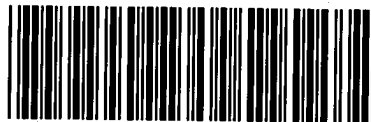


Company Registration No. 05005577 (England and Wales)

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TOP GEAR (BRIDPORT) LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2022
PAGES FOR FILING WITH REGISTRAR

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TOP GEAR (BRIDPORT) LIMITED

COMPANY INFORMATION

Directors	Mr S Kilcoyne Mr D Smith FCA Mr A D Kilcoyne
Company number	05005577
Registered office	Wessex House Teign Road Newton Abbot Devon TQ12 4AA
Accountants	Darnells Chartered Accountants Quay House Quay Road Newton Abbot Devon TQ12 2BU
Business address	Unit 1 Gore Cross Business Park Corbin Way Bridport Dorset DT6 3UX

TOP GEAR (BRIDPORT) LIMITED

BALANCE SHEET

AS AT 31 JANUARY 2022

		2022		2021 as restated	
	Notes	£	£	£	£
Fixed assets					
Intangible assets	3		28,509		25,562
Tangible assets	4		163,706		207,110
Investment properties	5		229,000		-
			<u>421,215</u>		<u>232,672</u>
Current assets					
Stocks		1,747,548		1,474,873	
Debtors	6	1,004,894		852,635	
Cash at bank and in hand		278,036		645,034	
		<u>3,030,478</u>		<u>2,972,542</u>	
Creditors: amounts falling due within one year	7	<u>(1,749,578)</u>		<u>(1,368,777)</u>	
Net current assets			<u>1,280,900</u>		<u>1,603,765</u>
Total assets less current liabilities			<u>1,702,115</u>		<u>1,836,437</u>
Creditors: amounts falling due after more than one year	8		(501,466)		(747,662)
Provisions for liabilities			<u>(39,985)</u>		<u>(42,920)</u>
Net assets			<u>1,160,664</u>		<u>1,045,855</u>
Capital and reserves					
Called up share capital	10	300,000		200,000	
Profit and loss reserves		860,664		845,855	
Total equity			<u>1,160,664</u>		<u>1,045,855</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 January 2022 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

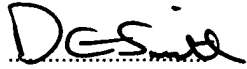
These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

TOP GEAR (BRIDPORT) LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 JANUARY 2022

The financial statements were approved by the board of directors and authorised for issue on 19/1/23 and are signed on its behalf by:



Mr D Smith FCA
Director

Company Registration No. 05005577

TOP GEAR (BRIDPORT) LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 JANUARY 2022

	Notes	Share capital £	Profit and loss reserves £	Total £
As restated for the period ended 31 January 2021:				
Balance at 1 February 2020		200,000	920,492	1,120,492
Year ended 31 January 2021:				
Profit and total comprehensive income for the year		-	153,775	153,775
Dividends		-	(228,412)	(228,412)
Balance at 31 January 2021		200,000	845,855	1,045,855
Year ended 31 January 2022:				
Profit and total comprehensive income for the year		-	133,122	133,122
Issue of share capital	10	100,000	-	100,000
Dividends		-	(118,313)	(118,313)
Balance at 31 January 2022		<u>300,000</u>	<u>860,664</u>	<u>1,160,664</u>

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2022

1 Accounting policies

Company information

Top Gear (Bridport) Limited is a private company limited by shares incorporated in England and Wales. The registered office is Wessex House, Teign Road, Newton Abbot, Devon, TQ12 4AA.

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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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.

1.2 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 the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.3 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 10 years.

1.4 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Trademarks	10% per annum on a straight-line basis
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1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

1 Accounting policies

(Continued)

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and machinery	10% per annum on a straight-line basis
Fixtures, fittings & equipment	10% per annum on a straight-line basis
Computer equipment	20% per annum on a straight-line basis
Motor vehicles	25% per annum on a reducing balance basis

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. Changes in fair value are recognised in profit or loss.

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell.

1.8 Financial instruments

Financial instruments are recognised in the company's balance sheet 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 and cash and bank balances, 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, loans from fellow group companies and preference shares that are classified as debt, 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.

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

1 Accounting policies

(Continued)

1.9 Equity instruments

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

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.13 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

1 Accounting policies (Continued)

1.14 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

1.15 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

1.16 Factoring

The company has entered into a confidential invoice discounting agreement under which specific trade debtors are transferred to the bank, which offers a credit facility available to be drawn up to a fixed percentage of the book value of the debts.

The bank has recourse to the company for any debtors that default, therefore separate presentation is appropriate whereby the trade debtors secured under the agreement are shown as trade debtors due to the company and the cash advanced by the bank is included in creditors falling due within one year.

Factoring fees and interest are charged to the profit and loss account when incurred.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2022 Number	2021 Number
Total	20	20

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

3 Intangible fixed assets

	Goodwill £	Other £	Total £
Cost			
At 1 February 2021	106,053	31,152	137,205
Additions	-	7,291	7,291
	<u>106,053</u>	<u>38,443</u>	<u>144,496</u>
At 31 January 2022	106,053	38,443	144,496
Amortisation and impairment			
At 1 February 2021	102,261	9,382	111,643
Amortisation charged for the year	500	3,844	4,344
	<u>102,761</u>	<u>13,226</u>	<u>115,987</u>
At 31 January 2022	102,761	13,226	115,987
Carrying amount			
At 31 January 2022	<u>3,292</u>	<u>25,217</u>	<u>28,509</u>
At 31 January 2021	<u>3,792</u>	<u>21,770</u>	<u>25,562</u>

4 Tangible fixed assets

	Plant and machinery etc £
Cost	
At 1 February 2021	762,741
Additions	11,313
Disposals	(30,000)
	<u>744,054</u>
At 31 January 2022	744,054
Depreciation and impairment	
At 1 February 2021	555,631
Depreciation charged in the year	38,242
Eliminated in respect of disposals	(13,525)
	<u>580,348</u>
At 31 January 2022	580,348
Carrying amount	
At 31 January 2022	<u>163,706</u>
At 31 January 2021	<u>207,110</u>

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

5 Investment property	2022
	£
Fair value	
At 1 February 2021	-
Additions	229,000
	<hr/>
At 31 January 2022	229,000
	<hr/> <hr/>

The Investment properties (which are all freehold properties) have been valued by the directors at 31 January 2022 based on open market value for existing use.

6 Debtors	2022	2021
	£	£
Amounts falling due within one year:		
Trade debtors	859,173	574,782
Gross amounts owed by contract customers	28,576	41,088
Amounts owed by group undertakings	-	133,256
Other debtors	46,167	17,094
Prepayments and accrued income	70,978	56,397
	<hr/>	<hr/>
	1,004,894	822,617
	<hr/> <hr/>	<hr/> <hr/>
	2022	2021
	£	£
Amounts falling due after more than one year:		
Gross amounts owed by contract customers	-	30,018
	<hr/> <hr/>	<hr/> <hr/>
Total debtors	1,004,894	852,635
	<hr/> <hr/>	<hr/> <hr/>

The Gross amounts owed by customers above represent the net investment in finance leases.

The value of the trade debtors which are secured under a confidential discounting agreement is £266,080 (2021: £313,438). The cash advanced by the factoring company is included within creditors falling due within one year.

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

7 Creditors: amounts falling due within one year

	2022	2021
	£	£
Bank loans and overdrafts	900,291	440,028
Obligations under finance leases	30,175	125,787
Trade creditors	436,510	341,960
Amounts owed to group undertakings	271,870	183,649
Corporation tax	-	43,727
Other taxation and social security	35,558	93,354
Other creditors	28,490	46,299
Accruals and deferred income	46,684	93,973
	<u>1,749,578</u>	<u>1,368,777</u>

Obligations under finance leases and hire purchase contracts are secured upon the assets required.

All bank facilities, including the amount owed to the factoring company under a confidential invoice discounting agreement are secured by fixed and floating charges over all the assets of the company.

8 Creditors: amounts falling due after more than one year

	2022	2021
Notes	£	£
Bank loans and overdrafts	491,679	685,766
Obligations under finance leases	9,787	61,896
	<u>501,466</u>	<u>747,662</u>

Obligations under finance leases are secured upon the assets acquired.

The bank overdraft and bank loan are secured by a charge over the company's assets. The bank loan is repayable by instalments within 5 years.

9 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Liabilities 2022	Liabilities 2021
Balances:	£	£
Accelerated capital allowances	<u>39,985</u>	<u>42,920</u>

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

9	Deferred taxation	(Continued)
		2022
	Movements in the year:	£
	Liability at 1 February 2021	42,920
	Credit to profit or loss	(2,935)
		<hr/>
	Liability at 31 January 2022	39,985
		<hr/> <hr/>

10	Called up share capital			
		2022	2021	2022
		Number	Number	£
	Ordinary share capital			£
	Issued and fully paid			
	Ordinary shares of £1 each	299,850	199,850	299,850
	Ordinary shares non-voting of £1 each	150	150	150
		<hr/>	<hr/>	<hr/>
		300,000	200,000	300,000
		<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

The non-voting shares have full dividend rights, but are only entitled to a return of capital on a winding up.

During the year the company issued 100,000 Ordinary shares of £1 each at par.

11 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2022	2021
	£	£
	231,250	306,250
	<hr/> <hr/>	<hr/> <hr/>

12 Related party transactions

Transactions with related parties

During the year the company entered into the following transactions with related parties:

The following amounts were outstanding at the reporting end date:

	2022	2021
	£	£
Amounts due to related parties		
Other related parties	-	48,961
	<hr/> <hr/>	<hr/> <hr/>

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

12 Related party transactions

(Continued)

The company has taken advantage of the exemption available to small groups under FRS 102 from disclosing intra-group transactions.

During the year a company controlled by a director charged the company £56,040 (2021: £49,688) for computer consultancy.

During the year a company controlled by a director charged the company £14,000 (2021: £50,000) for consultancy services.

During the year interest of £23,750 (2021: £30,000) was charged by the directors on loans to the company.

13 Directors' transactions

Interest free loans have been granted by the company to its directors as follows:

Description	% Rate	Opening balance £	Amounts advanced £	Closing balance £
Loan	-	-	26,166	26,166
		<u>-</u>	<u>26,166</u>	<u>26,166</u>
		<u>-</u>	<u>26,166</u>	<u>26,166</u>

14 Parent company

The company is a wholly-owned subsidiary of Top Gear (International Holdings) Limited, a company registered in England & Wales.

15 Prior period adjustment

At 31 January 2021 accrued costs of £61,416 were omitted in error due to an oversight. These costs have now been included in Administrative expenses for the year ended 31 January 2021 and the corporation tax liability for that year reduced by £11,669 as a result. The comparatives have been restated accordingly.

TOP GEAR (BRIDPORT) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2022

15 Prior period adjustment	(Continued)	
Reconciliation of changes in equity		
	1 February	31 January
	2020	2021
	£	£
Adjustments to prior year		
Stock	-	(50,000)
Administrative expenses	-	(61,416)
Tax	-	21,169
	<hr/>	<hr/>
Total adjustments	-	(90,247)
Equity as previously reported	1,120,492	1,136,102
	<hr/>	<hr/>
Equity as adjusted	1,120,492	1,045,855
	<hr/> <hr/>	<hr/> <hr/>
Analysis of the effect upon equity		
Profit and loss reserves	-	(90,247)
	<hr/> <hr/>	<hr/> <hr/>
Reconciliation of changes in profit for the previous financial period		
		2021
		£
Adjustments to prior year		
Stock		(50,000)
Administrative expenses		(61,416)
Tax		21,169
		<hr/>
Total adjustments		(90,247)
Profit as previously reported		244,022
		<hr/>
Profit as adjusted		153,775
		<hr/> <hr/>
