Such uncertainty includes:

- whether a claim event has occurred or not and how much it will ultimately settle for;
- variability in the speed with which claims are notified and in the time taken to settle them, especially complex cases resolved through the courts;
- changes in the business portfolio affecting factors such as the number of claims and their typical settlement costs, which may differ significantly from past patterns;
- new types of claim, including latent claims, which arise from time to time;
- changes in legislation and court attitudes to compensation, which may apply retrospectively;
- the way in which certain reinsurance contracts (principally liability) will be interpreted in relation to unusual/latent claims where aggregation of claimants and exposure over time are issues; and
- whether all such reinsurances will remain in force over the long term.

#### Prudence in the provisions for outstanding claims

The Company has taken into account the uncertain nature of claims reporting and settlement when provisioning for outstanding claims.

#### Special provisions for latent claims

The public and employers' liability classes can give rise to very late reported claims, which are often referred to as latent claims. These can vary in nature and are difficult to predict. Currently in certain cases, the Company only has access to very limited information for such claims. They typically emerge slowly over many years. The Company has reflected this uncertainty and believes that it holds adequate reserves for latent claims that may result from exposure periods up to the reporting date.

#### 4 Financial risk and capital management

The Company is exposed to financial risk through its financial assets, financial liabilities, reinsurance assets and insurance liabilities. In particular the key financial risk is that the proceeds from its financial assets are not sufficient to fund the obligations arising from its insurance contracts. The most important components of financial risk are credit risk, liquidity risk, equity price risk and interest rate risk.

There has been no change from the prior period in the financial risks that the Company is exposed to, or the manner in which it manages and measures these risks.

## **Notes to the Financial Statements**

Categories of financial in	nstruments					
	F	inancial assets				
	Designated at fair value	Loans and receivables	Cash and cash equivalents	Financial liabilities at amortised cost	Non-financial assets and liabilities	Total
At 31 December 2017	4000	2000	8000	8000	0000	8000
Financial investments	£000	£000	£000	£000	£000	£000
Other assets	6,362	298	-	-	2 2	6,364 300
Cash and cash	-	290	-	-	Z	300
equivalents	_	_	1,064	_	_	1,064
Permanent interest			1,001			1,001
bearing capital	_	_	_	(148)	_	(148)
Other liabilities			_	(237)	(159)	(396)
Total	6,362	298	1,064	(385)	(155)	7,184
Net other						(732)
Net assets					_	6,452
At 31 December 2016						
	£000	£000	£000	£000	£000	£000
Financial investments	5,513	-	-	-	2	5,515
Other assets	-	356	-	-	2	358
Cash and cash						
equivalents	-	-	1,135	-	-	1,135
Permanent interest				(1.40)		(1.40)
bearing capital Other liabilities	-	-	-	(148)	(161)	(148)
			<del></del> .	(217)	(161)	(378)
Total	5,513	356	1,135	(365)	(157)	6,482
Net other						(428)
Net assets						6,054

#### Fair value hierarchy

The fair value measurement basis used to value financial assets and financial liabilities held at fair value is categorised into a fair value hierarchy as follows:

Level 1: fair values measured using quoted prices (unadjusted) in active markets for identical assets or liabilities. This category includes listed equities in active markets, listed debt securities in active markets and exchange traded derivatives.

Level 2: fair values measured using inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes listed debt or equity securities in a market that is not active and derivatives that are not exchange traded.

Level 3: fair values measured using inputs for the asset or liability that are not based on observable market data (unobservable inputs). This category includes unlisted equities, including investments in venture capital, and suspended securities.

All financial instruments recognised by the company and designated at fair value in the current and prior year are classified as level 1. Accordingly no analysis of fair value measurement bases is presented.

#### **Notes to the Financial Statements**

(a) Interest rate risk The table below summarises the financial assets that are exposed to interest rate risk.		
	2017	2016
	£000	£000
Other assets including insurance instalment receivables	221	214
Cash and cash equivalents	1,064	1,135
	1,285	1,349

All amounts have maturity dates of less than one year.

General business insurance liabilities are not directly sensitive to the level of market interest rates, as they are undiscounted and contractually non-interest bearing. Furthermore, these liabilities do not have maturity dates hence are not included in the above tables.

#### (b) Credit risk

The Company has exposure to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due. Key areas where the Company is exposed to credit risk are:

- reinsurers' share of insurance liabilities (excluding provision for unearned premiums) and amounts due from reinsurers in respect of claims already paid;
- amounts due from insurance intermediaries and policyholders; and
- amounts due from Ecclesiastical Insurance Office plc under the Joint Administration Agreement and Reinsurance Treaty.

The carrying amount of financial assets represents the Company's maximum exposure to credit risk. No significant amounts are overdue, and none are impaired.

The Company uses reinsurance to manage insurance risk, with all business accepted by the Company fully reinsured with Ecclesiastical Insurance Office plc, with the exception of terrorism cover which is reinsured through Pool Re. This does not, however, discharge the Company's liability as primary insurer. If a reinsurer fails to pay a claim for any reason, the Company remains liable for the payment to the policyholder. Ecclesiastical mitigates its own insurance risk through a comprehensive programme of reinsurance. Its Reinsurance Security Committee assesses, monitors and approves the creditworthiness of its reinsurers reviewing relevant credit ratings provided by the recognised credit rating agencies, as well as other publicly available data and market information.

The Company's credit risk policy details prescriptive methods for the collection of premiums and control of intermediary and policyholder debtor balances. The level and age of debtor balances are regularly assessed via monthly credit management reports and where possible creditors are monitored via credit reference agencies to minimise the risk of default.

The Company has no material concentration of credit risk in respect of amounts due from insurance intermediaries and policyholders due to the well diversified spread of such debtors.

#### (c) Liquidity risk

The Company is exposed to daily calls on its available cash resources mainly from claims arising from insurance contracts. Liquidity risk is the risk that funds may not be available to pay obligations when due. The Company has robust processes in place to manage liquidity risk and has adequate access to funding in case of exceptional need. Sources of funding include available cash balances, other readily marketable assets and access to short-term bank funding.

Financial liabilities of the Company all mature within one year, with the exception of permanent interest-bearing capital, which is irredeemable. An estimate of the timing of the net cash outflows resulting from insurance contracts is provided in note 21.

#### (d) Equity price risk

Investments held by the Company and classified at fair value through profit or loss are exposed to price risk. The risk is mitigated by holding a diversified portfolio of UK and overseas equities indirectly through investment in open-ended investment companies (OEICs).

#### **Notes to the Financial Statements**

#### (e) Market risk sensitivity analysis

The sensitivity of profit to movements in equity price risk is shown in the following table:

	Change in	(d	al increase/ lecrease) in iit after tax
Variable	variable	2017	2016
Equity price risk	-10%	£000 (514)	£000 (441)
1 31	+10%	514	441

Other equity reserves would not be affected by movements on market risk variables.

In preparing the above sensitivity analysis it has been assumed that the value of fixed income investments will vary inversely with changes in interest rates and that any change in profit is subject to a blended tax rate of 19.25% (2016: 20.00%). No fixed income investments were held at 31 December 2017.

#### (f) Capital management

The Company is subject to insurance solvency regulations, and capital is managed and evaluated on the basis of regulatory capital. The Company's objectives when managing capital are:

- to comply with the regulator's capital requirements of the insurance market in which the Company operates; and
- to safeguard the Company's ability to continue to meet stakeholders' expectations, in accordance with its corporate mission, vision and values.

The Company is required to comply with rules issued by the PRA and FCA. With effect from 1 January 2016 a new Europe-wide regulatory capital regime (Solvency II) was adopted by the PRA. Both quarterly and annual quantitative returns are submitted to the PRA in addition to a qualitative report, the Regular Supervisory Report (RSR) which is expected to be a triennial requirement. A further report, the Solvency and Financial Condition Report (SFCR) is produced annually and must be published on the Company website.

The Company has adopted the Solvency II standard formula approach to determine its solvency capital requirement (SCR). The Company is required to maintain its regulatory capital above the SCR. Economic capital is the Company's own internal view of the level of capital required, and this measure is an integral part of the Own Risk and Solvency Assessment Report (ORSA) which is a private, internal forward looking assessment of own risk, as required as part of the Solvency II regime. Risk appetite is set such that the target level of economic capital is always higher than the regulatory SCR.

5 Net insurance premium revenue	2017	2016
	£000	£000
Gross written premiums	3,608	3,557
Change in the gross provision for unearned premiums	(17)	(20)
Gross earned premiums	3,591	3,537
Outward reinsurance premiums	(3,608)	(3,557)
Change in the provision for unearned premiums, reinsurers' share	17	20
Reinsurers' share of earned premiums	(3,591)	(3,537)
Premiums written, net of reinsurance		_
Earned premiums, net of reinsurance		_

# **Notes to the Financial Statements**

6 Fee and commission income	2017	2016
	£000	£000
Reinsurance commissions and profit commission	500	500
Other commissions	12	7
	512	507
7 Net investment return	2017	2016
	£000	£000
Income from financial assets at fair value through the statement of profit or loss:		
- equity income	170	183
Income from financial assets not at fair value through the statement of profit or loss:		2
- cash and cash equivalents income - other income received	32	2 31
Investment income	202	216
Fair value gains on investments at fair value through the statement of profit or loss Investment expenses	336	304 (1)
Net investment return	538	519
8 Claims and change in insurance liabilities and reinsurance recoveries	2017	2016
	£000	£000
Gross claims paid	(904)	(1,331)
Gross change in the provision for claims	(400)	(25)
Claims and change in insurance liabilities	(1,304)	(1,356)
Reinsurers' share of claims paid	904	1,331
Reinsurers' share of change in the provision for claims	128	(272)
Reinsurance recoveries	1,032	1,059
Claims and change in insurance liabilities, net of reinsurance	(272)	(297)
9 Fees, commissions and other acquisition costs	2017	2016
,,	£000	£000
Commission paid	(17)	(20)
10 Operating profit	2017	2016
	£000	£000
Operating profit has been arrived at after charging:		
Directors' fees and expenses	(57)	(51)
11 Auditor's remuneration	2017	2016
	£000	£000
Fees payable to the company's auditor for the audit of the Company's accounts	(22)	(12)
Audit related assurance services	(18)	(22)
Tradit related apparation between	` /	

#### 12 Employee information

As all management services are provided by Ecclesiastical Insurance Office plc under the terms of the Joint Administration Agreement, the Company had no employees in either the current or prior year.

# **Notes to the Financial Statements**

13 Finance costs	2017	2016
Interest payable on permanent interest-bearing capital	£000 (7)	£000 (7)
14 Charitable grants	2017	2016
Charitable grants paid or accrued	£000 (166)	£000 (216)
15 Taxation	2017	2016
UK corporation tax for the current financial year Adjustment in respect of prior periods	£000 (82)	£000 (75) (3)
Tax expense	(82)	(78)
Tax on the Company's profit before tax differs from the United Kingdom standard rate of cout in the following reconciliation:	prporation tax for the	reasons set
	2017 £000	2016 £000
Profit before tax	480	392
Tax due calculated at the UK standard rate for the year of 19.25% (2016: 20.00%).	(92)	(78)
The change in tax rate will have no material effect on the tax charge.		
Factors affecting charge for the period: Dividends from UK companies	9	13
Relieved non-trade charges	2	(8)
Expenses not deductible for tax purposes	(1)	(2)
Adjustments to tax charge in respect of prior periods	<u> </u>	(3)
Tax expense	(82)	(78)

A deferred tax asset in respect of £51,000 accrued gift aid (2016: £70,000) has not been recognised as the volatility of the insurance business and investment markets may lead to insufficient profits arising next year to recover it. The relief for gift aid cannot be carried forward to recover in future years.

A change in the UK standard rate of corporation tax from 20% to 19% became effective from 1 April 2017. Where appropriate, current tax has been provided at a blended rate of 19.25% for the current year and a blended rate of 20.00% for the prior year. A further reduction in the rate of corporation tax to 17% will become effective from April 2020.

#### **Notes to the Financial Statements**

16 Financial investments		
	2017	2016
Financial investments at fair value through the statement of profit or loss	£000	£000
Equity securities:		
- listed	6,362	5,513
	6,362	5,513
Investments in group undertakings		
Shares in subsidiary undertakings	2	2
	2	2
Total financial investments	6,364	5,515

All equity and debt securities are designated by the Company to be measured at fair value through the statement of profit or loss. No financial investments mature within one year (2016: £nil).

17 Other assets	2017 £000	2016 £000
Receivables arising from insurance and reinsurance contracts:		
- due from contract holders	286	335
- due from agents, brokers and intermediaries	12	21
Other receivables:		
- other prepayments and accrued income	2	2
	300	358

Other assets are all current and, due to their short-term nature, the above carrying amounts are a reasonable approximation of fair value.

At 31 December 2017, £2,000 (2016: £3,000) of receivables were past due and not impaired. No impairment charges have been recognised in the current or prior year.

#### 18 Cash and cash equivalents

	2017	2016
	£000	£000
Cash held at bank	948	886
Cash held at investment broker	116	249
	1,064	1,135

The above carrying amounts are a reasonable approximation of fair value.

#### 19 Statement of changes in equity

The Company does not have any equity shareholders. Both the ordinary and the preference shares are entitled to fixed percentage dividends on the amounts paid up on the shares, but are not entitled to participate further in the profits of the Company, whether as a going concern or on winding up.

The directors may make grants out of any surplus profits of the company after payment of expenses and dividends and after setting monies aside to any reserve fund to or for the benefit of any ministers, churches or societies of the Baptist denomination; any individual who is a Baptist and whose prime vision and ministry is Christian evangelistic work; and the Council of the Baptist Union for it to apply in such a manner as it may determine.

# **Notes to the Financial Statements**

20 Permanent interest-bearing capital		
•	2017	2016
	£000	£000
Authorised share capital:		
2,000 4% cumulative preference shares of £5 each	10	10
28,300 5% cumulative ordinary shares of £5 each	142	142
	152	152
Called up, allotted and fully paid share capital:		_
1,286 4% cumulative preference shares of £5 each	6	6
28,284 5% cumulative ordinary shares of £5 each	142	142
	148	148

The Company's preference and ordinary shares are entitled to annual dividends of 4% and 5% respectively on the amount paid up. The Company has an obligation at the year end date in relation to the dividends payable on the shares and, because of this, the Company is required to account for the whole of its called up share capital as 'permanent interest-bearing capital' in the statement of financial position under IAS 32, *Financial Instruments: Presentation*.

On winding up, shareholders are entitled only to the amount paid up on shares, and preference shares take priority over ordinary shares on winding up.

Preference and ordinary shares are not redeemable and carry equal voting rights.

# 21 Insurance liabilities and reinsurance assets Claims outstanding

Claims outstanding		
	2017	2016
Gross	£000	£000
Claims outstanding	4,406	4,006
Unearned premiums	1,994	1,977
Total gross insurance liabilities	6,400	5,983
Recoverable from reinsurers		
Claims outstanding	3,755	3,627
Unearned premiums	1,994	1,977
Total reinsurers' share of insurance liabilities	5,749	5,604
Net		
Claims outstanding	651	379
Unearned premiums		
Total net insurance liabilities	651	379
Gross insurance liabilities		
Current	3,103	2,617
Non-current	3,297	3,366
	6,400	5,983
Reinsurance assets		
Current	3,103	2,617
Non-current	2,646	2,987
	5,749	5,604

#### **Notes to the Financial Statements**

#### General business insurance contracts

#### (i) Reserving methodology

Reserving for insurance claims is a complex process and the Company adopts recognised actuarial methods, and, where appropriate, other calculations and statistical analysis. Actuarial methods used include the chain ladder method.

Chain ladder methods extrapolate paid amounts, incurred amounts (paid claims plus case estimates), the number of claims or average cost of claims, to ultimate claims based on the development of previous years. This method assumes that previous patterns are a reasonable guide to future developments. Where this assumption is felt to be unreasonable, adjustments are made.

The selection of results for each accident year and for each portfolio depends on an assessment of the most appropriate method. Sometimes a combination of techniques is used.

#### (ii) Calculation of uncertainty margins

To reflect the uncertain nature of the outcome of the ultimate settlement cost of claims, and to ensure prudent provisions are made, an addition is made to the most likely outcome. The addition for prudence is assessed primarily by the Thomas Mack actuarial method, based on at least the 75th percentile confidence level for each portfolio. For smaller portfolios where the Thomas Mack method cannot be applied, provisions have been calculated at a level intended to be equally prudent. Where the standard methods cannot allow for changing circumstances then additional uncertainty margins are added and are typically expressed as a percentage of outstanding claims. This approach generally results in a favourable release of provisions in the current financial year, arising from the settlement of claims relating to previous financial years, as shown in part (viii) of the note.

#### (iii) Calculation of special provisions for latent claims

The Company adopts commonly used industry methods including those based on claims frequency and severity and benchmarking. The Company also includes additional reserves for exposure where limited information is currently known, however risks have been identified.

#### (iv) Assumptions

The Company follows a process of reviewing its reserves for outstanding claims on a quarterly basis. This involves an appraisal of each portfolio with respect to ultimate claims liability for the recent exposure period as well as for earlier periods, together with a review of the factors that have the most significant impact on the assumptions used to determine the reserving methodology. The work conducted on each portfolio is subject to an internal peer review and management sign-off process.

The most significant assumptions in determining general insurance reserves are the anticipated number and ultimate settlement cost of claims, and the extent to which reinsurers will share in the cost. Factors which influence decisions on assumptions include legal and judicial changes, significant weather events, other catastrophes, subsidence events, exceptional claims or substantial changes in claims experience and developments in older or latent claims. Significant factors influencing assumptions about reinsurance are terms of the reinsurance treaties, the anticipated time taken to settle a claim and the incidence of large individual and aggregated claims.

## **Notes to the Financial Statements**

#### (v) Change in assumptions

There are no significant changes in assumptions.

#### (vi) Sensitivity of results

The ultimate amount of claims settlement is uncertain and the Company's aim is to reserve to at least the 75th percentile confidence level. The following table illustrates the sensitivity to changes in the level of claims in the principal segments of the business.

If final settlement of insurance claims reserved for at the year end turns out to be 10% higher or lower than that included in these financial statements, the following pre-tax loss or profit will be realised:

	2017	2017		
	Gross	Net	Gross	Net
	£000	£000	£000	£000
Liability	368	37	345	38
Property	45	_	56	_

#### (vii) Claims development tables

The nature of insurance business is that claims may take a number of years to settle and before the final liability is known. The following table shows the development of the estimate of ultimate gross claims cost for these classes across all territories. Net liability for the periods covered in the table is zero as all business in these periods is 100% reinsured. A net liability remains in respect of earlier periods.

remains in respect of earn	or period										
	2008 £000	2009 £000	2010 £000	2011 £000	2012 £000	2013 £000	2014 £000	2015 £000	2016 £000	2017 £000	Total £000
Estimate of ultimate claims:	2000	2000	2000	2000	2000	2000	2000	2000	2000	2000	2000
At end of year	4,626	3,551	2,129	1,414	1,227	1,134	1,889	1,425	1,105	1,570	
One year later	2,860	3,017	2,099	1,071	927	954	1,796	1,109	992		
Two years later	2,802	2,989	2,039	1,024	868	889	1,740	954			
Three years later	2,741	3,185	2,043	924	832	883	1,317				
Four years later	2,005	3,130	1,996	919	882	856					
Five years later	2,031	3,153	2,073	1,018	876						
Six years later	2,018	3,040	2,144	1,008							
Seven years later	2,019	3,040	2,137								
Eight years later	2,031	3,044									
Nine years later	2,034										
Current estimate of ultimate claims	2,034	3,044	2,137	1,008	876	856	1,317	954	992	1,570	14,788
Cumulative payments to date	(1,977)	(2,981)	(2,079)	(931)	(812)	(805)	(1,259)	(894)	(721)	(461)	(12,920)
Outstanding liability	57	63	58	77	64	51	58	60	271	1,109	1,868
Liability in respect of earlier years								2,538			
Total gross liability included in	n insurance	e liabilities	in the state	ment of fina	ancial posit	ion					4,406
Reinsurers' share of contract p	rovisions										(3,755)
Total net liability											651

# **Notes to the Financial Statements**

(viii) Movements in insurance liabilities and reinsurance assets	Gross £000	Reinsurance £000	Net £000
Claims outstanding			
At 1 January 2017	4,006	(3,627)	379
Cash paid for prior year claims settled in the year Change in prior year liabilities/reinsurance assets	(443)	443 538	-
-	(266)		272
Prior year liabilities/reinsurance assets at 31 December 2017	3,297	(2,646)	651
Current year claims incurred	1,570	(1,570)	-
Cash paid for current year claims settled in the year	(461)	461	
Current year liabilities/reinsurance assets at 31 December 2017	1,109	(1,109)	
At 31 December 2017	4,406	(3,755)	651
Provision for unearned premiums			
At 1 January 2017	1,977	(1,977)	_
Movement in the year	17	(17)	
At 31 December 2017	1,994	(1,994)	
Claims outstanding			
At 1 January 2016	3,981	(3,899)	82
Cash paid for prior year claims settled in the year	(866)	866	-
Change in prior year liabilities/reinsurance assets	251	46	297
Prior year liabilities/reinsurance assets at 31 December 2016	3,366	(2,987)	379
Current year claims incurred	1,105	(1,105)	_
Cash paid for current year claims settled in the year	(465)	465	-
Current year liabilities/reinsurance assets at 31 December 2016	640	(640)	
At 31 December 2016	4,006	(3,627)	379
Provision for unearned premiums			
At 1 January 2016	1,957	(1,957)	_
Movement in the year	20	(20)	_
At 31 December 2016	1,977	(1,977)	_
	-,- , ,	(-,-,,)	

The net liability for unearned premium is £nil as the company's provision is exactly matched by the corresponding reinsurer's share asset.

#### 22 Other liabilities

	2017 £000	2016 £000
Creditors arising out of direct insurance operations	3	3
Creditors arising out of reinsurance operations	164	133
Other creditors	129	132
Amounts owed to related parties	2	2
Accruals and deferred income	98	108
	396	378
Current	394	376
Non-current	2	2

The above carrying amounts are a reasonable approximation of fair value.

The creditors arising out of reinsurance operations comprises £710,000 (2016: £722,000) payables net of £546,000 (2016: £589,000) receivables.

#### **Notes to the Financial Statements**

#### 23 Related party transactions

The Company has a reinsurance treaty with Ecclesiastical Insurance Office plc whereby all business accepted by the Company is fully reinsured with Ecclesiastical with the exception of terrorism cover which is reinsured through Pool Re. Reinsurance premiums are accounted for at the time the business is written by the Company. The Company's and the reinsurers' share of claims are recognised at the time the claims are notified or earlier by way of a provision for claims incurred but not reported.

The Company operates a Joint Administration Agreement with Ecclesiastical Insurance Office plc under which all administration expenses are borne by Ecclesiastical.

During the year the Company ceded premiums net of claims paid and commissions to the value of £2,640,000 (2016: £2,200,000) to Ecclesiastical Insurance Office plc, which also bore expenses of the Company's business of £846,000 (2016: £844,000). The reinsurer's share of technical provisions due from Ecclesiastical Insurance Office plc as at 31 December 2017 is £4,870,000 (2016: £4,603,000), which consists of £1,994,000 (2016: £1,977,000) of unearned premium and £2,876,000 (2016: £2,626,000) of outstanding claims. At 31 December 2017, £180,000 (2016: £146,000), was due to Ecclesiastical Insurance Office plc.

Recipients of grants are proposed by the grants committee, and ratified by the board. During the year £15,000 was paid (2016: £15,000 accrued) in respect of The Baptist Union of Great Britain. A director of the Company was the treasurer of The Baptist Union of Great Britain, but resigned from his role as treasurer during the prior year.

Transactions and services with related parties are made on commercial terms.

#### 24 Subsidiary undertakings

The Company's interest in subsidiary undertakings at 31 December 2017 is as follows:

	Share Capital	Holding
Baptist Support Services Limited	Ordinary shares	99.8%
Baptist Insurance Services Limited	Ordinary shares	99.8%

The Company is the controlling party of both subsidiaries which are incorporated in England and Wales, are dormant, having not traded since incorporation, and are not material to the Company's accounts. Their registered office is the same as the Company's address as noted on page 2.

