Registered number: 01309093

KEY CARE LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2022

KEY CARE LIMITED

COMPANY INFORMATION

Directors	Mr G Berville Mrs I Harrison Mr S Wainwright Mr T Rogan Mr D Robertson Mr M Lindsay Mr N Guilder
Registered number	01309093
Registered office	2-3 Quayside House Quayside Salts Mill Road Shipley BD18 3ST
Independent auditors	Sagars Accountants Limited Gresham House 5-7 St Pauls Street Leeds LS1 2JG

KEY CARE LIMITED

CONTENTS

KEY CARE LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 OCTOBER 2022

The directors present their report and the financial statements for the year ended 31 October 2022.

Principal activity

The principal activity of the group during the year was insurance distribution.

Going concern
The company has continued to trade in line with expectations and the company's forecasts and projections show that the company should continue to trade profitably in future years.

As a consequence, the directors believe that the company is well placed to manage its business risks successfully and to fully comply with its regulatory requirements. The directors have a reasonable expectation that the company has adequate resources to continue trading successfully for the foreseeable future and, as a consequence, continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Business review

The group has continued its principal activities during the year of offering key insurance, recovery and assistance products.

The company is authorised and regulated by the FCA as an insurance intermediary and its subsidiary in the Republic of Ireland is authorised and regulated by the Central Bank of Ireland.

Despite more challenging trading environment as the market recovers from the pandemic, our partners adopting new pricing strategies as a response to updated regulatory requirements and a background of significant cost inflation, the group has continued to make solid progress against its long term strategic targets and has continued to deliver solid results.

Progress in the UK has been solid with good growth and activity in the Republic of Ireland. The group now has in excess of 2.5 million policyholders and an increased number of business partners and has continues to generate excellent levels of customer satisfaction and key partner engagement throughout the period.

Solid levels of operating profitability and cash were produced, whilst partners and policyholders continue to benefit from our flexible range of key related insurance and assistance services. Our systems architecture and operational infrastructure performed positively through the year, providing an excellent platform for continued growth.

The Audit and Risk Committee, as a subcommittee of the Board, have met regularly throughout the year to review matters relating to Risk, Audit and Compliance and has continued to function well throughout the year, developing and introducing more sophisticated risk and assurance procedures.

The Board will continue to develop its products and expand its customer base in line with market conditions and believes the long term outlook for the business is positive.

Financial Review

The group expanded its GWP during the year and, despite significant cost inflation in its operating costs, the group made a profit before tax for the financial year of £726,783 (2021- £849,270). The Board considers this to be an excellent outcome in the prevailing market conditions.

The group ended the financial year in a comparatively strong financial position with Cash at Bank up to £1,208,254 (2021 – £783,332) and net assets of £1,968,589 (2021- £1,351,482).

The company repaid a loan of £301,922 on 16th December 2022 due to rising interest rates and available cash.

Research and development activities

The company continued to invest in Research & Development Activities in the year, with a continued emphasis on development of both the product offering and investing in the IT infrastructure. This investment is integral to the future growth of the company and will continue into next year as we look to enhance our product range and utilise the benefits of our systems to maximise revenue and improve our processes.

Directors

The directors who served during the year were:

Mr G Berville
Mrs I Harrison
Mr S Wainwright
Mr T Rogan
Mr D Robertson
Mr M Lindsay
Mr N Guilder

Directors' responsibilities statement

The directors are responsible for preparing the Directors' report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditors are aware of that information.

Auditors

The auditors, Sagars Accountants Limited, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2022

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

S Wainwright

Mr S Wainwright
Director

Date: 19 July 2023

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KEY CARE LIMITED

Opinion

We have audited the financial statements of Key Care Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 October 2022, which comprise the Group statement of comprehensive income, the Group and Company statements of financial position, the Group and Company statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 October 2022 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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.

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 Group's or the parent 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.

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

Other information

The other information comprises the information included in the annual report other than the financial statements and our Auditors' report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KEY CARE LIMITED (CONTINUED)

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Group strategic report.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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 Group's and the parent 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 Group or the parent 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 Group 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:

We considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas: timing of recognition of income, posting of unusual journals and complex transactions. We discussed these risks with client management, designed audit procedures to test the timing of commercial revenue, including hire income, tested a sample of journals to confirm they were appropriate and reviewed areas of judgement for indicators of of management bias to address these risks.

The organisation is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified company law, employment law, FCA regulations and tax legislation as the areas most likely to have such an effect. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KEY CARE LIMITED (CONTINUED)

manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

James Hunt

James Hunt BA (Hons) MA ACA (Senior statutory auditor)

for and behalf of
Sagars Accountants Ltd

Chartered accountants & statutory auditor

Gresham House
5-7 St Pauls Street
Leeds
LS1 2JG

19 July 2023

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 OCTOBER 2022

	Note	2022 £	2021 £
Turnover		3,834,906	3,862,792
Cost of sales		(545,104)	(509,762)
Gross profit		3,289,802	3,353,030
Administrative expenses		(2,540,885)	(2,476,920)
Operating profit		748,917	876,110
Interest receivable and similar income		3,159	157
Interest payable and similar expenses		(25,293)	(26,997)
Profit before taxation		726,783	849,270
Tax on profit		(97,416)	(122,076)
Profit for the financial year		629,367	727,194
Foreign currency retranslation		5,740	(3,527)
Other comprehensive income for the year		5,740	(3,527)
Profit for the year attributable to:			
Owners of the parent Company		635,107	723,667
		635,107	723,667

The notes on pages 15 to 27 form part of these financial statements.

KEY CARE LIMITED
REGISTERED NUMBER: 01309093

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 OCTOBER 2022

	Note		2022 £		2021 £
Fixed assets					
Intangible assets	6		1,191,760		1,047,074
Tangible assets	7		49,216		61,876
			1,240,976		1,108,950
Current assets					
Stocks		168,345		125,009	
Debtors: amounts falling due within one year	9	882,777		1,268,214	
Cash at bank and in hand	10	1,208,254		783,332	
		2,259,376		2,176,555	
Creditors: amounts falling due within one year	11	(1,423,763)		(1,229,308)	
Net current assets			835,613		947,247
Total assets less current liabilities			2,076,589		2,056,197
Creditors: amounts falling due after more than one year	12		-		(606,715)
Provisions for liabilities					
Deferred taxation		(90,000)		(98,000)	
			(90,000)		(98,000)
Net assets			1,986,589		1,351,482
Capital and reserves					
Called up share capital			3,869		3,869
Share premium account			23,695		23,695
Capital redemption reserve			2,580		2,580
Foreign exchange reserve			2,359		(3,381)
Profit and loss account			1,954,086		1,324,719
Shareholders funds			1,986,589		1,351,482
			1,986,589		1,351,482

KEY CARE LIMITED
REGISTERED NUMBER: 01309093

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 OCTOBER 2022

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

S Wainwright

Mr S Wainwright
Director

Date: 19 July 2023

The notes on pages 15 to 27 form part of these financial statements.

KEY CARE LIMITED
REGISTERED NUMBER: 01309093

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 31 OCTOBER 2022

	Note		2022 £		2021 £
Fixed assets					
Intangible assets	6		1,176,062		1,040,577
Tangible assets	7		47,159		59,639
Investments	8		45,129		45,129
			1,268,350		1,145,345
Current assets					
Stocks		157,325		117,502	
Debtors: amounts falling due within one year	9	653,567		1,118,139	
Cash at bank and in hand	10	1,137,793		626,955	
		1,948,685		1,862,596	
Creditors: amounts falling due within one year	11	(1,516,659)		(1,125,475)	
Net current assets			432,026		737,121
Total assets less current liabilities			1,700,376		1,882,466
Creditors: amounts falling due after more than one year	12		-		(606,715)
Provisions for liabilities					
Deferred taxation		(90,000)		(98,000)	
			(90,000)		(98,000)
Net assets			1,610,376		1,177,751
Capital and reserves					
Called up share capital			3,869		3,869
Share premium account			23,695		23,695
Capital redemption reserve			2,580		2,580
Profit and loss account brought forward		1,147,607		603,868	
Profit for the year		432,625		543,739	
Profit and loss account carried forward			1,580,232		1,147,607
			1,610,376		1,177,751

COMPANY STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 OCTOBER 2022

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Mr S Wainwright S Wainwright
Director

Date: 19 July 2023

The notes on pages 15 to 27 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2022

	Called up share capital	Share premium account	Capital redemption reserve	Translation reserve	Profit and loss account	Equity attributable to owners of parent Company	Total equity
	£	£	£	£	£	£	£
At 1 November 2020	3,869	23,695	2,580	146	597,525	627,815	627,815
Comprehensive income for the year							
Restated profit for the year	-	-	-	-	727,194	727,194	727,194
Foreign currency retranslation	-	-	-	(3,527)	-	(3,527)	(3,527)
Total comprehensive income for the year	-	-	-	(3,527)	727,194	723,667	723,667
At 1 November 2021	3,869	23,695	2,580	(3,381)	1,324,719	1,351,482	1,351,482
Comprehensive income for the year							
Profit for the year	-	-	-	-	629,367	629,367	629,367
Foreign currency retranslation	-	-	-	5,740	-	5,740	5,740
Total comprehensive income for the year	-	-	-	5,740	629,367	635,107	635,107
Total transactions with owners	-	-	-	-	-	-	-
At 31 October 2022	3,869	23,695	2,580	2,359	1,954,086	1,986,589	1,986,589

The notes on pages 15 to 27 form part of these financial statements.

KEY CARE LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2022

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 November 2020	3,869	23,695	2,580	603,868	634,012
Comprehensive income for the year					
Restated profit for the year	-	-	-	543,739	543,739
Total comprehensive income for the year	-	-	-	543,739	543,739
At 1 November 2021	3,869	23,695	2,580	1,147,607	1,177,751
Comprehensive income for the year					
Profit for the year	-	-	-	432,625	432,625
Total comprehensive income for the year	-	-	-	432,625	432,625
At 31 October 2022	3,869	23,695	2,580	1,580,232	1,610,376

The notes on pages 15 to 27 form part of these financial statements.

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 2-3 Quayside House, Quayside, Salts Mill Road, Shipley, BD18 3ST. The principal activity of the company was insurance distribution.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2.3 Going concern

The financial statements have been prepared on the going concern basis.

The directors, having reviewed the forecasts and projections of the company, believe that the company is well placed to manage its business risks successfully and to fully comply with its regulatory requirements. The directors have a reasonable expectation that the company has adequate resources to continue trading successfully for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

2.4 Turnover

Turnover represents commission earned in the ordinary course of business for the sale of key recovery and lifestyle protection policies sold.

Commissions are recognised as revenue on the effective commencement or renewal dates of the related policies. Where the company is required to render further post placement services, such as handling claims, an appropriate proportion of the revenue is deferred and recognised as revenue over the period those services are provided.

Profit share commissions are recognised on a cash basis.

2. Accounting policies (continued)

2.5 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

On consolidation, the results of overseas operations are translated into Sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

2.6 Taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2. Accounting policies (continued)

2.7 Intangible assets

Goodwill

Goodwill arises on business acquisitions and represents the excess of the cost of the acquisition over the company's interest in the net amount of the identifiable assets, liabilities and contingent liabilities of the acquired business.

Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. It is amortised on a straight-line basis over its useful life. Where a reliable estimate of the useful life of goodwill or intangible assets cannot be made, the life is presumed not to exceed ten years.

Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Trademarks are amortised on a straight line basis over five years. Development costs in relation to projects which is expected to deliver economic benefit to the company in future years are not amortised until the development phase of the project is complete.

Amortisation

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset.

Development costs in relation to projects which is expected to deliver economic benefit to the Company in future years are not amortised until the development phase of the project is complete.

Amortisation on goodwill arising on acquisitions commences at the end of the earn out period relating to the acquisition. Goodwill is then fully amortised within a period no longer than 10 years from the date of acquisition.

The estimated useful lives range as follows:

Patents, trademarks and licences	-	20% straight line
Development costs	-	Within 10 years of completion of the project

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible assets the amortisation is revised prospectively to reflect the new estimates.

2. Accounting policies (continued)

2.8 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight-line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

2.9 Operating leases

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2.10 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold improvements	-	20% straight line
Office equipment	-	25% straight line
Computer equipment	-	25% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.11 Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.12 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a weighted average basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2. *Accounting policies (continued)*

2.13 Insurance transactions

The company acts as an agent in broking insurance risk to its clients. Generally it is not liable as a principal for either premiums due to underwriters or for claims or returns premiums payable to clients. In recognition of this relationship, debtors and creditors arising from insurance broking transactions are not shown as assets and liabilities respectively.

The commission due to the company is recognised in trade debtors due within one year. The company holds restricted cash in respect of its insurance activities. The use of this cash is restricted to the settlement of applicable insurance claims and creditors. The company is, however, entitled to retain the investment income arising from these cash transactions; accordingly this cash is considered an asset of the company and recorded on the statement of financial position with a corresponding insurance liability recognised.

2.14 Provisions

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the reporting date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of financial position.

2.15 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

2.16 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2. Accounting policies (continued)

2.17 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.18 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

2.19 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Group in independently administered funds.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

i) Assessing indicators of impairment

The company has significant current and non-current assets. In assessing whether there have been any indicators of impairment to these assets, the directors have considered both external and internal sources of information such as market conditions, counterparty credit ratings and experience of recoverability and in the case of intangible assets, the ability of the asset to be operated as planned. No impairment indicators were noted during the period.

Key sources of estimation uncertainty

The directors do not consider there to be any key assumptions concerning the future or any other key sources of estimation uncertainty, that have a risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

4. Auditors' remuneration

During the year, the Group obtained the following services from the Company's auditors:

	2022	2021
	£	£
Fees payable for the audit of financial statements	17,950	17,950

5. *Employees*

The average monthly number of employees, including directors, during the year was 53 (2021 - 51).

6. Intangible assets

Group

	Development expenditure £	Trademarks £	Goodwill £	Total £
Cost				
At 1 November 2021	470,459	5,265	580,487	1,056,211
Additions	146,056	1,262	50,000	197,318
At 31 October 2022	616,515	6,527	630,487	1,253,529
Amortisation				
At 1 November 2021	3,872	5,265	-	9,137
Charge for the year on owned assets	52,295	337	-	52,632
At 31 October 2022	56,167	5,602	-	61,769
Net book value				
At 31 October 2022	560,348	925	630,487	1,191,760
At 31 October 2021	466,587	-	580,487	1,047,074

During the year development costs were capitalised in relation to a project which is expected to deliver economic benefit to the company in future years.

6. Intangible assets (continued)

Company

	Development expenditure £	Trademarks £	Goodwill £	Total £
Cost				
At 1 November 2021	462,394	5,265	580,487	1,048,146
Additions	130,744	1,262	50,000	182,006
At 31 October 2022	593,138	6,527	630,487	1,230,152
Amortisation				
At 1 November 2021	2,304	5,265	-	7,569
Charge for the year	46,184	337	-	46,521
At 31 October 2022	48,488	5,602	-	54,090
Net book value				
At 31 October 2022	544,650	925	630,487	1,176,062
At 31 October 2021	460,090	-	580,487	1,040,577

7. Tangible fixed assets

Group

	Leasehold improvements £	Office equipment £	Computer equipment £	Total £
Cost or valuation				
At 1 November 2021	23,763	140,132	249,977	413,872
Additions	-	1,045	12,404	13,449
Disposals	-	(13,897)	(53,291)	(67,188)
At 31 October 2022	23,763	127,280	209,090	360,133
Depreciation				
At 1 November 2021	13,252	134,020	204,724	351,996
Charge for the year on owned assets	2,254	5,265	18,590	26,109
Disposals	-	(13,897)	(53,291)	(67,188)
At 31 October 2022	15,506	125,388	170,023	310,917
Net book value				
At 31 October 2022	8,257	1,892	39,067	49,216
At 31 October 2021	10,511	6,112	45,253	61,876

The net book value of land and buildings may be further analysed as follows:

	2022 £	2021 £
Short leasehold	8,257	10,511
	8,257	10,511

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

7. Tangible fixed assets (continued)

Company

	Leasehold improvements £	Office equipment £	Computer equipment £	Total £
Cost or valuation				
At 1 November 2021	23,763	140,132	247,740	411,635
Additions	-	-	12,404	12,404
Disposals	-	(13,897)	(53,291)	(67,188)
At 31 October 2022	23,763	126,235	206,853	356,851
Depreciation				
At 1 November 2021	13,252	134,020	204,724	351,996
Charge for the year on owned assets	2,254	4,040	18,590	24,884
Disposals	-	(13,897)	(53,291)	(67,188)
At 31 October 2022	15,506	124,163	170,023	309,692
Net book value				
At 31 October 2022	8,257	2,072	36,830	47,159
At 31 October 2021	10,511	6,112	43,016	59,639

The net book value of land and buildings may be further analysed as follows:

	2022 £	2021 £
Short leasehold	8,257	10,511
	8,257	10,511

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

8. Investments

Company

	Shares in group undertakings £
Cost or valuation	
At 1 November 2021	45,129
At 31 October 2022	45,129

The group has no investments.

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	**Class of shares**	**Holding**
Time Broker Services Ltd	Ordinary	100%
Keycare Assistance Limited (incorporated in Republic of Ireland)	Ordinary	100%

The aggregate of the share capital and reserves as at 31 October 2022 and the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

Name	Aggregate of share capital and reserves £	Profit/(Loss) £
Time Broker Services Ltd	100	-
Keycare Assistance Limited (incorporated in Republic of Ireland)	418,720	197,724

9. Debtors

	Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Trade debtors	744,337	1,046,178	540,172	906,369
Amounts owed by group undertakings	-	-	-	6,664
Other debtors	33,059	81,102	30,253	66,725
Prepayments and accrued income	105,381	140,934	83,142	138,381
	882,777	1,268,214	653,567	1,118,139

10. Cash and cash equivalents

	Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Cash at bank and in hand	1,208,254	783,332	1,137,793	626,955
	1,208,254	783,332	1,137,793	626,955

11. Creditors: Amounts falling due within one year

	Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Bank loans	531,714	174,759	531,714	174,759
Trade creditors	217,507	233,387	188,886	161,482
Amounts owed to group undertakings	-	-	133,509	726
Corporation tax	70,301	58,500	66,000	58,500
Other taxation and social security	55,487	49,054	53,903	49,054
Other creditors	266,330	367,560	266,231	342,533
Accruals and deferred income	282,424	346,048	276,416	338,421
	1,423,763	1,229,308	1,516,659	1,125,475

The bank loan is secured by way of a fixed and floating charge over the assets of the company.

The loan is repayable within 1 year.

12. Creditors: Amounts falling due after more than one year

	Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Bank loans	-	531,715	-	531,715
Other creditors	-	75,000	-	75,000
	-	606,715	-	606,715

The bank loan is secured by way of a fixed and floating charge over the assets of the company.

The loan is repayable within 1 year.

13. Share capital

	2022 £	2021 £
Allotted, called up and fully paid		
965 (2021 - 965) Ordinary A Shares shares of £1.00 each	965	965
1,942 (2021 - 1,942) Ordinary B shares shares of £1.00 each	1,942	1,942
962 (2021 - 962) Ordinary D shares shares of £1.00 each	962	962
	3,869	3,869

14. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £93,693 (2021 - £109,892).

Contributions totalling £13,112 (2021 - £12,906) were payable to the fund at the balance sheet date and are included in other creditors.

15. Commitments under operating leases

At 31 October 2022 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2022 £	Group 2021 £	Company 2022 £	Company 2021 £
Later than 5 years	366,704	-	366,704	-
	366,704	-	366,704	-

16. Related party transactions

During the year Key Care Limited was charged £43,200 (2021 - £43,200) for services supplied by a company with a common shareholder. Of these services there was £nil (2021 - £nil) outstanding at the reporting date

R Taylor is a shareholder who had benefits in kind totalling £4,129 during the period.