Prophets Garage Limited

Directors' report and financial statements

Registered number 1630936

For the year ended 31 December 2012

Contents

Directors' report

The directors present their annual report, together with the financial statements, for the year ended 31 December 2012

Principal activity and business review
The company is now dormant and did not trade during the current or previous year

Results and dividends
The directors do not recommend the payment of a dividend (2011 £Nil)

Directors

The directors who served during the year and subsequently are shown below

LEW Vaughan (Resigned 25 January 2012)
JR Mallett (Resigned 25 January 2012)
GE Nieuwenhuys
RH Kurnick (US citizen) (Resigned 25 January 2012)
G Page-Morris (Resigned 25 January 2012)
A Collinson (appointed 25 January 2012)

Auditors
In accordance with Section 249AA (1) and 249B (2) of the Companies Act 1985, the company was entitled to exemption from the requirement to have its financial statements for the year ended 31 December 2012 audited

By order of the board

A Collinson

A Collinson
Director

2 Penman Way
Grove Park
Leicester
Leicestershire
LE19 1ST

18 September 2013

Profit and loss account
for the year ended 31 December 2012

	2012	2011
	£000	£000
Profit/(loss) on ordinary activities before taxation	-	-
Tax on profit/(loss) on ordinary activities	-	-
Profit/(loss) for the financial year	-	-

In each year, there were no recognised gains and losses other than the profit/(loss) for the year

In each year there are no material differences between the retained profit/(loss) and the historical cost equivalent

Notes from pages 4 to 7 form part of the financial statements

Balance sheet
at 31 December 2012

	Note	2012 £000	£000	2011 £000	£000
Current assets					
Debtors	5	50		50	
		50		50	
Creditors: amounts falling due within one year		-		-	
Net current assets/(liabilities)			50		50
Total assets less current liabilities			50		50
Net assets			50		50
Capital and reserves					
Called up share capital	6		50		50
Share Premium	8		-		-
Capital redemption reserve	8		-		-
Profit and loss account	7		-		-
Total equity shareholders' funds			50		50

For the year ending 31 December 2012 the company was entitled to exemption under section 480 of the Companies Act 2006

The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006
The directors acknowledge their responsibility for
a) ensuring the company keeps accounting records which comply with Section 386 and
b) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Companies Act relating to accounts so far as is applicable to the company

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

These financial statements were approved by the board of directors on 18 September 2013 and were signed on its behalf by

ACollinson

A Collinson
Director

Registered number 1630936

Notes from pages 4 to 7 form part of the financial statements

Notes

(forming part of the financial statements)

1 Accounting policies

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

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards They are prepared on a going concern basis

Going Concern

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the directors report on page 1 The company no longer trades and therefore does not have any significant financial resources apart from intercompany balances Notwithstanding this the directors have a reasonable expectation that the company has adequate resources to continue in existence for the foreseeable future Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements

Turnover

Turnover, which arises wholly in the United Kingdom from the company's principal activity, being that of the operation of motor dealerships, is the amount derived from the provision of goods and services falling within the company's ordinary activities after deduction of trade discounts and value added tax

Turnover is recognised in most cases on despatch of vehicles and parts and after service work is completed In some instances, a customer may pay in full for the vehicle and accept responsibility for it but request that the company retains possession of the vehicle for delivery at a specified later date Turnover is recognised on these transactions at the point of payment as the company believes that the risks and rewards of ownership have transferred

Cash flow statement

Under FRS1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary of Sytner Group Limited which includes the company in its own consolidated financial statements which are publicly available

Investment in subsidiaries

Shares in subsidiary companies are stated at cost less any provision for impairment

Acquisitions

Acquisitions are accounted for under the acquisition accounting method The results of businesses acquired are consolidated for the period from the date on which control passed

Goodwill, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is amortised on a straight line basis over a period up to 20 years Provision is made for any impairment

Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value of each asset on a straight-line basis over its expected useful life, as follows

Freehold land and buildings	-	50 years
Short leasehold land and buildings	-	over lease term
Fixtures and equipment and motor vehicles	-	between 3 and 10 years
Courtesy Vehicles	-	4 years

Residual value is calculated on prices prevailing at the date of acquisition

Notes *(continued)*

1 Accounting policies (continued)

Stocks

Stocks are stated at the lower of cost and net realisable value Cost incurred in bringing each product to its present location and condition is based on purchase price less trade discounts Net realisable value is based on estimated selling price less further costs expected to be incurred to disposal Provision is made for obsolete, slow-moving or defective items where appropriate

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised without discounting in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date except as otherwise required by FRS 19

Pension costs

A number of employees are members of the Sytner Group Pension Plan, a defined contribution scheme

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the period Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet

Leases

Rentals under operating leases are charged on a straight-line basis over the lease term even if the payments are not made on such a basis
Assets acquired under finance leases are capitalised and the outstanding future lease obligations are shown in creditors Rental payments are apportioned between the finance element which is charged to the profit and loss account and the capital element which reduces outstanding lease obligations

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction or, if hedged, at the forward contract rate Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date or, if appropriate, at the forward contract rate Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in the profit and loss account

2 Notes to the profit and loss account

Amounts receivable by the company's auditor in respect of services to the company, other than the audit of the company's financial statements have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the company's ultimate parent UAG UK Holdings Limited

3 Staff costs

Directors' remuneration

The directors who served during the year are all directors of an intermediate parent company, Sytner Group Limited and are remunerated by that company, with the exception of RH Kurnick who is remunerated by Penske Automotive Group Inc , a company registered in Michigan USA It is not practicable to allocate their remuneration to individual companies in the group The remuneration has therefore, been disclosed in the financial statements of Sytner Group Limited with the exception of RH Kurnick which is disclosed in the financial statements of Penske Automotive Group. Inc The same is true for the prior year

Notes *(continued)*

4 Dividends paid on equity shares

	2012 £000	2011 £000
Interim dividend paid	-	-

5 Debtors

	2012 £000	2011 £000
Amounts owed by group undertakings	50	50
	50	50

6 Called up share capital

	2012 £000	2011 £000
Allotted, called up and fully paid		
50,000 ordinary shares of £1 each	50	50

7 Profit and loss account

	2012 £000	2011 £000
Balance at beginning of year	-	-
Profit/(loss) for the financial year	-	-
Dividend paid	-	-
Balance at end of year	-	-

8 Reconciliation of movements in shareholders' funds

	Share capital £000	Share premium account £000	Capital redemption reserve £000	Profit & Loss account £000	Total £000
At beginning of year	50	-	-	-	50
Profit/(loss) for the financial year	-	-	-		-
Dividend paid	-	-	-	-	-
At end of year	50	-	-	-	50

Notes *(continued)*

9 Financial commitments

Capital commitments
The company had no capital commitments at either this year end or the previous year end

Contingent liabilities
As at 31 December 2012 the gross borrowings outstanding under the Group s bank facilities in aggregate were £59,167 000 (2011 £46 579 000)

10 Ultimate parent company and controlling party

The company is a subsidiary undertaking of Penske Automotive Group, Inc , incorporated in Michigan USA Penske Automotive Group, Inc is also the largest group in which the results of the company are consolidated The consolidated financial statements are available from 2555 Telegraph Road, Bloomfield Hills Detroit MI 48302-0954 USA

The smallest group in which the results are consolidated is that headed by Sytner Group Limited incorporated in England and Wales The consolidated financial statements are available to the public from the registrar of companies

11 Related party transactions

The company entered into a number of transactions during the year with other companies within the above group Under the provisions of FRS 8 no disclosure has been provided on the grounds that all companies within the group are 100% owned and the consolidated financial statements of the parent company are publicly available