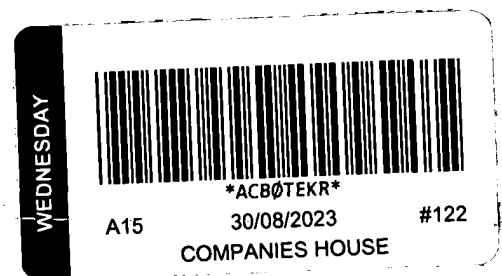


Registration number: 06577000

Towergate Financial (East) Holdings Limited

Unaudited Financial Statements
for the Year Ended 31 December 2022



Towergate Financial (East) Holdings Limited

(Registration number: 06577000)

Statement of Financial Position as at 31 December 2022

	Note	2022 £	2021 £
Non-current assets			
Investments in subsidiaries	2	-	-
Current assets			
Trade and other receivables	3	26	26
Current liabilities			
Trade and other payables	4	<u>(6,730,431)</u>	<u>(6,730,431)</u>
Net current liabilities		<u>(6,730,405)</u>	<u>(6,730,405)</u>
Total assets less current liabilities		<u>(6,730,405)</u>	<u>(6,730,405)</u>
Net liabilities		<u>(6,730,405)</u>	<u>(6,730,405)</u>
Capital and reserves			
Called up share capital	5	996	996
Retained losses		<u>(6,731,401)</u>	<u>(6,731,401)</u>
Total equity		<u>(6,730,405)</u>	<u>(6,730,405)</u>

For the year ended 31 December 2022, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the board on 25 August 2023 and signed on its behalf by:

Diane Cougill

D Cougill
Director

The notes on pages 2 to 5 form an integral part of these financial statements.

Towergate Financial (East) Holdings Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022

1 Accounting policies

Going Concern

In March 2015 the Company's regulated subsidiary undertaking disposed of their trade and assets. It is the directors' intention to wind up the subsidiary once its liabilities have been settled. As a consequence, the financial statements have been prepared on a basis other than that of a going concern.

The book value of the Company's assets and liabilities are deemed to be a reasonable approximation of fair value. The subsidiary's decision to cease taking on new business triggered an impairment review that found no impairment was necessary. As such no adjustments to balances are required with the Company being reported on a basis other than that of a going concern.

Investments in subsidiaries

A subsidiary is an entity over which the Company has control. The Company controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Investments in subsidiaries are accounted for at cost less, where appropriate, impairment.

Investments in subsidiaries are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset may exceed its recoverable amount.

An impairment test is performed by comparing the investment's carrying amount with its recoverable amount. The recoverable amount is the higher of its fair value less costs of disposal and its value in use, where its value in use is the present value of its future cash flows. An impairment test requires the application of significant judgement because it relies on key assumptions, including forecast cash flows, a discount rate, a terminal growth rate and an EBITDA multiple.

Financial assets

Financial assets are initially measured at fair value plus directly attributable transaction costs. The Company's financial assets are trade and other receivables. The subsequent measurement of financial assets is at amortised cost.

The Company assesses, on a forward-looking basis, the expected credit losses (ECL) associated with its financial assets carried at amortised cost. The Company recognises a loss allowance for such losses at each reporting date.

Towergate Financial (East) Holdings Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022

1 Accounting policies (continued)

Financial liabilities

Financial liabilities are initially measured at fair value plus directly attributable transaction costs and are subsequently measured at amortised cost. The Company's financial liabilities are trade and other payables.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2 Investments in subsidiaries

	£
Cost or valuation	
At 1 January 2022	996,875
At 31 December 2022	996,875
Provision for impairment	
At 1 January 2022	996,875
At 31 December 2022	996,875
Carrying amount	
At 31 December 2022	-
At 31 December 2021	-

The Company's trading subsidiaries, Towergate Financial (East) Limited ceased to trade on 16 March 2015. As a consequence, an impairment review was undertaken and the recoverable amount of shares in subsidiaries was reduced to £Nil. As such, the investments in subsidiaries was fully impaired at this date.

Details of the subsidiaries as at 31 December 2022 are as follows:

Name of subsidiary	Principal activity	Country of incorporation and principal place of business	Proportion of ownership interest and voting rights held	
			2022	2021
Towergate Financial (East) Intermediate Limited	Holding company	England	100%	100%
Towergate Financial (East) Limited*	Run-off	England	15.87%	15.87%

* indicates preference share holding which carry no voting rights

The registered office address of the above subsidiaries is 2 Minster Court, Mincing Lane, London, EC3R 7PD.

Towergate Financial (East) Holdings Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022

3 Trade and other receivables

	2021	2020
	£	£
Current trade and other receivables		
Other receivables	<u>26</u>	<u>26</u>

4 Trade and other payables

	2021	2020
	£	£
Current trade and other payables		
Amounts due to other Group companies	<u>6,730,431</u>	<u>6,730,431</u>

Amounts due to other Group companies are unsecured, interest free and payable on demand.

Towergate Financial (East) Holdings Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022

5 Share capital

Allotted, called up and fully paid shares

	2022		2021	
	No.	£	No.	£
'A' Ordinary Shares of £0.01 each	90,000	900	90,000	900
'B' Ordinary Shares of £0.01 each	6,500	65	6,500	65
'C' Ordinary Shares of £0.01 each	3,079	31	3,079	31
	<u>99,579</u>	<u>996</u>	<u>99,579</u>	<u>996</u>

The 'A' Ordinary Shares have full voting rights, dividend rights and the right to participate in a distribution whether in a winding-up or reduction of capital or otherwise.

The 'B' Ordinary Shares and 'C' Ordinary Shares do not have any voting rights nor any dividend rights. The 'B' Ordinary Shares and the 'C' Ordinary Shares have the right to participate in a distribution whether in a winding-up or reduction of capital or otherwise.

Authorised share capital at the year ended 31 December 2021 was £1,005 (2020: £1,005).

6 Parent and ultimate parent undertaking

The immediate parent company is Towergate Financial (Group) Limited and the ultimate parent company is Tara Topco Limited.

The Group's majority shareholder and ultimate controlling party at 31 December 2022 is Madison Dearborn Partners LLC. The parent company of the largest group that prepares group financial statements at 31 December 2022 that consolidate the Company is Ardonagh Group Holdings Limited (incorporated in Great Britain, registered office address 2 Minster Court, Mincing Lane, London, EC3R 7PD). The parent company of the smallest group that prepares group financial statements at 31 December 2022 that consolidate the Company is Ardonagh Midco 2 plc (incorporated in Great Britain, registered office address 2 Minster Court, Mincing Lane, London, EC3R 7PD). Financial statements for Ardonagh Group Holdings Limited and Ardonagh Midco 2 plc are available on request from:

2 Minster Court
Mincing Lane
London
EC3R 7PD