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Registered number: 05073551

# BARTON PETROLEUM (HOLDINGS) LIMITED AND SUBSIDIARY UNDERTAKINGS

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019



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# BARTON PETROLEUM (HOLDINGS) LIMITED

## **COMPANY INFORMATION**

Director

R J Burton

Company secretary

L M Burton

Registered number

05073551

Registered office

6-7 Vaux Road

Finedon Road Industrial Estate

Wellingborough Northamptonshire

NN8 4TG

Independent auditor

MHA MacIntyre Hudson

Chartered Accountants & Statutory Auditors Peterbridge House

The Lakes Northampton NN4 7HB

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### GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2019

#### **Principal activities**

The principal activity of the Company is that of a dormant holding company.

The principal activities of the Group are the distribution of petroleum products and related activities and the maintenance and repair of motor vehicles.

#### **Business review**

Despite a relatively benign winter, the Director is pleased to report trading performance for the year.

Operating profit has decreased by 11.0% and turnover has increased by 14.1%, which, coupled with the fact that profits were not fully distributed, has contributed to net assets increasing by 16.5%.

### Principal risks and uncertainties

The Group uses various financial instruments including cash, trade debtors and trade creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Group's operations. The existence of these financial instruments exposes the Group to a number of financial risks which are described in more detail below.

The main risks arising from the Group's financial instruments are price risk, liquidity risk and credit risk.

### Price risk

The Group's exposure to price risks consists mainly of its exposure to movements in oil prices. This risk is managed by daily monitoring of the oil prices for the Group's main supplier.

# Liquidity risk

The Group seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

### Credit risk

The Group's principal financial assets are cash and trade debtors.

In order to manage credit risk the director sets limits for customers based on a combination of payment history and third party credit references. Credit limits are reviewed by the credit controller on a regular basis in conjunction with debt ageing and collection history.

Any residual risk is covered by credit insurance.

### Financial key performance indicators

The director's main performance indicators used to manage the critical financial aspects of the business are gross margin, volume turnover and debtor days.

The gross margin has decreased from 10.5% to 9.4%. Oil prices continue to be volatile and a difficult environment continues to affect customers.

Debtor days are used to assist the careful management of working capital. On a year end count-back basis this measurement showed that debtor days have increased slightly from 22 days in 2018 to 23 days.

# GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

### Other key performance indicators

The director's main non-financial performance indicators used to manage the business are greenhouse gas emissions and paper waste.

The level of greenhouse gases is carefully monitored. Approximately 7.3 tonnes (2018 - 7.3 tonnes) per annum of heating oils are emitted and 345 tonnes (2018 - 345) tonnes of road fuels are utilised.

Of the paper used within the business, 80% (2018 - 80%) is recycled per annum.

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

R J Burton Director

Date: 02.10.2019

# DIRECTOR'S REPORT FOR THE YEAR ENDED 31 MARCH 2019

The director presents his report and the financial statements for the year ended 31 March 2019.

### Director's responsibilities statement

The director is responsible for preparing the Group Strategic Report, the Director's Report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

### Results and dividends

The profit for the year, after taxation, amounted to £894,118 (2018 - £1,003,259).

During the year dividends were voted amounting to £150,000 (2018 - £150,000).

#### Director

The director who served during the year was:

R J Burton

# **Future developments**

Although economic uncertainties give cause for concern, Barton Petroleum (Holdings) Limited remain optimistic for the immediate future.

We continue to expect all our Depots to grow over the next 12 months in both volumes and income. We also look forward to taking advantage of any market opportunities as they arise.

## DIRECTOR'S REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

### Disclosure of information to auditor

The director at the time when this Director's Report is approved has confirmed that:

- so far as he is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- he 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 auditor is aware of that information.

### Post balance sheet events

There have been no significant events affecting the Group since the year end.

#### **Auditor**

The auditor, MHA MacIntyre Hudson, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

R J Burton Director

Date: 02 · 10 · 20/9

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF BARTON PETROLEUM (HOLDINGS) LIMITED

### Opinion

We have audited the financial statements of Barton Petroleum (Holdings) Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 March 2019, which comprise the Group Statement of Comprehensive Income, the Group and Company Balance Sheets, the Group Statement of Cash Flows, 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 March 2019 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 Auditor's 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the director has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Group's or the parent Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF BARTON PETROLEUM (HOLDINGS) LIMITED (CONTINUED)

### Other information

The director is responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's Report thereon. 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.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

## 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 Group Strategic Report and the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Director's Report have 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 Group Strategic Report or the Director's 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF BARTON PETROLEUM (HOLDINGS) LIMITED (CONTINUED)

### Responsibilities of directors

As explained more fully in the Director's Responsibilities Statement on page 3, the director is 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 director determines 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 director is 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 director either intends to liquidate the Group or the parent 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 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 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.

Richard Powell BA FCA (Senior Statutory Auditor)

8 October 2019

for and on behalf of MHA MacIntyre Hudson

Chartered Accountants Statutory Auditors

Peterbridge House The Lakes Northampton

NN4 7HB

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2019

	Note	2019 £	2018 £
Turnover	4	76,676,126	67,223,595
Cost of sales		(69,498,612)	(60,193,577)
Gross profit		7,177,514	7,030,018
Distribution costs		(2,637,343)	(2,489,196)
Administrative expenses		(3,484,316)	(3,353,118)
Other operating income	5	2,100	1,670
Operating profit	6	1,057,955	1,189,374
Interest receivable and similar income	10	27,128	18,566
Profit before taxation		1,085,083	1,207,940
Tax on profit	11	(190,965)	(204,681)
Profit for the financial year		894,118	1,003,259
Unrealised surplus on revaluation of tangible fixed assets	14	928,996	-
Actuarial gains on defined benefit pension scheme	25	99,000	138,000
Pension surplus not recognised	25	(231,000)	(288,000)
Other comprehensive income for the year		796,996	(150,000)
Total comprehensive income for the year		1,691,114	853,259

The notes on pages 14 to 34 form part of these financial statements.

# BARTON PETROLEUM (HOLDINGS) LIMITED REGISTERED NUMBER: 05073551

# CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2019

•	Note		2019 £		2018 £
Fixed assets			_		_
Intangible assets	13		115,513		138,615
Tangible assets	14		5,024,579	_	4,028,062
			5,140,092		4,166,677
Current assets					
Stocks	16	1,144,896		1,025,859	
Debtors: amounts falling due within one year	17	7,221,792		7,555,022	
Current asset investments	18	500,000		1,500,000	
Cash at bank and in hand	19	5,418,227		3,593,087	
		14,284,915		13,673,968	
Creditors: amounts falling due within one year	20	(8,555,788)		(8,538,154)	
Net current assets			5,729,127		5,135,814
Total assets less current liabilities Provisions for liabilities			10,869,219	-	9,302,491
Deferred tax	22	(147,942)	~	(122,328)	
			(147,942)		(122,328)
Net assets			10,721,277	-	9,180,163
Capital and reserves				•	
Called up share capital	23		50		50
Revaluation reserve	27		928,996		-
Profit and loss account	27		9,792,231	•	9,180,113
			10,721,277	-	9,180,163
			10,721,277		9,180,1

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

R J Burtorí Director

Date: 02 10 2019

The notes on pages 14 to 34 form part of these financial statements.

# BARTON PETROLEUM (HOLDINGS) LIMITED REGISTERED NUMBER: 05073551

# COMPANY BALANCE SHEET AS AT 31 MARCH 2019

	Note		2019 £		2018 £
Fixed assets					
Investments	15		793,780		793,780
		-	793,780	<del>-</del>	793,780
Creditors: amounts falling due within one year	20	(793,730)		(793,730)	
Net current liabilities			(793,730)	<del></del>	(793,730)
Total assets less current liabilities		-	50	-	50
Net assets		-	50	<u>-</u>	50
Capital and reserves					
Called up share capital Profit for the year Other changes in the profit and loss account	23	150,000 (150,000)	50	150,000 (150,000)	50
Profit and loss account carried forward	27		-		-
		-	50	=	50

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 2nd October 20/9

R J Burton Director

The notes on pages 14 to 34 form part of these financial statements.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2019

	Called up share capital £	Revaluation reserve	Profit and loss account £	Total equity £
At 1 April 2017	50	-	8,476,854	8,476,904
Comprehensive income for the year Profit for the year Actuarial losses on pension scheme	- -	- -	1,003,259 (150,000)	1,003,259 (150,000)
<b>Total comprehensive income for the year</b> Dividends: Equity capital	-	-	853,259 (150,000)	853,259 (150,000)
Total transactions with owners	-		(150,000)	(150,000)
At 1 April 2018	50	-	9,180,113	9,180,163
Comprehensive income for the year Profit for the year Actuarial losses on pension scheme Surplus on revaluation of freehold property		- - 928,996	894,118 (132,000) -	894,118 (132,000) 928,996
<b>Total comprehensive income for the year</b> Dividends: Equity capital	- · .	928,996	762,118 (150,000)	1,691,114 (150,000)
Total transactions with owners	-		(150,000)	(150,000)
At 31 March 2019	50	928,996	9,792,231	10,721,277

# COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2019

	Called up share capital £		Total equity
At 1 April 2017	50	-	50
Profit for the year	-	150,000	150,000
Dividends: Equity capital	-	(150,000)	(150,000)
At 1 April 2018	50	-	50
Profit for the year	-	150,000	150,000
Dividends: Equity capital		(150,000)	(150,000)
At 31 March 2019	50	-	50

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2019

	2019 £	2018 £
Cash flows from operating activities	~	~
Profit for the financial year	894,118	1,003,259
Adjustments for:	·	
Amortisation of intangible assets	23,102	23,102
Depreciation of tangible assets	680,093	631,460
Loss on disposal of tangible assets	(78,189)	(11,385)
Interest received	(27,128)	(18,566)
Taxation charge	190,965	204,681
(Increase) in stocks	(119,037)	(31,313)
Decrease/(increase) in debtors	333,230	(1,185,470)
Increase in creditors	66,217	1,504,562
(Decrease) in net pension assets/liabs	(132,000)	(150,000)
Corporation tax (paid)	(214,562)	(108,967)
Net cash generated from operating activities	1,616,809	1,861,363
Cash flows from investing activities		
Purchase of tangible fixed assets	(772,245)	(785,417)
Sale of tangible fixed assets	102,820	14,199
Purchase of short term unlisted investments	(500,000)	-
Sale of short term unlisted investments	1,500,000	-
Interest received	27,128	18,566
Net cash from investing activities	357,703	(752,652)
Cash flows from financing activities		
Dividends paid	(150,000)	(150,000)
Net cash used in financing activities	(150,000)	(150,000)
Net increase in cash and cash equivalents	1,824,512	958,711
Cash and cash equivalents at beginning of year	3,593,087	2,634,376
Cash and cash equivalents at the end of year	5,417,599	3,593,087
Cash and cash equivalents at the end of year comprise:		
out and out of our of the one of your comprisor		
Cash at bank and in hand	5,418,227	3,593,087

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 1. General information

Barton Petroleum (Holdings) Limited is a private limited liability company limited, incorporated and registered in England and has its registered office and principal place of business at 6-7 Vaux Road, Finedon Road Industrial Estate, Wellingborough, Northamptonshire, NN8 4TG.

The principal activity of the Company continues to be that of a dormant holding company.

The principal activities of the Group continues to be that of the distribution of petroleum products and related activities and the maintenance & repair of motor vehicles.

# 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 Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

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 functional currency of the Company and Group is GBP.

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 Balance Sheet, 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.

In accordance with the transitional exemption available in FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 01 April 2014.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

# 2. Accounting policies (continued)

## 2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

### Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Group has transferred the significant risks and rewards of ownership to the buyer;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

### Rendering of services

Revenue 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 revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract 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.

### 2.4 Intangible assets

### Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Consolidated Statement of Comprehensive Income over its useful economic life.

The estimated useful lives range as follows:

Goodwill - 20 years

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

## 2. Accounting policies (continued)

### 2.5 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.

Land is not depreciated. Depreciation on other assets 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:

Freehold property - 25 years
Leasehold property - 5-25 years
Plant and machinery - 2-16 years
Motor vehicles - 4-6 years

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 the Consolidated Statement of Comprehensive Income.

### 2.6 Revaluation of tangible fixed assets

Individual freehold and leasehold properties are carried at current year value at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are undertaken with sufficient regularity to ensure the carrying amount does not differ materially from that which would be determined using fair value at the Balance Sheet date.

Fair values are determined from market based evidence normally undertaken by professionally qualified valuers.

Revaluation gains and losses are recognised in the Consolidated Statement of Comprehensive Income unless losses exceed the previously recognised gains or reflect a clear consumption of economic benefits, in which case the excess losses are recognised in profit or loss.

### 2.7 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

#### 2.8 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.

At each balance sheet 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.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 2. Accounting policies (continued)

#### 2.9 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.

# 2.10 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. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

#### 2.11 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 non-puttable 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. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

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.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

# 2. Accounting policies (continued)

### 2.12 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.

#### 2.13 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.

### 2.14 Operating leases

Rentals paid under operating leases are charged to the Consolidated Statement of Comprehensive Income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

#### 2.15 Interest income

Interest income is recognised in the Consolidated Statement of Comprehensive Income using the effective interest method.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 2. Accounting policies (continued)

### 2.16 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Consolidated Statement of Comprehensive Income, 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 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 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;
- 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 balance sheet date.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 2. Accounting policies (continued)

#### 2.17 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 the Consolidated Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

### Defined benefit pension plan

The Group operates a defined benefit plan for certain employees. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors including but not limited to age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

The liability recognised in the Balance Sheet in respect of the defined benefit plan is the present value of the defined benefit obligation at the end of the balance sheet date less the fair value of plan assets at the balance sheet date (if any) out of which the obligations are to be settled.

The defined benefit obligation is calculated using the projected unit credit method. Annually the company engages independent actuaries to calculate the obligation. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating to the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the Group's policy for similarly held assets. This includes the use of appropriate valuation techniques.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income. These amounts together with the return on plan assets, less amounts included in net interest, are disclosed as 'Remeasurement of net defined benefit liability'.

The cost of the defined benefit plan, recognised in profit or loss as employee costs, except where included in the cost of an asset, comprises:

- a) the increase in net pension benefit liability arising from employee service during the period; and
- b) the cost of plan introductions, benefit changes, curtailments and settlements.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is recognised in profit or loss as a 'finance expense'.

### Defined benefit pension plan

The Group operates a defined benefit plan for certain employees. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 2. Accounting policies (continued)

#### 2.17 Pensions (continued)

including but not limited to age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

The liability recognised in the Balance Sheet in respect of the defined benefit plan is the present value of the defined benefit obligation at the end of the Balance Sheet date less the fair value of plan assets at the Balance Sheet date (if any) out of which the obligations are to be settled.

The defined benefit obligation is calculated using the projected unit credit method. Annually the company engages independent actuaries to calculate the obligation. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating to the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the Group's policy for similarly held assets. This includes the use of appropriate valuation techniques.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income. These amounts together with the return on plan assets, less amounts included in net interest, are disclosed as 'Remeasurement of net defined benefit liability'.

The cost of the defined benefit plan, recognised in Profit or Loss as employee costs, except where included in the cost of an asset, comprises:

- a) the increase in net pension benefit liability arising from employee service during the period; and
- b) the cost of plan introductions, benefit changes, curtailments and settlements.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets.

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

In the application of the Group's accounting policies, which are described in note 2, management have been required to make judgments, estimates and assumptions. These estimates which relate to the carrying value of assets and liabilities, where not readily available from other sources, are based on underlying assumptions and experience. Actual results may differ from these estimates. These estimates and assumption are reviewed on an on-going basis.

Sources of estimation uncertainty:

Depreciation rates are based on estimates of the useful lives and residual values of the associated assets.

Bad debt provisions are based on the likelihood of the recovery of debtor balances.

The defined benefit pension scheme valuation is conducted by qualified acturaries.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

4.	Turnover		
	An analysis of turnover by class of business is as follows:		
		2019 £	2018 £
	Sale of petroleum and related products  Maintenance and repair of motor vehicles	74,929,559 1,746,567	65,552,564 1,671,031
		76,676,126	67,223,595
	All turnover arose within the United Kingdom.		
5.	Other operating income		
		2019 £	2018 £
	Other operating income	2,100	1,670
6.	Operating profit		
	The operating profit is stated after charging:		
	-	2019 £	2018 £
	Depreciation Amortisation	680,093 23,102	631,461 23,102
	Other operating lease rentals	119,600	141,600
7.	Auditor's remuneration		
		2019 £	. 2018 £
	Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	24,125	23,450
	Fees payable to the Group's auditor and its associates in respect of:		
	Taxation compliance services	4,875	4,750

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 8. **Employees**

Staff costs, including director's remuneration, were as follows:

	Group 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Wages and salaries	3,299,246	3,225,293	-	
Social security costs	283,624	280,026	-	-
Cost of defined benefit scheme	18,000	-	-	-
Cost of defined contribution scheme	345,310	219,750	-	-
	3,946,180	3,725,069	-	-

The average monthly number of employees, including the director, during the year was as follows:

Employees 91 88		2019 No.	2018 No.
	Employees	 91	. 88

The Company has no employees other than the directors, who did not receive any remuneration (2018 -£NIL)

#### 9. **Director's remuneration**

	2019 £	2018 £
Director's emoluments 12	0,958	119,548

The only member of key management during the current and prior year was the director.

#### Interest receivable 10.

	2019 £	2018 £
Other interest receivable	27,128	18,566

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 11. Taxation

·	2019 £	2018 £
Corporation tax	_	~
Current tax on profits for the year	175,773	224,984
Adjustments in respect of previous periods	(10,422)	(1,073)
Total current tax	165,351	223,911
Deferred tax		
Origination and reversal of timing differences	25,614	(19,230)
Total deferred tax	25,614	(19,230)
Taxation on profit on ordinary activities	190,965	204,681

# Factors affecting tax charge for the year

The tax assessed for the year is higher than (2018 - lower than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £	2018 £
Profit on ordinary activities before tax	1,085,083	1,207,940
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)  Effects of:	206,166	229,509
Non-tax deductible amortisation of goodwill and impairment	4,389	4,389
Expenses not deductible for tax purposes, other than goodwill amortisation	257	22,898
Adjustments to tax charge in respect of prior periods	(10,412)	(1,073)
Other timing differences leading to an increase (decrease) in taxation	18,861	(22,857)
Changes in provisions leading to an increase (decrease) in the tax charge	204	315
Other differences leading to an increase (decrease) in the tax charge	(28,500)	(28,500)
Total tax charge for the year	190,965	204,681

# Factors that may affect future tax charges

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

## 11. Taxation (continued)

The main rate of corporation tax in the United Kingdom will reduce from 19% to 17% from April 2020, a change which was substantively executed as of 15 September 2016 as part of the Finance Act 2016.

# 12. Dividends

13.

	2019 £	2018 £
Dividends paid	150,000	150,000
Intangible assets		
Group		
		Goodwill £
Cost	•	
At 1 April 2018	_	462,044
At 31 March 2019	-	462,044
Amortisation		
At 1 April 2018		323,429
Charge for the year	_	23,102
At 31 March 2019	-	346,531
Net book value		
At 31 March 2019	=	115,513
At 31 March 2018	=	138,615

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

## 14. Tangible fixed assets

# Group

	Freehold property £	Leasehold property £	Plant and machinery £	Motor vehicles £	Total £
Cost or valuation					
At 1 April 2018	1,804,605	1,016,418	1,375,078	4,271,599	8,467,700
Additions	71,309	24,954	64,175	611,807	772,245
Disposals	-	-	(17,550)	(502,190)	(519,740)
Revaluations	483,226	-	-	-	483,226
At 31 March 2019	2,359,140	1,041,372	1,421,703	4,381,216	9,203,431
Depreciation					
At 1 April 2018	407,127	277,320	1,103,930	2,651,261	4,439,638
Charge for the year on owned assets	38,643	51,021	60,411	530,018	680,093
Disposals	-	-	(15,558)	(479,551)	(495,109)
On revalued assets	(445,770)	-	-	-	(445,770)
At 31 March 2019		328,341	1,148,783	2,701,728	4,178,852
Net book value					
At 31 March 2019	2,359,140	713,031	272,920	1,679,488	5,024,579
At 31 March 2018	1,397,478	739,098	271,148	1,620,338	4,028,062

Included within freehold property is land amounting to £753,547 (2018 - £609,754) which is not depreciated.

The freehold property valuation was made by Berrys, Chartered Surveyors, on n open mrket for existing use basis in March 2019.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

## 14. Tangible fixed assets (continued)

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

	2019 £	2018 £
Group		
Cost	1,875,914	1,804,605
Accumulated depreciation	(445,770)	(407,127)
Net book value	1,430,144	1,397,478

### 15. Fixed asset investments

# Company

Subsidiary companies £

Cost or valuation
At 1 April 2018
At 31 March 2019

793,780

Investments

# Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
Barton Petroleum Limited	6-7 Vaux Road, Finedon Road Industrial Estate, Wellingborough	Ordinary	100%
F.W. Abbott Limited	Unit 10, Orion Way, Kettering Business Park, Kettering	Ordinry	100%
MK Oils Limited	6-7 Vaux Road, Finedon Road Industrial Estate, Wellingborough	Ordinary	100%
Cotswold Fuels Limited	6-7 Vaux Road, Finedon Road Industrial Estate, Wellingborough	Ordinary	100%
Cotswold Petroleum Limited	6-7 Vaux Road, Finedon Road Industrial Estate, Wellingborough	Ordinary	100%

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

## 15. Fixed asset investments (continued)

# Subsidiary undertakings (continued)

The aggregate of the share capital and reserves as at 31 March 2019 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)
Barton Petroleum Limited	9,622,937	898,337
F.W. Abbott Limited	1,776,557	18,883
MK Oils Limited	1	-
Cotswold Fuels Limited	1	• -
Cotswold Petroleum Limited	1	-
Stocks		
,	Group 2019 £	Group 2018 £
Raw materials and consumables	14,270	18,454
Work in progress	13,891	24,480
Goods for resale	1,116,735	982,925
	1,144,896	1,025,859

Stock recognised in cost of sales during the year as an expense was £69,167,350 (2018 - £59,913,020).

### 17. Debtors

16.

	Group 2019 £	Group 2018 £
Trade debtors	6,173,978	6,466,562
Other debtors	776,987	791,313
Prepayments and accrued income	270,827	297,147
	7,221,792	7,555,022

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 18. Current asset investments

	•		Group	Group
			2019	2018
			£	£
Unlisted investments			500,000	1,500,000

Included within unlisted investments is a £250,000 investment which has an earliest maturity date of 11 March 2022.

# 19. Cash and cash equivalents

	Group	Group
	2019	2018
	£	£
Cash at bank and in hand	5,418,227	3,593,087
Less: bank overdrafts	(628)	-
	5,417,599	3,593,087

## 20. Creditors: Amounts falling due within one year

	Group 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Bank overdrafts	628	-	-	-
Trade creditors	7,687,850	7,521,341	-	-
Amounts owed to group undertakings	-	-	643,730	·643,730
Corporation tax	175,773	224,984	-	-
Other taxation and social security	134,758	130,695	-	-
Other creditors	150,000	150,000	150,000	150,000
Accruals and deferred income	406,779	511,134	-	-
	8,555,788	8,538,154	793,730	793,730

Included in trade creditors is £2,000,000 (2018 - £2,000,000) which is secured over the book debts of the Group.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 21. Financial instruments

	Group 2019 £	Group 2018 £	Company 2019 £	Company 2018 £
Financial assets				
Debt instruments measured at amortised cost	6,400,225	6,529,189	-	-
Financial liabilities				
Debt instruments measured at amortised cost	8,244,629	(8,182,475)	(793,730)	(793,730)

Financial assets that are debt instruments measured at amortised cost comprise trade debtors, amounts owed to group companies, accrued income and certain other debtors.

Financial liabilities that are debt instruments measured at amortised cost comprise trade creditors, amounts owed to group companies, accruals and other creditors.

## 22. Deferred taxation

# ∠Group

23.

	2019 £	2018 £
At beginning of year	122,328	141,558
Charged to profit or loss	25,614	(19,230)
At end of year	147,942	122,328
	Group 2019 £	Group 2018 £
Accelerated capital allowances	151,173	125,377
Short term timing differences	(3,231)	(3,049)
	147,942	122,328
Share capital		
	2019 £	2018 £
Allotted, called up and fully paid		
50 (2018 - 50) Ordinary shares of £1.00 each	50	50

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### **BARTON PETROLEUM (HOLDINGS) LIMITED**

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 24. Capital commitments

At 31 March 2019 the Group and Company had capital commitments as follows:

	Group	Group
	2019	2018
	£	£
Contracted for but not provided in these financial statements	786,989	343,900

### 25. Pension commitments

The Group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund.

Outstanding contributions at 31 March 2019 totalled £19,007 (2018 - £17,931).

The Group also operates a defined benefit pension scheme.

Pension contributions are determined by a qualified actuary on the basis of the triennial valuations using the projected unit method. A full actuarial valuation was carried out at 6 April 2013 and updated at 31 March 2016.

Benefits are payable based on final pensionable pay. The assets of the scheme are administered by trustees in a fund independent from the assets of the Company and Group.

	2019 £	2018 £
Fair value of plan assets Present value of plan liabilities	4,077,000 (4,077,000)	4,054,000 (4,054,000)
Net pension scheme liability		-
	2019 £	2018 £
Past service cost	18,000	-
Total	18,000	
•		

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## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 25. Pension commitments (continued)

Reconciliation of fair value of plan liabilities were as follow:

2019 £	2018 £
Opening defined benefit obligation (4,054,000)	(5,073,000)
Interest cost (104,000)	(118,000)
Actuarial gains and (losses) (72,000)	126,000
Past service costs (18,000)	-
Benefits paid 155,000	1,011,000
Closing defined benefit obligation (4,093,000)	(4,054,000)
Reconciliation of fair value of plan assets were as follows:	
2019 £	2018 £
Opening fair value of scheme assets 4,054,000	5,073,000
Actuarial return on plan assets 171,000	12,000
Contributions by employer 150,000	150,000
Interest income 131,000	137,000
Movement in derecognition of surplus (258,000)	(307,000)
Benefits paid (155,000)	(1,011,000)
Closing fair value of scheme assets 4,093,000	4,054,000

The cumulative amount of actuarial gains and losses recognised in the Consolidated Statement of Comprehensive Income was £NIL (2018 - £NIL).

The Group also expects to contribute £150,000 to its defined benefit pension scheme in 2020.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

# 25. Pension commitments (continued)

Principal actuarial assumptions at the Balance Sheet date (expressed as weighted averages):

	2019	2018
Discount rate	% 2.5	% 2.6
Future salary increases	3.0	3.0
Inflation assumption	2.6	2.4
Mortality rates		
- for a male aged 65 now	20.9 yrs	21.8 yrs
- at 65 for a male aged 45 now	22.2 yrs	22.9 yrs
- for a female aged 65 now	23.1 yrs	23.7 yrs
- at 65 for a female member aged 45 now	24.6 yrs	25.0 yrs

Amounts for the current and previous four periods are as follows:

Defined benefit pension schemes

	2019 £	2018 £	2017 £	2016 £	2015 £
Defined benefit obligation	(4,093,000)	(4,054,000)	(5,073,000)	(3,784,000)	(3,695,000)
Scheme assets	5,399,000	5,102,000	5,814,000	4,935,000	4,845,000
Surplus	1,306,000	1,048,000	741,000	1,151,000	1,150,000
Experience adjustments on scheme liabilities Experience adjustments on	(28,000)	(82,000)	53,000	92,000	43,000
scheme assets	171,000	12,000	649,000	(150,000)	425,000
	143,000	(70,000)	702,000	(58,000)	468,000

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

### 26. Commitments under operating leases

At 31 March 2019 the Group had future minimum lease payments under non-cancellable operating leases as follows:

	Group 2019 £	Group 2018 £
Not later than 1 year	104,000	104,000
Later than 1 year and not later than 5 years	273,500	335,000
Later than 5 years	1,049,083	1,111,750
	1,426,583	1,550,750

The Company had no commitments under the non-cancellable operating leases as at the balance sheet date.

### 27. Reserves

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### Revaluation reserve

The revaluation reserve records all revaluations of tangible fixed assets.

### Profit and loss account

The profit and loss account includes all current and prior period retained profits and losses, less dividends declared.

### 28. Related party transactions

Included within other creditors is an amount of £120,000 (2018 - £120,000) owed to a director in respect of a £120,000 (2018 - £120,000) dividend awarded in the year but not paid out as at 31 March 2019.

Included within other creditors is an amount of £30,000 (2018 - £30,000) owed to a close family member of the director in respect of a £30,000 (2018 - £30,000) dividend awarded in the year but not paid out as at 31 March 2019.

There were no other transactions such as are required to be disclosed under section 33 of FRS102.

# 29. Controlling party

The ultimate controlling party is R J Burton by virtue of his shareholding.