

**COMPANY REGISTRATION NUMBER: 07098738**

**JTG Holdings Limited**  
**Financial Statements**  
**31 December 2022**

# **JTG Holdings Limited**

## **Financial Statements**

**Year ended 31 December 2022**

<b>CONTENTS</b>	<b>PAGE</b>
Officers and professional advisers	<b>1</b>
Strategic report	<b>2</b>
Director's report	<b>6</b>
Independent auditor's report to the members	<b>9</b>
Consolidated statement of comprehensive income	<b>13</b>
Consolidated statement of financial position	<b>14</b>
Company statement of financial position	<b>15</b>
Consolidated statement of changes in equity	<b>16</b>
Company statement of changes in equity	<b>17</b>
Consolidated statement of cash flows	<b>18</b>
Notes to the financial statements	<b>19</b>

# **JTG Holdings Limited**

## **Officers and Professional Advisers**

### **Director**

Mr J Gravell

### **Registered office**

Gravells Service Centre, Pembrey Road

Kidwelly

Carmarthenshire

SA17 4TF

### **Auditor**

James & Uzzell Ltd

Chartered Certified Accountants & statutory auditor

Axis 15, Axis Court

Mallard Way

Riverside Business Park

Swansea

SA7 0AJ

# JTG Holdings Limited

## Strategic Report

### Year ended 31 December 2022

The director presents his strategic report for the year ended 31st December 2022. **REVIEW OF BUSINESS** The director undertakes a detailed analysis of the group's position during the year and at the year end using turnover and profitability as the key performance indicators as detailed below.

#### PRINCIPAL RISKS AND UNCERTAINTIES

The group operates in competitive markets and has reliance on a very good reputation and providing quality service. The group's trading activities are all within the United Kingdom and therefore it does not expose itself to fluctuating exchange rates. The principal risk facing the group is the strength of the UK economy and following from that the demand for its products. The group maintained positive growth during the last twelve months through its subsidiary's ability to offer innovative and value added products and services to its new and existing customer base while maintaining a high standard of service. The group continues to invest in its underlying systems and constantly seeks to identify opportunities for growth. The group's performance is heavily influenced by the fortunes of its subsidiary's franchises it represents. Given the longstanding and successful relationship the subsidiary enjoys with each of its core franchises it is considered that such risks have to a large extent been mitigated. The Director has considered the risk posed by Covid 19 and Brexit and is confident that due to the level of funding available to the group this risk is sufficiently mitigated.

#### DEVELOPMENT AND PERFORMANCE

The results for the year and the financial position at the year end was considered satisfactory by the director. The director continues to identify growth strategies and improve the efficiency of the groups operations.

#### FINANCIAL KEY PERFORMANCE INDICATORS

The key performance indicators are set out below:

	2022	2021	Variance
	£	£	
Turnover	107,457,399	96,362,729	11,094,670
Gross Profit	8,486,074	7,680,774	805,300
Gross Profit %	7.90%	7.97%	0.07%
Profit before tax	3,447,257	5,402,057	1,954,800
Profit before tax %	3.21%	5.61%	(2.4%)
Number of cars sold	6,105	6,643	(538)
Used vehicle turnover	48,638,912	43,321,053	5,317,859
New vehicle turnover	46,251,603	42,485,852	3,765,751

## **NON FINANCIAL KEY PERFORMANCE INDICATORS**

**SUSTAINABILITY** The group continues to offer high levels of customer satisfaction as it believes this to be the key for the ongoing success of the group. Group members continue to win franchise partner customer service awards. Group members pride themselves on the high level of returning customers and continue to offer them great choice with expanding franchise ambitions and top-level customer care. The group regards itself as a responsible group and is constantly looking to reduce waste and follow guidance on emission targets. This is highlighted by the large range of low emission vehicles held in stock, utilisation of solar panels on all dealerships, increased provision of electric vehicle charge points across the group as well as responsible disposal of waste from workshops. **HEALTH & SAFETY** The health & safety of its workforce and staff with responsibility to third parties is a principal priority of the group. This is embraced with a focus on a behavioural based approach which is planned to underpin all activities and drive improvement strategy for health & safety issues forward. **TRAINING** The group is proactive throughout the businesses with regards to the training of staff from the administration office through to the workshop floor. The continuing high level of employee training is key to the ongoing success. **ENVIRONMENT** The group recognises its responsibilities in continually minimising the impact of activities on the environment. This is evident in many ways, from company cars being encouraged with low emission engines to electric and hybrid vehicles being on sale. They also provide battery electric and plug-in hybrid courtesy vehicles for service customers. **QUALITY** The group prides itself on a top-class customer service team focusing on building excellent relationships with the customers. The aim is not only meet customer expectations but to exceed them.

## SECTION 172(1) STATEMENT

The revised UK Corporate Governance Code ('2018 Code') was published in July 2018 and applies to accounting periods beginning on or after January 1, 2019. The Companies (Miscellaneous Reporting) Regulations 2018 ('2018 MRR') require Directors to explain how they considered the interests of key stakeholders and the broader matters set out in section 172(1) (A) to (F) of the Companies Act 2006 ('S172') when performing their duty to promote the success of the group under S172. This includes considering the interest of other stakeholders which will have an impact on the long-term success of the group. The Board welcomes the direction of the UK Financial Reporting Council (the 'FRC'). 1) has engaged with employees, suppliers, customers and others; and 2) has had regard to employee interests, the need to foster the group's business relationships with suppliers, customers and other, and the effect of that regards, including on the principal decisions taken by the group during the financial year. The S172 statement focuses on matters of strategic importance to JTG Holdings Limited, and the level of information disclosed is consistent with the size and the complexity of the business.

**GENERAL CONFIRMATION OF DIRECTOR'S DUTIES** JTG Holdings Limited's Board has a clear framework for determining the matters within its remit. When making decisions, the Director ensures that he acts in the way he considers, in good faith, would most likely promote the Group's success for the benefit of its members as a whole, and in doing so have regard (among other matters) to:

S172(1) (A) "The likely consequences of any decision in the long term" The Director understands the business and the evolving environment in which we operate. The strategy set by the Board is intended to strengthen our position within the motor trade by following its strategic ambitions. S172(1) (B) "The interests of the Group's employees" The Director recognises that the Group's employees are fundamental and core to its business and delivery of its strategic ambitions. The success of its business depends on attracting, retaining and motivating employees. From ensuring that they remain a responsible employer, from pay and benefits to our health, safety and workplace environment, the Director factors the implications of decisions on employees and the wider workforce, where relevant and feasible. S172(1) (C) "The need to foster the Group's business relationships with suppliers, customers and others" Delivering their strategy requires strong mutually beneficial relationships with suppliers, customers, and others. JTG Holding's seeks the promotion and application of certain general principles in such relationships. Their key supplier relationships are manufacturer partners Group Renault, Kia Motors and SEAT. They also have strong working relationships with commercial lenders and finance houses for new vehicle stocking. They also focus on supporting local business across dealerships to provide required products and services. They focus on a limited number of key relationship partners to support the business. S172(1) (D) "The impact of the Group's operations on the community and the environment" The Group recognises its environmental responsibilities as referred to earlier in the Strategic report. S172(1) (E) "The desirability of the Group maintaining a reputation for high standards of business conduct" In line with the Group's strategic plan, it always promotes high standards in all areas. S172(1) (F) "The need to act fairly as between members of the Group" After weighing up all relevant factors, the Director considers which course of action best enables delivery of the strategy through the long-term, taking into consideration the impact on stakeholders. In doing so, the Director acts fairly as between the Group's members.

This report was approved by the board of directors on 27 September 2023 and signed on behalf of the board by:

Mr J Gravell

**Mr J Gravell**

Director

# **JTG Holdings Limited**

## **Director's Report**

### **Year ended 31 December 2022**

The director presents his report and the financial statements of the group for the year ended 31 December 2022 .

#### **DIRECTOR**

The director who served the company during the year was as follows:

Mr J Gravell

#### **DIVIDENDS**

Particulars of recommended dividends are detailed in note 15 to the financial statements.

#### **FUTURE DEVELOPMENTS**

The director aims to maintain the management policies which have resulted in the group's steady trading in recent years and to continue to focus on sustained profitability and growth within its existing core franchise operations.

#### **STREAMLINED ENERGY AND CARBON REPORTING**

	<b>Unit</b>	<b>2022</b>
Total emissions generated through combustion of gas	tCO2e	116
Total emissions generated through use of purchased electricity	tCO2e	153
Total emissions generated through business travel and other fuels	tCO2e	91
		---
Total emissions	tCO2e	360
Intensity metric		3.30
		---

#### **PRINCIPAL MEASURES TAKEN TO INCREASE ENERGY EFFICIENCY**

The group recognises that its trading activities have an impact on the environment and environmental awareness is one of the business' core values.

The group minimises the effect on motor retailing on the environment, and reviews and controls the key areas of our business that may have an impact on the environment including asbestos, contamination, noise, recycled waste, tyre disposal and waste oil.

The group monitors its energy consumption through regular energy saving reviews and has installed solar panels at all of its sites which contributes to its net zero ambition. The group has installed LED lighting across all of its dealerships and has installed heat pump solutions at 4 dealerships with plans to rollout further. The group also operates battery electric courtesy cars with a minimum of 6 charging points at each dealership with plans for further charging installations. The group also plans to implement battery storage solutions to reduce further its energy usage across the dealerships.

#### **EMPLOYEE INVOLVEMENT**

The group involves its employees in its objectives, plans and performance and on other relevant matters of interest to employees through various communication methods and regular meetings and encourage employees to express their views in helping the group achieve long term success. The group is committed to its policy of training and developing its workforce to ensure its client needs and expectations are met to the highest standard.



## **FINANCIAL INSTRUMENTS**

The group operates a number of risk management policies designed to minimise its exposure to financial risk.

### **Liquidity and cash flow risk**

The group produces detailed monthly management accounts and forecasts, which enables the director to monitor the cash position and to ensure there is sufficient liquidity and cash flow to minimise the risk of the group being unable to pay its debts as they fall due.

### **Interest rate risk**

The bank overdraft borrowings at variable rates expose the group to cash flow interest rate risk, however, the director actively manages this risk by transferring funds between group company bank accounts in order to minimise the use of overdraft facilities.

### **Credit risk**

The group operates a number of policies and controls to minimise credit risk. All customers are subject to a detailed credit review prior to any terms being agreed. The director must authorise any larger value contracts and the group will only conduct business with customers deemed to be credit worthy.

Within the short term hire division customers may also be subject to credit review, especially where such customers are commercial entities who may hire a number of vehicles at any time.

### **Price risk**

The group operates in a highly competitive market. Significant product innovations, technological advances or the intensification of price competition could adversely affect the results of the group. The Group invests in significant training of its staff to ensure that the company is well placed to provide a choice for customers, to ensure that they are aware of their options and are satisfied with the level of service we provide. The group also continually works to streamline its cost base to ensure it remains competitive.

## **RESEARCH AND DEVELOPMENT**

The group has implemented a policy of investment in research and development in order to create a competitive position in the market.

## **BUSINESS RELATIONSHIPS**

As referred to in the Section 172(1) Statement of the Strategic report, the group's main business relationships are with its manufacturer partners.

## **QUALIFYING INDEMNITY PROVISION**

The Articles of Association of the Company contain an indemnity in favour of all the Directors of the Company that, subject to law, indemnifies the Directors, out of the assets of the Company, from any liability incurred by them in defending any proceedings in which judgement is given in their favour (or otherwise disposed of without any finding or admission of any material breach of duty on their part).

## **ENVIRONMENTAL MATTERS**

The group recognises the importance of its environmental responsibilities and accepts that concern for the environment and all employees is an integral and fundamental part of its corporate business strategy. The group monitors its impact on the environment and endeavours to design and implement policies and processes to reduce any damage that might be caused by the group's activities. Initiatives include the safe disposal of commercial waste, the minimisation of waste going to landfill, reducing energy consumption and the use of renewable natural resources where possible.

## **DISCLOSURE OF INFORMATION IN THE STRATEGIC REPORT**

The group has chosen in accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 to set out in the group's strategic report information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

## **DIRECTOR'S RESPONSIBILITIES STATEMENT**

The director is responsible for preparing the strategic report, director's report and the 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 group and the company and the profit or loss of the group for that period. In preparing these financial statements, the director is required to: - select suitable accounting policies and then apply them consistently; - make judgments and accounting estimates that are reasonable and prudent; - state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; - prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company 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 enable them to ensure that the financial statements comply with the Companies Act 2006. He is 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. DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the group and the company's auditor is unaware; and - they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the group and the company's auditor is aware of that information.

This report was approved by the board of directors on 27 September 2023 and signed on behalf of the board by:

Mr J Gravell

**Mr J Gravell**

Director

# **JTG Holdings Limited**

## **Independent Auditor's Report to the Members of JTG Holdings Limited**

**Year ended 31 December 2022**

### **OPINION**

We have audited the financial statements of JTG Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2022 which comprise the consolidated statement of comprehensive income, consolidated statement of financial position, company statement of financial position, consolidated statement of changes in equity, company statement of changes in equity, consolidated statement of cash flows 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 FRS 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 December 2022 and of the group's profit for the year then ended; - have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; - 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 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 director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's or the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director 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 director is responsible for the other information. 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.

## **OPINIONS 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 Strategic Report and 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.

### **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 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.

### **RESPONSIBILITIES OF THE DIRECTOR**

As explained more fully in the director's responsibilities statement, 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 has 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. Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal regulatory frameworks that are applicable to the group and determined that the most significant of those relate to the reporting framework (International Accounting Standards in conformity with the requirements of the Companies Act 2006 and The Companies (Miscellaneous Reporting) Regulations 2018) and the relevant tax compliance regulations, principally relating to those issued by HMRC. In addition, we concluded that there are certain significant laws and regulations which may have an effect on the determination of the amounts and disclosures in the financial statements being the General Data Protection Regulation, and those laws and regulations relating to health and safety and employee matters.
- We understood how JTG Holdings Limited is complying with those frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of Board minutes and by understanding the entity level controls implemented by those charged with governance.
- We assessed the susceptibility of the Group's financial statements to material misstatement, including how fraud might occur by meeting with management to understand where it considered there was susceptibility to fraud. We also considered where the significant estimates and judgements are in the financial statements. We assessed the programmes and controls that the Group has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls. Where risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures including testing manual journals and were designed to provide reasonable assurance that the financial statements were free from fraud or error.
- Based on this understanding we designed our audit procedures to identify non compliance with such laws and regulations. Our procedures involved, journal entry testing, with a focus on manual journals or unusual transactions based on our understanding of the business. Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation. As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the director.
- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's or the parent company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group or the parent company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.

ALISON JAYNE UZZELL FCCA

(Senior Statutory Auditor)

For and on behalf of

James & Uzzell Ltd

Chartered Certified Accountants & statutory auditor

Axis 15, Axis Court

Mallard Way

Riverside Business Park

Swansea

SA7 0AJ

28 September 2023

# JTG Holdings Limited

## Consolidated Statement of Comprehensive Income

Year ended 31 December 2022

		2022	2021
	Note	£	£
<b>TURNOVER</b>	<b>4</b>	<b>107,457,399</b>	<b>96,362,279</b>
Cost of sales		<b>98,971,326</b>	<b>88,681,505</b>
		-----	-----
<b>GROSS PROFIT</b>		<b>8,486,073</b>	<b>7,680,774</b>
Administrative expenses		<b>5,727,215</b>	<b>3,124,143</b>
Other operating income	<b>5</b>	<b>55,819</b>	<b>378,752</b>
		-----	-----
<b>OPERATING PROFIT</b>	<b>6</b>	<b>2,814,677</b>	<b>4,935,383</b>
Income from interests in associates	<b>10</b>	<b>550,000</b>	<b>—</b>
Income from other fixed asset investments	<b>11</b>	<b>( 10,441)</b>	<b>544,925</b>
Other interest receivable and similar income	<b>12</b>	<b>174,706</b>	<b>919</b>
Interest payable and similar expenses	<b>13</b>	<b>81,686</b>	<b>79,170</b>
		-----	-----
<b>PROFIT BEFORE TAXATION</b>		<b>3,447,256</b>	<b>5,402,057</b>
Tax on profit	<b>14</b>	<b>504,935</b>	<b>879,438</b>
		-----	-----
<b>PROFIT FOR THE FINANCIAL YEAR AND TOTAL COMPREHENSIVE INCOME</b>		<b>2,942,321</b>	<b>4,522,619</b>
		-----	-----

All the activities of the group are from continuing operations.

**JTG Holdings Limited**  
**Consolidated Statement of Financial Position**  
**31 December 2022**

	Note	2022 £	2021 £
<b>FIXED ASSETS</b>			
Negative goodwill	16	8,335	( 40,251)
Tangible assets	17	15,188,121	12,173,890
Investments	18	3,774,703	3,424,895
		-----	-----
		18,971,159	15,558,534
<b>CURRENT ASSETS</b>			
Stocks	19	13,259,466	10,812,702
Debtors	20	3,285,334	2,843,252
Cash at bank and in hand		523,619	1,237,629
		-----	-----
		17,068,419	14,893,583
<b>CREDITORS: amounts falling due within one year</b>	22	15,248,596	12,536,078
		-----	-----
<b>NET CURRENT ASSETS</b>		1,819,823	2,357,505
		-----	-----
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		20,790,982	17,916,039
<b>CREDITORS: amounts falling due after more than one year</b>	23	52,159	92,085
<b>PROVISIONS</b>			
Taxation including deferred tax	24	1,055,047	897,499
		-----	-----
<b>NET ASSETS</b>		19,683,776	16,926,455
		-----	-----
<b>CAPITAL AND RESERVES</b>			
Called up share capital	27	20	20
Revaluation reserve	28	605,844	609,918
Other reserves, including the fair value reserve	28	250,000	250,000
Profit and loss account	28	18,827,912	16,066,517
		-----	-----
<b>SHAREHOLDERS FUNDS</b>		19,683,776	16,926,455
		-----	-----

These financial statements were approved by the board of directors and authorised for issue on 27 September 2023 , and are signed on behalf of the board by:

**Mr J Gravell**

Director

Company registration number: 07098738



# JTG Holdings Limited

## Company Statement of Financial Position

31 December 2022

	Note	2022 £	2021 £
<b>FIXED ASSETS</b>			
Investments	18	1,824,294	1,824,294
<b>CURRENT ASSETS</b>			
Debtors	20	6,166,614	4,123,703
Cash at bank and in hand		5,524	50,734
		<u>6,172,138</u>	<u>4,174,437</u>
<b>CREDITORS: amounts falling due within one year</b>	22	<u>59,933</u>	<u>112,022</u>
<b>NET CURRENT ASSETS</b>		<u>6,112,205</u>	<u>4,062,415</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>7,936,499</u>	<u>5,886,709</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	27	20	20
Profit and loss account	28	7,936,479	5,886,689
<b>SHAREHOLDERS FUNDS</b>		<u>7,936,499</u>	<u>5,886,709</u>

The profit for the financial year of the parent company was £ 2,234,790 (2021: £ 1,544,933 ).

These financial statements were approved by the board of directors and authorised for issue on 27 September 2023 , and are signed on behalf of the board by:

**Mr J Gravell**

Director

Company registration number: 07098738

# JTG Holdings Limited

## Consolidated Statement of Changes in Equity

Year ended 31 December 2022

		Called up share capital	Revaluation reserve	Other reserves, including the fair value reserve	Profit and loss account	Total
		£	£	£	£	£
<b>AT 1 JANUARY 2021</b>		20	79,344	250,000	12,219,472	12,548,836
Profit for the year					4,522,619	4,522,619
Other comprehensive income for the year:						
Transfer from Revaluation Reserve		—	530,574	—	(530,574)	—
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		—	530,574	—	3,992,045	4,522,619
Dividends paid and payable	<b>15</b>	—	—	—	( 145,000)	( 145,000)
<b>TOTAL INVESTMENTS BY AND DISTRIBUTIONS TO OWNERS</b>		—	—	—	( 145,000)	( 145,000)
<b>AT 31 DECEMBER 2021</b>		20	609,918	250,000	16,066,517	<b>16,926,455</b>
Profit for the year					2,942,321	<b>2,942,321</b>
Other comprehensive income for the year:						
Transfer from Revaluation Reserve		—	(4,074)	—	4,074	—
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		—	( 4,074)	—	2,946,395	<b>2,942,321</b>
Dividends paid and payable	<b>15</b>	—	—	—	( 185,000)	( 185,000)
<b>TOTAL INVESTMENTS BY AND DISTRIBUTIONS TO OWNERS</b>		—	—	—	( 185,000)	( 185,000)
<b>AT 31 DECEMBER 2022</b>		20	605,844	250,000	18,827,912	<b>19,683,776</b>

# JTG Holdings Limited

## Company Statement of Changes in Equity

Year ended 31 December 2022

		Called up share capital	Profit and loss account	Total
		£	£	£
<b>AT 1 JANUARY 2021</b>		20	4,486,756	4,486,776
Profit for the year			1,544,933	1,544,933
		---	-----	-----
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		---	1,544,933	1,544,933
Dividends paid and payable	<b>15</b>	---	( 145,000)	( 145,000)
		---	-----	-----
<b>TOTAL INVESTMENTS BY AND DISTRIBUTIONS TO OWNERS</b>		---	( 145,000)	( 145,000)
<b>AT 31 DECEMBER 2021</b>		20	5,886,689	<b>5,886,709</b>
Profit for the year			2,234,790	<b>2,234,790</b>
		---	-----	-----
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		---	2,234,790	<b>2,234,790</b>
Dividends paid and payable	<b>15</b>	---	( 185,000)	<b>( 185,000)</b>
		---	-----	-----
<b>TOTAL INVESTMENTS BY AND DISTRIBUTIONS TO OWNERS</b>		---	( 185,000)	<b>( 185,000)</b>
		---	-----	-----
<b>AT 31 DECEMBER 2022</b>		20	7,936,479	<b>7,936,499</b>
		---	-----	-----

# JTG Holdings Limited

## Consolidated Statement of Cash Flows

Year ended 31 December 2022

		2022	2021
	Note	£	£
Cash generated from operations	29	3,881,130	2,838,156
Interest paid		( 81,686)	( 79,170)
Interest received		174,706	919
Tax paid		( 679,095)	( 173,842)
		-----	-----
Net cash from operating activities		3,295,055	2,586,063
		-----	-----
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of tangible assets		( 9,821,162)	( 9,899,735)
Proceeds from sale of tangible assets		6,020,140	6,240,308
Purchases of other investments		(360,000)	(660,920)
Proceeds from sale of other investments		(10,442)	—
Dividends received		550,000	—
		-----	-----
Net cash used in investing activities		( 3,621,464)	( 4,320,347)
		-----	-----
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from borrowings		( 40,499)	( 285,407)
Dividends paid		( 185,000)	( 145,000)
		-----	-----
Net cash used in financing activities		( 225,499)	( 430,407)
		-----	-----
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>		( 551,908)	( 2,164,691)
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>		1,075,527	3,240,218
		-----	-----
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	21	523,619	1,075,527
		-----	-----

# **JTG Holdings Limited**

## **Notes to the Financial Statements**

**Year ended 31 December 2022**

### **1. GENERAL INFORMATION**

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Gravells Service Centre, Pembrey Road, Kidwelly, Carmarthenshire, SA17 4TF.

### **2. STATEMENT OF COMPLIANCE**

The financial statements have been prepared in accordance with applicable accounting standards including Financial Reporting Standard 102 The Financial Reporting Standard Applicable in the UK and Republic of Ireland (FRS102) and the Companies Act 2006.

### **3. ACCOUNTING POLICIES**

#### **Basis of preparation**

The nature of the group's operations and principal activities are those of a wholesale and retail motor dealer, petrol retailer, and property investment company. The reporting period of these financial statements and its comparative period is twelve months. The financial statements have been prepared in accordance with applicable accounting standards including Financial Reporting Standard 102 The Financial Reporting Standard Applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006. The financial statements have been prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value. The financial statements are prepared in sterling which is the functional currency of the company and rounded to the nearest £1. The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

#### **Going concern**

The group meets its day-to-day working capital requirements through its bank facilities. After making enquiries, the director has a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. This expectation also takes into account any potential inflationary and interest rate risks.

The group's forecasts and projections, taking account reasonably the aforementioned possible changes in trading performance as a result Brexit, show that the group should be able to operate within the level of its current facilities. Therefore the group continues to adopt the going concern basis in preparing its financial statements.

#### **Investment properties**

Investment properties for which fair value can be measured reliably without undue cost or effort are measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

The methods and significant assumptions used to ascertain the fair value and fair value movement included in the profit/loss for the year are as follows:

- For properties transferred in recent years for which valuations have been obtained, there is no reason to believe these have altered
- For the remaining properties, discussions with the director have established that the values in the accounts are deemed reasonable based on his knowledge of current market conditions of similar properties in the area.

**Debtors and creditors receivable**

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the profit and loss account in other administrative expenses.

**Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits held at call with bank, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts, when applicable, are shown within borrowings in current liabilities.

**Disclosure exemptions**

The parent company satisfies the criteria of being a qualifying entity as defined in FRS 102. As such, advantage has been taken of the following reduced disclosures available under FRS 102: (a) No cash flow statement has been presented for the company. (b) Disclosures in respect of financial instruments have not been presented. (c) Disclosures in respect of share-based payments have not been presented. (d) No disclosure has been given for the aggregate remuneration of key management personnel.

### **Critical accounting estimates and assumptions**

The group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of asset and liabilities within the next financial year are addressed below.

#### **Useful economic lives of tangible assets**

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and physical condition of the assets.

#### **Impairment of intangible assets and goodwill**

The group considers whether intangible assets and/or goodwill are impaired. Where an indication of impairment is identified the estimation of recoverable value requires estimation of the recoverable value of the cash generating units (GNUs). This requires estimation of the future cash flows from the GNUs and also selection of appropriate discount rates in order to calculate the net present value of those cash flows.

#### **Stock provisioning**

The group sells vehicles and is subject to consumer demands. As a result it is necessary to consider the recoverability of the cost of stock and the associated provisioning required. When calculating the stock provision, management considers the nature and condition of the stock, as well as applying assumptions around anticipated saleability.

#### **Impairment of debtors**

The group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience.

#### **Provisions**

Estimates are used in determining the value of provisions when recognised. This will be based on historical information, known expectations and reasonable outcomes.

#### **Going concern**

The assessment of going concern may include the use of critical judgements in respect of impact of various external factors such as political, economic and social issues. Material uncertainties are considered in this regard.

### **Employee benefits**

When employees have rendered service to the group, short-term employee benefits to which the employees are entitled are recognised at the undiscounted amount expected to be paid in exchange for that service.

The group operates a defined contribution plan for the benefit of its employees. Contributions are expensed as they become payable

### **Loans and borrowings**

Loans and borrowings are initially recognised at the transaction price including transaction costs. Subsequently, they are measured at amortised cost using the effective interest rate method, less impairment. If an arrangement constitutes a finance transaction it is measured at present value.

**Consolidation**

The consolidated financial statements incorporate the financial statements of JTG Holdings Limited, and its subsidiary undertakings for the year ended 31 December 2022. A subsidiary is an entity controlled by the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Where the group owns less than 50% of the voting powers of an entity but controls the entity by virtue of an agreement with other investors which give it control of the financial and operating policies of the entity it accounts for that entity as a subsidiary. Where a subsidiary has different accounting policies to the Group, adjustments are made to those subsidiary financial statements to apply the Groups accounting policies when preparing the consolidated financial statements. An associate is an entity, being neither a subsidiary nor a joint venture, in which the Group holds a long-term interest and where the Group has significant influence where it has the power to participate in the financial and operating decisions of the associate. The results of associates are accounted for using the equity method of accounting. Any subsidiary undertakings or associates sold or acquired during the year are included up to, or from, the dates of change of control or change of significant influence respectively. Where control of a subsidiary is lost, the gain or loss, is recognised in the consolidated income statement. The cumulative amounts of any exchange differences on translation, recognised in equity, are not included in the gain or loss on disposal and are transferred to retained earnings. The gain or loss on disposal includes amounts included in other comprehensive income that are required to be reclassified to profit or loss but excludes those amounts that are not required to be reclassified. Where control of a subsidiary is achieved in stages, the initial acquisition that gave control is accounted for as a business combination. Thereafter where the Group increases its controlling interest in the subsidiary the transaction is treated as a transaction between equity holders. Any difference between the fair value of the consideration paid and the carrying amount of the non-controlling interest acquired is recognised directly in equity. No changes are made to the carrying value of assets, liabilities or provisions for contingent liabilities. All intra-Group transactions, balances, income and expenses are eliminated on consolidation. Adjustments are made to eliminate the profit or loss arising on consolidation. Adjustments are made to eliminate the profit or loss arising on transactions with associates to the extent of the Group's interests in the entity. Goodwill arising on consolidation, representing the excess of the fair values of the consideration given over the fair values of the identifiable net assets acquired, is capitalised. Uniform accounting policies have been used throughout the group. The parent company has applied the exemption contained in section 408 of the Companies Act 2006 and has not included its individual statement of comprehensive income.

**Research and development**

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

**Government grants**

The group receives government grants in respect of COVID-19. These grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the group will comply with conditions attaching to them and the grants will be received using the accrual model.



**Revenue recognition**

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied and services rendered, stated net of discounts and of Value Added Tax. Turnover from the sale of vehicles is recognised when the significant risks and rewards of ownership of the goods has transferred to the buyer. This is usually at the point that the customer has signed for the delivery of the vehicle. Short term hire and fleet turnover from continuing operations is calculated as being the total amount receivable in the normal course of business. Interest income is recognised using the effective interest rate method. Rentals are charged in line with property leases. At this point turnover can be measured reliably and economic benefits associated with the transactions are transferred. Dividends receivable Dividend income is recognised as the group's right to receive payment is established. Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that it is probable the expenses recognised will be recovered.

**Taxation**

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date. Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of timing differences. Deferred tax on revalued non-depreciable tangible fixed assets and investment properties is measured using the rates and allowances that apply to the sale of the asset.

**Operating leases**

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

### **Goodwill and business combinations**

Business combinations are accounted for by applying the purchase method. The cost of a business combination is the fair value of the consideration given, liabilities incurred or assumed and of equity instruments issued plus the costs directly attributable to the business combination. Where control is achieved in stages the cost is the consideration at the date of each transaction. Contingent consideration is initially recognised at estimated amount where the consideration is probable and can be measured reliably. Where (i) the contingent consideration is not considered probable or cannot be reliably measured but subsequently becomes probable and measurable or (ii) contingent consideration previously measured is adjusted, the amounts are recognised as an adjustment to the cost of the business combination. On acquisition of a business, fair values are attributed to the unidentifiable assets, liabilities and contingent liabilities unless the fair value cannot be measured reliably, in which case the value is incorporated in goodwill. Where the fair value of contingent liabilities cannot be reliably measured they are disclosed on the same basis as other contingent liabilities. Goodwill recognised represents the excess of the fair value and directly attributable costs of the purchase consideration over the fair values to the Group's interest in the identifiable net assets, liabilities and contingent liabilities acquired. On acquisition, goodwill is allocated to cash-generating units (CGUs) that are expected to benefit from the combination. Goodwill is amortised over its expected useful life. Where Group is unable to make reliable estimate of useful life, goodwill is amortised its useful life, 20 years. Goodwill is assessed for impairment when there are indicators of impairment and any impairment is charged to the income statement. Reversals of impairment are recognised when the reasons for the impairment no longer apply.

#### **Amortisation**

Negative goodwill is arising from the consolidation of the group is amortised over its useful life estimated at 20 years.

Goodwill	-	20 years
----------	---	----------

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

#### **Tangible assets**

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

**Depreciation**

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Land & buildings	-	2%
Plant & machinery	-	3 - 50 years
Motor vehicles	-	1 - 4 years

**Investments**

Investments are recognised initially at fair value which is normally the transaction price excluding transaction costs. Subsequently, they are measured at fair value through profit or loss if the shares are publicly traded or their fair value can otherwise be measured reliably. Other investments are measured at cost less impairment.

**Investments in associates**

Investments in associates are accounted for using the equity method of accounting, whereby the investment is initially recognised at the transaction price and subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate.

**Impairment of fixed assets**

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

**Stocks**

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

**Finance leases and hire purchase contracts**

Assets held under finance leases and hire purchase contracts are recognised in the statement of financial position as assets and liabilities at the lower of the fair value of the assets and the present value of the minimum lease payments, which is determined at the inception of the lease term. Any initial direct costs of the lease are added to the amount recognised as an asset. Lease payments are apportioned between the finance charges and reduction of the outstanding lease liability using the effective interest method. Finance charges are allocated to each period so as to produce a constant rate of interest on the remaining balance of the liability.

**Provisions**

Provisions are recognised when the group has an obligation at the balance sheet date as a result of a past event, it is probable that an outflow of economic benefits will be required in settlement and the amount can be reliably estimated.

## Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument. Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Debt instruments are subsequently measured at amortised cost. Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment. Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately. For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics. Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

## 4. TURNOVER

Turnover arises from:

	2022	2021
	£	£
Vehicle Sales	94,890,515	85,806,905
Parts and Service sales	7,712,609	6,596,139
Other sales	4,824,794	3,885,054
Rental income	29,481	74,181
	-----	-----
	107,457,399	96,362,279
	-----	-----

The whole of the turnover is attributable to the principal activity of the group wholly undertaken in the United Kingdom.

## 5. OTHER OPERATING INCOME

	2022	2021
	£	£
Other operating income	55,819	378,752
	-----	-----

## 6. OPERATING PROFIT

Operating profit or loss is stated after charging/crediting:

	2022	2021
	£	£
Amortisation of intangible assets	( 48,586)	( 48,586)
Depreciation of tangible assets	1,422,173	843,485
Gains on disposal of tangible assets	( 635,382)	( 382,698)
Impairment of trade debtors	3,630	(14,008)
Operating lease rentals	142,500	234,698
Defined contribution plans expense	261,558	203,570
	-----	-----

## 7. AUDITOR'S REMUNERATION

	2022	2021
	£	£
Fees payable for the audit of the financial statements	35,000	30,800
	-----	-----
Fees payable to the company's auditor and its associates for other services:		
Other non-audit services	64,285	54,220
	-----	-----

## 8. STAFF COSTS

The average number of persons employed by the group during the year, including the director, amounted to:

	2022	2021
	No.	No.
Production staff	99	85
Administrative staff	17	18
Number of sales staff	32	34
	---	---
	148	137
	----	----

The aggregate payroll costs incurred during the year, relating to the above, were:

	2022	2021
	£	£
Wages and salaries	3,513,792	3,088,218
Social security costs	356,734	288,003
Other pension costs	261,558	203,570
	-----	-----
	4,132,084	3,579,791
	-----	-----

## 9. DIRECTOR'S REMUNERATION

The director's aggregate remuneration in respect of qualifying services was:

	2022	2021
	£	£
Remuneration	10,517	9,640
Company contributions to defined contribution pension plans	40,000	26,667
	-----	-----
	50,517	36,307
	-----	-----

The number of directors who accrued benefits under company pension plans was as follows:

	2022	2021
	No.	No.
Defined contribution plans	1	1
	---	---

## 10. INCOME FROM INTERESTS IN ASSOCIATES

	2022	2021
	£	£

Dividends from interests in associates

**550,000**  
-----

—  
----

**11. INCOME FROM OTHER FIXED ASSET INVESTMENTS**

	2022	2021
	£	£
(Gain)/loss on disposal of other fixed asset investments	(10,441)	1,277
(Gain)/loss on Fair Value adjustments to fixed asset investments	—	543,648
	( 10,441)	544,925

**12. OTHER INTEREST RECEIVABLE AND SIMILAR INCOME**

	2022	2021
	£	£
Interest on cash and cash equivalents	174,706	919

**13. INTEREST PAYABLE AND SIMILAR EXPENSES**

	2022	2021
	£	£
Interest on banks loans and overdrafts	3,063	8,942
Interest on obligations under finance leases and hire purchase contracts	12,468	—
Other interest payable and similar charges	66,155	70,228
	81,686	79,170

**14. TAX ON PROFIT****Major components of tax income**

	2022	2021
	£	£
<b>Current tax:</b>		
UK current tax income	347,387	624,347
<b>Deferred tax:</b>		
Origination and reversal of timing differences	157,548	255,091
<b>Tax on profit</b>	<b>504,935</b>	<b>879,438</b>

**Reconciliation of tax expense**

The tax assessed on the profit on ordinary activities for the year is lower than (2021: lower than) the standard rate of corporation tax in the UK of 38 % (2021: 19 %).

	2022	2021
	£	£
Profit on ordinary activities before taxation	3,447,256	5,402,057
Profit on ordinary activities by rate of tax	654,979	1,026,391
Effect of expenses not deductible for tax purposes	( 99,779)	( 141,138)
Effect of capital allowances and depreciation	( 187,813)	( 186,763)
Other tax adjustment to increase/(decrease) tax liability	137,548	180,948
<b>Tax on profit</b>	<b>504,935</b>	<b>879,438</b>

**Factors that may affect future tax expense**

In the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 24 May 2021. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

## 15. DIVIDENDS

Dividends paid during the year (excluding those for which a liability existed at the end of the prior year):

	2022	2021
	£	£
Dividends Paid	185,000	145,000

## 16. INTANGIBLE ASSETS

Group	Goodwill £
<b>Cost</b>	
At 1 January 2022 and 31 December 2022	( 971,717)
<b>Amortisation</b>	
At 1 January 2022	( 931,466)
Charge for the year	( 48,586)
<b>At 31 December 2022</b>	<b>( 980,052)</b>
<b>Carrying amount</b>	
At 31 December 2022	8,335
At 31 December 2021	( 40,251)

The company has no intangible assets.

## 17. TANGIBLE ASSETS

Group	Land and buildings £	Plant and machinery £	Motor vehicles £	Total £
<b>Cost</b>				
At 1 January 2022	6,042,583	2,628,802	5,832,888	14,504,273
Additions	—	458,893	9,362,269	9,821,162
Disposals	—	—	( 5,955,590)	( 5,955,590)
<b>At 31 December 2022</b>	<b>6,042,583</b>	<b>3,087,695</b>	<b>9,239,567</b>	<b>18,369,845</b>
<b>Depreciation</b>				
At 1 January 2022	300,235	1,302,288	727,860	2,330,383
Charge for the year	—	223,052	1,199,121	1,422,173
Disposals	—	—	( 570,832)	( 570,832)
<b>At 31 December 2022</b>	<b>300,235</b>	<b>1,525,340</b>	<b>1,356,149</b>	<b>3,181,724</b>
<b>Carrying amount</b>				
At 31 December 2022	5,742,348	1,562,355	7,883,418	15,188,121
At 31 December 2021	5,742,348	1,326,514	5,105,028	12,173,890

The company has no tangible assets.



The Net Book values of land and buildings at 31st December 2022 comprised:

	2022	2021
	£	£
Leasehold investment property	352,534	352,534
Freehold land and buildings	5,389,814	4,467,701
	<u>5,742,348</u>	<u>4,820,235</u>

Investment properties for which fair value can be measured reliably without undue cost or effort are measured at fair value at each reporting date with changes in fair value recognised in profit or loss. The methods and significant assumptions used to ascertain the fair value and fair value movement included in the profit/loss for the year are as follows: - For properties transferred in recent years for which valuations have been obtained, there is no reason to believe these have altered - For the remaining properties, discussions with the director have established that the values in the accounts are deemed reasonable based on his knowledge of current market conditions of similar properties in the area. Cost or valuation of land and buildings comprises:

	2022
	£
Cost	5,942,869
Valuations	99,714
	<u>6,042,583</u>

The comparable amounts determined according to the historical cost convention are as follows:

	2022
	£
Cost	5,942,869
Accumulated depreciation	(559,673)
As at 31.12.22	<u>5,383,196</u>
As at 31.12.21	<u>4,659,535</u>

## 18. INVESTMENTS

Group	Interests in associates	Other investments other than loans	Total
	£	£	£
<b>Share of net assets/cost</b>			
At 1 January 2022	50	3,424,845	<b>3,424,895</b>
Additions	—	360,000	<b>360,000</b>
Disposals	—	1	<b>1</b>
Other movements	—	( 10,193)	<b>( 10,193)</b>
	<u>50</u>	<u>3,774,653</u>	<u><b>3,774,703</b></u>
<b>At 31 December 2022</b>			
<b>Impairment</b>			
At 1 January 2022 and 31 December 2022	—	—	<b>—</b>
	<u>—</u>	<u>—</u>	<u><b>—</b></u>

<b>Carrying amount</b>			
<b>At 31 December 2022</b>	50	3,774,653	<b>3,774,703</b>
	---	-----	-----
At 31 December 2021	50	3,424,845	3,424,895
	---	-----	-----
<b>Company</b>			
	Shares in group	Shares in	
	undertakings	participating	
	£	interests	<b>Total</b>
		£	<b>£</b>
<b>Cost</b>			
<b>At 1 January 2022 and 31 December 2022</b>	1,824,244	50	<b>1,824,294</b>
	-----	---	-----
<b>Impairment</b>			
<b>At 1 January 2022 and 31 December 2022</b>	—	—	<b>—</b>
	-----	---	-----
<b>Carrying amount</b>			
<b>At 1 January 2022 and 31 December 2022</b>	1,824,244	50	<b>1,824,294</b>
	-----	---	-----
At 31 December 2021	1,824,244	50	1,824,294
	-----	---	-----

#### Listed investments

The fair value of listed investments is determined by reference to the quoted price for identical assets in an active market at the balance sheet date.

#### Collective Investments

Other investment are collective unit trust investments. These have an easily obtainable valuation and are therefore measured at fair value.

#### Subsidiaries, associates and other investments

Details of the investments in which the group and the parent company have an interest of 20% or more are as follows:

	Class of share	Percentage of shares held
<b>Subsidiary undertakings</b>		
Gravells Limited	ordinary	100
JTG Enterprises Limited	ordinary	100
Associated undertaking		
Morgan Homes Developments Limited	ordinary	50

#### Investments in associates and joint ventures

The groups share of profit in its associate Morgan Homes Developments Limited is £202,739 (2021: £335,704)

#### 19. STOCKS

	<b>Group</b>		<b>Company</b>	
	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Raw materials and consumables	<b>567,842</b>	369,213	—	—
Finished goods and goods for resale	<b>12,691,624</b>	10,443,489	—	—
	-----	-----	---	---
	<b>13,259,466</b>	10,812,702	—	—
	-----	-----	---	---

## 20. DEBTORS

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Trade debtors	2,094,514	1,261,075	—	—
Amounts owed by group undertakings	—	—	5,703,770	3,660,859
Other debtors	1,190,820	1,582,177	462,844	462,844
	-----	-----	-----	-----
	3,285,334	2,843,252	6,166,614	4,123,703
	-----	-----	-----	-----

## 21. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise the following:

	2022	2021
	£	£
Cash at bank and in hand	523,619	1,237,629
Bank overdrafts	—	( 162,102)
	-----	-----
	523,619	1,075,527

## 22. CREDITORS: amounts falling due within one year

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank loans and overdrafts	40,498	203,173	—	—
Trade creditors	7,708,465	6,284,422	—	—
Amounts owed to group undertakings	—	—	—	52,089
Accruals and deferred income	5,021,522	3,349,106	—	—
Corporation tax	347,387	689,288	—	—
Social security and other taxes	102,077	739,507	—	—
Other creditors	2,028,647	1,270,582	59,933	59,933
	-----	-----	-----	-----
	15,248,596	12,536,078	59,933	112,022
	-----	-----	-----	-----

The aggregate of secured liabilities falling due within one year is £40,499 (2021: £203,173)

## 23. CREDITORS: amounts falling due after more than one year

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank loans and overdrafts	52,159	92,085	—	—
	-----	-----	---	---

The bank loans and overdraft are secured by a fixed and floating charge over all of the assets of the group, together with a group cross guarantee.

The bank loans bear interest of 2.5% above the base rate per annum and are repayable over 120 months.

The aggregate of secured liabilities falling due after one year is £52,158 (2021: £92,085)

## 24. PROVISIONS

<b>Group</b>	<b>Deferred tax (note 25) £</b>
At 1 January 2022	<b>897,499</b>
Additions	<b>157,548</b>
	-----
<b>At 31 December 2022</b>	<b>1,055,047</b>
	-----

The company does not have any provisions.

## 25. DEFERRED TAX

The deferred tax included in the statement of financial position is as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2022</b>	2021	<b>2022</b>	2021
	<b>£</b>	£	<b>£</b>	£
Included in provisions (note 24)	<b>1,055,047</b>	897,499	—	—
	-----	-----	---	---

The deferred tax account consists of the tax effect of timing differences in respect of:

	<b>Group</b>		<b>Company</b>	
	<b>2022</b>	2021	<b>2022</b>	2021
	<b>£</b>	£	<b>£</b>	£
Accelerated capital allowances	<b>1,055,047</b>	897,499	—	—
	-----	-----	---	---

The expected net reversal of deferred tax assets and liabilities in 2022 is £170,525. This primarily relates to the reversal of timing differences on capital allowances.

## 26. EMPLOYEE BENEFITS

### Defined contribution plans

The amount recognised in profit or loss as an expense in relation to defined contribution plans was £ 221,558 (2021: £ 176,903 ).

## 27. CALLED UP SHARE CAPITAL

### Issued, called up and fully paid

	2022		2021	
	No.	£	No.	£
Ordinary A shares of £ 1 each	7	7	7	7
Ordinary B shares of £ 1 each	6	6	6	6
Ordinary C shares of £ 1 each	7	7	7	7
	----	----	----	----
	20	20	20	20
	----	----	----	----

## 28. RESERVES

*Revaluation reserve - This reserve records the value of asset revaluations and fair value movements on assets recognised in other comprehensive income. Fair value reserve - This reserve records the value of investment revaluations and fair value movements on investments recognised in other comprehensive income. Profit and loss account - This reserve records retained earnings and accumulated losses.*

## 29. CASH GENERATED FROM OPERATIONS

	2022	2021
	£	£
Profit for the financial year	2,942,321	4,522,619
<i>Adjustments for:</i>		
Depreciation of tangible assets	1,422,173	843,485
Amortisation of intangible assets	( 48,586)	( 48,586)
Income from interests in associates	( 550,000)	—
Income from other fixed asset investments	10,441	( 544,925)
Other interest receivable and similar income	( 174,706)	( 919)
Interest payable and similar expenses	81,686	79,170
Gains on disposal of tangible assets	( 635,382)	( 382,698)
Tax on profit	504,935	879,438
Accrued expenses	1,672,416	613,136
<i>Changes in:</i>		
Stocks	( 2,446,764)	273,765
Trade and other debtors	( 442,082)	756,494
Trade and other creditors	1,544,678	( 4,152,823)
	-----	-----
	3,881,130	2,838,156
	-----	-----

### 30. ANALYSIS OF CHANGES IN NET DEBT

	At 1 Jan 2022	Cash flows	At 31 Dec 2022
	£	£	£
Cash at bank and in hand	1,237,629	(714,010)	<b>523,619</b>
Bank overdrafts	(162,102)	162,102	—
Debt due within one year	(41,071)	573	<b>(40,498)</b>
Debt due after one year	(92,085)	39,926	<b>(52,159)</b>
	-----	-----	-----
	942,371	( 511,409)	<b>430,962</b>
	-----	-----	-----

### 31. OPERATING LEASES

The total future minimum lease payments under non-cancellable operating leases are as follows:

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Not later than 1 year	<b>170,000</b>	210,000	—	—
	-----	-----	---	---

Lessor The group owns a fleet of motor vehicles for rental purposes. Motor vehicles are leased or made available for lease and the term varies depending on the lessee and their needs. None of the leases are non-cancellable agreements and the lessee does not have an option to purchase the motor vehicle at the expiry of the lease period.

### 32. CONTINGENCIES

None.

### 33. DIRECTOR'S ADVANCES, CREDITS AND GUARANTEES

At the year end, the director was owed £2,297 (2021: (£3,723)) to the company. No interest was charged on the outstanding amount.

### 34. RELATED PARTY TRANSACTIONS

#### Company

During the year the Group entered into transactions with related parties as follows: Other related parties

	2022	2021
	£	£
Balance owing (to) from	497,058	187,671
Rent paid	170,000	170,000

Other related party balances bear no interest. The director has provided a personal guarantee of £400,000 to Hyundai Capital to cover all facilities provided.

### 35. CONTROLLING PARTY

Mr J Gravell is the ultimate controlling party.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.