

**Astle Limited**

Report and unaudited financial statements

For the year ended 31 March 2023

Company number 01114983

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**Astle Limited**  
**Report and unaudited financial statements**  
**For the year ended 31 March 2023**

<b>Contents</b>	<b>Page</b>
Officers and Professional Advisers	1
Strategic Report	2
Directors' Report	3
Income Statement	5
Balance Sheet	6
Statement of Changes in Equity	7
Notes to the financial statements	8 -18

**Astle Limited**  
**Officers and Professional Advisers**  
**For the year ended 31 March 2023**

**Directors**

M C Hemus  
A Wallington  
J A Mullins  
M S Casha

**Company secretary**

M R Letza

**Registered office**

C/O Marshall Volkswagen Milton Keynes  
Greyfriars Court  
Milton Keynes  
Buckinghamshire  
MK10 0BN

**Principal banker**

Barclays Bank Limited  
9-11 St. Andrew's Street  
Cambridge  
CB2 3AA

**Solicitor**

Dentons UKMEA LLP  
The Pinnacle  
170 Midsummer Boulevard  
Milton Keynes  
MK9 1FE

## **Astle Limited**

### **Strategic report**

### **For the year ended 31 March 2023**

#### **Review of the business**

The activities of Astle Limited ("the Company") continue to consist primarily of vehicle sales, servicing of vehicles and associated activities.

On 21 December 2021, the Company changed its accounting reference date from 31 December to 31 March. Consequently, the Company's financial performance as reported in these financial statements is for the year ended 31 March 2023; the comparative period remains that of the 15 month period ended 31 March 2022.

The Company's financial performance is assessed primarily by reference to turnover and gross margin as disclosed in the Income Statement. Turnover reduced to £76,053,000 (15 months ended 31 March 2022: £95,999,000) along with a decrease in gross profit to £6,763,000 (15 months ended 31 March 2022: £8,543,000).

#### **Key performance indicators**

The business activities of the Company cover multiple divisions operated by the group headed by Marshall Motor Holdings Limited ("the Group"). As performance is managed on a divisional basis, additional Company-specific performance indicators are not considered necessary to provide an understanding of the financial position and performance of business activities. Divisional performance is discussed in the Marshall Motor Holdings Limited consolidated financial statements which can be obtained from the address in Note 21. The Marshall Motor Holdings Limited consolidated financial statements do not form part of this Strategic Report.

#### **Principal risks and uncertainties**

The principal risks and uncertainties that may have a significant impact on the Company's financial condition, results of operations and/or reputation include: business interruption, business relationships and strategy, legal and regulatory changes, compliance risk, economic and political uncertainty, treasury and finance risks, environmental and health and safety risks, attracting and retaining key employees and IT and cyber security risks. The Company is a member of the group headed by Marshall Motor Holdings Limited ("MMH"). For full details of these risks, see the Principal Risks and Uncertainties section of the MMH consolidated financial statements.

#### **Financial risk management**

Business activities are carried out under normal trade terms; these terms and relationships with suppliers and customers are regularly reviewed. The Company has a treasury arrangement providing access to Group facilities, funding requirements are managed on a group-wide basis. The Company does not use financial derivatives and does not enter into financial instruments, including derivative financial instruments, for speculative purposes.

#### **Board decision making (s172 statement)**

When making decisions, the Directors consider what is most likely to lead to the success of the Company and to be of benefit to the members as a whole over the long term. When making such decisions, the Directors also consider the interests of other key stakeholder groups and seek to arrive at conclusions which do not adversely affect these groups as a whole. For full details of these considerations, see the Strategic Report section of the Marshall Motor Holdings Limited consolidated financial statements.

#### **Approval**

This report was approved by the Board of Directors on 14 December 2023 and signed on its behalf.

DocuSigned by  
  
1B917460E92C447  
M C Hemus  
Director

**Astle Limited**  
**Directors' report**  
**For the year ended 31 March 2023**

**Directors**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were:

M C Hemus (appointed on 30 January 2023)  
A Wallington (appointed on 1 September 2022)  
J H Crowther (appointed 1 July 2022 and resigned on 1 December 2023)  
J L Head (appointed 1 July 2022 and resigned on 1 December 2023)  
I G Lampert (appointed on 1 July 2022 and resigned on 31 March 2023)  
J A Mullins (appointed 30 March 2023)  
M S Casha (appointed on 29 November 2023)  
D Gupta (resigned on 25 May 2022)  
R J Blumberger (resigned on 31 December 2022)

**Results and dividends**

The Company is owned by CMG 2007 Limited who's immediate parent is Marshall Motor Holdings Limited ("the Group").

The profit for the year, after tax, amounted to £613,000 (15 months ended 31 March 2022: £1,186,000). No dividends have been paid during the year or prior period and the Directors do not recommend the payment of a final dividend.

**Charitable donations**

During the year, the Company made charitable donations of £nil (15 months ended 31 March 2022: £nil).

**Events since the balance sheet date**

There are no events to report.

**Going concern**

The financial statements are prepared on a going concern basis. After making appropriate enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and for at least one year from the date that these financial statements are signed. For these reasons, the Directors continue to adopt the going concern basis in preparing the financial statements.

For further information on the going concern assessment see Note 1 'Basis of preparation and statement of compliance'.

**Future developments**

The Company's strategic vision is to ensure continuity of its principal activities.

**Astle Limited**  
**Directors' report (continued)**  
**For the year ended 31 March 2023**

**Directors' responsibilities statement**

The Directors are responsible for preparing the Strategic report, Directors' 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 year. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable international accounting standards in conformity with the requirements of the Companies Act 2006 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.

**Directors' insurance and indemnities**

The Directors have the benefit of the indemnity provisions contained in the Company's Articles and the Company has maintained, throughout the year, Directors' and Officers' liability insurance for the benefit of the Company, the Directors and its officers. The Company has entered into qualifying third party indemnity arrangements for the benefit of all its Directors in a form and scope which comply with the requirements of the Companies Act 2006 and which were in force throughout the year and remain in force.

**Approval**

This Directors' Report was approved by order of the Board on 14 December 2023.

DocuSigned by:  
*Mark Hemus*  
1B91746DE92C447

M C Hemus  
Director

**Astle Limited**  
**Income Statement**  
**For the year ended 31 March 2023**

		<b>Year ended</b> <b>31 March 2023</b>	<b>15 months</b> <b>ended</b> <b>31 March 2022</b>
	<b>Note</b>	<b>£000</b>	<b>£000</b>
<b>Turnover</b>	4	76,053	95,999
Cost of sales		(69,290)	(87,456)
<b>Gross profit</b>		<b>6,763</b>	<b>8,543</b>
Administrative expenses		(5,712)	(6,824)
<b>Operating profit</b>	5	<b>1,051</b>	<b>1,719</b>
Interest payable and similar charges	7	(247)	(159)
<b>Profit on ordinary activities before income tax</b>		<b>804</b>	<b>1,560</b>
Tax on profit on ordinary activities	8	(191)	(374)
<b>Profit for the year</b>		<b>613</b>	<b>1,186</b>

The Company has no income other than that included in the results above and, therefore, no separate statement of comprehensive income has been presented.

All of the activities of the Company are classed as continuing.

The notes on pages 8 to 18 form part of these financial statements.

**Astle Limited**  
**Balance Sheet**  
**As at 31 March 2023**

	Note	As at 31 March 2023 £000	As at 31 March 2022 £000
<b>Fixed assets</b>			
Tangible assets	9	5,385	5,461
<b>Current assets</b>			
Stock	10	8,345	7,287
Debtors: amounts falling due within one year	11	15,057	12,641
		<u>23,402</u>	<u>19,928</u>
<b>Creditors: amounts falling due within one year</b>	12	<u>(27,580)</u>	<u>(24,812)</u>
<b>Net current assets</b>		<u>(4,178)</u>	<u>(4,884)</u>
<b>Total assets less current liabilities</b>		1,207	577
Creditors: amounts falling due after more than one year	13	(145)	(163)
Deferred tax liability	14	<u>(316)</u>	<u>(281)</u>
<b>Net assets</b>		<u>746</u>	<u>133</u>
<b>Equity</b>			
Share capital	17	25	25
Revaluation reserve		904	924
Retained earnings		<u>(183)</u>	<u>(816)</u>
<b>Total shareholder's funds</b>		<u>746</u>	<u>133</u>

The notes on pages 8 to 18 form part of these financial statements.

For the year ended 31 March 2023 the Company was entitled to exemption under section 479A of the Companies Act 2006. No members have required the Company to obtain an audit of its accounts for the period in question in accordance with section 476 of the Companies Act 2006. The Directors acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and for the preparation of accounts.

The financial statements on pages 5 to 18 were authorised for issue by the Board of Directors on 14 December 2023 and were signed on its behalf.

DocuSigned by:  
  
 1897746DE92C447  
 M C Hemus  
 Director

Company registration number: 01114983



**Astle Limited**  
**Statement of Changes in Equity**  
**For the year ended 31 March 2023**

	Share capital £000	Revaluation reserve £000	Retained earnings £000	Total £000
<b>Balance as at 1 January 2021</b>	25	949	(2,027)	(1,053)
Profit for the 15 months	-	-	1,186	1,186
<b>Total comprehensive income for the 15 months</b>	-	-	1,186	1,186
Revaluation depreciation transfer		(25)	25	-
<b>Balance as at 31 March 2022</b>	<b>25</b>	<b>924</b>	<b>(816)</b>	<b>133</b>
Profit for the year	-	-	613	613
<b>Total comprehensive income for the year</b>	-	924	613	613
Revaluation depreciation transfer	-	(20)	20	-
<b>Balance as at 31 March 2023</b>	<b>25</b>	<b>904</b>	<b>(183)</b>	<b>746</b>

The notes on pages 8 to 18 form part of these financial statements.

**Astle Limited**  
**Notes to the financial statements**  
**For the year ended 31 March 2023**

**1 Basis of preparation and statement of compliance**

Astle Limited (company number: 01114983) ("the Company") is a private company, limited by shares, incorporated in England and Wales. The registered office is C/O Marshall Volkswagen Milton Keynes, Greyfriars Court, Milton Keynes, Buckinghamshire, MK10 0BN. The financial statements have been prepared in compliance with FRS 102, 'the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland'.

The financial statements of the Company were authorised for issue by the Board of Directors on 14 December 2023.

The financial statements are prepared in sterling, which is the functional and presentational currency of the Company. All amounts are rounded to the nearest £'000.

The Company accounts have also adopted the following disclosure exemptions:

- presentation of a cash-flow statement and related notes
- financial instrument related disclosures
- key management personnel compensation disclosures
- related party disclosures with wholly owned subsidiaries within the Group.

These exemptions have been applied as the Company is a qualifying entity and the shareholders of the Company have been notified in writing and no objection has been made to the use of the exemptions.

The Company has taken the exemption from an audit for the year ended 31 March 2023 by virtue of s479A of the Companies Act 2006. In order to allow the Company to take the audit exemption, the parent company Marshall Motor Holdings Limited has given a statutory guarantee of all the outstanding liabilities of the Company as at 31 March 2023.

Under section 479C of the Companies Act 2006, the parent company Marshall Motor Holdings Limited has guaranteed all outstanding liabilities to which the Company was subject at the end of 31 March 2023 until they are satisfied in full. Such guarantees are enforceable against Marshall Motor Holdings Limited by any person to whom any such liability is due.

**Reporting period**

The Company is owned by CMG 2007 Limited who's immediate parent is Marshall Motor Holdings Limited ("the Group"). On 11 May 2022, the entire share capital of Marshall Motor Holdings Limited was acquired by CAG Vega 2 Limited, part of the Constellation Automotive Group. In anticipation of this change of ownership, to align the reporting period with that of the acquirer, all entities in the Group changed their accounting reference date from 31 December to 31 March. Amounts presented in respect of the 2022 reporting period cover 15 months.

**Going concern**

The financial statements are prepared on a going concern basis. After making appropriate enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and for at least one year from the date that these financial statements are signed. For these reasons, the Directors continue to adopt the going concern basis in preparing the financial statements. Accordingly, these financial statements do not include any adjustments to the carrying amount or classification of assets and liabilities that would result if the Company were unable to continue as a going concern.

The Company reported a profit for the year ended 31 March 2023 and maintained a positive financial position. In addition, the Company has a treasury arrangement with other companies in the group of companies of which Marshall Motor Holdings Limited is the parent company ("the Group"). As at 31 March 2023 the Group had £60 million of committed, but undrawn, banking facilities made available under a facility agreement due to expire in September 2024.

In addition to these banking facilities, the Company also has, through being a member of the Group, access to substantial vehicle stock funding arrangements of which £6.9 million was utilised by the Company and a total of £461.0 million was utilised by the Group at 31 March 2023. These Group treasury arrangements facilitate the Company being able to meet its liabilities as they fall due.

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**2 Accounting policies**

**Revenue recognition**

Turnover is recognised to the extent that the Company obtains the right to consideration in exchange for its performance. Turnover is measured at the fair value of the consideration received, excluding Value Added Tax. The following criteria must also be met before revenue is recognised:

***Sale of goods***

Turnover in respect of new and used vehicle sales is recognised when: the significant risks and rewards of ownership of the goods have passed to the buyer, (usually when a customer takes possession of a vehicle); the amount of revenue can be measured reliably; it is probable that the economic benefits associated with the transaction will flow to the Company and the costs incurred or expected to be incurred in respect of the transaction can be measured reliably.

***Rendering of services***

Turnover in respect of other services is recognised once the service has been provided.

**Tangible fixed assets**

Tangible fixed assets are stated at cost less accumulated depreciation and any accumulated impairment losses. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. When parts of an item of tangible fixed assets have different useful lives, those components are accounted for as separate items of tangible fixed assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Income Statement.

The revaluation reserve is reduced by transfer of the accumulated depreciation on the revalued portion of the freehold and long leasehold land and buildings.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Income Statement.

Depreciation is charged to the Income Statement on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. Estimated residual values are included in the calculation of depreciation. The useful lives applicable are:

Freehold buildings	50 years
Fixtures and fittings	5 years
Computer equipment	2 - 5 years
Land	indefinite life, not depreciated

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**2 Accounting policies** *(continued)*

**Impairment of non-financial assets**

At each reporting date assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the Income Statement for the period.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior periods. A reversal of an impairment loss is recognised immediately in the Income Statement for the period.

**Stock**

Stock is stated at the lower of cost and estimated selling price less costs to complete and sell, after making due allowance for obsolete and slow moving items.

Stock held on consignment is recognised in the Balance Sheet when the terms of a consignment agreement and commercial practice indicate that the principal benefit of owning the stock (the ability to sell it) and principal risks of ownership (stock holding cost, responsibility for safe-keeping and some risk of obsolescence) rest with the Company. Stock held on consignment is recognised net of value added taxes.

The Company finances the purchase of new and used vehicle stock using vehicle funding facilities provided by various lenders including the captive finance companies associated with brand partners.

These finance arrangements have varying maturity profiles with terms ranging from 60 to 360 days. The Company is normally required to repay amounts outstanding on the earlier of the sale of the vehicles that have been funded under the facilities or the stated maturity date. Amounts due to finance companies in respect of vehicle funding are included within trade creditors and disclosed under vehicle financing arrangements. Vehicle financing facilities are subject to finance house base rate (or similar) interest rates. The interest incurred under these arrangements is included within interest payable and similar charges and classified as stock financing charges.

Inventory is reviewed for impairment and a provision recorded where net realisable value has fallen below cost.

**Basic financial instruments**

**Debtors**

Short term debtors are measured at transaction price, less any impairment. Any losses arising from impairment are recognised in the Income Statement in administrative expenses.

**Creditors**

Short term trade creditors are measured at the transaction price. Trade creditors include the liability for vehicles (inclusive of value added taxes) held on consignment with the corresponding asset included within stock (exclusive of value added taxes).

**Interest-bearing Loans and borrowings**

All interest-bearing loans and borrowings are initially recognised at the present value of cash payable to the bank (including interest). After initial recognition they are measured at amortised cost using the effective interest rate method, less impairment. The effective interest rate amortisation is recognised in the Income Statement.

**Leasing - as lessee**

Rentals payable under operating leases are charged in the Income Statement on a straight-line basis over the lease term. Lease incentives are recognised over the lease term on a straight-line basis.

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**2 Accounting policies** *(continued)*

**Share capital**

Ordinary and deferred shares are classified as equity.

**Taxation**

Current tax is recognised for the amount of income tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated.

Deferred tax assets are only 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.

Deferred tax is calculated without discounting using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

With the exception of changes arising on initial recognition in a business combination, the tax charge / (credit) is presented either in the Income Statement, Other Comprehensive Income or the Statement of Changes in Equity depending on the transaction that resulted in the tax charge / (credit).

Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors.

Deferred tax assets and deferred tax liabilities are offset only if:

- the Company has a legally enforceable right to set off current tax assets against current tax liabilities, and
- the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously.

**3 Critical accounting judgements and estimates**

The Company makes judgements and estimates concerning the future. The judgements and estimates that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are discussed below:

***Useful economic lives of fixed assets***

The Company estimates the useful life and residual values of tangible fixed assets and reviews these estimates at each financial reporting period end. The Company also tests for impairment when a trigger event occurs or annually as appropriate.

***Stock valuation***

Motor vehicle stock is stated at the lower of cost and net realisable value (being the fair value of the motor vehicles less costs to sell). Fair values are assessed using reputable industry valuation data which is based upon recent industry activity and forecasts. Whilst this data is deemed representative of the current value of vehicles held in stock it is possible that the price at which the vehicles are actually sold will differ from the vehicles' industry valuations. Where this is the case, adjustments arise in the Income Statement on the sale of vehicles held in stock.

Industry valuations are sensitive to rapid changes in regulatory and market conditions which are difficult to anticipate. In light of the materiality of the inventory balance in the Balance Sheet, this uncertainty is considered to represent a key source of estimation uncertainty. The inventory provision as at 31 March 2023 represents 7.8% of the gross inventory balance (31 March 2022: 7.3%), this increase is due to the expectation of lower pricing during the second half of 2023 triggered by a deterioration in economic conditions, notably consumer confidence.

**Judgements**

There are no critical accounting judgements impacting these financial statements.

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**4 Turnover**

Turnover is all attributable to the principal activity of the Company, which is car and commercial vehicle sales, distribution and service. All turnover arises from continuing activities within the United Kingdom and is stated net of VAT.

	<b>Year ended 31 March 2023</b>	<b>15 months ended 31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Sale of goods	71,785	93,652
Rendering of services	4,268	2,347
	<b>76,053</b>	<b>95,999</b>

**5 Operating profit**

	<b>Year ended 31 March 2023</b>	<b>15 months ended 31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Depreciation of tangible fixed assets (Note 9)	198	209
Operating lease costs- land and buildings	19	42

**6 Staff costs**

Staff costs during the period were as follows:

	<b>Year ended 31 March 2023</b>	<b>15 months ended 31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Wages and salaries	2,470	3,279
Social security costs	330	439
Other pension costs	65	72
	<b>2,865</b>	<b>3,790</b>

The average number of employees during the period was as follows:

	<b>Year ended 31 March 2023</b>	<b>15 months ended 31 March 2022</b>
	<b>Number</b>	<b>Number</b>
<b>By activity</b>		
Administrative and management	16	12
Sales and after sales	66	76
	<b>82</b>	<b>88</b>

Directors emoluments were borne by other companies within the Constellation Automotive Holdings Group.

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**7 Interest payable and similar charges**

	Year ended 31 March 2023 £000	15 months ended 31 March 2022 £000
Stock financing interest	247	159

Certain banking facilities to which the Group's subsidiary companies are party are held in cash pooling arrangements. Interest payable on pooled balances is borne by the Group Company.

**8 Tax**

**a) Tax on profit on ordinary activities**

Tax charge included in the income statement:

	Year ended 31 March 2023 £000	15 months ended 31 March 2022 £000
<i>Current tax:</i>		
Current tax on profits for the period	153	292
Adjustments in respect of previous periods	3	2
<b>Total current tax</b>	<b>156</b>	<b>294</b>
<i>Deferred tax:</i>		
Origination and reversal of temporary differences	21	15
Adjustments in respect of previous periods	14	(2)
Effect of change in tax rates	-	67
<b>Total deferred tax</b>	<b>35</b>	<b>80</b>
<b>Taxation on profit on ordinary activities</b>	<b>191</b>	<b>374</b>

**b) Factors affecting the total tax charge**

The tax assessed on the profit on ordinary activities for the year is higher (15 months ended 31 March 2022: higher) than the standard rate of corporation tax in the UK of 19% (2022: 19%). The differences are explained below

**Income tax reconciliation**

	Year ended 31 March 2023 £000	15 months ended 31 March 2022 £000
Profit on ordinary activities before income tax	804	1,560
Profit multiplied by the standard rate of tax in the UK of 19% (15 months ended 31 March 2022: 19%)	153	296
Effects of:		
Fixed asset differences	16	-
Expenses not deductible for tax purposes	-	11
Tax rate change	5	67
Adjustments in respect of previous periods	17	-
<b>Total tax charge for the year</b>	<b>191</b>	<b>374</b>

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**8 Tax (continued)**

**c) Factors that may affect future tax charges**

Future tax charges, therefore the Company's effective tax rate, may be affected by factors such as acquisitions, disposals, restructuring and tax regime reforms.

In the Budget of 3 March 2021, the Chancellor of the Exchequer announced a 6% increase in the standard rate of corporation tax, which will be applicable in the financial year beginning 1 April 2023. This change in the rate of corporation tax to 25% will affect the amount of future tax payments for which the Company will be responsible. Being substantively enacted, this rate change has already been reflected in the measurement of the Company's deferred tax assets and liabilities.

For further information on deferred tax balances see Note 14 'Deferred Tax'

**9 Tangible fixed assets**

	<b>Owned Land and buildings £000</b>	<b>Plant and machinery £000</b>	<b>Total £000</b>
<b>Cost</b>			
As at 1 April 2022	5,563	1,595	7,158
Additions	-	122	122
<b>As at 31 March 2023</b>	<b>5,563</b>	<b>1,717</b>	<b>7,280</b>
<b>Accumulated depreciation</b>			
As at 1 April 2022	543	1,154	1,697
Charge for the year	87	111	198
<b>As at 31 March 2023</b>	<b>630</b>	<b>1,265</b>	<b>1,895</b>
<b>Net book value</b>			
<b>As at 31 March 2023</b>	<b>4,933</b>	<b>452</b>	<b>5,385</b>
As at 31 March 2022	5,020	441	5,461

**Freeland land and buildings**

If freehold land and buildings had not been included at valuation as deemed cost, they would have been included under the historical cost convention as follows:

	<b>31 March 2023 £000</b>	<b>31 March 2022 £000</b>
Historic Cost	4,263	4,263
Accumulated depreciation based on historic cost	(1,172)	(1,097)
<b>Net book value</b>	<b>3,091</b>	<b>3,166</b>

**Revaluation reserve transfer**

A transfer of £20,000 (31 March 2022: £25,000) represents the depreciation charge on revalued asset balances.



**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**10 Stock**

	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Stock held for resale	8,345	7,287

The replacement cost of stock is not significantly different from the value included in the Balance Sheet.

At 31 March 2023 and 31 March 2022 all new, and the majority of used, vehicles are held under vehicle financing arrangements (see Note 12).

Stock held for resale included Parts stock to the value of £652,000 (31 March 2022: £331,000). Inventory is stated after provision of £710,000 (31 March 2022: £576,000).

**11 Debtors: amounts falling due within one year**

	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Trade debtors	1,535	1,078
Amounts owed by Group undertakings	12,532	10,876
Other debtors	975	638
Prepayments and accrued income	15	49
	<b>15,057</b>	<b>12,641</b>

Trade receivables are stated after provision for impairment of £20,000 (31 March 2022: £6,000).

Amounts owed by Group undertakings are unsecured, repayable on demand and do not bear interest.

**12 Creditors: amounts falling due within one year**

	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Bank overdraft	10,770	9,116
Trade creditors		
- vehicle financing arrangements	6,898	6,342
- other trade creditors	4,014	3,085
Amounts owed to Group undertakings	5,163	5,493
Taxation and social security	132	233
VAT	110	-
Other creditors	15	1
Accruals and deferred income	478	542
	<b>27,580</b>	<b>24,812</b>

The Company finances the purchase of new and used vehicle stock using vehicle funding facilities provided by various lenders including the captive finance companies associated with brand partners. These finance arrangements have varying maturity profiles with terms ranging from 60 to 360 days. The Company is normally required to repay amounts outstanding on the earlier of the sale of the vehicles that have been funded under the facilities or the stated maturity date.

Amounts due to finance companies in respect of vehicle funding are included within trade creditors and disclosed under vehicle financing arrangements.

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**12 Creditors: amounts falling due within one year (continued)**

Vehicle financing facilities are subject to floating interest rates linked to the Bank of England Base Rate (or equivalent finance house base rates). The interest incurred under these arrangements is included within interest payable and similar charges and is classified as stock financing charges.

Vehicle funding facilities provided by various lenders are secured against vehicles and by guarantees provided by the Group's parent company, Marshall Motor Holdings Limited.

Management considers the carrying amount of creditors to approximate to their fair value.

**13 Creditors: amounts falling due more than one year**

	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Deferred Income	45	63
Non-Voting redeemable ordinary 'A' shares	100	100
	<b>145</b>	<b>163</b>

The non-voting redeemable ordinary 'A' shares are redeemable at the discretion of the Directors at which they are redeemable at par. In case of winding up or capital reorganisation of the Company, the shares rank *pari passu* with the holders of the ordinary 'A' shares subject to the foregoing.

**14 Deferred tax**

The movement in deferred tax liability during the period was:

	<b>£000</b>	<b>£000</b>
<b>At 1 April 2022 and 1 January 2021</b>	281	201
Changes in provision	35	80
<b>At 31 March 2023 and 31 March 2022</b>	<b>316</b>	<b>281</b>

The balance of the deferred tax liabilities consists of the tax effect of timing differences in respect of:

	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>£000</b>	<b>£000</b>
Accelerated capital allowances	112	77
Retirement benefit obligations	(4)	(4)
Revalued properties	209	209
Other short term timing differences	(1)	(1)
<b>Total deferred tax</b>	<b>316</b>	<b>281</b>

Following the introduction with effect from 1 April 2023 of full expensing for tax purposes of expenditure on qualifying plant and machinery, an increase of existing deferred tax liabilities is expected to arise and so reducing the corporation tax charge for the year.

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**15 Pension**

As described in Note 2 'Accounting Policies', the Company participates in defined contribution pension schemes for the benefit of its employees. All schemes are funded by the payment of contributions to trustee-administered funds which are kept independently from the assets of the participating employers.

The total pension cost for the year for the Company in respect of defined contribution schemes was £65,000 at 31 March 2023 (15 months ended 31 March 2022: £72,000). The total unpaid pension contributions outstanding at year end is £14,000 (15 months ended 31 March 2022: £14,000)

**16 Operating lease commitments – Company as lessee**

	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>Property</b>	<b>Property</b>
	<b>£000</b>	<b>£000</b>
Within one year	24	36
	<b>24</b>	<b>36</b>

**17 Share Capital**

	<b>31 March 2023</b>	<b>31 March 2022</b>
	<b>£000</b>	<b>£000</b>
<b>Authorised, allotted and fully paid</b>		
25,000 Ordinary shares of £1 each	<b>25</b>	<b>25</b>

The ordinary shares carry all dividend and voting rights. In the event of the Company being wound up, the surplus assets remaining after all liabilities are settled are used to repay deferred ordinary shareholders. Any remaining assets are distributed to ordinary shareholders.

**18 Reserves**

Profit and loss account reserves - includes all current and prior period profits and losses.

Non-distributable reserve

- Prior to the adoption of FRS 102, this reserve was used to record increases in the fair value of investment property and decreases (to the extent that such decreases reversed a previously recognised gain on the same asset). These amounts were not distributable to shareholders as dividends because the revaluation gains were not realised.
- During the period ended 31 March 2022 all investment properties were disposed of, consequently, the balance on this reserve was transferred into profit and loss account reserves.

**19 Guarantees and other financial commitments**

The Group has a revolving credit facility of £60,000,000 of which £nil was drawn at 31 March 2023 (31 March 2022: £nil). This facility includes access to an overdraft facility of £25,000,000. This facility is available for general corporate purposes including acquisitions or working capital requirements.

The facility is secured by cross-guarantees granted by certain members of the Group. The facility is available until September 2024.

The Group's principal vehicle stock funding facility is secured by a cross-guarantee granted by the Company.

**Astle Limited**  
**Notes to the financial statements** *(continued)*  
**For the year ended 31 March 2023**

**20 Related party transactions**

The Company has taken advantage of the exemptions conferred by FRS 102 in paragraph 33.1A to IAS 24, including the requirements to disclose related party transactions entered between two or more, wholly owned, members of a group.

Outstanding balances with Group entities are unsecured, interest free and are expected to be settled in cash. During the year ended 31 March 2023, the Company has not made any provision for doubtful debts relating to amounts owed by related parties (15 months ended 31 March 2022: £nil).

**21 Ultimate controlling party**

The Company is a wholly owned subsidiary CMG 2007 Limited who's immediate parent is Marshall Motor Holdings Limited. On 11 May 2022 Marshall Motor Holdings Limited was acquired by a new intermediate parent company, CAG Vega 2 Limited, a company incorporated in England and Wales. The ultimate controlling party became TDR Capital LLP, a Limited Liability Partnership incorporated in England and Wales. Constellation Automotive Holdings Limited is the largest undertaking that consolidates these financial statements. The parent company of the smallest such group is Marshall Motor Holdings Limited.

Copies of the consolidated financial statements for both Marshall Motor Holdings Limited and Constellation Automotive Holdings Limited can be obtained from The Registrar of Companies at Companies House, Crown Way, Cardiff CF14 3UZ.