# REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

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# **COMPANY INFORMATION**

**Directors** M P Kennedy

E A K Stewart S J White

Secretary Consultancy Express (UK) Limited

Company number 12359243

Registered office Tormohun House Barton Hill Road

Torquay TQ2 8JH England

Auditor RSM UK Audit LLP

**Chartered Accountants** 

2nd Floor 1 The Square Temple Quay Bristol BS1 6DG

# **DIRECTORS' REPORT** FOR THE YEAR ENDED 30 APRIL 2022

The directors present their annual report and financial statements for the year ended 30 April 2022.

### **Principal activities**

The principal activity of the company continued to be the provision of traffic management labour to a fellow group undertaking, Forest Traffic Services Limited.

## **Directors**

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

(Resigned 1 September 2022) M H Hartman M P Kennedy (Appointed 1 September 2022) (Appointed 1 February 2022) EAK Stewart A R Williams (Resigned 20 October 2022) D J Williams (Resigned 29 July 2022) S J White (Appointed 20 October 2022)

#### **Auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and RSM UK Audit LLP will therefore continue in office.

#### 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 company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as a director in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

## Small companies exemption

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board

M P Kennedy Director

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21/12/22

Date: .....

# DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 30 APRIL 2022

The directors are responsible for preparing the Directors' 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 company and of the profit or loss of the company 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are 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. They are 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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ADVANCED TRAFFIC SERVICES LIMITED

#### **Opinion**

We have audited the financial statements of Advanced Traffic Services Limited (the 'company') for the year ended 30 April 2022 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and notes to the financial statements, including 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 company's affairs as at 30 April 2022 and of its 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 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

In auditing the financial statements, we have concluded that the directors' 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 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 directors 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 directors are responsible for the other information contained within the annual report. 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ADVANCED TRAFFIC SERVICES LIMITED (CONTINUED)

## Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report or in preparing the directors' report.

## Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 2, 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 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 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.

#### The extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory frameworks that the company operates in and how the company is complying with the legal and regulatory frameworks:
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ADVANCED TRAFFIC SERVICES LIMITED (CONTINUED)

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures, inspecting correspondence with local tax authorities and evaluating advice received from tax advisors.

The audit engagement team identified the risk of management override of controls as the area where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <a href="https://www.frc.org.uk/auditorsresponsibilities">https://www.frc.org.uk/auditorsresponsibilities</a> This description forms part of our auditor's report.

## Use of our report

This report is made solely to the company's member 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 member 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 member for our audit work, for this report, or for the opinions we have formed.

Hywel Pegler

Hywel Pegler (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
2nd Floor
1 The Square
Temple Quay
Bristol
BS1 6DG
21/12/22

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 APRIL 2022

		2022	2021
	Notes	£	£
Turnover Cost of sales	3	2,014,162 (2,003,476)	2,367,363 (2,425,932)
Gross profit/(loss)		10,686	(58,569)
Administrative expenses Other operating income		(10,659) -	(21,431) 80,000
Operating profit	5	27	
Interest payable and similar expenses	7	(27)	-
Profit before taxation		-	-
Tax on profit	8	-	-
Profit for the financial year		<del></del>	-
•			

# STATEMENT OF FINANCIAL POSITION AS AT 30 APRIL 2022

		202	22	2021	
·	Notes	£	£	£	£
Current assets			•		
Debtors	9	91,537		158,204	
Cash at bank and in hand		94,535		54,704	
		186,072		212,908	
Creditors: amounts falling due within					
one year	· 10	(186,070)		(212,906)	÷
			<u>.</u> .	<del></del>	
Net current assets			2		2
					====
Capital and reserves					
Called up share capital	12		2		2
ounce up onero oupital	• -				

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

M P Kennedy

Michael Tenny

Director

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 APRIL 2022

	Share capital £
Balance at 1 May 2020	2
Year ended 30 April 2021:	
Profit and total comprehensive income for the year	-
Balance at 30 April 2021	
Year ended 30 April 2022:	
Profit and total comprehensive income for the year	-
	<del></del>
Balance at 30 April 2022	2

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

### 1 Accounting policies

#### Company information

Advanced Traffic Services Limited is a private company limited by shares and is registered and incorporated in England and Wales. The registered office is Tormohun House, Barton Hill Road, Torquay, England, TQ2 8.JH

The company's principal activities and nature of its operations are disclosed in the Directors' Report.

#### **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 £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

#### Reduced disclosure framework

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues': Carrying
  amounts, interest income/expense and net gains/losses for each category of financial instrument;
  basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges,
  hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Core Highways Group Limited. Its consolidated financial statements are available from its registered office, Tormohun House, Barton Hill Road, Torquay, England, TQ2 8JH.

## Going concern

These financial statements have been prepared on a going concern basis on the grounds that the directors consider that the company's group has sufficient cash resources to enable the company and group to continue to meet their debts as they fall due.

In order to assess the going concern assumption, the directors have considered detailed trading and cash flow projections for a period of at least 12 months from the date of approval of these financial statements. Sensitivity analysis and further detailed review was undertaken on the more judgmental areas of the forecasts, as well as a review of mitigating factors and potential upsides.

The company's group benefits from bank debt which is subject to cross guarantees against all entities in the group. The bank debt is subject to long term agreements with the group's banker, HSBC Bank plc, which is supportive of the group and with whom the directors maintain regular dialogue, which was demonstrated through recent updates to the facilities agreement and reset of financial covenants associated with the loans. The directors are confident of ongoing compliance against these covenants evidenced through regular reporting to HSBC.

The directors are confident that the steps that they have taken to mitigate associated risk will ensure that the company's group is well positioned to continue to trade throughout the current uncertain economic environment. They have therefore concluded that there is no material uncertainty about the ability of the company and group to continue as a going concern and that it remains appropriate to prepare the financial statements on a going concern basis.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022

### 1 Accounting policies (Continued)

#### Turnover

Turnover represents net invoiced sales, excluding value added tax, from the provision of goods falling within the company's ordinary activities. Revenue is recognised in the period in which the service was provided or the goods were dispatched.

#### Financial instruments

The company 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 when the company becomes 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 assets

Basic financial assets 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 financial asset is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

## **Basic financial liabilities**

Basic financial liabilities 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. Debt instruments are subsequently carried at amortised cost, using the effective interest rate method. Financial liabilities are derecognised when, and only when, the company's contractual obligations are discharged, cancelled, or they expire.

## **Equity instruments**

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 company after deducting all of its liabilities. Equity instruments issued by the company are recorded at the fair value of 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 company.

## Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax is based on taxable profit for the year. Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets are recognised when tax paid exceeds the tax payable. Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022

#### 1 Accounting policies (Continued)

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

#### **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 fixed 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.

### Retirement benefits

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

#### Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

#### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

In the opinion of the directors, no judgements, estimates or assumptions made in preparing the company's financial statements for the current or previous period had a material impact on the reported results or financial position.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022

	Turnover and other revenue	2022	2021
		£	202
	Turnover analysed by class of business	-	•
	Provision of traffic management labour	2,014,162	2,367,363
	•		
		2022	2021
		£	4
	Turnover analysed by geographical market	2.014.162	0.007.00
	United Kingdom	2,014,162	2,367,363
4	Employees		
	The average monthly number of persons (including directors) employed	d by the company during the	he year was:
		2022	2021
		Number	Number
	Staff	78	93
	Directors	3	3
	Total	81	96
		<del></del> -	
	Their aggregate remuneration comprised:	2022	2024
		2022 £	2021 £
	Wages and salaries	1,827,073	2,133,000
	Social security costs	145,220	189,000
	Pension costs	31,183	40,000
		2,003,476	2,362,000
	The directors of the company were remunerated by other group compande to the company in respect of their services.	panies and no specific rec	charges were
	Operating profit		
5		2022	2021
5			
5	Operating profit for the year is stated after crediting:	£	. £
5	Operating profit for the year is stated after crediting:  Government grants		. £

In the comparative period, government grants reflected grants towards the employment costs of staff placed on furlough during the COVID-19 pandemic.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022

6	Auditor's remuneration		
0	Auditor 5 remuneration	2022	2021
	Fees payable to the company's auditor and its associates:	£	£
	For audit services	•	
	Audit of the financial statements of the company	6,200 =====	6,000
	For other services		
	Taxation compliance services	2,300	2,200
	All other non-audit services	1,500	-
		3,800	2,200
	•		. —
7	Interest payable and similar expenses	•	
		2022	2021
		£	£
	Interest on bank overdrafts and loans	27	-
		<del></del>	
8	Taxation		
	The total tax charge for the year included in the income statement can be reconmultiplied by the standard rate of tax as follows:	ciled to the loss	before tax
		2022	2021
		£	£
	Desit history towards		
	Profit before taxation	===	-
	Expected tax charge based on the standard rate of corporation tax in the UK		
	of 19.00% (2021: 19.00%)	- (9.4)	242
	Change in unrecognised deferred tax assets Group relief	(84) 84	(242)
	Cloup teller	<del></del>	(242)
	Taxation charge for the year		-
		====	

Factors that may affect future tax charges
On 3 March 2021, the UK Government announced an increase in the main rate of corporation tax from 19% to 25% with effect from 1 April 2023. The change in rate was substantively enacted on 24 May 2021.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022

•	Dahdara		
9	Debtors	2022	2021
	Amounts falling due within one year:	£	£
	Gross amounts owed by contract customers	28,283	-
	Amounts owed by group undertakings	61,513	158,204
	Prepayments and accrued income	1,741	
		91,537	158,204
		<del></del>	
10	Creditors: amounts falling due within one year		
		2022	2021
		£	£
	Trade creditors	1,192	-
	Taxation and social security	136,102	153,942
	Other creditors	40,631	-
	Accruals and deferred income	8,145	58,964
	•	186,070	212,906
11	Retirement benefit schemes		
		2022	2021
	Defined contribution schemes	£	£
	Charge to profit or loss in respect of defined contribution schemes	31,183	40,000

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

## 12 Share capital

	2022	2021	2022	2021
Ordinary share capital	Number	Number	£	£
Issued and fully paid				
Ordinary shares of £1 each	2	2	2	2
	<del></del>			

The company has one class of ordinary shares. The shares carry no right to fixed income. Each share carries the right to one vote at general meetings of the company.

## 13 Financial commitments, guarantees and contingent liabilities

Group bank loans, as disclosed in the accounts of Core Highways Acquisitions Limited, are secured by HSBC Bank Plc and GLAS Trust Corporation through a group cross-guarantee which provides a fixed and floating charge over the assets of all companies in the Core Highways group.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022

## 14 Related party transactions

The company has taken advantage of the exemption available in FRS 102 Section 33 and has not disclosed details of transactions or balances between wholly-owned group companies.

#### 15 Ultimate controlling party

The immediate parent company is Core Highways Acquisitions Limited. The ultimate parent company is Core Highways Group Limited. Both companies are incorporated in the United Kingdom and registered in England and Wales. Core Highways Group Limited heads the largest and smallest group in which the results and financial position of the company are consolidated. Its consolidated financial statements can be obtained from its registered office, Tormohun House, Barton Hill Road, Torquay, England, TQ2 8JH. In the opinion of the directors, Core Highways Group Limited has no ultimate controlling party.