ANCASTA TOPCO LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2019



29/08/2020 COMPANIES HOUSE

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COMPANY INFORMATION

Directors Mr N G Griffith

Mr A G Overton Mrs K L Stewart Mrs F R Griffith

Secretary Ms H L Broadbent

Company number 09003642

Registered office Port Hamble

Satchell Lane Hamble Southampton Hampshire SO31 4QD

Auditor Moore (South) LLP

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STRATEGIC REPORT

FOR THE YEAR ENDED 31 AUGUST 2019

The directors present the strategic report for the year ended 31 August 2019.

Fair review of the business

Group turnover for the year was £28m and operating profits were £162k.

FY 2019 was a challenging year for Ancasta International Boat Sales. Brexit and the associated effects including weak sterling placed pressure on both new boat volume and margins. Turnover decreased by 11% to £24.5m while operating costs increased by 6% to £3.8m. Operating profits were £18k.

The group's Spanish subsidiary, Ancasta Yacht Services SL, contributed an operating profit of £44k from its new boat sales and support activities.

Turnover in Hamble Yacht Services Refit & Repair was 5.3% lower than the previous year in the face of a very competitive market for its services. Gross profit decreased slightly from 27.2% in 2018 to 26.3%.

Key performance indicators

	Year ended	Year ended	Year ended
	31 August 2019	31 August 2018	31 August 2017
Gross Profit	17.63%	16.34%	15.78%
Liquidity Ratio	1.10	1.11	1.11
Return on shareholders' funds	9.16%	69.92%	48.13%

Financial risk management objectives and policies

The group uses various financial instruments including loans, cash and various items such as trade debtors and trade creditors that arise directly from its operations. The main purpose of these financial instruments 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 group is exposed to currency risk as it buys and sells goods in foreign currencies, predominantly the Euro. In order to manage currency risk, where appropriate the group enters into forward currency contracts. The company does not utilise any other type of hedging instruments.

Liquidity risk is closely monitored with the aim of maintaining an adequate cash cushion to meet its day to day cashflows.

The principal credit risk arises from its trade debtors. In order to manage credit risk, the group agrees advance or stage payments wherever possible. Where credit is granted, credit limits are reviewed on a regular basis in conjunction with debt ageing and collection history.

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2019

Financial year 2020 and future developments

With the uncertainly surrounding the impact Brexit would have on the macro economy, efforts are being made to reduce fixed overhead and place great emphasis on its franchise network to generate new boat sales and other associated revenues. The result of those efforts were new franchise agents servicing La Napoule, Antibes, and La Rochelle. In Spain the establishment of a new office in Alcudia in Mallorca complemented the recent additions of representation in Soto-Grande and Barcelona.

The onset of the global pandemic in March has had a major impact on the business. The nature of this disruption has included supply chain issues, the necessity to partially close the workplace for a period and changes to working practices. The Group took a number of measures to reduce the fixed overhead of the business and is taking advantage of the various Government support schemes offered, including a loan under the Coronavirus Business Interruption Loan Scheme.

On a positive note, since the easing of restrictions the marine leisure industry has seen a surge in demand, particularly for used boats - brokerage turnover in 2020 will exceed 3 of the last 4 years.

The Group has recently acquired the Dealership for the highly regarded Sanlorenzo manufacturer for UK and Ireland. This will have a significant benefit for the group and will provide opportunities in both new motor yacht sales and the associated high value brokerage market.

The future is of course very difficult to predict in the current climate, however given what we know now there is a level of optimism. The trend for staycations looks like it could be with us for a while which is helpful in most areas and seems to trump the concerns people had regarding Brexit in 2019/early 2020. The Board is confident that the group is in a good position to take advantage of these opportunities as they arise.

The progress that has been made over the last few months would not have been possible without the hard work and commitment of our staff. The Board would like to take this opportunity to thank them all for their support during this difficult time.

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Mr N G Griffith

Director

28-08-2020

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 AUGUST 2019

The directors present their annual report and financial statements for the year ended 31 August 2019.

Principal activities

The principal activity of the group is the distribution of new yachts, yacht brokerage, and related activities. The group also owns the yacht repair and refit company: Hamble Yacht Services Refit and Repair Ltd ("HYSRR") which includes the rigging business of Advanced Rigging and Hydraulics.

Directors

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

Mr N G Griffith Mr A G Overton Mrs K L Stewart Mrs F R Griffith

Results and dividends

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

No ordinary dividends were paid. The directors do not recommend payment of a further dividend.

Auditor

In accordance with the company's articles, a resolution proposing that Moore (South) LLP be reappointed as auditor of the group will be put at a General Meeting.

Strategic report

The group has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the group's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of financial risk management.

Statement of disclosure to auditor

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

On behalf of the board

Mr N G Griffith **Director**

Date: 28 - 8 - 2 - - -

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 AUGUST 2019

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and company, and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- · make judgements and accounting estimates that are reasonable and prudent;
- 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 group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ANCASTA TOPCO LIMITED

Opinion

We have audited the financial statements of Ancasta Topco Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 August 2019 which comprise the Group Statement of Income and Retained Earnings, the Group Statement Of Financial Position, the Company Statement Of Financial Position, the Group Statement of Cash Flows and notes to the financial statements, 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 the parent company's affairs as at 31 August 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 company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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 directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have 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.

Other information

The directors are 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.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF ANCASTA TOPCO LIMITED

Opinions on other matters prescribed by the Companies Act 2006

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

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

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 and the directors' report.

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

- adequate accounting records have not been kept 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 directors' remuneration specified by law are not made; or
- · we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the 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 directors either intend 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: http://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF ANCASTA TOPCO LIMITED

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.

Hostings

Louise Hastings (Senior Statutory Auditor) for and on behalf of Moore (South) LLP

Chartered Accountants Statutory Auditor

28/08/2020

City Gates
2 - 4 Southgate
Chichester
West Sussex
PO19 8DJ

GROUP STATEMENT OF INCOME AND RETAINED EARNINGS *FOR THE YEAR ENDED 31 AUGUST 2019*

		2019	2018
	Notes	£	£
Revenue	2	27,845,065	30,807,075
Cost of sales		(22,935,005)	(25,762,188)
Gross profit		4,910,060	5,044,887
Distribution costs		(462,010)	(413,950)
Administrative expenses		(4,302,524)	(4,110,620)
Other operating income		16,093	45,306
Loss on disposal of subsidiary	3	-	(11,290)
Operating profit	4	161,619	554,333
Investment income	8	1,058	10,316
Finance costs	9	(12,968)	(11,398)
Other gains and losses	10	(21,267)	-
Profit before taxation		128,442	553,251
Tax on profit	11	(26,048)	(93,220)
Profit for the financial year	27	102,394	460,031
Retained earnings brought forward		1,117,930	657,899
Retained earnings carried forward		1,220,324	1,117,930

Profit for the financial year is all attributable to the owners of the parent company.

Total comprehensive income for the year is all attributable to the owners of the parent company.

The income statement has been prepared on the basis that all operations are continuing operations.

GROUP STATEMENT OF FINANCIAL POSITION

AS AT 31 AUGUST 2019

		20	2019		2018	
	Notes	£	£	£	£	
Non-current assets						
Property, plant and equipment	13		218,618		195,395	
Current assets						
Inventories	17	7,567,353		6,087,107		
Trade and other receivables	18	1,918,498		2,126,879		
Cash and cash equivalents		1,307,631		1,819,344		
		10,793,482		10,033,330		
Current liabilities	20	(9,787,050)		(9,044,988)		
Net current assets			1,006,432		988,342	
Total assets less current liabilities			1,225,050		1,183,737	
Non-current liabilities	21		-		(61,081)	
Provisions for liabilities	23		(4,724)		(4,724)	
Net assets			1,220,326		1,117,932	
			=			
Equity						
Called up share capital	25		1,150,000		1,150,000	
Other reserves	26	•	(1,149,998)		(1,149,998)	
Retained earnings	27		1,220,324		1,117,930	
Total equity			1,220,326		1,117,932	

The financial statements were approved by the board of directors and authorised for issue on $\frac{28-8-20}{100}$ and are signed on jts behalf by:

Mr N G Griffith **Director**

COMPANY STATEMENT OF FINANCIAL POSITION

AS AT 31 AUGUST 2019

		20 ⁻	19	20	18
	Notes	£	£	£	£
Non-current assets					
Investments	14		1,150,000		1,150,000
Current assets		-		-	
Current liabilities	20	(101)		(101)	
Net current liabilities			(101)		(101)
Total assets less current liabilities			1,149,899		1,149,899
		,			
Equity					
Called up share capital	25		1,150,000		1,150,000
Retained earnings	27		(101)		(101)
Total equity			1,149,899		1,149,899

As permitted by s408 Companies Act 2006, the company has not presented its own income statement and related notes. The company's profit for the year was £0 (2018 - £0 profit).

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on $\frac{28-8-20}{200}$ and are signed on its behalf by:

Mr N G Griffith

Director

Company Registration No. 09003642

GROUP STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 AUGUST 2019

		20	119	20	118
	Notes	£	£	£	£
Cash flows from operating activities	22		(4.900.440)		(1.140.104)
Cash absorbed by operations Interest paid	32		(1,866,112) (12,968)		(1,140,104) (11,398)
Income taxes paid			(91,681)		(74,170)
Net cash outflow from operating activitie	s		(1,970,761)		(1,225,672)
Investing activities					
Purchase of property, plant and equipment		(82,244)		(62,852)	
Proceeds on disposal of property, plant and equipment		2,083		14,057	
Proceeds from other investments and loans		2,070		,	
Interest received		1,058		499	
Net cash used in investing activities			(77,033)		(48,296)
Financing activities					
Increase/(decrease) in borrowings		1,536,081		1,872,858	
Net cash generated from financing activities			1,536,081		1,872,858
Net (decrease)/increase in cash and cash equivalents	1		(511,713)		598,890
Cash and cash equivalents at beginning of y	year		1,819,344		1,220,454
Cash and cash equivalents at end of year	r		1,307,631		1,819,344

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

1 Accounting policies

Company information

Ancasta Topco Limited ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is Port Hamble, Satchell Lane, Hamble, Southampton, Hampshire, SO31 4QD.

The group consists of Ancasta Topco Limited and all of its subsidiaries.

1.1 Accounting convention

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

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £1.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The consolidated financial statements incorporate those of Ancasta Topco Limited and all of its subsidiaries. A subsidiary is an entity controlled by the group, where control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities. All financial statements are made up to 31 August 2019. Where necessary, adjustments are made to the financial statements of the subsidiaries to align the accounting policies across fellow members of the group.

All intra-group transactions, balances, and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

1.2 Going concern

The disruption caused by the COVID-19 pandemic has caused an unprecedented amount of uncertainty. The lifting of restrictions has seen a surge in demand for our services as more people participate in leisure activities nearer to home, providing welcome revenue and cash streams which in some areas exceed recent historical levels. The Board are mindful of the short-medium term economic outlook and have taken a number of measures to mitigate the forecast economic impact of the pandemic. These measures chiefly consist of taking action to reduce the fixed overhead of the business and taking advantage of the various Government support schemes offered including funding via the Coronavirus Business interruption Loan Scheme. With regard to forecasting, the Board has considered various scenarios to ensure the business is best placed to navigate the uncertain times ahead.

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

1.3 Revenue

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

Revenue from the sale of new boats is recognised when the boat is ready for delivery and full payment has been received from the customer.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

1 Accounting policies

(Continued)

Revenue from the provision of services is recognised at the point where the company has fulfilled its contractual obligations, the amount of revenue and costs incurred and future costs can be measured reliably, and it is probable that the economic benefits associated with the transactions will flow to the entity.

Revenue arising from brokerage commission is recognised at the point where the sale of the boat becomes unconditional.

1.4 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of a business over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill has been fully amortised in a prior period.

1.5 Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

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

Leasehold improvements Over the period of the relevant lease on a straight line basis

Plant and equipment Over 3 - 20 years
Fixtures and fittings Over 3 - 10 years
Computer equipment Over 3 - 4 years
Motor vehicles Over 3 - 4 years

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the income statement.

1.6 Non-current investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

1.7 Impairment of non-current assets

At each reporting period end date, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

1 Accounting policies

(Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.8 Inventories

Inventories are stated at the lower of cost and estimated selling price less costs to complete and sell after making due allowance for obsolete and slow moving items. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition.

Work in progress is stated at cost including direct material and labour costs, unless there is a foreseeable loss, then a provision is made.

1.9 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.10 Financial instruments

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

Financial instruments are recognised in the group's statement of financial position when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally 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.

Basic financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2019

1 Accounting policies

(Continued)

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

Classification of financial liabilities

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

Basic financial liabilities

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

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

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2019

1 Accounting policies

(Continued)

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

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

1.11 Equity instruments

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

1.12 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.13 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

1 Accounting policies

(Continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.14 Employee benefits

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

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

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

1.15 Retirement benefits

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

1.16 Leases

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

1.17 Foreign exchange

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

2	Revenue		
	An analysis of the group's revenue is as follows:		
		2019	2018
		£	£
	Revenue analysed by class of business	23,533,694	26 465 601
	Sale of goods Rendering of services	4,266,143	26,465,601 4,255,787
	Commissions	45,228	85,687
		27,845,065	30,807,075
			
		2019	2018
		£	£
	Other significant revenue	4.050	40.240
	Interest income	1,058 ————	10,316
		2019	2018
		2019 £	2016 £
	Revenue analysed by geographical market	44	~
	UK	14,358,938	17,294,547
	Overseas	13,486,127	13,512,528
		27,845,065	30,807,075
3	Exceptional item	2019	2018
		£	£
	Loss on disposal of subsidiary	-	11,290
4	Operating profit		
-	operaning prom	2019	2018
		£	£
	Operating profit for the year is stated after charging/(crediting):		
	Exchange gains	(167,812)	(236,155)
	Depreciation of owned property, plant and equipment	58,218	42,512
	(Profit)/loss on disposal of property, plant and equipment	(1,280)	14,852
	Operating lease charges	404,282	376,701
			

5	Auditor's remuneration			2040	2040
	Fees payable to the company's auditor and a	ssociates:		2019 £	2018 £
	For audit services Audit of the financial statements of the group	and company		15,900	14,750
6	Employees				
	The average monthly number of persons (in the year was:	cluding directors) e	mployed by the	e group and com	pany during
		Group		Company	
		2019 Number	2018 Number	2019 Number	2018 Number
	Only and made the	20	00		
	Sales and marketing Aftersales and administration	29 24	28 20	-	-
	Boat repairs	28	28	-	-
	Doditiopano				
		81	76		-
		<u></u>			
	Their aggregate remuneration comprised:				
		Group		Company	
		2019	2018	2019	2018
		£	£	£	£
	Wages and salaries	2,968,777	3,008,579	-	-
	Social security costs	308,377	330,314	-	-
	Pension costs	271,412	240,932	-	-
		3,548,566	3,579,825	-	-
				-	
7	Directors' remuneration				
				2019 £	2018 £
	Remuneration for qualifying services			439,293	400,161
	Company pension contributions to defined co	ontribution schemes	;	10,423	8,165
				449,716	408,326

7	Directors' remuneration	(0	Continued)
	Remuneration disclosed above includes the following amounts paid to the higher	st paid director:	
		2019 £	2018 £
	Remuneration for qualifying services	170,993	174,017
8	Investment income	2019 £	2018 £
	Interest income Interest on bank deposits	1,058	499
	Other income from investments Gains on financial instruments measured at fair value through profit or loss	-	9,817
	Total income	1,058	10,316
	Investment income includes the following:		
	Interest on financial assets not measured at fair value through profit or loss Interest on financial assets measured at fair value through profit or loss	1,058 - -	499 9,817
9	Finance costs	2019 £	2018 £
	Interest on financial liabilities measured at amortised cost: Interest on bank overdrafts and loans Other interest on financial liabilities	6,260 6,708	1,829 9,569
		12,968 ———	11,398
10	Other gains and losses Fair value gains/(losses) on financial instruments	2019 £	2018 £
	Change in the value of financial liabilities held at fair value through profit or loss	(21,267)	<u>.</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

11	Taxation		
		2019	2018
		£	£
	Current tax		
	UK corporation tax on profits for the current period	-	88,700
	Adjustments in respect of prior periods	4,307	
	Total UK current tax	4,307	88,700
	Foreign current tax on profits for the current period	21,741	736
	Total current tax	26,048	89,436
	Deferred tax		
	Origination and reversal of timing differences	-	3,784
	Total tax charge	26,048	93,220
			=

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

	2019	2018
	£	£
Profit before taxation	128,442	553,251
		=======================================
Expected tax charge based on the standard rate of corporation tax in the UK		
of 19.00% (2018: 19.00%)	24,404	105,118
Tax effect of expenses that are not deductible in determining taxable profit	12,964	6,100
Adjustments in respect of prior years	4,307	-
Effect of change in corporation tax rate	-	(16,013)
Capital allowances and depreciation add back	(3,054)	(5,769)
Other tax adjustments	(12,573)	3,784
Taxation charge	26,048	93,220

The group has estimated tax losses of £464,524 (2018: £502,420) available for carry forward against future trading profits in the subsidiaries where the losses originated from.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

12 Intangible fixed assets

Group	Goodwill •
Cost	r.
At 1 September 2018 and 31 August 2019	2,234,418
Amortisation and impairment	
At 1 September 2018 and 31 August 2019	2,234,418
Carrying amount At 31 August 2019	
At 31 August 2018	•

The company had no intangible fixed assets at 31 August 2019 or 31 August 2018.

13 Property, plant and equipment

Group	Leasehold improvements	Plant and equipment	Fixtures and fittings	Computer equipment	Motor vehicles	Total
	£	£	£	£	£	£
Cost						
At 1 September 2018	339,276	130,623	208,023	691,919	18,778	1,388,619
Additions	, -	9,699	869	38,368	33,308	82,244
Disposals	_	(1,974)	-	(2,978)	(12,678)	(17,630)
Dioposais		(1,5/4)		(2,070)		
At 31 August 2019	339,276	138,348	208,892	727,309	39,408	1,453,233
Depreciation and impairment						
At 1 September 2018	249,786	84,639	194,614	645,407	18,778	1,193,224
Depreciation charged in the	•	- 1,000	,	,	,	.,,
year	8,314	10,911	7,445	28,293	3,255	58,218
Eliminated in respect of	2,2	,	,,,,	,	-,	,
disposals	-	(1,481)	-	(2,668)	(12,678)	(16,827)
						
At 31 August 2019	258,100	94,069	202,059	671,032	9,355	1,234,615
						
Carrying amount						
At 31 August 2019	81,176	44,279	6,833	56,277	30,053	218,618
-						
At 31 August 2018	89,490	45,984	13,409	46,512	-	195,395
U						

The company had no property, plant and equipment at 31 August 2019 or 31 August 2018.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

14	Fixed asset investments					
			Group		Company	
			2019	2018	2019	2018
		Notes	£	£	£	£
	Investments in subsidiaries	15	-	<u>-</u>	1,150,000	1,150,000
	Movements in non-current inve	stments			ı	Shares in group undertakings £
	Cost or valuation					4 450 000
	At 1 September 2018 and 31 Aug	ust 2019				1,150,000
	Carrying amount					
	At 31 August 2019					1,150,000
	At 31 August 2018			•		1,150,000
						

15 Subsidiaries

Details of the company's subsidiaries at 31 August 2019 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct Indirect
Ancasta Group Limited	England and Wales	Holding company	Ordinary	100.00 -
Ancasta International Boat Sales Limited	England and Wales	Boat sales and brokerage	Ordinary	- 100.00
Ancasta Yacht Services SL	Spain	Boat sales and maintenance	Ordinary	- 100.00
Aqualinus Limited	England and Wales	Dormant	Ordinary	- 100.00
Hamble Yacht Services Refit and Repair Limited	England and Wales	Boat repairs	Ordinary	- 100.00

The investments in subsidiaries are all stated at cost.

16	Financial instruments				
		Group		Company	
		2019	2018	2019	2018
		£	£	£	£
	Carrying amount of financial assets Debt instruments measured at amortised cost	900,875	964,232	-	-
	Instruments measured at fair value through profit or loss	-	9,817	-	-
	Carrying amount of financial liabilities				
	Measured at fair value through profit or loss				
	- Other financial liabilities	21,267	-	_	-
	Measured at amortised cost	9,048,224	8,399,110	101	101
47	Invested 1				
17	Inventories	Group		Company	
		2019	2018	2019	2018
		£	£	£	£
		-	_	_	
	Raw materials and consumables	166,834	159,834	-	-
	Work in progress	49,010	141,352	-	-
	Finished goods and goods for resale	7,351,509	5,785,921 ————		
		7,567,353	6,087,107	<u>-</u>	
18	Trade and other receivables				
10	rrade and other receivables	Group		Company	
		2019	2018	2019	2018
	Amounts falling due within one year:	£	£	£	£
	,	_			
	Trade receivables	607,284	527,696	-	-
	Corporation tax recoverable	31,115	-	-	-
	Derivative financial instruments	-	9,817	-	-
	Other receivables	293,591	436,536	-	-
	Prepayments and accrued income	975,767 ————	1,142,089	· -	
		1,907,757	2,116,138	-	-
	Deferred tax asset (note 23)	10,741	10,741	-	-
		1,918,498	2,126,879		-
		<u> </u>			

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2019

19 Derivatives

The company enters into forward foreign currency contracts to mitigate the exchange rate risk for certain foreign currency receivables. As at 31 August 2019, the outstanding contracts all mature within 8 months of the year end. The company is committed to buy €820,000 at a fixed sterling amount.

The foreign currency forward contracts have been fair valued using observable forward exchange rates and interest rates corresponding to maturity of the contract.

20 Current liabilities

20	Current nabilities		Group 2019	2018	Company 2019	2018
		Notes	£	£	£	£
	Stock finance	22	6,845,668	5,248,506	_	-
	Payments received on account		344,547	500,810	-	-
	Trade payables		988,407	1,189,446	-	-
	Amounts owed to group undertakings		-	-	101	101
	Corporation tax payable		-	34,518	-	-
	Other taxation and social security		717,559	672,441	-	-
	Derivative financial instruments		21,267	-	-	-
	Other payables		99,201	382,731	-	-
	Accruals and deferred income		770,401	1,016,536	-	-
			9,787,050	9,044,988	101	101
0.4	Name of the Large					
21	Non-current liabilities		Group		Company	
	•		2019	2018	Company 2019	2018
		Notes	2019 £	2010 £	2013 £	£
		Hotes	-	~	~	~
	Other borrowings	22	-	61,081	-	-
22	Borrowings					
			Group		Company	
			2019	2018	2019	2018
			£	£	£	£
	Loans from related parties		-	61,081	-	
	Other loans		6,845,668	5,248,506	-	-
			6,845,668	5,309,587	-	
	Payable within one year		6,845,668	5,248,506	-	-
	Payable after one year		-	61,081	-	-

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

22 Borrowings (Continued)

The stock finance liability is paid once the associated stock has been sold and is secured by a charge over the boats held in inventories.

During the prior year, the loans from related parties are loans from the shareholders in Ancasta Topco Limited. The loans were repaid during the year ended 31 August 2019.

23 Deferred taxation

Deferred tax assets and liabilities are offset where the group or company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2019	Liabilities 2018	Assets 2019	Assets 2018
Group	£	£	£	£
Accelerated/decelerated (asset) capital allowances	4,724	4,724	-	-
Retirement benefit obligations	-	· •	2,590	2,590
Other timing differences	-	-	8,151	8,151
	4,724	4,724	10,741	10,741
			==	

The company has no deferred tax assets or liabilities.

There were no deferred tax movements in the year.

24 Retirement benefit schemes

Defined contribution schemes	2019 £	2018 £
Charge to profit or loss in respect of defined contribution schemes	271,412	240,932

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund. The company contributes a specified percentage of payroll costs to the retirement benefit scheme to fund the benefits. The only obligation of the company with respect to the scheme is to make the specified contributions.

Contributions totalling £22,621 (2018: £22,638) were outstanding at the year end.

25 Share capital

	Group and company		
	2019	2018	
Ordinary share capital	£	£	
Issued and fully paid			
1,150,000 Ordinary shares of £1 each	1,150,000	1,150,000	

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

25 Share capital (Continued)

The company has one class of share capital, one share equals one vote, each having rights to dividends.

26 Other reserves

The merger reserve was created after the group reconstruction following the use of merger accounting.

27 Retained earnings

	Group		Company		
	2019	2018	2019	2018	
•	£	£	£	£	
As restated	1,117,930	657,899	(101)	(101)	
Profit for the year	102,394	460,031	-	-	
At the end of the year	1,220,324	1,117,930	(101)	(101)	
					

Retained earnings include all current and prior period retained profits and losses.

28 Financial commitments, guarantees and contingent liabilities

The group has a contingent liability in respect of bank borrowings of the group. Liability at the balance sheet date was £nil (2018: £nil). The bank borrowings are secured by a fixed and floating charge over the assets of the group.

29 Operating lease commitments

Lessee

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

	Group		Company		
	2019	2018	2019	2018	
	£	£	£	£	
Within one year	211,632	224,166	-	-	
Between two and five years	535,256	539,376	-	-	
In over five years	691,270	812,603	-	-	
	1,438,158	1,576,145		-	

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2019

Remuneration of key management personnel

The remuneration of key management personnel is as follows.

	2019 £	2018 £
Aggregate compensation	537,205	489,565

Transactions with related parties

During the year the group entered into the following transactions with related parties:

			Sales	
			2019	2018
			£	£
Group				
Other related parties			24,704	43,623
				=_:==:
	Rent and	purchases	Interest paid	
	2019	2018	2019	2018
	£	£	£	£
Group				
Key management personnel	-	-	107	3,555
Other related parties	500,700	407,285	107	3,555

The transactions above were completed at market value under normal trading conditions.

Included in the above is £17,000 (2018: £17,000) in relation to purchases made from an LLP of which N Griffith is a member. The remaining other related party transactions for sales and purchases disclosed above are in connection with companies over which N Griffith (director of Ancasta Topco Limited) has significant influence.

The interest paid represents amounts paid to the shareholders of Ancasta Topco Limited in relation to loans made to the group. See note 22 for further details.

The following amounts were outstanding at the reporting end date:

Amounts due to related parties	2019 £	2018 £
Group	_	
Key management personnel	-	61,080
Other related parties	53,474	39,843
Company Entities over which the company has control, joint control or significant		
influence	101	101

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2019

30 Related party transactions

(Continued)

In 2018 the key management personnel balance and £35,888 of the other related parties balance related to loans received from the shareholders of Ancasta Topco Limited. The loans were repaid in full during the year.

£nil (2018: £3,955) of the amounts owed to other related parties are in connection with companies over which N Griffith (director of Ancasta Topco Limited) has significant influence.

All amounts due stated above are unsecured and will be settled in cash.

The amount due from other related parties are in connection with companies over which N Griffith (director of Ancasta Topco Limited) has significant influence.

31 Controlling party

The ultimate controlling party of Ancasta Topco Limited is Mr N G Griffith.

32 Cash absorbed by group operations

	2019	2018
	£	£
Profit for the year after tax	102,394	460,031
Adjustments for:		
Taxation charged	26,048	93,220
Finance costs	12,968	11,398
Investment income	(1,058)	(499)
(Gain)/loss on disposal of property, plant and equipment	(1,280)	14,852
Loss on disposal of business	-	11,290
Fair value gains and losses on foreign exchange contracts	21,267	17,409
Depreciation and impairment of property, plant and equipment	58,218	42,512
Movements in working capital:		
Increase in inventories	(1,480,246)	(2,478,450)
Decrease in trade and other receivables	237,426	348,522
(Decrease)/increase in trade and other payables	(841,849)	339,611
Cash absorbed by operations	(1,866,112)	(1,140,104)
		. =====================================