Registration number: 8290036

SDG Newco Limited

Annual Report and Unaudited Accounts

for the Period from 12 November 2012 to 31 December 2013

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Directors' Report for the Period from 12 November 2012 to 31 December 2013

The directors present their annual report and the unaudited accounts for the period from 12 November 2012 to 31 December 2013. The company is dormant and has not traded during the period.

Directors

The directors who held office during the period were as follows:

M Jackson (appointed 12 November 2012)

Esplanade Director Limited (appointed 12 November 2012)

Approved by the Board on 27 May 2014 and signed on its behalf by:

J J Tutton

for and on behalf of Esplanade Secretarial Services Limited Company secretary

(Registration number: 8290036)

Balance Sheet at 31 December 2013

| • | | December 2013 |
|--|------|---------------|
| | Note | £ |
| Fixed assets | | |
| Investments | 2 | 95 |
| Creditors: Amounts falling due within one year | - | (10) |
| Net assets | | 85 |
| Capital and reserves | | |
| Called up share capital | 3 | 85 |
| Shareholders' funds | | 85 |

For the period ending 31 December 2013 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the Financial Reporting Standard for Smaller Entities (effective 2008).

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements were approved and authorised for issue by the Board on 27 May 2014 and signed on its

M Jackson

Notes to the financial statements for the Period from 12 November 2012 to 31 December 2013

1 Accounting policies

Trading status

The company was dormant and has not traded during the period.

Basis of preparation

The financial statements have been prepared under the historical cost convention and the accounting policies set out below, in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom.

Fixed asset investments

Fixed asset investments are stated at historical cost less provision for any diminution in value.

Notes to the financial statements for the Period from 12 November 2012 to 31 December 2013

..... continued

2 Investments held as fixed assets

| | | 31 December 2013 £ | | |
|--|---------------------------------|-----------------------------|--|--|
| Shares in group undertakings and participating interests | | 95 | | |
| Shares in group undertakings and participating interests | | | | |
| • | Subsidiary undertakings £ | Total £ | | |
| Cost | • | | | |
| Additions | 95 | 95 | | |
| At 31 December 2013 | 95 | 95 | | |
| Net book value | | | | |
| At 31 December 2013 | 95 | 95 | | |

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Proportion of voting

| Undertaking | Holding | rights and shares held | held Principal activity | |
|--|---------|------------------------|-------------------------|--|
| Subsidiary undertakings | | | | |
| Scarborough Development Group Limited | | 95% | Property development | |

The loss for the financial period of Scarborough Development Group Limited was £482,163 and the aggregate amount of capital and reserves at the end of the period was (£4,621,641).

Notes to the financial statements for the Period from 12 November 2012 to 31 December 2013

| | December 2015 | | |
|---|--|-------------------|------------------|
| | continued | ÷ | |
| 3 | Share capital | | • |
| | Allotted, called up and fully paid shares | 31 Decem | ber 2013 |
| | | No. | £ |
| | Ordinary shares of £1 each | 85 | 85 |
| | On the 12th November 2012, 85 ordinary shares were issued at par | to Scarborough De | evelopment Group |

4 Controlling entity

Holdings Limited.

The company is controlled by the immediate parent company, Scarborough Development Group Holdings Limited, a company registered in England and Wales.

The ultimate parent undertaking is The Scarborough 1992 Trust.