

Company Registration No. 04565701 (England and Wales)

SGDN Limited

**Annual report and financial statements
for the period ended 31 December 2016**



SGDN Limited

Company information

Directors	Andrew Harle Adrian Neal Timothy Jones
Company number	04565701
Registered office	Stuart House City Road Peterborough PE1 1QF
Independent auditors	Saffery Champness LLP 71 Queen Victoria Street London EC4V 4BE
Bankers	National Westminster Bank plc Millbank Branch Horseferry Road London SW1P 2AZ

SGDN Limited

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SGDN Limited

Directors' report

For the period ended 31 December 2016

The directors present their report and financial statements for the Period ended 31 December 2016. The previous report and the previous financial statements covered the year ended 31 May 2016.

Principal activities

The principal activity of the company is that of the provision of estate management services.

Directors

None of the directors have any beneficial interest in the share capital of the company.

Andrew Harle

Adrian Neal

Timothy Jones

In accordance with the company's Articles of Association, no director is required to retire by rotation.

Auditors

Saffery Champness LLP have expressed their willingness to continue in office.

Statement of directors' responsibilities

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Statement of disclosure to auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

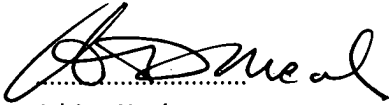
SGDN Limited

Directors' report (continued)

For the period ended 31 December 2016

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board

A handwritten signature in black ink, appearing to read 'Adrian Neal', written over a dotted line.

Adrian Neal

Director

22nd September 2017.

SGDN Limited

Independent auditors' report To the members of SGDN Limited

We have audited the financial statements of SGDN Limited for the Period ended 31 December 2016 set out on pages 5 to 13. 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 2016 and of its loss for the Period 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, based on the work undertaken in the course of our audit, the information given in the Directors' Report for the financial Period for which the financial statements are prepared is consistent with the financial statements, and the Directors' Report has been prepared in accordance with applicable legal requirements.

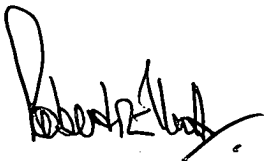
SGDN Limited

Independent auditors' report (continued)
To the members of SGDN Limited

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Directors' Report.



Robert Elliott (Senior Statutory Auditor)
for and on behalf of Saffery Champness LLP

27 September 2017

Chartered Accountants
Statutory Auditors

71 Queen Victoria Street
London
EC4V 4BE

SGDN Limited**Statement of comprehensive income
For the period ended 31 December 2016**

		Period ended 31 December 2016 £	Year ended 31 May 2016 £
	Notes		
Turnover	2	550,771	845,221
Cost of sales		(504,880)	(749,727)
Gross profit		45,891	95,494
Administrative expenses		(55,416)	(92,629)
(Loss)/profit before taxation		(9,525)	2,865
Taxation	6	-	-
(Loss)/profit for the financial Period		(9,525)	2,865

The income statement has been prepared on the basis that all operations are continuing operations.

SGDN Limited

**Statement of financial position
As at 31 December 2016**

		31 December 2016		31 May 2016	
	Notes	£	£	£	£
Current assets					
Debtors	8	301,875		153,593	
Cash at bank and in hand		27,209		47,642	
		<u>329,084</u>		<u>201,235</u>	
Creditors: amounts falling due within one year	9	<u>(331,422)</u>		<u>(194,048)</u>	
Net current (liabilities)/assets			<u>(2,338)</u>		<u>7,187</u>
Capital and reserves					
Called up share capital	10		3,000		3,000
Profit and loss reserves			<u>(5,338)</u>		<u>4,187</u>
Total equity			<u>(2,338)</u>		<u>7,187</u>

The financial statements were approved by the board of directors and authorised for issue on 22nd September 2017 and are signed on its behalf by:



Adrian Neal
Director

Company Registration No. 04565701

SGDN Limited**Statement of changes in equity****For the period ended 31 December 2016**

	Share capital	Profit and loss reserves	Total
	£	£	£
Balance at 1 June 2015	3,000	1,322	4,322
Period ended 31 May 2016:			
Profit and total comprehensive income for the period	-	2,865	2,865
	<u>3,000</u>	<u>4,187</u>	<u>7,187</u>
Balance at 31 May 2016			
Period ended 31 December 2016:			
Loss and total comprehensive income for the period	-	(9,525)	(9,525)
	<u>3,000</u>	<u>(5,338)</u>	<u>(2,338)</u>
Balance at 31 December 2016	<u><u>3,000</u></u>	<u><u>(5,338)</u></u>	<u><u>(2,338)</u></u>

1 Accounting policies

Company information

SGDN Limited is a private company limited by shares incorporated in England and Wales. The registered office is Stuart House, City Road, Peterborough, PE1 1QF.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

These financial statements for the Period ended 31 December 2016 are the first financial statements of SGDN Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 June 2015. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

1.4 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1 Accounting policies (continued)

1.5 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans and loans from fellow group companies are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.6 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

Notes to the financial statements (continued)
For the period ended 31 December 2016

2 Turnover and other revenue

An analysis of the company's turnover is as follows:

	31 December 2016	31 May 2016
	£	£
Turnover		
Estate management services	550,771	845,221
	<u> </u>	<u> </u>

Turnover analysed by geographical market

	31 December 2016	31 May 2016
	£	£
UK	550,771	845,221
	<u> </u>	<u> </u>

3 Operating (loss)/profit

	31 December 2016	31 May 2016
	£	£
Operating (loss)/profit for the period is stated after charging/(crediting):		
Fees payable to the company's auditors for the audit of the company's financial statements	4,500	5,000
	<u> </u>	<u> </u>

4 Employees

The average monthly number of persons (including directors) employed by the company during the period was 3 (year ended 31 May 2016 - 3).

	31 December 2016	31 May 2016
	Number	Number
Directors	3	3
	<u> </u>	<u> </u>

Notes to the financial statements (continued)
For the period ended 31 December 2016

4 Employees (continued)

Their aggregate remuneration comprised:

	31 December 2016	31 May 2016
	£	£
Wages and salaries	11,234	21,700

5 Directors' remuneration

	31 December 2016	31 May 2016
	£	£
Remuneration for qualifying services	11,234	21,700

6 Taxation

The actual charge for the Period can be reconciled to the expected (credit)/charge for the Period based on the profit or loss and the standard rate of tax as follows:

	31 December 2016	31 May 2016
	£	£
(Loss)/profit before taxation	(9,525)	2,865
Expected tax (credit)/charge based on the standard rate of corporation tax in the UK of 20.00% (31 May 2016: 20.00%)	(1,905)	573
Tax effect of utilisation of tax losses not previously recognised	-	(573)
Unutilised tax losses carried forward	1,905	-
Taxation charge for the period	-	-

7 Financial instruments

	31 December 2016	31 May 2016
	£	£
Carrying amount of financial assets		
Debt instruments measured at amortised cost	301,875	153,593

SGDN Limited**Notes to the financial statements (continued)****For the period ended 31 December 2016****7 Financial instruments (continued)****Carrying amount of financial liabilities**

Measured at amortised cost

307,030

152,999

8 Debtors**31 December
2016****31 May
2016**

Amounts falling due within one year:

£

£

Trade debtors

301,875

153,593

9 Creditors: amounts falling due within one year**31 December
2016****31 May 2016**

£

£

Trade creditors

307,030

152,999

Other taxation and social security

691

48

Accruals and deferred income

23,701

41,001

331,422

194,048

10 Share capital**31 December
2016****31 May
2016**

£

£

Ordinary share capital

Issued and fully paid

3,000 Ordinary shares of £1 each

3,000

3,000

Each share is entitled to one vote in any circumstances and equal entitlement to dividend payments and capital distributions. They do not confer any rights of redemption.

Notes to the financial statements (continued)
For the period ended 31 December 2016

11 Related party transactions

Remuneration of key management personnel

The remuneration of key management personnel is as follows.

	31 December 2016 £	31 May 2016 £
Aggregate compensation	11,234	21,700

Transactions with shareholders

The company engaged in transactions with Savills (UK) Limited which is a related party as it owns 51% of the issued share capital of the company and it is considered to be the parent entity. The registered office of Savills (UK) Limited is 33 Margaret Street, London, W1G 0JD.

The nature of the transactions of services was the purchase of services which totalled £459,034 (31 May 2016 - £621,016). The amount due to Savills (UK) Limited, included within trade creditors as trading balances, was £263,479 (31 May 2016 - £189,889).

The company also engaged in transactions with Carter Jonas LLP which is a related party because the partners in Carter Jonas LLP own 49% of the issued share capital of the company.

The nature of the transactions was the purchase of services which totaled £45,846 (31 May 2016 - £134,172). The amount due to Carter Jonas LLP, included within trade creditors as trading balances, was £23,895 (31 May 2016 - £16,858).