

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED
AMENDING

**DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED
31 MARCH 2011**



Registered Number 04925179

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011

CONTENTS	Page
Directors and advisors	1
Directors' report	2 - 3
Directors' responsibilities statement	4
Independent auditor's report to the members of Southern Derbyshire Lift Company Limited	5
Profit and loss account	6
Balance sheet	7
Cash flow statement	8
Notes to the financial statements	9 - 14
List of principal subsidiaries	15

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

DIRECTORS AND ADVISORS

Directors

C Dix
T J Evans (resigned 31 December 2010)
A Fillis (resigned 1 July 2010)
M G Heath (resigned 31 December 2010)
B Ibell
C A Reed
R Rigby
K Wakeling
J D Wood (appointed 1 January 2011)
D Lane (appointed 1 June 2011)

Company secretary and registered office

M Lewis
Allington House
150 Victoria Street
London
SW1E 5LB

Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
Nottingham, UK

Solicitors

Denton Wilde Sapte LLP
One Fleet Place
London
EC4M 7WS

Principal bankers

Bank of Scotland Corporate
New Ubertior House
11 Earl Grey Street
Edinburgh EH3 9BN

DIRECTORS' REPORT

The Directors present the annual report and the audited financial statements for the year ended 31 March 2011

The Company is a subsidiary of Primary Plus (Holdings) Limited

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

Southern Derbyshire LIFT Company is a development and investment company established between local Primary Care Trusts, John Laing Social Infrastructure Limited and Bank of Scotland plc. The company has two subsidiary companies, (Southern Derbyshire LIFT Project Company (No 1) Limited and Southern Derbyshire LIFT Project Company (No 2) Limited), which are held via 2 intermediate holding companies. These two companies have, since 2004, constructed (via 3 tranches and 8 buildings) 23,934m² of state of the art facilities providing healthcare, social services, general medical facilities and a 24 bed community hospital to the local communities. The Company has invested circa £65m in the building and operating of health and social care premises. Over that last year the Company has completed all legacy capital projects.

The Company recovered all development costs from Southern Derbyshire LIFT Project Company (No 2) limited upon practical completion of that company's Ashbourne scheme in September 2010. This enabled the company to repay the Subordinated loan of £814k plus accrued interest to its shareholders.

GOING CONCERN

The Company continues to generate revenue from its ongoing management activities of its subsidiaries and also through capital works projects which allow the company to meet its day to day operating expenditures.

LPA schemes are subjected to an 'acid test' prior to any significant expenditure on development to ensure that any scheme development costs will be recoverable on a successful Financial Close that delivers a scheme that is affordable, value for money and which meets the client's needs.

Based upon current and ongoing forecasts, the directors believe that the business is able to manage any business risks despite the current economic situation and have the resources to operate in the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual accounts.

FUTURE DEVELOPMENTS

The Company will continue to act as a holding company but has significantly reduced its capital works and partnering services activities. Going forward, it is expected that the Company's main revenue stream will be in relation to the delivery of management services to its subsidiary undertakings. There are no further schemes currently in development.

KEY PERFORMANCE INDICATORS

The KPI's against which the company is measured are set both by its contractual obligations to its clients and by the Board where it is considered appropriate. The KPI's focus on the company's performance in two critical areas, namely:

- Ability to develop and construct schemes to an agreed quality, timescale and cost
- Ability to maintain operational buildings to the agreed standards

The relevant KPIs are monitored and reviewed as follows:

- By the Strategic Partnering Board on a bi-monthly basis
- By the clients on a monthly basis
- By the LIFTCo Board on a monthly basis

During the year the company has successfully achieved all of the above KPI's.

RESULTS AND DIVIDENDS

The profit for the year before taxation amounted to £143,712 (2010 - £6,252). After a taxation charge of £nil (2010 - £nil), profit for the year was £143,712 (2010 - £6,252).

The Directors do not propose the payment of an interim or final dividend (2010 - £nil).

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

DIRECTORS' REPORT (continued)

FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a number of financial risks including credit risk, and liquidity risk

Credit risk

The company's principal financial assets are bank balances and cash, trade and other receivables and investments. The company's credit risk is primarily attributable to its trade receivables. However, exposure is spread across a number of counterparties and customers so the risk is not significant.

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the company manages its day to day working capital funding without the requirement for long term debt finance.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who is a Director at the date of approval of this report confirms that

- as far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of section 418 of the Companies Act 2006.

DIRECTORS

The Directors who served throughout the year, except as noted, are shown on page 1.

EMPLOYEES

Details of the number of employees and related costs can be found in note 5 to the financial statements on page 10.

AUDITOR

A resolution to reappoint Deloitte LLP as auditors will be proposed at the forthcoming Annual General Meeting.

On behalf of the Board



C Dix
Director

27 June 2011

DIRECTORS' RESPONSIBILITIES STATEMENT

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 year. 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, and
- state whether 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 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

We have audited the financial statements of Southern Derbyshire Lift Company Limited for the year ended 31 March 2011 which comprise the profit and loss account, the balance sheet, the cash flow statement, the related notes 1 to 18 and the list of principal subsidiaries. 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 auditor's 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 auditor

As explained more fully in the Directors' Responsibilities Statement, 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. 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 March 2011 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 matter 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.

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



Mark Doleman, FCA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Nottingham, United Kingdom

28 June 2011

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2011

	Notes	2011 £	2010 £
Turnover	2	1,289,061	2,208,621
Cost of sales		(717,331)	(1,636,823)
Gross profit		571,730	571,798
Administrative expenses		(378,582)	(555,644)
Operating profit	3	193,148	16,154
Profit on ordinary activities before interest		193,148	16,154
Net interest payable	6	(49,436)	(9,902)
Profit on ordinary activities before taxation		143,712	6,252
Tax on profit on ordinary activities	7	-	-
Profit for the financial year	12	143,712	6,252

A reconciliation of movements in shareholders' funds is given in note 13

All items in the profit and loss account relate to continuing operations

There is no material difference between the results stated in the profit and loss account and their historical cost equivalents

All gains and losses are recognised in the profit and loss account in both the current and preceding year, and therefore no separate statement of total recognised gains and losses has been presented

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

BALANCE SHEET AS AT 31 MARCH 2011

	Notes	2011 £	2010 £
Fixed assets			
Investments	8	2	2
Current assets			
Debtors - due within one year	9	100,499	1,312,649
Cash at bank and in hand		<u>404,286</u>	<u>776,526</u>
		504,785	2,089,175
Current liabilities			
Creditors amounts falling due within one year	10	(172,632)	(1,900,734)
Net current assets		<u>332,153</u>	<u>188,441</u>
Total assets less current liabilities		332,155	188,443
Net assets		<u>332,155</u>	<u>188,443</u>
Capital and reserves			
Called up share capital	11	608,000	608,000
Profit and loss account	12	(275,845)	(419,557)
Shareholders' funds	13	<u>332,155</u>	<u>188,443</u>

The financial statements of Southern Derbyshire Lift Company Limited, registered number 04925179, were approved by the Board of Directors and authorised for issue on 27 June 2011. They were signed on its behalf by



C Dix
Director
27 June 2011

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MARCH 2011

	Notes	2011 £	2010 £
Net cash inflow / (outflow) from operating activities	14	501,098	(682,223)
Returns on investments and servicing of finance			
Interest received		823	-
Interest and other financing costs paid		(60,161)	-
Net cash outflow from returns on investments and servicing of finance		(59,338)	-
Repayment of loan		(814,000)	-
Net cash outflow before use of liquid resources and financing		(372,240)	(682,223)
Financing			
Receipt of shareholder loan falling due within one year		-	814,000
Issue of ordinary share capital		-	600,000
Net cash inflow from financing		-	1,414,000
(Decrease) / Increase in cash in the year	15	(372,240)	731,777
Reconciliation to net debt			
Net debt at 1 April		(47,376)	44,749
(Decrease) / Increase in cash in the year		(372,240)	731,777
Movement in borrowings		823,902	(814,000)
Other non-cash changes		-	(9,902)
Net cash / (debt) at 31 March	15	404,286	(47,376)

Notes to the financial statements for the year ended 31 March 2011

1 ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

The Company continues to generate revenue from its ongoing management activities of its subsidiaries and also through capital works projects which allow the company to meet its day to day operating expenditures

LPA schemes are subjected to an 'acid test' prior to any significant expenditure on development to ensure that any scheme development costs will be recoverable on a successful Financial Close that delivers a scheme that is affordable, value for money and which meets the client's needs

Based upon current and ongoing forecasts, the directors believe that the business is able to manage any business risks despite the current economic situation and have the resources to operate in the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual accounts

a) Basis of preparation of accounts

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards

As the Company is majority owned by Primary Plus (Holdings) Limited, a company incorporated in Great Britain, the company is exempt from the requirement to prepare and deliver consolidated accounts under section 400 of the Companies Act 2006

b) Turnover

Turnover consists of capital works, which is recognised to match the costs incurred by the Company, and recovery of operating costs which are recognised to match the costs incurred by the company. It also represents recovery of development costs and is recognised once the scheme achieves Financial Close, at which point the development costs can be recovered from the new Project Company

c) Fixed asset investments

Investments held as fixed assets are stated at cost less provision for any impairment in value

d) Taxation

Current tax, including United Kingdom Corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

In accordance with FRS19 'Deferred Tax', 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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the year in which the timing differences are expected to reverse, based on the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are not discounted

e) Project development costs

Project development costs are charged to the profit and loss account until such time as the Company is virtually certain that it will enter into contracts for the relevant project. Virtual certainty is generally achieved at the time the Company achieves stage 1 approval for the project. From the point of virtual certainty, development costs are capitalised and held in the Company balance sheet as a debtor prior to achieving financial close. On financial close of project and financing agreements, the Company recovers capitalised development costs from the relevant project company. If the recovery of development costs exceeds the amount capitalised by the Company to financial close, the over-recovery is credited to the profit and loss account

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

Notes to the financial statements for the year ended 31 March 2011 (continued)

2 TURNOVER

	2011	2010
	£	£
Turnover in the year is analysed as follows		
Capital works	639,792	1,596,233
Cost recoveries	627,450	612,388
Other turnover	21,819	-
	<u>1,289,061</u>	<u>2,208,621</u>

3 OPERATING PROFIT

	2011	2010
	£	£
Operating profit is stated after charging		
Fees paid to the company's auditors for the audit of the Company's annual accounts	1,000	4,000
Fees paid to the company's auditors for the audit of the subsidiaries annual accounts	<u>3,750</u>	<u>15,000</u>

The audit fees for the Company amount to £4,000 (2010 - £4,000) Part of this cost has been borne by Primary Plus Limited (2011 - £3,000, 2010 - £nil) and has been recovered through the management services agreement between the parties

4 DIRECTORS' REMUNERATION

Fees of £21,000 (2010 - £21,000) were paid to the Chairman in the year No other Director received any remuneration for services to the Company during the current or prior year The Company is managed by secondees from the shareholders The Company paid Directors' fees to the respective Directors' employing organisations of £25,618 (2010 - £25,000) These costs have been recovered from Southern Derbyshire LIFT Project Company (No 1) Limited as part of the wider management services recharges

5 STAFF NUMBERS

The Company had no employees during the year (2010 - nil) The Directors are shown on page 1

6 NET INTEREST PAYABLE

	2011	2010
	£	£
Interest receivable and similar income		
Interest receivable on bank deposits	823	-
	<u>823</u>	<u>-</u>
Interest payable and similar charges		
Interest payable to parent undertakings	(50,259)	(9,902)
	<u>(50,259)</u>	<u>(9,902)</u>
Net interest payable	<u>(49,436)</u>	<u>(9,902)</u>

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

Notes to the financial statements for the year ended 31 March 2011 (continued)

7 TAX ON PROFIT ON ORDINARY ACTIVITIES

Factors affecting tax for the year

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax are as follows

	2011 £	2010 £
Profit on ordinary activities before taxation	<u>143,712</u>	<u>6,252</u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 28% (2010 - 28%)	(40,239)	(1,751)
Expenses not deductible for tax purposes	-	(122)
Unrecognised deferred tax asset relating to tax losses	<u>40,239</u>	<u>1,873</u>
Total current tax for the year	<u>-</u>	<u>-</u>

There is an unprovided deferred tax asset on losses of £73,339 (2010 £120,385) The deferred tax asset is not provided for as there is uncertainty over the timing of taxable profits in the future against which the asset may be utilised

On 23rd March 2011 the Government announced that the main rate of Corporation Tax rate would reduce to 26% with effect from 1 April 2011, with subsequent 1% reductions per annum to reach 23% with effect from 1 April 2014

8 INVESTMENTS

	Subsidiary undertakings Total £
Cost	
At 1 April 2010	<u>2</u>
At 31 March 2011	<u>2</u>
Net book value	
At 31 March 2011	<u>2</u>
At 31 March 2010	<u>2</u>

The Company's principal subsidiary undertakings are listed on page 15

In the opinion of the Directors the aggregate value of the investment in subsidiary undertakings is not less than the amount stated in the balance sheet

9 DEBTORS

	2011 £	2010 £
Due within one year		
Trade debtors	11,841	446,514
Amounts owed by group undertakings	38,801	853,618
Prepayments and accrued income	<u>49,857</u>	<u>12,517</u>
	<u>100,499</u>	<u>1,312,649</u>

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

Notes to the financial statements for the year ended 31 March 2011 (continued)

10 CREDITORS

	2011	2010
	£	£
Amounts falling due within one year		
Amounts owed to parent undertaking	-	823,902
Amounts owed to group undertakings	15,055	483,325
Trade creditors	4,800	388,993
Other taxation and social security	-	75,693
Other creditors	41,801	54,003
Accruals and deferred income	110,976	74,818
	<u>172,632</u>	<u>1,900,734</u>

Debt (including amounts owed to parent undertaking) can be analysed as falling due

	2011	2010
	£	£
Analysis of debt.		
Debt can be analysed as falling due		
In one year or less	-	823,902
	<u>-</u>	<u>823,902</u>

11 CALLED UP SHARE CAPITAL

	2011	2010
	£	£
Allotted, called up and fully paid		
121,600 Ordinary "A" Shares at £1 each	121,600	121,600
121,600 Ordinary "B" Shares at £1 each	121,600	121,600
364,800 Ordinary "C" Shares at £1 each	364,800	364,800
	<u>608,000</u>	<u>608,000</u>

All shares rank par passu

12 MOVEMENT IN RESERVES

	Profit and loss account
	£
At 1 April 2010	(419,557)
Profit for the financial year	143,712
At 31 March 2011	<u>(275,845)</u>

13 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2011	2010
	£	£
Profit for the financial year	143,712	6,252
New shares issued	-	600,000
Net addition to shareholders' funds	<u>143,712</u>	<u>606,252</u>
Opening shareholders' funds	188,443	(417,809)
Closing shareholders' funds	<u>332,155</u>	<u>188,443</u>

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

Notes to the financial statements for the year ended 31 March 2011 (continued)

14 RECONCILIATION OF OPERATING PROFIT TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	2011 £	2010 £
Operating profit	193,148	16,154
Decrease in debtors	1,212,150	81,230
Decrease in creditors	(904,200)	(779,607)
Net cash inflow / (outflow) from operating activities	<u>501,098</u>	<u>(682,223)</u>

15 RECONCILIATION OF MOVEMENT IN NET CASH

	At 1 April 2010 £	Cash flow £	Other non-cash changes £	At 31 March 2011 £
Cash in hand and at bank	776,526	(372,240)	-	404,286
Debt due within one year	(823,902)	823,902	-	-
Net cash	<u>(47,376)</u>	<u>451,662</u>	<u>-</u>	<u>404,286</u>

Debt due within one year of £823,902, included accrued interest of £9,902 from the prior year, which was paid during the year

16 CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

As at 31 March 2011, the Company had no capital commitments or contingent liabilities requiring disclosure in the financial statements (2010 - £nil)

17 TRANSACTIONS WITH RELATED PARTIES

The following parties are related parties as they are shareholders of Southern Derbyshire LIFT Company Limited Community Health Partnerships Limited, Derby City Primary Care Trust, Derbyshire County Primary Care Trust and Primary Plus (Holdings) Limited Southern Derbyshire LIFT Midco Limited, Southern Derbyshire LIFT Project Company (No 1) Limited and Southern Derbyshire LIFT Project Company (No 2) Limited are subsidiaries and are also related parties Primary Plus Limited is a related party as it is wholly owned by Primary Plus (Holdings) Limited Leicester LIFT Company Limited is a related party as it is a subsidiary of Primary Plus (Holdings) Limited

The following are related parties as they are indirect shareholders of the ultimate parent company Bank of Scotland plc and John Laing Social Infrastructure Limited

There were related party transactions with the following parties

	2011 £	2010 £
Other Balances		
Trade debtor - Derbyshire County Primary Care Trust	11,791	421,069
Intercompany debtor - Southern Derbyshire LIFT Project Company (No 1) Limited	34,137	-
Intercompany debtor - Southern Derbyshire LIFT Project Company (No 2) Limited	-	36,061
Intercompany creditor - Primary Plus Limited	(10,391)	(186,860)
Intercompany creditor - Southern Derbyshire LIFT Project Company (No 1) Limited	-	(283,519)
Intercompany creditor - Primary Plus Land and Property Development Limited	-	(905)

Purchase of assets and services from related parties during the year

	2011 £	2010 £
Other Balances		
Primary Plus Limited	518,183	677,413
Southern Derbyshire LIFT Project Company (No 1) Limited	304	69,441
Southern Derbyshire LIFT Project Company (No 2) Limited	-	11,762
Primary Plus Land and Property Development Limited	770	82,995
Derbyshire County Primary Care Trust	-	8,684
Community Health Partnerships Limited	5,000	5,000
Leicester LIFT Company Limited	-	10,431

Notes to the financial statements for the year ended 31 March 2011 (continued)

18 ULTIMATE PARENT UNDERTAKING

The Company's immediate and ultimate parent and controlling party, and the largest and smallest group in which its results are consolidated, is Primary Plus (Holdings) Limited, a company incorporated in Great Britain and registered in England and Wales. Copies of the consolidated accounts of Primary Plus (Holdings) Limited are available from its registered offices at Allington House, 150 Victoria Street, London, SW1E 5LB.

SOUTHERN DERBYSHIRE LIFT COMPANY LIMITED

Notes to the financial statements for the year ended 31 March 2011 (continued)**PRINCIPAL SUBSIDIARIES**

Company name	Class and percentage	Principal activity	Country of incorporation
Southern Derbyshire LIFT Midco Limited	100% of ordinary shares	Intermediate holding company	Great Britain
Southern Derbyshire LIFT Project Company (No 1) Limited	100% of ordinary shares	* PFI accommodation operations	Great Britain
Southern Derbyshire LIFT Midco (No 2) Limited	100% of ordinary shares	Intermediate holding company	Great Britain
Southern Derbyshire LIFT Project Company (No 2) Limited	100% of ordinary shares	* PFI accommodation operations	Great Britain

* Indirect shareholding