(REGISTERED NO. 2779146)

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

31 JULY 2012

TUESDAY

15 19/02/2013

19/02/2013 F

REPORT OF THE DIRECTORS

The directors have pleasure in submitting their annual report, together with the financial statements, for the year ended 31 July 2012

Activity

The Company has not traded during the year

Directors

The directors during the year and up to the date of signing the financial statements were

J K Watson A M Leitch (resigned 31 January 2012) E F Ayres (appointed 1 August 2011) K D Adey (appointed 1 February 2012)

None of the directors had any interest in the shares of the Company. Details of their interests in the 12 5p ordinary shares of the ultimate holding company, Bellway p I c , are disclosed in that company's annual report and accounts

By order of the board

Seaton Burn House Dudley Lane Seaton Burn Newcastle upon Tyne NE13 6BE

> G K Wrightson Secretary

Bulldog Premium Growth II Limited Company Registration Number 2779 146

15 October 2012

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those financial statements, the directors are required to

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

BALANCE SHEET AS AT 31 JULY 2012

	2012	2011
	£	£
Current assets		
Debtors due within one year		
Amounts owed by Group undertakings	6,910,978	6,910,978
		
Net assets	6,910,978	6,910,978
	=====	=====
Capital and reserves		
Share capital		
Authorised 5,000,004 ordinary shares of £0 50 each	2,500,002	2,500,002
	=====	=====
Allotted, called up and fully paid	1	
5,000,004 ordinary shares of £0 50 each	2,500,002	2,500,002
Share premium account	2,375,000	2,375,000
Profit and loss account	2,035,976	2,035,976
Shareholders' funds	6,910,978	6,910,978
	=====	=====

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime

The directors

- a) confirm that the Company was entitled to exemption under subsections (1) and (2) of section 480 of the Companies Act 2006 relating to dormant companies from the requirement to have its financial statements for the year ended 31 July 2012 audited,
- b) confirm that members have not required the company to obtain an audit of its financial statements for that financial year in accordance with section 476 of the Companies Act 2006, and
- c) acknowledge their responsibilities for
 - i) ensuring that the Company keeps adequate accounting records which comply with section 386 of the Companies Act 2006, and
 - ii) preparing financial statements which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its surplus or deficit for the financial year in accordance with the requirements of sections 393 and 394 of the Companies Act 2006, and which otherwise comply with the requirements of that Act relating to financial statements, so far as applicable to the Company

E F Ayres

Company Registration Number 2779146

The financial statements were approved by the Board of Directors on 15 October 2012

PROFIT AND LOSS ACCOUNT AND STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR 31 JULY 2012

During the financial year and the preceding financial year the Company did not receive any income and incurred no expenditure. Consequently, during those periods the Company made neither a profit nor a loss and had no recognised gains and losses.

BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules

Under FRS I the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements

As the Company is a wholly owned subsidiary of Bellway p I c, the Company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with wholly owned subsidiaries which form part of the group

ULTIMATE PARENT COMPANY AND PARENT UNDERTAKING OF LARGER GROUP OF WHICH THE COMPANY IS A MEMBER

Bellway plc is the only parent undertaking of a group including Bulldog Premium Growth II Limited required to prepare group accounts. The consolidated accounts of this company are available to the public and may be obtained from the Company Secretary, Bellway plc, Seaton Burn House, Dudley Lane, Seaton Burn, Newcastle upon Tyne NEI3 6BE

The ultimate holding company and ultimate controlling party is Bellway p l c , a company registered in England and Wales