

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

FOR

MEDICAL AUCTIONS (BMA) LIMITED
TRADING AS
BRITISH MEDICAL AUCTIONS

MEDICAL AUCTIONS (BMA) LIMITED (REGISTERED NUMBER: 09914912)
TRADING AS BRITISH MEDICAL AUCTIONS

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FOR THE YEAR ENDED 31 DECEMBER 2022

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MEDICAL AUCTIONS (BMA) LIMITED
TRADING AS BRITISH MEDICAL AUCTIONS

COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2022

DIRECTORS:

M J K Grad
M J Davics
M A Woolhouse
H Samsom
M L J Brouwers

REGISTERED OFFICE:

First Floor
Ridgeland House
15 Carfax
Horsham
West Sussex
RH12 1DY

REGISTERED NUMBER:

09914912 (England and Wales)

AUDITORS:

Galloways Accounting
Statutory Auditor
Atlas Chambers
33 West Street
Brighton
East Sussex
BN1 2RE

MEDICAL AUCTIONS (BMA) LIMITED (REGISTERED NUMBER: 09914912)
TRADING AS BRITISH MEDICAL AUCTIONS

BALANCE SHEET
31 DECEMBER 2022

		31.12.22	31.12.21 as restated
	Notes	£	£
FIXED ASSETS			
Tangible assets	4	43,603	167,243
Investments	5	188,694	188,694
		<u>232,297</u>	<u>355,937</u>
CURRENT ASSETS			
Debtors	6	1,096,393	699,184
Cash at bank		<u>3,000,993</u>	<u>2,397,904</u>
		4,097,386	3,097,088
CREDITORS			
Amounts falling due within one year	7	<u>2,579,566</u>	<u>2,605,230</u>
NET CURRENT ASSETS		<u>1,517,820</u>	<u>491,858</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		1,750,117	847,795
CREDITORS			
Amounts falling due after more than one year	8	-	(54,855)
PROVISIONS FOR LIABILITIES		<u>(3,058)</u>	<u>(26,003)</u>
NET ASSETS		<u>1,747,059</u>	<u>766,937</u>
CAPITAL AND RESERVES			
Called up share capital	9	243	213
Share premium	10	297,376	7,238
Other reserves	10	-	173,073
Retained earnings	10	<u>1,449,440</u>	<u>586,413</u>
SHAREHOLDERS' FUNDS		<u>1,747,059</u>	<u>766,937</u>

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

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the Board of Directors and authorised for issue on 3 May 2023 and were signed on its behalf by:

M J K Grad - Director

The notes form part of these financial statements

MEDICAL AUCTIONS (BMA) LIMITED (REGISTERED NUMBER: 09914912)
TRADING AS BRITISH MEDICAL AUCTIONS

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

1. STATUTORY INFORMATION

Medical Auctions (BMA) Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Preparation of consolidated financial statements

The financial statements contain information about Medical Auctions (BMA) Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Turnover

Turnover represents commissions and premiums earned by the Company in its role as auctioneer.

Auction commissions are recognised upon the closure of each auction lot, which is the point in time when the Company has substantially accomplished what it must do to be entitled to the benefits.

The commissions and premiums represent the turnover in an agent principal relationship which can be recognised and not the total hammer price.

Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes costs directly attributable to making the asset capable of operating as intended.

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter.

Short leasehold	- 20% on cost
Plant and machinery	- 25% on cost
Fixtures and fittings	- 25% on cost
Motor vehicles	- 15% on reducing balance
Computer equipment	- 33% on cost

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost, less impairment which is reviewed annually.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2022

2. ACCOUNTING POLICIES - continued

Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with 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 instruments are initially recognised at the transaction price and are subsequently measured at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to profit or loss over the relevant period. The capital element of the future payments is treated as a liability.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

MEDICAL AUCTIONS (BMA) LIMITED (REGISTERED NUMBER: 09914912)
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NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2022

2. **ACCOUNTING POLICIES - continued**

Share based payments

The Company grants share options ("equity-settled share based payments") to certain employees.

Equity-settled share based payments are measured at fair value at the date of grant by reference to the fair value of the equity instruments granted using the Black Scholes model. The fair value determined at the grant date is expensed on a straight-line basis over the vesting period, based on the estimate of shares that will eventually vest. A corresponding adjustment is made to equity.

3. **EMPLOYEES AND DIRECTORS**

The average number of employees during the year was 22 (2021 - 20) .

4. **TANGIBLE FIXED ASSETS**

	Short leasehold £	Plant and machinery £	Fixtures and fittings £
COST			
At 1 January 2022	117,770	13,233	47,483
Additions	-	-	806
Disposals	-	-	-
At 31 December 2022	<u>117,770</u>	<u>13,233</u>	<u>48,289</u>
DEPRECIATION			
At 1 January 2022	94,216	4,970	34,315
Charge for year	23,554	3,243	6,478
Eliminated on disposal	-	-	-
At 31 December 2022	<u>117,770</u>	<u>8,213</u>	<u>40,793</u>
NET BOOK VALUE			
At 31 December 2022	<u>-</u>	<u>5,020</u>	<u>7,496</u>
At 31 December 2021	<u>23,554</u>	<u>8,263</u>	<u>13,168</u>

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NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2022

4. **TANGIBLE FIXED ASSETS - continued**

	Motor vehicles £	Computer equipment £	Totals £
COST			
At 1 January 2022	203,050	35,665	417,201
Additions	-	2,084	2,890
Disposals	(149,300)	-	(149,300)
At 31 December 2022	<u>53,750</u>	<u>37,749</u>	<u>270,791</u>
DEPRECIATION			
At 1 January 2022	88,269	28,188	249,958
Charge for year	16,831	7,256	57,362
Eliminated on disposal	(80,132)	-	(80,132)
At 31 December 2022	<u>24,968</u>	<u>35,444</u>	<u>227,188</u>
NET BOOK VALUE			
At 31 December 2022	<u>28,782</u>	<u>2,305</u>	<u>43,603</u>
At 31 December 2021	<u>114,781</u>	<u>7,477</u>	<u>167,243</u>

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

	Motor vehicles £
COST	
At 1 January 2022	149,300
Disposals	(149,300)
At 31 December 2022	<u>-</u>
DEPRECIATION	
At 1 January 2022	71,364
Charge for year	8,768
Eliminated on disposal	(80,132)
At 31 December 2022	<u>-</u>
NET BOOK VALUE	
At 31 December 2022	<u>-</u>
At 31 December 2021	<u>77,936</u>

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NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2022

5. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
At 1 January 2022	
and 31 December 2022	<u>188,694</u>
NET BOOK VALUE	
At 31 December 2022	<u>188,694</u>
At 31 December 2021	<u>188,694</u>

The above investment has been reanalysed as a fixed asset in the year under review on the basis that the directors expect to hold this investment for a period of more than 12 months from the balance sheet date.

6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.22	31.12.21 as restated
	£	£
Trade debtors	425,399	289,424
Amounts owed by group undertakings	55,287	33,584
Other debtors	271,666	207,611
Other tax and social security	275,193	103,264
Prepayments	68,848	65,301
	<u>1,096,393</u>	<u>699,184</u>

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.22	31.12.21 as restated
	£	£
Bank loans and overdrafts	550,673	-
Hire purchase contracts	-	22,237
Trade creditors	1,275,483	1,958,151
Amounts owed to group undertakings	42,900	-
Tax	37,468	236,482
VAT	352	-
Other creditors	77,584	51,344
Accrued expenses	595,106	337,016
	<u>2,579,566</u>	<u>2,605,230</u>

8. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31.12.22	31.12.21 as restated
	£	£
Hire purchase contracts	<u>-</u>	<u>54,855</u>

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NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2022

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number	Class	Nominal Value	2022	2021
£	£			
22,500	A Ordinary	0.1p	23	13
10,530	B Ordinary	0.1p	11	-
209,470	Ordinary 0.1p	0.1p	209	200
			<u>243</u>	<u>213</u>

The following shares were issued during the year:

9,470 Ordinary 0.1p shares of 0.1p for cash of £247,619.

10,000 A Ordinary shares of 0.1p for cash of £5,800.

10,530 B Ordinary shares of 0.1p for cash of £36,750.

10. RESERVES

Other reserves consists of a share-based payment reserve.

11. DISCLOSURE UNDER SECTION 444(5B) OF THE COMPANIES ACT 2006

The Report of the Auditors was unqualified.

Mark Crowter BSc FCA (Senior Statutory Auditor)
for and on behalf of Galloways Accounting

12. CONTINGENT LIABILITIES

The company is in discussions with HMRC regarding an administrative point in relation to VAT. The directors have not received any indication that the company will be required to pay additional amounts to HMRC and therefore no provision has been made in the accounts.

13. RELATED PARTY DISCLOSURES

During the year, the company paid a director's personal service company £257,500 (2021: £43,500) and there was no balance owed at the end of the year.

The company also paid a director's personal service company £1,000 (2021: £11,467) during the year and there was no balance owed at the end of the year.

14. POST BALANCE SHEET EVENTS

After the balance sheet date, the company paid dividends of £1,200,000 to its parent.

15. ULTIMATE CONTROLLING PARTY

On 31 January 2022, the Company was purchased by Gavel UK Bidco Limited.

The company's parent is Gavel UK Bidco Limited.

The company's accounts are consolidated into the financial statements of the ultimate company, TBAuctions B.V.. Copies of the accounts may be obtained from TBAuctions B.V., Overschiestraat 59, 1062 XD, Amsterdam.

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NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2022

16. **SHARE-BASED PAYMENT TRANSACTIONS**

Under the Company plan, share options are granted to key employees at the average price of the Company's shares at the grant date. The employee is entitled to exercise the share options after 5 years' service, from the grant date (the "vesting period"). Options are forfeited if the employee leaves the Company before they become entitled to exercise the share options.

	December 2022 Options number	Weighted average exercise price (£)	December 2021 Options number	Weighted average exercise price (£)
Outstanding at 1 January	30,000	9.59	12,330	7.72
Granted during the year	-	-	17,670	10.90
Forfeited during the year	-	-	-	-
Exercised during the year	(30,000)	9.59	-	-
Expired during the year	-	-	-	-
Outstanding at end of year	<u>-</u>	<u>-</u>	<u>30,000</u>	<u>9.59</u>
Exercisable at end of year	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

The weighted average fair value of options granted in the year was determined using the Black-Scholes option pricing model. The Black-Scholes model is considered to apply the most appropriate valuation model due to the relatively short contractual lives of the options and the requirement to exercise within a short period after the employee becomes entitled to the shares (the "vesting period").

The total charge for period was £629,720 (2021: £173,073).

During the year, all share options were exercised early due to the acquisition of Medical Auctions (BMA) Limited by Gavel UK Bidco Limited.

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.