

Company Registration No. 00025088

**First West of England Limited**

**Annual Report and Financial Statements**

**For the 52 week period ended 25 March 2023**

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# **First West of England Limited**

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# First West of England Limited

## Strategic report

The directors have pleasure in submitting their strategic report for the 52 week period ended 25 March 2023.

### Principal activities

The company's principal activities are the provision of bus and coach operations in the west of England.

### Business review

As shown in the company's profit and loss account, the company's turnover was £109.7 million compared to £105.4 million in the prior period. Turnover has been bolstered by an increase in underlying passenger numbers from the prior period. Passenger volumes have benefited from the £2 fare cap scheme which has stimulated demand since its introduction in January 2023. Under the scheme, operators agree a reimbursement schedule in advance with the Department for Transport (DfT) and local transport authority (LTA) based on the projected cost to the operator for charging a flat £2 fare for journeys that would otherwise have cost more. Turnover received from the DfT/LTA in respect of the scheme was £3.0 million (2022: £nil).

The company has been successful in winning new contracts, and the existing contract with Bristol airport has led to increased revenue as air travel returns to more normal levels following the pandemic.

These benefits have been partially offset in other turnover from government funding. Therefore, turnover levels aren't directly comparable as they were supported by changing government funding schemes. The company was able to claim funding under the Bus Recovery Grant (BRG) in the period. This replaced the COVID-19 Bus Service Support Grant in August 2021. Government funding under the BRG of £13.9 million (2022: CBSSG/BRG of £26.5 million) is included within turnover, as disclosed in note 3.

Operating profit increased from £0.4 million to £8.7 million. Staff costs significantly decreased as headcount was reduced due to driver shortages. This was offset by an increase in agency costs for temporary staff. Insurance costs decreased by £5.4 million compared to the prior period, due to a lower level of claims made. In the prior period there was a £2.4 million impairment of an intercompany receivable during the period which was no longer considered recoverable, plus dilapidations charges of £1.0 million. The combined result is a significantly increased operating profit for the year.

Other operating income of £4.7 million (2022: £7.3 million), as set out in note 6, includes additional government funding in respect of the Bus Service Operators Grant (BSOG), and, in the prior period only, the Coronavirus Job Retention Scheme (CJRS).

The balance sheet shows the company's financial position at the period end. Net assets have decreased from £13.7 million to £11.1 million in the current period. This is due to the actuarial loss of £9.1 million (after deferred taxation) in relation to the defined benefit pension scheme and a profit after taxation for the period of £6.5 million being transferred to reserves.

Capital expenditure in the period, including transfers from other group companies, was £13.3 million (2022: £6.7 million). Further details are set out in note 11.

The key performance indicators for the company are turnover, net assets and operating profit, which have been discussed above, and sustainability and safety KPIs discussed below. The company's directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. FirstGroup plc ("the group") manages its operations on a divisional basis. The performance of the UK Bus Division of FirstGroup plc, which includes the company, and the key performance indicators for the group are discussed in the group's Annual Report which does not form part of this report. Details of where the group's Annual Report can be found are set out in note 22.

Safety remains the highest priority. The directors are continuously developing and improving processes to ensure that a 'Safety First' culture is embedded throughout the company and strive to make our services as safe as possible for our customers and staff. Safety as a key performance indicator is discussed for the group as a whole in the group's Annual Report.

Sustainability is also a focus for the group. As part of the Mobility Beyond Today sustainability framework, the UK Bus Division is committed to operating a zero emission First Bus fleet by 2035. Sustainability as a key performance indicator is discussed for the group and division in the group's Annual Report.

# **First West of England Limited**

## **Strategic report (continued)**

### **Future developments**

The trading environment for the next 12 months is set to be relatively challenging as it is now clear there has been a marked change in customer travel patterns and the cost of living crisis is having an impact.

The directors are hopeful of a resilient financial performance despite the fact that the government funding streams introduced to support the company's revenues during the pandemic have now ceased. The company undertook a new operating model as part of the BRG scheme, focusing on commercially viable routes and leading to a stronger business coming out of the funding period. The company continues to work very closely with local authority partners to ensure the necessary network resets are undertaken in the most sustainable way to continue to serve our communities, with constant adjustment likely as the macroeconomic positions change and evolve.

The success of the government backed £2 fare cap scheme is expected to continue, with the announcement that this scheme will be extended until December 2024.

It is clear however that the current economic climate, including the high rate of inflation and cost of living crisis, will have further impact on travel patterns, driver availability and operating costs in the short to medium term.

### **Going concern**

At 25 March 2023, the company had an overdraft of £1.5 million (2022: £0.1 million), net current liabilities of £33.7 million (2022: £26.9 million), net assets of £11.1 million (2022: £13.7 million) and made a profit after taxation of £6.5 million (2022: loss after taxation of £1.9 million).

A going concern assessment has been performed for the UK Bus Division as a whole, which shows positive operating cashflows for a period of at least 12 months from the date of signing the financial statements. The base case assumes growth in passenger volumes as a result of the natural return to daily patronage that has been witnessed post-pandemic. A severe but plausible downside scenario was also considered with passenger volume growth being slowed and continued inflation risk. The directors believe that the likelihood of an extreme downside scenario leading to failure by the company to meet its obligations as they fall due is remote.

The assessment is performed at a divisional level, as while there are standalone entities, the division, of which the company forms part, operates as a whole. A letter of support has been received from the ultimate parent company, FirstGroup plc ("the group"), that allows for the flow of funds around the group. Therefore, there is the intention to make available such funds as may be required to enable the company to meet its obligations for a period of at least 12 months from signing of the financial statements.

### **Section 172(1) statement**

The directors have a duty to promote the success of the company for the benefit of its members as a whole. The directors of the company understand the need to have regard to the views and interests of wider stakeholders when assessing the consequences of a decision over the longer term.

FirstGroup plc's key stakeholders, as identified in the group's Annual Report are customers, investors, government, our people, communities and strategic partners and suppliers. The directors of First West of England Limited confirm that its key stakeholders are the same as those of FirstGroup plc.

Further details on how the directors engage with them are set out below.

- **Customers**

The company conducts regular customer and passenger satisfaction surveys to identify what customers feel is done well and what can be improved, and has robust customer feedback processes through online and traditional channels.

- **Investors**

FirstGroup plc engages with investors through various means, including monthly updates from the Chief Executive and regular communications on the website. The group also has an Investor Relations team who are available to discuss the Group's strategy with major shareholders at any time. The company provides input into the engagement that FirstGroup plc has with investors where relevant.

# First West of England Limited

## Strategic report (continued)

### Section 172(1) statement (continued)

- **Government**

The company works closely with local authorities to pursue formal and informal partnerships which help to deliver better services through measures which cut road congestion and give priority to buses. Other key areas of focus for the directors are compliance with laws and regulations and health and safety. The board is updated on legal and regulatory developments and takes these into account when considering future actions. The company made no political donations in the current or previous period.

- **Communities**

At a group level engagement with the community is driven through targeted engagement plans and activities, community investment, charitable engagement and employee volunteering. Feedback from the community is achieved through regular surveys at group and local level where applicable.

- **Our people**

Engagement with our people is achieved through formal and informal consultation meetings with both employees and trade union representatives (where appropriate), and the inclusion of an employee director on FirstGroup plc's board of directors. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests. Further details can be found in the Directors' Report.

- **Strategic partners and suppliers**

The company understands that collaboration with strategic partners and suppliers enables best practice to be established. The company engages with partners and suppliers through regular formal and informal dialogue, collaboration in cross-industry forums and by adhering to the highest ethical and sustainability standards. The group has responded rapidly to mitigate potential disruption to our supply chain during the coronavirus pandemic, and a dedicated procurement taskforce was set up to review and manage coronavirus risks to our supply chains across the group.

Further details on how the group as a whole has discharged their duties under section 172(1) are discussed in the group's Annual Report which does not form part of this report. Details of where the group's Annual Report can be found are set out in note 22.

### **Principal risks and uncertainties**

There are a number of potential risks and uncertainties that could have an impact on the company's long-term performance. The directors have established an ongoing process for identifying, evaluating and managing the significant risks and uncertainties faced by the company and continue to assess these on a regular basis in the light of internal and external events.

Specific business risks faced by the company include the following:

#### ***Competition risk***

The company faces the risk of loss of customers through other bus companies providing improved services or more competitive pricing. Management mitigates the competitive pressure by monitoring competitors' behaviour and strategies to ensure that the company acts appropriately under current market conditions.

#### ***Legal and regulatory risk***

The directors are aware of the continual change in laws and other regulations and the increasing costs of compliance. The directors conduct regular reviews of safety procedures, equipment specifications, employment requirements, environmental procedures, insurance coverage and other areas to ensure they are appropriate and operating effectively.

#### ***Litigation and claims risk***

The company has three main insurance risks, third party claims arising from vehicle and general operations, employee injuries and property damage. FirstGroup plc has a very strong focus on safety, as one of its core values. The promotion of a 'Safety First' culture at all levels throughout the business minimises insurance premiums and other related claims.

# First West of England Limited

## Strategic report (continued)

### Principal risks and uncertainties (continued)

#### *Labour cost and employee relations and retention risk*

Labour costs represent the most significant element of the company's operating costs. The directors continue to monitor employee recruitment, training, personal development and remuneration to ensure the company attracts and retains the right people.

To retain the right people the company believes that good communication with employees is effected through regular briefing and negotiating meetings between the directors, the senior management and employee representatives on the central and depot negotiating committees. The briefing meetings enable senior management to consult employees and to ascertain their views on matters likely to affect their interests.

The company recognises its obligations to give disabled people full and fair consideration for all vacancies within the statutory medical requirements for certain grades of staff. Wherever reasonable and practicable, the company will retain newly disabled employees and at the same time provide full and fair opportunities for the career development of disabled people.

Details of the number of employees and related costs can be found in note 4 to the financial statements.

#### *Fuel cost risk*

Fuel costs represent a significant proportion of the company's cost base. Fuel prices are directly influenced by international, political and economic circumstances as well as natural disasters. Wherever possible, the group seek to minimise the operational and financial impact of such events through fixed price forward contracts and other operational efficiency measures.

#### *Environmental risk (including climate change)*

FirstGroup plc recognises the importance of its environmental policies, monitors its impact on the environment, and designs and implements policies to reduce any damage that might be caused by the group's activities. The company operates in accordance with group policies, which are described in the group's Annual Report, which do not form part of this report. Initiatives designed to minimise the company's impact on the environment include safe disposal of waste, recycling and reducing energy consumption.

Through our core business activities, we are committed to providing a safe, good quality, reliable and cost effective public transport to all our customers. Our core business strategy is to increase customer numbers and encourage a greater move towards the use of bus transport. This will support the needs of society to achieve more sustainable travel. We recognise the environmental impacts arising from our business activities and are committed to reducing these through effective environmental management.

#### *Economic risk*

Economic risks to the business include increased costs due to inflation, changing customer needs, declining passenger demand and reduced operations due to industrial actions. The less certain economic outlook could have a negative impact on our businesses in terms of reduced demand and reduced opportunities for growth. Whilst passenger demand has been stable and is continuing to improve from the impact of the pandemic, there is no certainty of passenger volumes continuing to recover. The company will continue to focus on innovative transport solutions, by adapting to market uncertainties and to drive demand, and to focus on controlling costs to ensure it remains competitive.

Approved by the board of directors and signed on its behalf by:



C Brown  
Director

10 November 2023

# First West of England Limited

## Directors' report

The directors have pleasure in submitting their annual report and audited financial statements for the 52 week period ended 25 March 2023.

### Results and dividends

The results for the financial period are given in the profit and loss account on page 11.

No ordinary dividends were paid during the period (2022: £nil). The directors do not recommend the payment of a final dividend (2022: £nil).

### Directors

The directors who held office throughout the period and, up to the date of signing the financial statements are as follows:

C Brown	
D B Claringbold	
A S Jarvis	Appointed 21 November 2022
R L Northey	Resigned 21 November 2022
R Pymm	Resigned 21 November 2022
S J Scott	Resigned 1 April 2022
C P Hanson	Resigned 21 November 2022
J A Thompson	Resigned 21 November 2022

### Directors' and officers' liability insurance

Directors' and officers' liability insurance is taken out by FirstGroup plc, the company's ultimate parent undertaking, for the benefit of the directors and officers of the company, which remained in place throughout the period and up to the date of signing of the financial statements.

### Strategic report

In accordance with the Companies Act 2006, section 414C(11) the directors have chosen to include details of future developments in the strategic report rather than the directors' report.

### Research and development

The company undertakes Research and Development (R&D) activities, primarily in the engineering department, with the support of the centralised functions in the UK Bus Division and the group. External advisors are contracted to review such activities by consulting with project managers in order to confirm R&D activity for Research and Development Expenditure Credit (RDEC) claims. The company incurs R&D costs primarily within staffing costs, utilities and consumables directly attributable to each qualifying project in accordance with the Department for Business, Energy and Industrial Strategy (BEIS) R&D Guidelines.

### Financial risk management objectives and policies

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 trade and intercompany debtors.

The credit risk on liquid funds is limited because the counterparties are banks.

The directors do not consider there to be any immediate risk associated with intercompany balances as these are managed for the group as a whole by FirstGroup plc.

The company's credit risk is primarily attributable to trade debtors. The amounts presented in the balance sheet are net of provisions for doubtful debts. The company has no significant concentration of credit risk, with exposure spread over a large number of customers. Although certain risks, for example fuel price, are hedged on a group basis, the company does not directly enter into any derivative financial instruments.

# **First West of England Limited**

## **Directors' report (continued)**

### **Financial risk management objectives and policies (continued)**

#### ***Liquidity risk***

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the company uses intercompany finance.

It is the company's policy to abide by the payment terms agreed with suppliers whenever it is satisfied that the supplier has provided the goods and services in accordance with agreed terms and conditions. A number of significant purchases, such as commitments under operating leases are paid by direct debit.

#### **Disabled employees**

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the group continues and that appropriate training is arranged. It is the policy of the group and the company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

#### **Stakeholder engagement**

##### ***Employees***

The group places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the group and the company. This is achieved through formal and informal consultation meetings with both employees and trade union representatives (where appropriate), and the inclusion of an employee director on FirstGroup plc's board of directors. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests.

A HMRC approved Share Incentive Plan (SIP) share plan is operated which is open to all employees. This allows employees to purchase FirstGroup plc shares each month from gross earnings. Matching shares are awarded on a two for three basis on the first £30 contributed each month.

##### ***Other stakeholders***

The directors of the company understand the need to have regard to the views and interests of customers, investors, government, our people, communities and strategic partners and suppliers when assessing the consequences of a decision over the longer term. Details of how the company engages with them is included within the strategic report.

#### **Streamlined energy and carbon reporting (SECR)**

The company is exempt from the Streamlined Energy and Carbon Reporting (SECR) regulations on the basis that it is a UK subsidiary whose results are included in the group's Annual Report. Details of where the group's Annual Report can be found are set out in note 22.

#### **Audit information**

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 auditors are unaware; and
- the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are 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.

#### **Independent auditors**

PricewaterhouseCoopers LLP, the company's independent auditors, have expressed a willingness to continue as independent auditors for the year commencing 26 March 2023, and have been re-appointed from this date.



# **First West of England Limited**

## **Directors' report (continued)**

### **Statement of directors' responsibilities in respect of the financial statements**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom generally accepted accounting practice (United Kingdom Accounting Standards, comprising FRS 102 'The financial reporting standard applicable in the UK and Republic of Ireland', and applicable law).

Under company law, 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 the financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently.
- State whether applicable United Kingdom Accounting Standards, comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements.
- Make judgements and accounting estimates that are reasonable and prudent; 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

Approved by the board of directors and signed on its behalf by:



C Brown  
Director

10 November 2023

# Independent auditors' report to the members of First West of England Limited

## Report on the audit of the financial statements

### Opinion

In our opinion, First West of England Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 25 March 2023 and of its profit for the 52 week period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the balance sheet as at 25 March 2023; the profit and loss account, the statement of comprehensive income and the statement of changes in equity for the period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

# Independent auditors' report to the members of First West of England Limited (continued)

## Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

## Strategic report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the period ended 25 March 2023 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

## Responsibilities for the financial statements and the audit

### Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK employment law, public service vehicle operator licensing and health and safety legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those

# Independent auditors' report to the members of First West of England Limited (continued)

laws and regulations that have a direct impact on the financial statements such as the UK Companies Act 2006, the Bus Recovery Grant and UK tax laws. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to manipulate financial performance and management bias in determining significant accounting estimates. Audit procedures performed by the engagement team included:

- Enquiring with management and those charged with governance to understand the relevant laws and regulations applicable to the company, and their assessment of fraud related risks;
- Evaluation of management's controls designed to prevent and detect fraudulent financial reporting;
- Identifying and testing journal entries using a risk-based targeting approach for unusual account combinations that could impact revenue and EBITDA;
- Challenging assumptions and judgements made by management in determining significant accounting estimates including insurance provisions, the useful lives of property, plant and equipment, the assumptions within the property, plant and equipment impairment assessments, and the assumptions underpinning the defined benefit pension obligation; and
- Reviewing financial statement disclosures and testing to supporting documentation, where appropriate, to assess compliance with applicable laws and regulations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

## Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

## Other required reporting

### Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

*Victoria Coe*

Victoria Coe (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Leeds  
10 November 2023

# First West of England Limited

## Profit and loss account

For the 52 week period ended 25 March 2023

	Note	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Turnover	3	109,728	105,355
Operating costs		(105,685)	(112,271)
Other operating income	6	4,695	7,338
<b>Operating profit</b>	7	8,738	422
Net finance costs	8	(258)	(753)
<b>Profit/(loss) before taxation</b>		8,480	(331)
Tax on profit/(loss)	9	(1,953)	(1,578)
<b>Profit/(loss) for the financial period</b>		6,527	(1,909)

All activities relate to continued operations.

## Statement of comprehensive income

For the 52 week period ended 25 March 2023

	Note	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Profit/(loss) for the financial period		6,527	(1,909)
Remeasurement (loss)/gain recognised on net defined pension asset	20	(12,071)	10,979
Movement on deferred tax relating to pension asset	17	3,018	(1,395)
Other comprehensive (expense)/ income		(9,053)	9,584
<b>Total comprehensive (expense)/ income for the financial period</b>		(2,526)	7,675

# First West of England Limited

## Balance sheet

As at 25 March 2023

	Note	25 March 2023		26 March 2022	
		£000	£000	£000	£000
<b>Fixed assets</b>					
Intangible assets	10		-		5
Tangible assets	11		66,070		66,515
Investments	12		-		-
			<u>66,070</u>		<u>66,520</u>
<b>Current assets</b>					
Stocks	13	1,207		1,198	
Debtors	14	17,655		33,466	
Pension asset - due after one year	20	766		12,848	
Cash at bank and in hand		<u>750</u>		<u>-</u>	
		<u>20,378</u>		<u>47,512</u>	
<b>Creditors: amounts falling due within one year</b>	15	<u>(54,066)</u>		<u>(74,428)</u>	
<b>Net current liabilities</b>			<u>(33,688)</u>		<u>(26,916)</u>
<b>Total assets less current liabilities</b>			32,382		39,604
<b>Creditors: amounts falling due after more than one year</b>	15		(7,601)		(12,689)
<b>Provisions for liabilities</b>	16		(13,646)		(13,254)
<b>Net assets</b>			<u>11,135</u>		<u>13,661</u>
<b>Capital and reserves</b>					
Called up share capital	18		20,500		20,500
Revaluation reserve			1,174		1,182
Profit and loss account			(10,539)		(8,021)
<b>Total shareholders' funds</b>			<u>11,135</u>		<u>13,661</u>

The notes on pages 14 to 32 are an integral part of these financial statements.

The financial statements on pages 11 to 32 were approved by the board of directors 10 November 2023 and signed on its behalf by:



C Brown  
Director

# First West of England Limited

## Statement of changes in equity

For the 52 week period ended 25 March 2023

	Called up share capital £000	Revaluation reserve £000	Profit and loss account £000	Total shareholders' funds £000
As at 28 March 2021	20,500	1,190	(15,734)	5,956
Loss for the financial period	-	-	(1,909)	(1,909)
Other comprehensive income	-	-	9,584	9,584
Total comprehensive income	-	-	7,675	7,675
Transfer of additional depreciation on property	-	(8)	8	-
Share-based payments	-	-	30	30
As at 26 March 2022 and 27 March 2022	20,500	1,182	(8,021)	13,661
Profit for the financial period	-	-	6,527	6,527
Other comprehensive expense	-	-	(9,053)	(9,053)
Total comprehensive expense	-	-	(2,526)	(2,526)
Transfer of additional depreciation on property	-	(8)	8	-
As at 25 March 2023	20,500	1,174	(10,539)	11,135

# First West of England Limited

## Notes to the financial statements

### For the 52 week period ended 25 March 2023

#### 1. Principal accounting policies

The accounting policies have been applied consistently throughout the current and preceding period.

##### General information and basis of preparation

First West of England Limited is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. The company's registered office is Enterprise House, Easton Road, Bristol, BS5 0DZ. The nature of the company's operations and its principal activities are set out in the strategic report.

The financial statements for the period ended 25 March 2023 include the results and financial position of the company as at and for the 52 weeks ended 25 March 2023.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value. The financial statements have been prepared in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council, and in accordance with the requirements of the Companies Act 2006.

The functional currency of First West of England Limited is pound sterling because that is the currency of the primary economic environment in which the company operates.

The company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its financial statements. The company is consolidated in the financial statements of its ultimate parent, FirstGroup plc, which may be obtained at 395 King Street, Aberdeen, AB24 5RP.

The company has elected to take the following exemptions:

- not to present the company's statement of cash flows, on the basis that FirstGroup plc includes the company's cash flows in its consolidated financial statements [1.12(b)];
- a reconciliation of the number of shares outstanding at the beginning and end of the period [4.12(a)(iv)];
- financial instrument disclosures as included in FirstGroup plc consolidated financial statements [11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A];
- disclosure requirements of Section 26 in respect of share-based payments as provided in FirstGroup plc consolidated financial statements [26.18(b), 26.19–26.21, and 26.23]; and
- key management personnel compensation in total [33.7].

The numerical references in the bullet points above refer to the disclosure requirements in the respective paragraphs under FRS 102.

##### Going concern

At 25 March 2023, the company had an overdraft of £1.5 million (2022: £0.1 million), net current liabilities of £33.7 million (2022: £26.9 million), net assets of £11.1 million (2022: £13.7 million) and made a profit after taxation of £6.5 million (2022: loss after taxation of £1.9 million).

A going concern assessment has been performed for the UK Bus Division as a whole, which shows positive operating cashflows for a period of at least 12 months from the date of signing the financial statements. The base case assumes growth in passenger volumes as a result of the natural return to daily patronage that has been witnessed post-pandemic. A severe but plausible downside scenario was also considered with passenger volume growth being slowed and continued inflation risk. The directors believe that the likelihood of an extreme downside scenario leading to failure by the company to meet its obligations as they fall due is remote.

The assessment is performed at a divisional level, as while there are standalone entities, the division, of which the company forms part, operates as a whole. A letter of support has been received from the ultimate parent company, FirstGroup plc ("the group"), that allows for the flow of funds around the group. Therefore, there is the intention to make available such funds as may be required to enable the company to meet its obligations for a period of at least 12 months from signing of the financial statements.



# First West of England Limited

## Notes to the financial statements (continued)

### For the 52 week period ended 25 March 2023

#### 1. Principal accounting policies

##### Group financial statements

Under the provisions of section 400 of the Companies Act 2006, and in accordance with paragraph 1.12 of Financial Reporting Standard 102, the company is exempt from preparing consolidated financial statements by virtue of the fact that the company is a subsidiary of another company which prepares group financial statements. The financial statements therefore present information about the company as an individual undertaking and not as a group.

##### Tangible assets and depreciation

Tangible assets are stated at cost, net of depreciation and any provision for impairment. Transfers in from other group companies have NBV as the deemed cost. Transfers out to other group companies are at gross cost and accumulated depreciation.

Depreciation is provided to write off the cost less residual value of tangible assets over their estimated useful economic lives as follows:

##### Buildings:

Freehold buildings	-	50 years straight-line
Long leasehold buildings	-	50 years straight-line

##### Passenger carrying vehicle fleet:

Double and single decks	-	15 to 17 years straight-line
Coaches	-	7 or 12 years straight-line
Midibuses	-	12 or 15 years straight-line
Minibuses	-	9 years straight-line
Other plant and equipment	-	3 to 15 years straight-line

No depreciation is provided on freehold land.

Residual value represents the estimated amount which would currently be obtained from disposal of an asset, after deducting estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life.

##### Intangible assets

Computer software is recognised separately as an intangible asset and is carried at cost less accumulated amortisation and accumulated impairment losses. Costs include software licences, website development, costs attributable to the development, design and implementation of the computer software and internal costs directly attributable to the software.

Intangible assets have a residual value of nil and are amortised on a straight-line basis over their estimated useful economic lives of 3-5 years.

##### Impairment of tangible assets

Assets are assessed for indicators of impairment at each balance sheet date within The UK Bus Division cash-generating unit (CGU) (see note 2 for details of critical judgements). If there is objective evidence of impairment, an impairment loss is recognised in profit or loss.

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss previously recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

##### Investments in subsidiary companies

Investments in subsidiary companies are shown at cost less provision for impairment.

# **First West of England Limited**

## **Notes to the financial statements (continued) For the 52 week period ended 25 March 2023**

### **1. Principal accounting policies (continued)**

#### **Pension costs**

For all schemes, in some periods the balance sheet date may differ from the valuation date but, where the difference is immaterial, no adjustment is made.

#### **Group schemes**

##### **FirstGroup UK Bus Scheme**

The company participates in a group defined benefit scheme, the First UK Bus Pension Scheme, which is held in separately administered funds. The funding level of the scheme on 5 April 2017 failed to reach a pre-agreed funding level, and as such, the scheme closed to defined benefit accrual on 5 April 2018.

This scheme has been allocated across all participating employing entities based on the proportion of pensionable pay relating to the members employed by that entity as at 31 March 2018.

##### **FirstGroup Pension Scheme**

The amounts charged to operating profit regarding the defined benefit scheme are the current service costs and gains and losses on settlements and curtailments. They are included as part of staff costs. Past service costs are recognised immediately in the profit and loss account if the benefits have vested. If the benefits have not vested immediately, the costs are recognised over the period until vesting occurs. The interest costs and the expected return on the assets are shown as a net amount as other financial costs or credits included within interest payable. Actuarial gains and losses are recognised immediately in the statement of comprehensive income. Pension scheme assets are measured at fair values and liabilities are measured on an actuarial basis using the projected unit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities.

The actuarial valuations are obtained at least triennially and are updated at each balance sheet date each year for the purposes of inclusion in the financial statements under FRS 102. The last formal actuarial valuation was at 5 April 2021.

The company participates in a group multi-employer defined benefit scheme, the FirstGroup Pension Scheme. This scheme is disclosed in FirstGroup Holdings Limited's financial statements and is funded separately by defined contributions which have been expensed to the profit and loss account of FirstGroup Holdings Limited during the period to 25 March 2023. There is no charge in the company's profit and loss. The assets and liabilities of the scheme are held separately and cannot be allocated out; accordingly, the scheme is treated as a defined contribution scheme in the financial statements.

#### **Defined contribution pension scheme**

The company operates a defined contribution pension scheme. Payments to the defined contribution scheme are charged as an expense as they fall due. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments. There is no legal or constructive obligation to pay additional contributions into the defined contribution scheme if the fund has insufficient assets to pay all employees' benefits relating to employee service in the current and prior periods.

#### **Capital grants**

Capital grants relating to tangible assets are held in creditors and released to the profit and loss statement through grant amortisation over the expected useful lives of the assets concerned. Capital grants are not recognised until there is a reasonable assurance that the company will comply with the conditions to them and that the grant will be received.

#### **Cash at bank and in hand**

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts.

# **First West of England Limited**

## **Notes to the financial statements (continued)**

### **For the 52 week period ended 25 March 2023**

#### **1. Principal accounting policies (continued)**

##### **Leases and hire purchase**

Assets held under finance leases, which are those leases where substantially all the risks and rewards of ownership of the asset have passed to the company, and under hire purchase contracts are recorded in the balance sheet as tangible assets. Depreciation is provided on these assets over their estimated useful lives or lease term, as appropriate.

Finance lease contract liabilities are secured on the assets to which they relate. Future obligations under finance leases and hire purchase contracts are included in creditors, net of finance charges. Payments are apportioned between the finance element, which is charged to the profit and loss account as interest, and the capital element, which reduces the outstanding obligations. The finance charges are calculated in relation to the reducing amount of obligations outstanding and are charged to the profit and loss account on the same basis.

All other leases are operating leases and the rental charges are taken to the profit and loss account on a straight-line basis over the life of the lease.

##### **Taxation**

UK corporation tax is provided at amounts expected to be paid (or recovered) using tax rates and laws that have been enacted or substantively enacted by the balance sheet date. The taxation liability is reduced wholly or in part by the surrender of losses by group undertakings. The tax benefits arising from group relief are recognised in the financial statements of the surrendering undertaking.

The charge for taxation is based on the result for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted. Deferred tax is measured at the average tax rates that are expected to apply in the periods 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.

##### **Government grants and subsidies**

Government grants are recognised based on the accrual model and are measured at the fair value of the asset received or receivable. Amounts receivable for tendered services and concessionary fare schemes are included in turnover. Grant income is credited to deferred income and is released to the profit and loss account over the estimated useful lives of the assets to which they relate. The grant income is netted off against operating costs.

The CBSSG was replaced by the BRG in August 2021. The BRG is a grant payable to bus operators in respect of commercial services in return for making available sufficient capacity to run an agreed level of commercial miles. The grant income is shown as other turnover.

In the prior period, the company received funds to cover payroll costs under the Coronavirus Job Retention Scheme (CJRS). The level of costs eligible under the scheme is determined by the terms and conditions set out by the UK government. This is recognised within other operating income.

##### **Stocks**

Stocks are stated at the lower of cost and net realisable value. Cost is calculated using the weighted average cost method. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

##### **Turnover recognition**

UK Bus turnover principally comprises amounts receivable from ticket sales and concessionary fare schemes. Ticket sales are recognised in the period in which the service is provided, and refunds recognised as paid. Concessionary amounts are recognised in the period in which the service is provided based on a predetermined formula as agreed with the relevant local authority. Other bus and services revenue from contracts with government bodies and similar organisations, including the £2 fare cap scheme, are recognised as the services are provided.

CBSSG and BRG are recognised within turnover as 'other turnover'. CBSSG and BRG income are recognised in the period in which the services are provided, and relevant costs incurred, based on the terms and conditions set out by the UK government.

The income received from the CBSSG, BRG and £2 fare cap schemes is treated as turnover rather than other operating income. The basis of the funding is driven by the principal activity of the company, the provision of bus operations, and so it is considered appropriate to treat this as revenue.

# **First West of England Limited**

## **Notes to the financial statements (continued) For the 52 week period ended 25 March 2023**

### **1. Principal accounting policies (continued)**

#### **Financial instruments**

Financial instruments are accounted for using Sections 11 & 12 of Financial Reporting Standard 102 - Financial Instruments.

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, financing arrangements from banks and other third parties and balances due to and from related parties.

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument.

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### **Other operating income**

Income from the Coronavirus Job Retention Scheme (CJRS) and Bus Service Operators Grant (BSOG) is recognised within other operating income. CJRS income is recognised in the period in which the relevant staff costs are incurred, based on the terms and conditions set out by the UK government. BSOG is recognised in the period in which the relevant fuel costs are incurred.

#### **Share-based payments**

The company's parent issues equity-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the group's estimate of the shares that will eventually vest, and is adjusted for the effects of non-market based vesting conditions.

The group has allocated the expense amongst its trading subsidiary undertakings based on the number of employees participating in the scheme. The company has recognised a total expense in the statement of changes in equity of £nil (2022: £30,000) relating to equity-settled share-based payment transactions.

#### **Provisions**

Provisions are recognised when the group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

#### **Insurance provision**

FirstGroup plc's policy is to self-insure high frequency, low value claims within the businesses. To provide protection above these types of losses, cover is obtained through third-party insurance policies. The total provision is allocated to each subsidiary company based on the estimated cost of settling uninsured claims for incidents occurring prior to the balance sheet date within that company.

#### **Accrued income**

Services provided during the financial period, which are not yet invoiced to the customer, are recognised as accrued income.

# First West of England Limited

## Notes to the financial statements (continued)

### For the 52 week period ended 25 March 2023

#### 2. Critical accounting estimates and judgements

In the process of applying the accounting policies which are described above, management has made the following judgments and estimates that have the most significant effect on the amounts recognised in the financial statements.

##### *Critical accounting estimates*

###### **Useful lives of assets**

At the end of each financial reporting period, management review the useful lives of both intangible and tangible assets. This review considers any changes in their condition, technology and other factors, that might impact the remaining useful lives.

###### **Impairment of tangible assets**

The carrying values of the company's tangible assets, including passenger carrying vehicles, are reviewed at each balance sheet date to determine whether there is any indication of impairment. Particularly in relation to passenger carrying vehicles, management consider the future plans for the company and fellow subsidiaries in determining whether there is a use for the asset in the future. If any indication of impairment exists, the recoverable amount of the asset is estimated. An impairment is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

The recoverable amount of the UK Bus Divisional cash-generating unit (CGU) was determined using a value-in-use calculation which required the use of assumptions. The calculations use cash flow projections based on financial budgets approved by the directors covering a two-year period. Cash flows beyond the two-year period are extrapolated using an estimated growth rate.

Key sources of estimation uncertainty include growth rate, passenger numbers and future costs due to the impact on inflation. The key assumption in the value-in-use calculation is the budgeted gross margin.

The carrying value of the company's tangible assets is £66.1 million (2022: £66.5 million).

###### **Inter-company debtors**

Management assesses the recoverability of the inter-company debtors, based on the financial position of each company and the support provided by the group to assess if the debts are likely to be repaid.

###### **Trade and other debtors**

Management assesses at the end of each year, the recoverability of trade and other debtors, and the need for any provisions, to ensure the year end values are the best estimates available.

###### **Provision for doubtful debts**

Trade and other debtors are categorised by age and risk each period. A sliding percentage scale is assigned to calculate the provision for each debt at intervals of greater than three months, six months and 12 months. Management will then assess the calculation to adjust for circumstances in which each specific debtor should have greater or less provision booked.

###### **Defined benefit pension arrangements**

Measurement of defined benefit pension obligations requires estimation of a suitable discount rate, the expected return on scheme assets, expected rate of inflation of future salary and pension costs along with assumptions about mortality rates. The most significant of these are the discount rate and inflation rate assumptions.

The current market volatility and fundamental economic uncertainties have resulted in difficulties in valuing certain assets of the pension schemes that are not listed on public markets (e.g. property, infrastructure, private debt). Where asset valuations were not provided prior to the production of this report, we have consulted with investment managers and actuarial advisers in estimating adjustments to asset values where appropriate. Further details are set out in note 20.

The net pension asset, before deferred tax, as at the balance sheet date was £0.8 million (2022: £12.8 million) as set out in note 20.

###### **Self-insurance**

Provision is made for all known incidents for which there is self-insurance using management's best estimate of the likely settlement of these incidents. The estimated settlement is reviewed on a regular basis with independent actuarial advice and the amount provided is adjusted as required. The entity's total self-insurance provisions as at the balance sheet date were £10.2 million (2022: £10.2 million) as set out in note 16.

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 2. Critical accounting estimates and judgements (continued)

#### *Critical accounting judgements*

##### **UK Bus Division as a cash-generating unit**

The determination of a cash-generating unit (CGU) for assessing fixed asset recoverable value requires judgement. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

Assets, primarily passenger carrying vehicles, move freely within the division and are frequently transferred between statutory entities according to each entity's operational requirements. A cascade plan is managed and determined divisionally. Furthermore, the group considers the cash flows of the total division in monthly management reviews.

It is therefore the directors' judgement that cash flows in each entity are not considered to be largely independent due to the assets being transferred between entities, and therefore the UK Bus Division is considered to be the lowest level CGU.

### 3. Turnover

Turnover represents the amounts receivable for services supplied to customers during the period and amounts receivable for tendered services and concessionary fare schemes.

Other turnover represents government funding received through the BRG scheme of £13,867,000 (2022: £26,500,000 through the CBSSG and BRG schemes) and miscellaneous turnover of £2,156,000 (2022: £1,965,000).

The whole of the turnover derives from the company's principal activities within the United Kingdom.

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Provision of passenger transport services	90,722	76,890
Funding in respect of £2 fare cap scheme	2,983	-
Other turnover	16,023	28,465
	<u>109,728</u>	<u>105,355</u>

### 4. Employee numbers and costs

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

	52 weeks ended 25 March 2023 No.	52 weeks ended 26 March 2022 No.
Drivers	1,108	1,232
Maintenance and traffic	219	228
Administration	36	36
	<u>1,363</u>	<u>1,496</u>

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 4. Employee numbers and costs (continued)

The aggregate payroll costs of these persons were as follows:

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Wages and salaries	42,916	47,611
Social security costs	4,115	4,117
Other pension costs: defined benefit scheme	395	332
Other pension costs: defined contribution scheme	1,335	1,439
Share-based payments	-	30
	<u>48,761</u>	<u>53,529</u>

The total pension costs above include costs relating to participation in the FirstGroup plc defined contribution scheme, as well as the defined benefit schemes set out in note 20.

### 5. Directors' remuneration

Six directors (2022: three) are employed by other FirstGroup companies and received remuneration from those companies totalling £519,000 (2022: £107,000).

The remuneration of the directors who were remunerated by the company during the period was as follows:

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Aggregate emoluments	66	475
Company contributions to pension schemes	3	46
	<u>69</u>	<u>521</u>

The emoluments of the highest paid director in the prior period amounted to:

	52 weeks ended 26 March 2022 £000
Aggregate emoluments	145
Company contributions to pension schemes	23
	<u>168</u>

Of the directors remunerated by the company, retirement benefits accrue to no directors (2022: none) under defined benefit schemes and to one director (2022: four) under defined contribution schemes.

Of the directors remunerated by the company, no directors (2022: none) exercised share options during the period and no directors (2022: none) became entitled to receive shares under the FirstGroup long term incentive plan.

### 6. Other operating income

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Coronavirus Job Retention Scheme	-	1,118
Bus Service Operators Grant	4,492	5,617
Rent receivable	203	603
	<u>4,695</u>	<u>7,338</u>

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 7. Operating profit

Operating profit is stated after charging/(crediting):

		52 weeks ended 25 March 2023	52 weeks ended 26 March 2022
	Note	£000	£000
Raw materials and consumables		16,825	16,971
Staff costs	4	48,761	53,529
Other operating costs		31,452	28,768
Amortisation of intangible assets	10	5	6
Depreciation	11	7,428	7,705
Impairment of tangible assets	11	288	-
Impairment of receivables (reversed)/recognised		(214)	232
Independent auditors' remuneration		124	94
Loss on sale of tangible assets		23	22
Government grants		(994)	(1,110)
Operating lease rentals		2,212	2,756
Impairment of stock recognised/(reversed)		25	(32)
Dilapidations charge (released)/recognised	16	(250)	971
Impairment of intercompany receivable		-	2,359
		<u>105,685</u>	<u>112,271</u>

There were no fees payable to PricewaterhouseCoopers LLP and their associates for non-audit services to the company during the period (2022: £nil).

Government grants disclosed above relate to the release of capital grants. See notes 3 and 6 for other government grants.

Impairment of tangible assets relates to hybrid passenger carrying vehicles which are no longer considered fit for purpose.

An intercompany receivable of £nil (2022: £2.4 million) was impaired as it is no longer considered recoverable.



# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 8. Net finance costs

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Interest payable and similar expenses	459	443
Other finance (income)/costs	(201)	310
	<u>258</u>	<u>753</u>

#### *Interest payable and similar expenses*

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Finance leases and hire purchase contracts	<u>459</u>	<u>443</u>

#### *Other finance (income)/costs*

	Note	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Net interest(income)/cost on defined benefit pension scheme	20	(384)	211
Unwinding of discount on provision	16	<u>183</u>	<u>99</u>
		<u>(201)</u>	<u>310</u>

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 9. Tax on profit/(loss)

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Current taxation		
- Group relief	82	(1,687)
- Adjustments in respect of prior periods	(94)	(22)
Total current taxation	(12)	(1,709)
Deferred taxation		
- Origination and reversal of timing differences	2,014	2,771
- Adjustment in respect of prior periods	(49)	(13)
- Impact on deferred tax arising from rate change	-	529
Total deferred taxation	1,965	3,287
Total tax charge on profit/(loss)	1,953	1,578

From 1 April 2023 the corporation tax rate will increase to 25%. Deferred tax has been provided for at 25% (2022: 25%).

In the period commencing 26 March 2023, the increase in deferred tax liability is expected to decrease the corporation tax charge for the year by £1,166,000 (2022: £1,071,000). This is primarily due to pension, depreciation and capital allowances.

The actual tax charge for the current and previous period differs from the standard rate for the reasons set out in the following reconciliation:

	52 weeks ended 25 March 2023 £000	52 weeks ended 26 March 2022 £000
Profit/(loss) before taxation	8,480	(331)
Tax on profit/(loss) before tax at standard UK corporation tax rate of 19% (2022: 19%)	1,611	(63)
Factors affecting charge		
- Expenses not deductible for tax purposes	2	481
- Adjustment in respect of prior periods	(143)	(35)
- Impact on deferred tax arising from rate change	-	530
- Impact of rate change on origination and reversal of timing differences	483	665
Total tax charge on profit/(loss)	1,953	1,578

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 10. Intangible assets

	Total £000
<b>Cost</b>	
At 27 March 2022 and 25 March 2023	28
<b>Accumulated amortisation</b>	
At 27 March 2022	23
Charge for period	5
At 25 March 2023	28
<b>Net book value</b>	
At 25 March 2023	-
At 26 March 2022	5

Amortisation of intangible assets is included in operating expenses.

### 11. Tangible assets

	Land and buildings £000	Passenger carrying vehicle fleet £000	Plant and equipment £000	Total £000
<b>Cost</b>				
At 27 March 2022	20,641	97,626	4,810	123,077
Additions	887	11,377	391	12,655
Transfers in from other group companies	-	665	-	665
Transfers out from other group companies	-	(13,886)	(7)	(13,893)
Disposals	-	(447)	-	(447)
At 25 March 2023	21,528	95,335	5,194	122,057
<b>Accumulated depreciation and impairment</b>				
At 27 March 2022	7,046	44,952	4,564	56,562
Charge for period	533	6,780	115	7,428
Impairment	-	288	-	288
Transfers out from other group companies	-	(7,862)	(7)	(7,869)
Disposals	-	(422)	-	(422)
At 25 March 2023	7,579	43,736	4,672	55,987
<b>Net book value</b>				
At 25 March 2023	13,949	51,599	522	66,070
At 26 March 2022	13,595	52,674	246	66,515

The net book value of land and buildings comprises:

	2023 £000	2022 £000
Freehold	11,733	11,405
Long leasehold	2,216	2,190
	13,949	13,595

Depreciation is not provided on the land element of freehold property which amounts to £1.8 million (2022: £1.7 million).

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 11. Tangible assets (continued)

In the current period, £4.7 million (2022: £nil) of passenger carrying vehicles were either acquired or reclassified under hire purchase contracts. The depreciation charges on these assets during the period were £1.7 million (2022: £1.3 million).

The net carrying amount of assets held under finance leases included in the passenger carrying vehicle fleet is £20.8 million (2022: £17.8 million).

### 12. Investments

	Subsidiary undertaking £
<b>Cost and net book value</b>	
At 27 March 2022 and 25 March 2023	1

The subsidiary undertaking at the end of the period, and the nature of its business is as follows:

Subsidiary undertaking	Registered office	Principal activity	Holding	%
First City Line Ltd	Enterprise House, Easton Road, Bristol, BS5 0DZ	Operation of bus services	Ordinary shares	100

### 13. Stocks

	2023 £000	2022 £000
Spare parts and consumables	1,207	1,198

There is no material difference between the balance sheet value of the stocks and their replacement cost in the current or previous period.

### 14. Debtors

	2023 £000	2022 £000
Trade debtors	2,600	1,716
Amounts owed by group undertakings	4,670	1,519
Amounts owed by parent undertakings	-	17,876
VAT debtor	842	1,431
Other debtors	4,020	6,938
Prepayments	948	1,517
Accrued income	4,575	2,469
	<u>17,655</u>	<u>33,466</u>

Amounts owed by group undertakings and parent undertakings are repayable on demand and are interest free.

An intercompany receivable of £nil (2022: £2.4 million) was impaired as it is no longer considered recoverable.

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 15. Creditors

	2023 £000	2022 £000
<b>Amounts falling due within one year</b>		
Bank overdrafts	1,463	124
Trade creditors	7,499	6,873
Obligations under finance leases and hire purchase contracts	9,007	4,094
Amounts owed to group undertakings	26,513	51,938
Amounts owed to parent undertaking	124	-
Taxation and social security	1,633	1,525
Other creditors	530	2,388
Accruals	4,845	4,637
Deferred income	2,452	2,849
	<u>54,066</u>	<u>74,428</u>
	2023 £000	2022 £000
<b>Amounts falling due after more than one year</b>		
Obligations under finance leases and hire purchase contracts	3,874	8,598
Deferred income	3,727	4,091
	<u>7,601</u>	<u>12,689</u>
	2023 £000	2022 £000
<b>Analysis of borrowings</b>		
<b>Obligations under hire purchase contracts (note 11)</b>		
Due in less than one period	9,007	4,094
Due between one and five periods	1,788	8,598
Due in more than five periods	2,086	-
	<u>12,881</u>	<u>12,692</u>

Amounts owed to group undertakings and ultimate parent undertaking are repayable on demand and are interest free.

Finance lease contract liabilities are secured on the assets to which they relate. The contracts are for five to ten years and are on normal commercial terms at negotiated rates.

Included within deferred income are grants received for the acquisition of buses which are amortised over the life of the bus.

The amount of deferred income falling due after more than five years is £988,000 (2022: £987,000).

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 16. Provisions for liabilities

	Government funding £000	Working time directive £000	Dilapidations charge £000	Insurance claims £000	Deferred tax £000	Total £000
At 27 March 2022	-	-	971	10,184	2,099	13,254
Transfer in from other creditors/accruals	991	716	-	-	-	1,707
(Credited)/charged to profit and loss account	-	(6)	(250)	1,659	1,965	3,368
Movement in comprehensive income	-	-	-	-	(3,018)	(3,018)
Unwinding of discount	-	-	-	183	-	183
Utilised in the period	-	-	-	(1,848)	-	(1,848)
At 25 March 2023	991	710	721	10,178	1,046	13,646

The insurance claims provision arises from estimated exposures for incidents occurring prior to the balance sheet date. It is anticipated that the majority of such claims will be settled within the next six years.

The government funding provision arises from estimated clawback of government funding received under the BRG scheme.

### 17. Deferred taxation

The movements in the deferred taxation liability were as follows:

	Deferred taxation £000
At 27 March 2022	2,099
Charged to the profit and loss account	1,965
Movement in other comprehensive income	(3,018)
At 25 March 2023	1,046

Deferred taxation consists of the following amounts:

	2023 £000	2022 £000
Capital allowances in excess of depreciation	3,685	3,245
Other timing differences	(148)	(180)
Defined benefit pension asset	(2,491)	(966)
Deferred taxation liability (note 16)	1,046	2,099

From 1 April 2023 the corporation tax rate will increase to 25%. Deferred tax has been provided for at 25% (2022: 25%).

### 18. Called up share capital and reserves

	2023 £000	2022 £000
<b>Allotted, called up and fully paid</b>		
20,500,000 (2022: 20,500,000) ordinary shares of £1 each	20,500	20,500

The company has one class of ordinary shares which carry full voting, dividend and capital distribution rights.

The company's other reserves are as follows:

The revaluation reserve represents the surplus created when assets were revalued.

The profit and loss account represents cumulative profits and losses net of dividends paid.

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 19. Commitments

#### *Capital commitments*

The company had no capital commitments at 25 March 2023 and 26 March 2022.

#### *Operating leases*

Total future minimum lease payments under non-cancellable operating leases are as follows:

	2023		2022	
	Land and buildings £000	Other £000	Land and buildings £000	Other £000
Within one period	426	357	432	1,518
Between one and five periods	1,160	126	1,028	371
After five periods	1,733	-	1,481	-
	<u>3,319</u>	<u>483</u>	<u>2,941</u>	<u>1,889</u>

#### *Other commitments*

The company participates in a notional cash pool arrangement and overdraft facility with its ultimate parent company, FirstGroup plc, and other group companies. The company has jointly and severally guaranteed the liabilities of the other parties under these arrangements.

The company is a member of a Value Added Tax ("VAT") group covering a number of subsidiary undertakings. All members of the VAT group are jointly and severally liable in respect of any VAT owed to HMRC. The value of the group commitment owed to HMRC can be found within the FirstGroup plc financial statements.

### 20. Pension scheme

#### **First UK Bus Pension Scheme**

The First UK Bus Pension Scheme is included as part of its disclosure under FRS 102. The scheme closed to defined benefit accrual on 5 April 2018 and so the disclosure has been based on the proportion of pensionable pay relating to First West of England Limited members as at 31 March 2018. The scheme's assets are held and managed independently of the company's finances by independent investment managers appointed by trustees of the scheme.

The actuarial valuations are obtained at least triennially. The last formal actuarial valuation was at 5 April 2021. The valuations are updated at each balance sheet date FRS 102 purposes.

The main financial assumptions used in this update were as follows:

	2023	2022
	%	%
Rate of increase in salaries	n/a	n/a
Rate of increase of pensions in payment	2.34	2.82
Discount rate	4.68	2.95
Inflation (CPI)	2.53	2.94
Post-retirement mortality (life expectancy in years):	Years	Years
Current pensioners aged 65	20.7	19.9
Future pensioners at 65 aged 45 now	22.2	21.4

# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 20. Pension scheme (continued)

#### First UK Bus Pension Scheme (continued)

The assets in the scheme at the balance sheet date were:

	2023 £m	2022 £m
Equities	16.7	30.1
Fixed income/liability driven investment	91.2	75.2
Property	0.2	0.3
Cash	1.4	3.1
Other return seeking assets	4.2	52.8
	<u>113.7</u>	<u>161.5</u>

The balance sheet position for the company:

	2023 £m	2022 £m
Total fair value of assets	113.7	161.5
Present value of scheme liabilities	<u>(112.9)</u>	<u>(148.7)</u>
Surplus in the scheme	<u>0.8</u>	<u>12.8</u>

Amounts recognised in the profit and loss account:

	2023 £m	2022 £m
Net interest income/(cost)	0.4	(0.3)
Administrative cost (chargeable as operating cost)	<u>(0.4)</u>	<u>(0.3)</u>
	<u>-</u>	<u>(0.6)</u>

Amounts recognised in the statement of comprehensive income:

	2023 £m	2022 £m
Actual return on pension scheme assets	(46.4)	0.6
Experience loss arising on scheme liabilities	(6.6)	(3.2)
Changes in assumptions	<u>40.9</u>	<u>13.6</u>
	<u>(12.1)</u>	<u>11.0</u>



# First West of England Limited

## Notes to the financial statements (continued) For the 52 week period ended 25 March 2023

### 20. Pension scheme (continued)

#### First UK Bus Pension Scheme (continued)

Movements in the present value of defined benefit obligations were as follows:

	2023 £m	2022 £m
Opening position	148.7	161.5
Administrative cost	0.4	0.3
Interest cost	4.3	3.3
Actuarial gain	(34.4)	(10.4)
Benefits paid	(6.1)	(6.0)
Closing position as at balance sheet date	112.9	148.7

Movements in the fair value of scheme assets were as follows:

	2023 £m	2022 £m
Opening position	161.5	139.0
Interest income	4.7	3.0
Employer contributions	-	24.9
Actuarial (loss)/gain	(46.4)	0.6
Benefits paid	(6.1)	(6.0)
Closing position as at balance sheet date	113.7	161.5

#### FirstGroup Pension Scheme

The company participates in a group multi-employer defined benefit scheme, the FirstGroup Pension Scheme. This scheme is disclosed in FirstGroup Holdings Limited's financial statements and is funded separately by defined contributions which have been expensed to the profit and loss account of FirstGroup Holdings Limited during the period to 26 March 2022. There is no charge in the company's profit and loss. The assets and liabilities of the scheme are held separately and cannot be allocated out, accordingly, the scheme is treated as a defined contribution scheme in the financial statements.

The surplus on the FirstGroup Pension Scheme of £8.9 million (2022: £37.8 million) is reported within FirstGroup Holdings Limited financial statements.

### 21. Related party transactions

During the period there have been related party transactions with non-wholly owned FirstGroup companies as disclosed below:

	Transactions in period £000	Nature of transaction	Outstanding balance at 26 March 2022 £000	Outstanding balance at 25 March 2023 £000
Leicester CityBus Limited	(153) 195	Cash settled Trading	13	55

All transactions have arisen through provision of the company's core activities, and under market rate conditions.

Amounts owed by and to Leicester CityBus Limited are repayable on demand and are interest free.

The company is taking advantage of the exemption under FRS 102 (paragraph 33.1A) "Disclosure of related party transactions" to not disclose transactions with other wholly owned group companies.

## **First West of England Limited**

### **Notes to the financial statements (continued)**

#### **For the 52 week period ended 25 March 2023**

##### **22. Ultimate parent company**

The company's immediate parent is FirstBus (South) Limited.

The directors regard FirstGroup plc, a company incorporated in the United Kingdom and registered in Scotland, as the ultimate parent and controlling company, which is the smallest and largest group that includes the company's results and for which group financial statements are prepared.

Copies of the financial statements of FirstGroup plc can be obtained on request from 395 King Street, Aberdeen, AB24 5RP, which is the registered office of FirstGroup plc.