

Registered in England and Wales: Company No. 01144335

BG CENTRAL INVESTMENTS LIMITED

DIRECTORS' REPORT

AND ACCOUNTS

FOR THE YEAR ENDED 31 DECEMBER 2017

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BG CENTRAL INVESTMENTS LIMITED

DIRECTOR'S REPORT

The Directors present their strategic report on BG Central Investments Limited (also referred to as the "Company") for the year ended 31 December 2017.

BUSINESS REVIEW

The Company was incorporated on 8 November 1973 and is a wholly owned subsidiary of BG Overseas Holdings Limited. The Company acts as a financing company.

The Company's investments in BG Finance LLP and BG Alpha LLP were liquidated on 24 May 2016. The Company did not have any other trading activities and therefore it was managed to dormancy. The Company reduced its issued share capital from £1,411,004,833 to £1 by cancelling and extinguishing 1,411,004,832 issued fully paid ordinary shares of £1 each on 26 October 2016.

The Company has carried on no business activity during the year and accordingly there is no Profit and Loss Account for the year.

During the financial year the Company has not traded and is therefore dormant within the meaning of Section 480 of the Companies Act 2006.

BG CENTRAL INVESTMENTS LIMITED

DIRECTORS' REPORT

The Directors present their report and accounts for the year ended 31 December 2017.

The Directors' report and accounts of the Company have been prepared in accordance with the Companies Act 2006.

DIVIDENDS

The Directors recommend that no dividend be paid for the year ended 31 December 2017 (2016: £1,461,058,146).

FUTURE OUTLOOK

No significant change in the business of the Company has taken place during the year or is expected in the immediately foreseeable future.

DIRECTORS

The Directors of the Company who served throughout the year, and to the date of this report (except as noted) were:

M. J. Ashworth	Appointed 14 February 2017	
M. A. Jamieson		Resigned 14 February 2017
Shell Corporate Director Limited	Appointed 14 February 2017	

BG CENTRAL INVESTMENTS LIMITED

DIRECTOR'S REPORT (continued)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Strategic Report, Directors' Report and the Company's accounts in accordance with applicable laws and regulations.

Company law requires the Directors to prepare accounts for each financial year. Under that law the Directors have elected to prepare the Company's accounts in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law, the Directors must not approve the accounts 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 accounts, the Directors are required to:

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

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable him to ensure that the accounts 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.

By order of the Board



Juwon Osundina
Authorised signatory for
Shell Corporate Secretary Limited
Company Secretary

1 | 2 | 2018

BG CENTRAL INVESTMENTS LIMITED**REGISTERED IN ENGLAND AND WALES: 01144335****BALANCE SHEET****As at 31 December 2017**

	Note	2017 £	2016 £
CURRENT ASSETS			
Debtors	2	<u>1</u>	<u>1</u>
NET ASSETS		<u>1</u>	<u>1</u>
EQUITY			
Called up share capital	3	<u>1</u>	<u>1</u>
TOTAL EQUITY		<u>1</u>	<u>1</u>

The Notes on page 5 to 6 form part of these accounts.

- (a) For the year ended 31 December 2017 the Company is exempt from the requirements relating to preparing audited accounts in accordance with Section 480 of the Companies Act 2006.
- (b) The member has not required the Company to obtain an audit of its accounts for the year ended 31 December 2017 in accordance with Section 476 of the Companies Act 2006.
- (c) The Directors acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The accounts were approved by the Board of Directors on 1 | 2 | 2018 and were signed on its behalf by:



M. J. Ashworth
Director

BG CENTRAL INVESTMENTS LIMITED

NOTES TO THE ACCOUNTS

For the year ended 31 December 2017

General company information

The Company is a limited company, which is incorporated in England and Wales. The registered office is Shell Centre, London SE1 7NA.

1. Summary of significant accounting policies

a) Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101"), which involves the application of International Financial Reporting Standards ("IFRS") with a reduced level of disclosure. The financial statements have been prepared under the historical cost convention, except for certain items measured at fair value, and in accordance with the Companies Act 2006.

As applied to the Company, there are no material differences between EU endorsed IFRS and IFRS as issued by the International Accounting Standards Board.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IFRS 7, 'Financial Instruments: Disclosures'
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of paragraph 79(a)(iv) of IAS 1 'Presentation of financial statements';
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - (i) 10(d), (statement of cash flows);
 - (ii) 10(f) (a balance sheet as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements);
 - (iii) 16 (statement of compliance with all IFRS);
 - (iv) 38A (requirement for minimum of two primary statements, including cashflow statements);
 - (v) 38B-D (additional comparative information);
 - (vi) 40A-D (requirements for a third balance sheet);
 - (vii) 111 (cash flow statement information); and
 - (viii) 134-136 (capital management disclosures)
- IAS 7, 'Statement of cash flows'
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation)
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more wholly owned members of a group.

BG CENTRAL INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2017

1. Summary of significant accounting policies (continued)

b) Group accounts

The immediate parent company is BG Overseas Holdings Limited.

The ultimate parent company and controlling party is Royal Dutch Shell plc, which is incorporated in England and Wales. Royal Dutch Shell plc is the parent undertaking of the smallest and largest group to consolidate these accounts.

The consolidated financial statements of Royal Dutch Shell plc are available from:

Royal Dutch Shell plc
Tel: +31 888 800 844
email: order@shell.com

c) Related party disclosures

In accordance with the exemption allowed by FRS 101, no disclosure is made of transactions with wholly owned companies of the Shell Group.

2. Debtors

	2017 Within 1 Year £	2016 Within 1 Year £
Amount owed by Parent undertaking	<u>1</u>	<u>1</u>

Amount owed by parent company is unsecured, bears no interest and is payable on demand.

3. Called up share capital

	2017 £	2016 £
1 (2016: 1) ordinary share of £1	<u>1</u>	<u>1</u>

4. Profit and loss account

During the year the Company has not traded, received no income and incurred no expenditure and made neither a profit nor a loss. Consequently, no Profit and Loss Account has been presented. In the year, the Company had no other recognised gains or losses.

None of the Directors received any emoluments in 2017 (2016: none) in respect of services to the Company.

The Company had no employees during 2017 (2016: none).