

**PREPARED FOR THE REGISTRAR
THIRD GENERATION INVESTMENTS LTD
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2022**

Third Generation Investments Ltd

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Third Generation Investments Ltd

Company Information

| | |
|--------------------------|--|
| Director | P S Roberts |
| Registered office | Whitehill Mill Lane Prestbury Cheltenham GL52 3NF |
| Accountants | Hazlewoods LLP Staverton Court Staverton Cheltenham GL51 0UX |

Third Generation Investments Ltd**(Registration number: 12890647)****Balance Sheet as at 30 September 2022**

| | Note | 30 September 2022 £ | 30 September 2021 £ |
|---|-------------|------------------------------------|------------------------------------|
| Fixed assets | | | |
| Tangible assets | <u>4</u> | 24,268 | - |
| Investment property | <u>5</u> | 1,834,352 | 1,336,410 |
| Investments | <u>6</u> | 3 | 206,828 |
| | | <u>1,858,623</u> | <u>1,543,238</u> |
| Current assets | | | |
| Debtors | <u>7</u> | 4,128,320 | 62,957 |
| Cash at bank and in hand | | <u>1,319,150</u> | <u>765,376</u> |
| | | 5,447,470 | 828,333 |
| Creditors: Amounts falling due within one year | <u>8</u> | <u>(1,899,784)</u> | <u>(1,617,054)</u> |
| Net current assets/(liabilities) | | <u>3,547,686</u> | <u>(788,721)</u> |
| Net assets | | <u>5,406,309</u> | <u>754,517</u> |
| Capital and reserves | | | |
| Called up share capital | | 6 | 6 |
| Profit and loss account | | <u>5,406,303</u> | <u>754,511</u> |
| Shareholders' funds | | <u>5,406,309</u> | <u>754,517</u> |

For the financial year ending 30 September 2022 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Director's responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The director acknowledges his responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

Approved and authorised by the director on 29 June 2023

P S Roberts
Director

The notes on pages 3 to 8 form an integral part of these financial statements.

Third Generation Investments Ltd

Notes to the Unaudited Financial Statements for the Year Ended 30 September 2022

1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:

Whitehill Mill Lane
Prestbury
Cheltenham
GL52 3NF

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A smaller entities - 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' and the Companies Act 2006 (as applicable to companies subject to the small companies' regime).

Basis of preparation

These financial statements have been prepared using the historical cost convention except for, where disclosed in these accounting policies, certain items that are shown at fair value.

The presentational currency of the financial statements is Pounds Sterling, being the functional currency of the primary economic environment in which the company operates. Monetary amounts in these financial statements are rounded to the nearest Pound.

Judgements

No significant judgements or key sources of estimation uncertainty have been made by management in preparing these financial statements.

Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the company.

The company recognises revenue when: the amount of revenue can be reliably measured; it is probable that future economic benefits will flow to the entity; and specific criteria have been met for each of the company's activities.

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit and loss account, except that a charge attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Third Generation Investments Ltd

Notes to the Unaudited Financial Statements for the Year Ended 30 September 2022

| Asset class | Depreciation method and rate |
|----------------------------------|-------------------------------------|
| Fixtures, fittings and equipment | 20% - Straight Line |

Investment property

Investment property is carried at fair value, derived from the current market prices for comparable real estate determined annually by external valuers. The valuers use observable market prices, adjusted if necessary for any difference in the nature, location or condition of the specific asset. Changes in fair value are recognised in profit or loss.

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business. Trade debtors are recognised initially at the transaction price. All trade debtors are repayable within one year and hence are included at the undiscounted cost of cash expected to be received. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtors.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and all are repayable within one year and hence are included at the undiscounted amount of cash expected to be paid.

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the profit and loss account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Third Generation Investments Ltd

Notes to the Unaudited Financial Statements for the Year Ended 30 September 2022

Financial instruments

Classification

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability on the balance sheet. The corresponding dividends relating to the liability component are charged as interest expenses in the profit and loss account.

Recognition and measurement

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Impairment

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss.

3 Staff numbers

The average number of persons employed by the company (including the director) during the year, was 1 (2021 - 1).

4 Tangible assets

| | Furniture, fittings and equipment £ | Total £ |
|------------------------|--|--------------------|
| Cost | | |
| Additions | 25,567 | 25,567 |
| At 30 September 2022 | 25,567 | 25,567 |
| Depreciation | | |
| Charge for the period | 1,299 | 1,299 |
| At 30 September 2022 | 1,299 | 1,299 |
| Carrying amount | | |
| At 30 September 2022 | 24,268 | 24,268 |

5 Investment properties

| | £ |
|----------------------|-----------|
| At 1 October 2021 | 1,336,410 |
| Additions | 497,942 |
| At 30 September 2022 | 1,834,352 |

The investment properties are included at cost. The director believes that the market value at the year end is not significantly different to the value stated in the accounts. There has been no independent valuation of the properties.

Third Generation Investments Ltd

Notes to the Unaudited Financial Statements for the Year Ended 30 September 2022

6 Investments

| | 30 September 2022 | 30 September 2021 |
|-----------------------------|----------------------|----------------------|
| | £ | £ |
| Investments in subsidiaries | 3 | 3 |
| Investments in associates | - | 206,825 |
| | <u>3</u> | <u>206,828</u> |

Subsidiaries

£

Cost

| | |
|-------------------|----------|
| At 1 October 2021 | <u>3</u> |
|-------------------|----------|

Carrying amount

| | |
|----------------------|----------|
| At 30 September 2022 | <u>3</u> |
|----------------------|----------|

| | |
|----------------------|----------|
| At 30 September 2021 | <u>3</u> |
|----------------------|----------|

Associates

£

Cost

| | |
|-------------------|---------|
| At 1 October 2021 | 206,825 |
|-------------------|---------|

| | |
|-----------|------------------|
| Disposals | <u>(206,825)</u> |
|-----------|------------------|

| | |
|----------------------|----------|
| At 30 September 2022 | <u>-</u> |
|----------------------|----------|

Provision

Carrying amount

| | |
|----------------------|----------|
| At 30 September 2022 | <u>-</u> |
|----------------------|----------|

| | |
|----------------------|----------------|
| At 30 September 2021 | <u>206,825</u> |
|----------------------|----------------|

Details of undertakings

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Third Generation Investments Ltd

Notes to the Unaudited Financial Statements for the Year Ended 30 September 2022

| Undertaking | Registered office | Holding | Proportion of voting rights and shares held | |
|---------------------------------------|--|------------|---|-------------------|
| | | | 30 September 2022 | 30 September 2021 |
| Subsidiary undertakings | | | | |
| RBC One Limited | Barrington House Kingsditch Lane Cheltenham GL51 9NN England | Ordinary B | 50% | 50% |
| Associates | | | | |
| Calbarrie Compliance Services Limited | Barrington House Kingsditch Lane Cheltenham GL51 9NN England | Ordinary | 0% | 12.5% |

Subsidiary undertakings

RBC One Limited

The principal activity of RBC One Limited is activities of a head office.

Associates

Calbarrie Compliance Services Limited

The principal activity of Calbarrie Compliance Services Limited is electrical installation.

7 Debtors

| | Note | 30 September 2022 £ | 30 September 2021 £ |
|---------------------------------|------|------------------------|------------------------|
| Trade debtors | | 160,340 | 60,000 |
| Amounts owed by related parties | 10 | 403,509 | - |
| Other debtors | | 3,562,500 | - |
| Prepayments | | 1,971 | 2,957 |
| | | <u>4,128,320</u> | <u>62,957</u> |

Third Generation Investments Ltd

Notes to the Unaudited Financial Statements for the Year Ended 30 September 2022

8 Creditors

| | Note | 30 September 2022 £ | 30 September 2021 £ |
|---------------------------------|-----------|---------------------------|---------------------------|
| Due within one year | | | |
| Loans and borrowings | <u>9</u> | - | 169,960 |
| Trade creditors | | 12,051 | 298 |
| Amounts due to related parties | <u>10</u> | 1,432,625 | 1,336,000 |
| Social security and other taxes | | 205,420 | 49,596 |
| Accrued expenses | | 4,000 | 1,500 |
| Corporation tax liability | | 245,688 | 59,700 |
| | | <u>1,899,784</u> | <u>1,617,054</u> |

9 Loans and borrowings

| | 30 September 2022 £ | 30 September 2021 £ |
|-------------------------------------|---------------------------|---------------------------|
| Current loans and borrowings | | |
| Other borrowings | <u>-</u> | <u>169,960</u> |

10 Related party transactions

Summary of transactions with all subsidiaries

During the year the company charged RBC One Limited, a 50% subsidiary, £16,900 (2021 - £130,000) of management charges. At 30 September 2022, RBC One Limited owed the company £16,900 (2021 - £60,000), which is included in trade debtors. At 30 September 2022, the company also owed RBC One Limited £957,625 (2021 - £860,000) for amounts advanced to the company in the period.

Summary of transactions with all associates

During the period the company charged Calbarrie Compliance Services Limited £nil (2021 - £29,091) of management charges which were fully paid within the period.

Summary of transactions with other related parties

At 30 September 2022, the company owed Paisy Services LLP, a limited liability partnership in which the director P Roberts is a member, £475,000 (2021 - £476,000) for amounts advanced to the company.

At 30 September 2022, the company was owed from the director £402,460 (2021 - £169,960 owed to the director) in the form of a director's loan account. The loan is unsecured, repayable on demand and no interest is payable.

During the year, the company sold all of its shares in Calbarrie Compliance Services Limited to the Calbarrie Employee Ownership Trust. Paul Roberts is also a director of the limited company which controls the trust. The consideration to be paid for the shares in Calbarrie Compliance Services Limited totals to £3,812,500.

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.