Registered number 1056715

Marina Developments Limited

Report and Financial Statements

31 December 2012

Marina Developments Limited

Registered number: 1056715

Directors
Hon E R Iliffe (Chairman)
B M Bettesworth
A Boreham
E Feeney
J Eads
L Gordon
C C Holmes
S Ryan
D Williams

Secretary
C C Holmes

Auditors
Ernst & Young LLP
Apex Plaza
Reading
RG1 1YE

Registered Office
Outlook House
School Lane
Hamble
Southampton
SO31 4NB

Marina Developments Limited
Directors' report

The directors present their report for the year ended 31 December 2012

Principal activity
The principal activity of the Company is that of marina operations and associated property management

Results for the year
The results for the year are set out in the profit and loss account on page 7 The directors do not recommend payment of a dividend (2011 £nil)

Review of the business and future developments

The directors consider the results for the year and the company's prospects to be satisfactory

During the year ended 31 December 2012 turnover decreased by £667,000 to £30,650,000 (31 December 2011 £31,317,000) Profit before tax was £13,107,000 higher than the prior year at £7,052,000 (31 December 2011 Loss £6,055,000) Gross assets at 31 December 2012 were £142,901,000 (31 December 2011 £135,672,000)

After the balance sheet date the parent company MDL Marinas Group Limited (Formerly MDL Marinas Group Plc) has entered into new bank financing arrangements, subject to fulfillment of certain conditions prior to draw down of the funds, which replace the inter-company financing arrangements previously provided by the ultimate parent company (Note 21)

Principal risks and uncertainties
The management of the company's business and the execution of the company's strategy are subject to a number of risks and uncertainties The company believes the key business risk relates to competition from other organisations

The company is part of a group which actively manages its financial risk and the group's key financial risk relates to interest rate movements The group reduces its exposure by converting a proportion of its debt from floating to pre-determined rates through the use of interest rate swap and cap financial instruments New hedging transactions to fix a proportion of future interest costs will be put into place following the balance sheet date to reflect the new bank financing arrangements (Note 21)

Key performance indicators
Management uses a range of performance measures to manage and monitor the performance of the company Certain of these are particularly important and are listed below as key performance indicators

£'000	2012	2011	% change in year
Financial			
Turnover	30,650	31,317	-2%
Profit/(loss) before tax	7,052	(6,055)	216%
Profit/(loss) for the year	2,686	(8,488)	132%
Gross assets	142,901	145,636	-2%
People			
Employee numbers	265	265	0%

Going concern

The directors consider future prospects to be satisfactory and have no reason to believe that a material uncertainty exists that may cast significant doubt about its ability to continue as a going concern The directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and that adequate financing and cashflow generation exists within the business further to the new financing arrangements put in place post the balance sheet date (note 21), and thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements for the year ended 31st December 2013

Environment and health & safety
The company recognises the importance of its environmental responsibilities across its principal activity and there are various initiatives in place designed to minimise the company's impact on the environment

The company takes its Health and Safety obligations very seriously and as a result a Health and Safety committee operates within the company

Directors
The names of the current directors are listed on page 1, Director resignations and appointments during the year and between year end and the report date were as follows

S Ryan	(appointed 26 January 2012)
A Boreham	(appointed 20 March 2013)
D Williams	(appointed 23 April 2013)
S Gray	(resigned 11 December 2012)

Directors liability insurance
During the year the company purchased and maintained liability insurance as permitted by section 233 of the Companies Act 2006

Supplier payments
It is company policy to pay suppliers within agreed terms As at 31 December 2012 the company's creditor days were 30 days (2011 33)

Employee consultation and involvement
The company has always recognised the importance of good communication in relationships with its staff This is pursued in a number of ways, including regular meetings between management, staff and their representatives

Disabled persons
The company gives full and fair consideration to applications for employment from disabled persons and has an established policy to encourage their employment whenever it is practicable bearing in mind the requirements of the job and having regard to their particular aptitudes and abilities

Where an employee becomes disabled during the course of his or her employment, every effort is made to find suitable alternative employment within the company and re-training is given if this is necessary

The company continues to train and encourage the career development of disabled persons in their employment

Re-appointment of auditors
In accordance with s 485 of the Companies Act 2006, a resolution is to be proposed at the Annual General Meeting for reappointment of Ernst &Young LLP as auditor of the Company

Disclosure of information to the auditors
The directors confirm that, as at the date this report was approved, as far as each director is aware, there is no relevant information of which the auditors are unaware, and they have taken all the steps that they ought to have taken as directors in order to make themselves aware of that information

On behalf of the board

E. FEENEY, DIRECTOR

Date 24th June 2013
Registered number 1056715

Directors' responsibilities statement

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

Company law requires the directors to prepare financial statements for each financial year Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit and loss for that period In preparing those financial statements, the directors are required to

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

The directors are responsible for keeping proper accounting records that are sufficent to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006 They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MARINA DEVELOPMENTS LIMITED

We have audited the financial statements of Marina Developments Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet and the related notes 1 to 21 The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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 auditors' report and for no other purpose To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

As explained more fully in the Directors Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) These standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its profit for the year then ended
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matters prescribed by the Companies Act 2006

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MARINA DEVELOPMENTS LIMITED - Continued

Matters on which we are required to report by exception

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

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

Debbie O'Hanlon (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Reading

Date 26 June 2013

Marina Developments Limited

Profit and loss account

For the year ended 31 December 2012

	Notes	2012 £000	2011 £000
Turnover		30,650	31,317
Operating costs		(21,977)	(21,940)
Exceptional Items	2	761	(12,908)
Operating profit/(loss)	2	9,434	(3,531)
Interest payable and similar charges	4	(2,534)	(2,690)
Group interest receivable		152	166
Profit/(loss) on ordinary activities before taxation		7,052	(6,055)
Taxation	5	(4,366)	(2,433)
Profit/(loss) for the year	15	2,686	(8,488)

The profit/(loss) for the year arises from continuing operations

Statement of total recognised gains and losses	2012 £000	2011 £000
Profit/(loss) for the year	2,686	(8,488)
Unrealised (deficit) on revaluation of investment properties	(4,150)	(5,753)
Unrealised deficit on revaluation of land and buildings	(1,661)	(17,475)
	(3,125)	(31,716)

There is no material difference between the profits/(losses) reported above and those on an unmodified historical cost basis

Marina Developments Limited

Balance sheet

At 31 December 2012

	Notes	2012 £000	2011 £000
Fixed assets			
Tangible assets	6	92,144	88,453
Investment properties	7	42,971	47,121
Investments	8	98	98
		135,213	135,672
Current assets			
Stocks	9	282	253
Debtors	10	4,674	6,886
Cash at bank and in hand		2,732	2,825
		7,688	9,964
Creditors: amounts falling due within one year	11	(113,723)	(114,738)
Net current liabilities		(106,035)	(104,774)
Total assets less current liabilities		29,178	30,898
Creditors: amounts falling due after more than one year	12	(607)	(3,056)
Deferred tax	13	(2,857)	(3,153)
		25,714	24,689
Capital and reserves			
Share capital	14	-	-
Special reserve	15	338	338
Revaluation reserve	15	12,740	14,401
Profit and loss account	15	12,636	9,950
Shareholders funds	15	25,714	24,689

ON BEHALF OF THE BOARD:

ANNABEL BOREHAM
DIRECTOR.

E. FEENEY
Director

Date 24th June 2013

1 Accounting policies

Basis of accounting
The financial statements are prepared under the historical cost convention, modified to include the revaluation of investment properties and certain land and buildings The financial statements are prepared in accordance with applicable accounting standards

The financial statements of Marina Developments Limited were approved for issue by the Board of Directors on the date shown on the Balance Sheet

The true and fair over-ride provisions of the Companies Act 2006 have been invoked, see 'Investment properties' below

Group accounts
Group financial statements have not been prepared as the Company is itself a subsidiary of MDL Marinas Group Ltd (Formerly MDL Marinas Group Plc) which prepares group financial statements The company has therefore claimed the exemption conferred by section 400 of the Companies Act 2006

Cash flow statement
The company has not prepared a cashflow statement as permitted by paragraph 5 of Financial Reporting Standard No 1 (Revised 1996)

Turnover
Turnover represents the amounts derived from the provision of goods and services, properties held for resale, and rents received which fall within the Company's ordinary activities, stated net of value added tax and intra-group transactions Credit is taken for rent earned and similar income on an accruals basis over the lease term Turnover does not include the sale of investment properties, for which the profits or losses on sale are shown separately as profit on sale of investment properties

Berthing income
Net income, for berth rentals granted for periods up to ten years, are recognised in the profit and loss account over the term of the contract on a straight-line basis Where berth rentals are granted for periods of greater than ten years these take the form of a long lease and are treated as a disposal of an asset

Tangible fixed assets and depreciation
All fixed assets are initially recorded at cost Land and buildings are revalued at each year end, with any revaluation surplus being taken to a revaluation reserve or credited to the profit and loss account The exact treatment is contingent upon whether or not the current year surpluses reverse impairment write downs to the profit and loss account in prior years

With the exception of land and work under construction, which are not depreciated, depreciation of fixed assets is on a straight line basis calculated at annual rates estimated to write off each asset over the term of its useful life

Estimated useful lives are as follows

Freehold and long leasehold buildings	over 15 - 50 years
Short leasehold buildings	over the terms of the leases
Plant and machinery	over 5 - 10 years
Computers, equipment and software	over 3 years
Other electronic equipment	over 5 years
Motor vehicles	over 4 years
Floats, moorings and pontoons	over 20 years
Marina dredging	over the life of the dredge

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

1 Accounting policies (continued)

Investment properties
Certain of the company's investment properties are held for long term investment Investment properties are accounted for in accordance with SSAP 19 (revised), as follows

- investment properties are revalued annually and the surplus or temporary deficit is transferred to the revaluation reserve Where the revaluation reserve for a property is insufficient to cover a permanent deficit, the amount by which the deficit exceeds the revaluation reserve is charged to the profit and loss account, and

- no depreciation or amortisation is provided in respect of freehold investment properties and leasehold investment properties with over 20 years to run

Although the Companies Act would normally require the systematic annual depreciation of fixed assets, the Directors believe that this policy of not providing depreciation or amortisation is necessary in order for the financial statements to give a true and fair view, since the current value of investment properties, and changes in their current value, are of prime importance rather than a calculation of systematic annual depreciation Depreciation or amortisation is only one of the many factors reflected in the annual valuation, and the amount which might otherwise have been shown cannot be separately identified or quantified

Stocks
Stocks are valued at the lower of cost and net realisable value Cost is defined as being purchase price on a first in, first out basis

Net realisable value is defined as estimated selling price less all further costs to completion and estimated selling expenses

Investments
Investments are recorded at cost less provisions for permanent diminutions in value

Deferred taxation
Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date, that will result in an obligation to pay more, or a right to pay less or to receive more, tax with the following exceptions

- Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains or disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the asset concerned However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement asset is sold,

- Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Pensions
Some eligible employees of the company are members of a defined benefit scheme operated by the ultimate parent company, Yattendon Group Plc, which is now closed to new entrants The scheme includes some employees with defined contribution benefits only The assets of the scheme are held in separate trustee administered funds, but those attributable to the company are not separately definable and cannot be recorded in the Balance Sheet

Contributions in respect of the defined benefit elements of the scheme are charged to the profit and loss account as they fall due

The parent undertaking also operates a defined contribution pension scheme which certain employees are entitled to join The cost to the company is charged to operating profit during the year Contributions in respect of the defined contribution elements of the scheme are charged to the profit and loss account as they become payable

1 Accounting policies (continued)

Leased assets
Rentals in respect of all operating leases are charged to the profit and loss account on a straight line basis over the lease term

Government grants
Government grants in respect of capital expenditure are credited to a deferred income account and are released to profit over the expected useful lives of the relevant assets by equal instalments

Goodwill
Positive goodwill arising on acquisitions is capitalised, classified as an asset on the balance sheet and amortised on a straight-line basis over its useful economic life up to a presumed maximum of 20 years It is reviewed for impairment at the end of the first full financial year following the acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable

2 Operating profit/(loss)

This has been stated after charging		*2012* *£000*	*2011* *£000*
Auditors' remuneration - audit services		42	42
Amortisation of intangible assets		-	40
Depreciation of owned assets		2,368	2,212
Operating lease rentals	- plant and machinery	18	18
	- land and buildings	1,294	1,199
Exceptional items	- fixed asset impairment (note 6)	-	12,081
	- goodwill impairment	-	564
	- disposal of fixed assets (note 6)	-	263
and after crediting			
Exceptional items	- Property revaluations, reversal of previous impairment	747	-
	- disposal of fixed assets (note 6)	15	
Amortisation of government grants		51	51
Rents receivable (included in turnover)		3,603	3,744

The Company's individual accounts do not disclose fees for other services required by Regulation 4 (1) (b) of the Companies (Disclosure of Auditor Remuneration) Regulations 2005 because the Yattendon Group PLC financial statements comply with and include the disclosures required by regulation 4 (1) (b)

3 Staff

(a) The average number of persons, including executive directors, employed by the company during the year was as follows

	2012 *No*	*2011* *No*
Full time	240	246
Part time	25	19
	265	265

(b) The aggregate payroll costs of these persons were as follows	*2012* *£000*	*2011* *£000*
Wages and salaries	5,958	5,670
Social security costs	553	560
Contributions to pension funds	398	262
	6,909	6,492

(c) Directors' emoluments

No emoluments were paid to the directors through Marina Developments Limited Emoluments of the directors of the company are shown in the accounts of the parent company

4 Interest payable and similar charges

	2012 *£000*	*2011* *£000*
Loans from group undertakings	2,534	2,690

5 Taxation

a) Taxation on profit on ordinary activities

	2012 *£000*	*2011* *£000*
Current tax		
Corporation tax	-	1,850
Group relief payable	1,695	-
Corporation tax under provided in prior years	2,967	532
	4,662	2,382
Deferred tax		
Origination and reversal of timing differences	(234)	51
Effect of changes in tax rate on opening liability	(62)	
	4,366	2,433

b) Factors affecting tax charge for the year

	2012 *£000*	*2011* *£000*
(Loss)/profit on ordinary activities before tax	7,052	(6,055)
(Loss)/profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 24 5% (2011 26 5%)	1,728	(1,605)
Effects of		
Expenses not deductible for tax purposes	(32)	-
Non taxable income	-	3,554
Depreciation in excess of capital allowances	-	(95)
Capital allowances in excess of depreciation	-	-
Short term timing differences	-	(4)
Tax under provided in previous years	2,919	532
Effect of changes in deferred tax rate	(249)	-
Current tax charge for the year (note 5 (a))	4,366	2,382

On 23 March 2011, the UK Chancellor of the Exchequer announced a number of corporate reforms effective from 1 April 2011 This included the reduction in mainstream rate of UK corporation tax from 28% to 26% and ultimately to 23% over a period of 4 years In addition, a proposed reduction in the main and special rate of capital allowances to 18% and 8% respectively from 1 April 2012

Subsequently, the Chancellor has made an announcement on 21 March 2012, to further reduce the rate of corporation tax to 24% from 1 April 2012 and ultimately to 22% by April 2014 This was followed by a further announcement in July 2012, to redue the rate of corpoation tax to 21% by April 2014

On 3 July 2012, the rate of 23% effective from 1 April 2013 was substantially enacted within FA 2012 This reduction is reflected in the calculation of deferred tax balances

On 20 March 2013, the UK Chancellor announced that the main rate of UK Corporation tax will fall to 20% from 1 April 2015 This follows the announcement in the pre-budget report that the main rate will fall to 21% with effect from 1 April 2014 Both rates are expected to be included within Finance Bill 2013 which will be substantively enacted during the course of 2013

The calculation of deferred tax balances balances does not therefore reflect the potential impact of the proposed rate reduction from 23% - 20% as they were not substantively enacted at the balance sheet date The full impact of the rate change 23% - 20% has yet to be ascertained but it is likely that the company will have a lower UK effective tax rate on the future taxable profits as a result of the rate reduction

6 Tangible fixed assets

	Land and buildings	*Marina dredging*	*Floats, moorings and pontoons*	*Plant, equipment and motor vehicles*	*Total*
	£000	*£000*	*£000*	*£000*	*£000*
Cost or valuation					
1 January 2012	75,676	3,570	15,792	13,318	108,356
Additions	830	497	657	840	2,824
Revaluation	2,735	-	-	-	2,735
31 December 2012	79,241	4,067	16,449	14,158	113,915
Depreciation					
1 January 2012	-	2,455	9,097	8,351	19,903
Provided in the year	500	449	739	680	2,368
Revaluation	(500)	-	-	-	(500)
31 December 2012	-	2,904	9,836	9,031	21,771
Net Book Value at 31 December 2012	79,241	1,163	6,613	5,127	92,144
Net Book Value at 31 December 2011	75,676	1,115	6,695	4,967	88,453

Land and buildings at four marina sites (Cobbs Quay, Torquay Marina, Penton Hook and Mercury Yacht Harbour) were valued, as at 31 December 2012, by qualified surveyors working for the company of DTZ Debenham Tie Leung, Independent Property Advisors, acting in the capacity of External Valuers All such valuers are members of the RICS All valuations were carried out in accordance with the RICS Appraisal and Valuation Manual The four properties were valued on the basis of Open Market Value The directors believe that the existing use valuation method gives a greater understanding of the future earning potential of these properties and as such the external valuation method is modified to reflect an existing use valuation, in accordance with FRS15 - Tangible Fixed Assets This valuation was extended to cover all other sites by internal valuers

Floats, moorings and pontoons are held for letting out under annual operating leases

6 Tangible fixed assets (continued)

(a) ***The net book value of land and buildings comprises***

	2012 £000	2011 £000
Freehold	51,041	48,776
Long leasehold	28,200	26,900
	79,241	75,676

(b) ***Cost or valuation at 31 December 2012 comprises***

	Land and buildings £000	Marina dredging £000	Floats, moorings £000	Plant, equipment £000	Total £000
Valuation	79,241	-	-	-	79,241
Cost	-	4,067	16,449	14,158	34,674
	79,241	4,067	16,449	14,158	113,915

(c) ***If freehold and long leasehold properties, held by the group, had not been revalued they would have been stated at***

	2012 £000	2011 £000
Cost	153,508	152,678
Aggregate depreciation	(68,060)	(67,560)
	85,448	85,118

7 Investment properties

	Land and buildings £000
1 January 2012	47,121
Revaluation	(4,150)
31 December 2012	42,971

The valuation of investment properties includes £35,971,000 (2011 £35,521,000) in respect of freehold properties and £7,000,000 (2011 £11,600,000) in respect of long leasehold properties

If investment properties had not been revalued they would have been stated at their historic cost of £38,254,000 (2011 £38,254,000)

8 Investments

	Subsidiary Undertakings £000
1 January 2012 and 31 December 2012	98

Subsidiary undertakings (none of which trade) are wholly owned and are incorporated and registered in England and Wales In the opinion of the Directors the investments in subsidiaries are worth at least the amount stated above

9 Stocks

	2012 £000	2011 £000
Items for resale	282	253

10 Debtors

	2012 £000	2011 £000
Trade debtors	1,336	1,317
Amounts owed by ultimate parent undertaking	1,998	3,880
Group relief	-	147
Other taxation	-	142
Other debtors	88	190
Prepayments and accrued income	1,252	1,210
	4,674	6,886

11 Creditors· amounts falling due within one year

	2012 £000	2011 £000
Bank overdrafts	-	3,955
Loan note	6	6
Trade creditors	934	911
Corporation tax	5,298	2,554
Group relief	1,647	-
Amounts owed to group undertakings	98,666	99,239
Other taxation and social security	312	181
Government grants	51	51
Other creditors	1,231	1,216
Accruals and deferred income	5,578	6,625
	113,723	114,738

12 Creditors. amounts falling due after one year

	2012 £000	2011 £000
Accruals and deferred income	-	2,398
Government grants	607	658
	607	3,056

13 Deferred tax

Deferred taxation is provided in the accounts as follows

	Provided 2012 £000	*Provided* 2011 £000	*Not provided* 2012 £000	*Not provided* 2011 £000
Accelerated capital allowances	3,007	3,327	-	-
Short term timing differences	(150)	(174)	-	-
Tax losses	-	-	534	(580)
Revaluation reserve	-	-	2,930	3,600
Rolled over capital gains	-	-	1,475	1,604
	2,857	3,153	4,939	4,624

The movements in the deferred tax provision during the current year are as follows

	£000
1 January 2012	3,153
Charge for the year	(247)
Adjustments in respect of prior years	(49)
31 December 2012	2,857

14 Share capital

	2012	2011
Allotted, called up and fully paid	£	£
125 Ordinary shares of £1 each	125	125

15 Reconciliation of movement in shareholders funds

	Share capital £000	Special reserve £000	Revaluation reserve £000	Profit and loss account £000	Total Shareholders Funds £000
1 January 2012	-	338	14,401	9,950	24,689
Revaluation deficit	-	-	(1,661)	-	(1,661)
Profit for the year	-	-	-	2,686	2,686
31 December 2012	-	338	12,740	12,636	25,714

The special reserve shall not be treated as representing realised profits of the company until all creditors which were outstanding at 25 June 2003 have been settled

The revaluation reserve includes £4,717,000 (2011 £8,867,000) in respect of investment properties

16 Obligations under leases

Operating leases

Annual commitments on leases expiring	*Land & buildings* 2012 £000	*Land & buildings* 2011 £000	*Plant and Machinery* 2012 £000	*Plant and Machinery* 2011 £000
Under one year	-	-	-	-
Over one and less than five years	-	-	18	18
Over five years	1,294	1,199	-	-
	1,294	1,199	18	18

17 Contingent liability

The assets of the Group, together with those of other subsidiary undertakings are pledged as security under fixed and floating charges given in respect of bank loans of the ultimate parent company, Yattendon Group Plc of up to £90,000,000 at 31 December 2012 (31 December 2011 £111,000,000) Following a Group Disposal on 7 January 2013 and subsequent part repayment of the UK Group banking facilities, the bank loan facilities of the parent company, Yattendon Group Plc, were decreased to £64,700,000 with effect from 7 January 2013

18 Pension commitments

The company participates in a defined benefit pension scheme operated by its parent undertaking, Yattendon Group PLC, which is now closed to new entrants and since the balance sheet date has been closed to future accrual The assets of the scheme are held in a separate trustee administered fund The company is unable to identify its share of the underlying assets and liabilities

The company pays contributions as defined by the actuary Pension contributions are expensed on an accruals basis as they fall due The disclosures required by Financial Reporting Standard 17 – "Retirement Benefits", are given in the financial statements of Yattendon Group PLC The deficit under FRS17 – "Retirement Benefits" disclosed in these accounts represents 23% (2011 34%) of net assets of the fund as at 31 December 2012

The parent undertaking, Yattendon Group PLC, operates a defined contribution pension scheme of which certain employees of the company are entitled to join The cost to the company of the defined contribution scheme is charged to operating profit during the year

19 Related party transactions

The company has taken advantage of the exemption in paragraph 3c of Financial Reporting Standard 8 from disclosing transactions with Yattendon Group PLC and wholly owned subsidiaries within the group headed by that company There were no other material related party transactions during the year

20 Ultimate parent undertaking

The parent undertaking of the smallest group of undertakings for which group financial statements are drawn up and of which the Company is a member is MDL Marinas Group Limited (Formerly MDL Marinas Group Plc) registered in England and Wales

The parent undertaking of the largest group of undertakings for which group financial statements are drawn up and of which the Company is a member is Yattendon Group PLC registered in England and Wales This Company is also regarded as the ultimate holding company

The financial statements of MDL Marinas Group Limited (Formerly MDL Marinas Group Plc) and Yattendon Group PLC can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ

21 Post Balance Sheet Events

After the balance sheet date the parent company MDL Marinas Group Limited (Formerly MDL Marinas Group Plc) has entered into new bank financing arrangements, subject to fulfillment of certain conditions prior to draw down of the funds, which replace the inter company financing arrangements previously provided by the ultimate parent company New hedging transactions to fix a proportion of future interest costs will be put into place to reflect the new bank financing