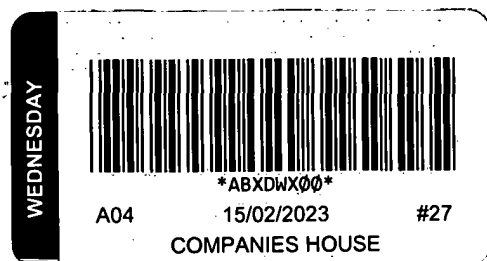


Company registration number 02875057 (England and Wales)

MOMENTUM INSTORE LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2022



MOMENTUM INSTORE LIMITED

COMPANY INFORMATION

Directors	R M Gleave S P Gleave
Company number	02875057
Registered office	Beechwood Court Springwood Way Tytherington Business Park Macclesfield Cheshire United Kingdom SK10 2XG
Auditor	Azets Audit Services Ship Canal House 98 King Street Manchester M2 4WU

MOMENTUM INSTORE LIMITED

CONTENTS

	Page
Strategic report	1 - 2
Directors' report	3 - 4
Independent auditor's report	5 - 7
Statement of comprehensive income (including a profit and loss account)	8
Balance sheet	9 - 10
Statement of changes in equity	11
Notes to the financial statements	12 - 23

MOMENTUM INSTORE LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MAY 2022

The directors present the strategic report for the year ended 31 May 2022.

Business review

As the world continues to navigate the lingering impacts of the pandemic and global economic uncertainty, the year saw a continuation of unprecedented macro-economic challenges, which have impacted almost all businesses and sectors. Rampant inflationary pressure, rising energy costs and interest rates and continued supply chain pressures have had significant impacts on the business. These impacts have presented the business with many disruptive operational and cost challenges but despite these the business has evolved and learnt to live with them in a robust and proactive manner.

Whilst turnover fell in the year by 23% (2021 turnover included some one-off low margin pass through work), gross profit margin increased by 12.1% points from 25.4% to 37.5% and profit before tax increased by 16%.

Despite the continued challenging economic landscape, the business has confidently continued to invest in its operations, IT infrastructure and further develop its strategic plan. We have continued to invest in our Aftermarket facilities in Loughborough. This large facility allows us to offer a full range of complimentary services to our retail customers. These include, pick, pack and collation, tester picking, secure storage, recycling, refurbishment and a full parts management and distribution service. This is a key driver in executing our strategy of offering our customers more than installation and merchandising services and being a key partner throughout the whole POS lifecycle. We are now able to offer customers a complete range of services both pre and post implementation. We have continued to invest in our Aftermarket offering throughout the year, both in people and additional space and will continue to do so in this growing service offering.

At the same time, we have continued to invest in "Insite" our proprietary ERP & reporting platform. Insite allows customers to manage every element of their POS journey through a single integrated platform. The business has made significant investment to improve the user interface upgrading to Insite 3.0. as well as adding a whole suite of additional functionality including a dedicated Aftermarket portal as well as new stock management, scheduling and maintenance portals. The business has also undertaken a major overhaul of its financial reporting software and processes during the year and has moved all its systems to the cloud.

The investment in Aftermarket and Insite has completely repositioned Momentum in the marketplace allowing us the ability to deliver our customers a single integrated service managed through a single reporting system. This repositioning has already seen Momentum make significant new contract wins which will boost sales and profitability in FY23 and beyond.

Given the challenging macroeconomic and geopolitical backdrop, it is difficult to predict the shape of future trading with certainty, but our progress has been encouraging and we are confident that by continuing to invest in our strategy we will deliver for our customers, people, suppliers and communities. We have come through so much already and our solidarity will continue to carry us forward to transform and grow our business.

Principal risks and uncertainties

The market within which the company operates, remains highly competitive and retail clients continue to exert pressure on margins. The company continuously monitors the market and client requirements and adapts operationally to mitigate the pressures on margin.

Management aim to minimise risk by retention of key staff, focusing on higher margin generative work streams and robust overhead management.

The inflationary pressure on costs during the year has been significant but the company has continued to negotiate effectively with suppliers and control its costs well and cash flow has continued to be strong and been professionally managed throughout the year.

MOMENTUM INSTORE LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

Financial key performance indicators

In the opinion of the directors the key performance indicators of the company are as follows:

- Gross profit margin of 37.5% (2021: 25.4%). Calculated as ratio of gross profit to turnover expressed as a percentage; and
- Operating profit margin of 3.7% (2021: 2.6%). Calculated as a ratio of operating profit to turnover expressed as a percentage.

Developments and future outlook

The directors remain highly positive about the future prospects for the business. The business's sales pipeline is strong and the company expects to maximise this pipeline over the coming years.

FY 23 builds on the positive improvements of FY 22 and the company expects to post an improvement to the reported profitability in FY 23. The company holds a positive outlook for FY 23, based on the volume of positive client enquiries and new tender wins.

The company continues to invest in its infrastructure, systems and people, to position itself for future growth opportunities identified in the market. In addition, it expects its strategic repositioning and rebranding to be very well received by customers, both existing and new, and this is expected to drive sales growth.

The positive changes and investments made during the year reinforce the directors' positive view of the future prospects of the business.

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



R M Gleave
Director

13 February 2023

MOMENTUM INSTORE LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MAY 2022

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

Principal activities

The principal activity of the company continued to be that of the provision of retail marketing services.

Results and dividends

The results for the year are set out on page 8.

Ordinary dividends were declared amounting to £394,000 (2021: £276,000).

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

R M Gleave

S P Gleave

Auditor

The auditor, Azets Audit Services, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of directors' responsibilities

The directors are responsible for preparing the annual report and the 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements 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 company 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

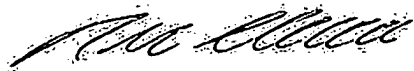
So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

MOMENTUM INSTORE LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

On behalf of the board



R. M. Gleave
Director

13 February 2023

MOMENTUM INSTORE LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MOMENTUM INSTORE LIMITED

Opinion

We have audited the financial statements of Momentum Instore Limited (the 'company') for the year ended 31 May 2022 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and notes to the financial statements, including 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 company's affairs as at 31 May 2022 and of its 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 *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC'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 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 auditor's 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.

Opinions on other matters prescribed by the Companies Act 2006

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

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

MOMENTUM INSTORE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF MOMENTUM INSTORE LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report and the directors' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

MOMENTUM INSTORE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF MOMENTUM INSTORE LIMITED

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above and on the Financial Reporting Council's website, to detect material misstatements in respect of irregularities, including fraud.

We obtain and update our understanding of the entity, its activities, its control environment, and likely future developments, including in relation to the legal and regulatory framework applicable and how the entity is complying with that framework. Based on this understanding, we 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. This includes consideration of the risk of acts by the entity that were contrary to applicable laws and regulations, including fraud.

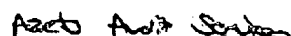
In response to the risk of irregularities and non-compliance with laws and regulations, including fraud, we designed procedures which included:

- Enquiry of management and those charged with governance around actual and potential litigation and claims as well as actual, suspected and alleged fraud;
- Reviewing minutes of meetings of those charged with governance;
- Assessing the extent of compliance with the laws and regulations considered to have a direct material effect on the financial statements or the operations of the company through enquiry and inspection;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management bias and override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for indicators of potential bias.

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 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.

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 auditor's 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.



Lee Van Houplines (Senior Statutory Auditor)
For and on behalf of Azets Audit Services

13 February 2023

Chartered Accountants
Statutory Auditor

Ship Canal House
98 King Street
Manchester
M2 4WU

MOMENTUM INSTORE LIMITED

STATEMENT OF COMPREHENSIVE INCOME (INCLUDING A PROFIT AND LOSS ACCOUNT)

FOR THE YEAR ENDED 31 MAY 2022

	Notes	2022 £'000	2021 £'000
Turnover	3	14,409	18,738
Cost of sales	4	(9,001)	(13,982)
Gross profit		5,408	4,756
Administrative expenses		(4,897)	(4,554)
Other operating income		25	289
Operating profit	5	536	491
Interest payable and similar expenses		(27)	(3)
Write off of amounts from group undertakings	8	-	(50)
Profit before taxation		509	438
Tax on profit	9	(42)	(68)
Profit for the financial year		467	370

There are no recognised gains and losses other than those passing through the profit and loss account.

MOMENTUM INSTORE LIMITED

BALANCE SHEET

AS AT 31 MAY 2022

		2022	2021
	Notes	£'000	£'000
Fixed assets			
Tangible assets	10	722	561
Investments	11	59	59
		<u>781</u>	<u>620</u>
Current assets			
Stocks		38	40
Debtors	13	6,486	3,866
Cash at bank and in hand	14	24	995
		<u>6,548</u>	<u>4,901</u>
Creditors: amounts falling due within one year	15	<u>(4,735)</u>	<u>(2,691)</u>
Net current assets		<u>1,813</u>	<u>2,210</u>
Total assets less current liabilities		<u>2,594</u>	<u>2,830</u>
Creditors: amounts falling due after more than one year	16	(106)	(59)
Provisions for liabilities			
Accruals and deferred income		712	1,109
Deferred tax liability	17	127	86
		<u>(839)</u>	<u>(1,195)</u>
Net assets		<u>1,649</u>	<u>1,576</u>
Capital and reserves			
Called up share capital	19	100	100
Profit and loss reserves		1,549	1,476
Total equity		<u>1,649</u>	<u>1,576</u>

MOMENTUM INSTORE LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 MAY 2022

The financial statements were approved by the board of directors and authorised for issue on 13 February 2023 and are signed on its behalf by:



R M Gleave
Director

Company Registration No. 02875057

MOMENTUM INSTORE LIMITED

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

	Notes	Share capital £'000	Profit and loss reserves £'000	Total £'000
Balance at 1 June 2020		1,176	306	1,482
Year ended 31 May 2021:				
Profit and total comprehensive income for the year		-	370	370
Dividends		-	(276)	(276)
Reduction of shares		(1,076)	1,076	-
Balance at 31 May 2021		100	1,476	1,576
Year ended 31 May 2022:				
Profit and total comprehensive income for the year		-	467	467
Dividends		-	(394)	(394)
Balance at 31 May 2022		100	1,549	1,649

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

Company information

Momentum Instore Limited is a private company limited by shares incorporated in England and Wales. The registered office is Beechwood Court, Springwood Way, Tytherington Business Park, Macclesfield, Cheshire, SK10 2XG.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £'000.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of the Reduced Financial Reporting Regime, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" regarding the disclosure requirements of Sections 3, 4, 7, 11, 12 and 33 of the standard.

The financial statements of the company are consolidated in the financial statements of Gleaventures Limited. The consolidated financial statements of Gleaventures Limited as at 31 May 2022 may be obtained from the Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

1.4 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.

The company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

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

Leasehold improvements	straight line over term of the lease
Equipment, fixtures and fittings	straight line between 3-10 years
Motor vehicles	15% reducing balance

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.

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

1.5 Fixed asset investments

Investments in subsidiaries are measured at cost less accumulated impairment.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.6 Stocks

Stocks are stated at the lower of cost and net realisable value after making due allowance for obsolete and slow moving stocks.

1.7 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and represent cash in hand and deposits held at call with banks.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method. Financial assets classified as receivable within one year are not amortised.

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

Other financial assets

Investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade creditors, are initially recognised at transaction price. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.9 Equity instruments

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

1.10 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the statement of income and retained earnings, 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 balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet 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; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

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 balance sheet date.

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

1 Accounting policies

(Continued)

1.11 Employee benefits

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

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

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

1.12 Retirement benefits

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

1.13 Leases

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

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

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

1.14 Government grants

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

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

1.15 Foreign exchange

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

1.16 Finance costs

Finance costs are charged to the statement of income and retained earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.17 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Job cost accrual

Ongoing projects at the year end are evaluated using costs incurred to date, turnover to date and expected job margins to calculate whether extra costs need to be accrued or whether some costs need to be deferred. Deferred costs are all shown within work in progress and accrued costs are shown within accruals.

3 Turnover and other revenue

An analysis of the company's turnover is as follows:

	2022 £'000	2021 £'000
Turnover analysed by geographical market		
United Kingdom	14,409	18,619
Rest of Europe	-	119
	<u>14,409</u>	<u>18,738</u>

4 Cost of sales

Included within cost of sales is government grant income receivable of £nil (2021: £572,000) relating to the Coronavirus Job Retention Scheme.

5 Operating profit

	2022 £'000	2021 £'000
Operating profit for the year is stated after charging/(crediting):		
Exchange (gains)/losses	-	2
Government grants	(25)	(861)
Fees payable to the company's auditor for the audit of the company's financial statements	25	24
Depreciation of owned tangible fixed assets	196	150
Depreciation of tangible fixed assets held under finance leases	6	-
Operating lease charges	<u>444</u>	<u>458</u>

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

6 Employees

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

	2022 Number	2021 Number
Directors	2	2
Management staff	16	14
Field staff	34	27
Office staff	43	42
Total	95	85

In addition to the note above, the company hired intermittent workers through out the year. The average number of such workers for the year was 152 (2021: 176).

Staff costs, including directors' remuneration, were as follows:

	2022 £'000	2021 £'000
Wages and salaries	5,851	5,859
Social security costs	480	462
Pension costs	164	164
	6,495	6,485

Included within wages and salaries, social security costs and other pension costs are £3,076,000 (2021: £3,188,000), £212,000 (2021: £209,000) and £41,000 (2021: £43,000) that relate to staff costs in connection to intermittent workers.

7 Directors' remuneration

	2022 £'000	2021 £'000
Remuneration for qualifying services	22	21
Company pension contributions to defined contribution schemes	26	28
	48	49

8 Exceptional write off

	2022 £'000	2021 £'000
Exceptional write off of amounts due from group	-	(50)

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

9 Taxation

	2022 £'000	2021 £'000
Current tax		
UK corporation tax on profits for the current period	-	27
Adjustments in respect of prior periods	2	-
Total current tax	2	27
Deferred tax		
Origination and reversal of timing differences	39	41
Adjustment in respect of prior periods	1	-
Total deferred tax	40	41
Total tax charge	42	68

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2022 £'000	2021 £'000
Profit before taxation	509	438
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	97	83
Expenses not deductible for tax purposes	2	4
Adjustments in respect of prior years	2	-
Effect of change in corporation tax rate	9	14
Depreciation on assets not qualifying for tax allowances	3	4
Deferred tax adjustments in respect of prior years	1	-
Super deduction allowance	(15)	-
R&D additional deduction	(57)	(37)
Taxation charge for the year	42	68

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

10 Tangible fixed assets

	Leasehold improvements	Equipment, fixtures and fittings	Motor vehicles	Total
	£'000	£'000	£'000	£'000
Cost				
At 1 June 2021	700	929	-	1,629
Additions	45	244	74	363
At 31 May 2022	745	1,173	74	1,992
Depreciation and impairment				
At 1 June 2021	380	688	-	1,068
Depreciation charged in the year	75	121	6	202
At 31 May 2022	455	809	6	1,270
Carrying amount				
At 31 May 2022	290	364	68	722
At 31 May 2021	320	241	-	561

The net carrying value of tangible fixed assets includes the following in respect of assets held under hire purchase contracts.

	2022 £'000	2021 £'000
Motor vehicles	68	-

11 Fixed asset investments

	Notes	2022 £'000	2021 £'000
Investments in subsidiaries	12	59	59

12 Subsidiaries

Details of the company's subsidiaries at 31 May 2022 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
NDI Momentum Limited	United Kingdom	Ordinary	100.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves £'000	Profit/(Loss) £'000
NDI Momentum Limited	59	-

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

13 Debtors

	2022	2021
	£'000	£'000
Amounts falling due within one year:		
Trade debtors	4,683	1,816
Corporation tax recoverable	-	26
Amounts owed by group undertakings	1,662	1,762
Other debtors	-	102
Prepayments and accrued income	141	160
	<u>6,486</u>	<u>3,866</u>

Amounts owed by group undertakings are repayable on demand, however the directors do not anticipate the balance to be fully repayable within 12 months of the balance sheet date.

14 Cash at bank and in hand

	2022	2021
	£'000	£'000
Cash at bank and in hand	<u>24</u>	<u>995</u>

Prior to the Covid-19 pandemic the invoice discounting balance was in a credit position (2018: £1,994,000, 2019: £1,714,000). Following the commencement of the pandemic in early 2020 the company's net cash position benefitted from support offered by the UK government (Coronavirus Job Retention Scheme, Deferred VAT payments) and accelerated payments provided by several key customers. As a result the invoice discounting balance was in a debit position at the two prior balance sheet dates (2020: £56,000, 2021: £1,070,000) and the balance was presented within other debtors and cash at bank and in hand respectively.

Following the withdrawal of UK government and other support the invoice discounting balance has returned to a level more in keeping with the pre-pandemic working capital cycle of the company.

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

15 Creditors: amounts falling due within one year

	2022 £'000	2021 £'000
Invoice discounting	2,683	-
Obligations under finance leases	9	-
Trade creditors	938	949
Taxation and social security	490	1,169
Other creditors	615	573
	<u>4,735</u>	<u>2,691</u>

Prior to the Covid-19 pandemic the invoice discounting balance was in a credit position (2018: £1,994,000, 2019: £1,714,000). Following the commencement of the pandemic in early 2020 the company's net cash position benefitted from support offered by the UK government (Coronavirus Job Retention Scheme, Deferred VAT payments) and accelerated payments provided by several key customers. As a result the invoice discounting balance was in a debit position at the two prior balance sheet dates (2020: £56,000, 2021: £1,070,000) and the balance was presented within other debtors and cash at bank and in hand respectively.

Following the withdrawal of UK government and other support the invoice discounting balance has returned to a level more in keeping with the pre-pandemic working capital cycle of the company.

Invoice discounting balances are secured by a fixed and floating charge against all assets of Momentum Instore Limited.

Obligations under finance leases are secured against the assets to which they relate.

16 Creditors: amounts falling due after more than one year

	2022 £'000	2021 £'000
Obligations under finance leases	47	-
Amounts owed to group undertakings	59	59
	<u>106</u>	<u>59</u>

Obligations under finance leases are secured against the assets to which they relate.

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

17 Deferred taxation

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

	Liabilities 2022 £'000	Liabilities 2021 £'000
Balances:		
Accelerated capital allowances	141	92
Tax losses	(7)	-
Short term timing differences	(7)	(6)
	<u>127</u>	<u>86</u>
Movements in the year:		2022 £'000
Liability at 1 June 2021		86
Charge to profit or loss		41
Liability at 31 May 2022		<u>127</u>

18 Retirement benefit schemes

	2022 £'000	2021 £'000
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	<u>164</u>	<u>164</u>

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund. Included within other creditors is £36,000 (2021: £33,000) in respect of contributions to the company's defined contribution pension scheme.

19 Share capital

	2022 Number	2021 Number	2022 £'000	2021 £'000
Ordinary share capital Issued and fully paid				
Ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>	<u>100</u>	<u>100</u>

MOMENTUM INSTORE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2022

20 Operating lease commitments

Lessee

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

	2022 £'000	2021 £'000
Within one year	417	444
Between two and five years	425	608
	<u>842</u>	<u>1,052</u>

21 Related party transactions

The company has taken full advantage of the exemption under section 33 of FRS 102 from disclosing transactions with other members of the group headed by Gleaventures Limited provided that consolidated financial statements in which the company is included, are publicly available.

At the balance sheet date the net amount owed from Gleaventures Limited was £1,662,000 (2021: £1,762,000). In addition the company owed £59,000 (2021: £59,000) to NDI Momentum Limited, a subsidiary of the company.

22 Ultimate controlling party

The immediate and ultimate parent undertaking is Gleaventures Limited, a company incorporated in England and Wales. Gleaventures Limited, was under the control of R M Gleave due to his majority shareholding throughout the current and preceding year.