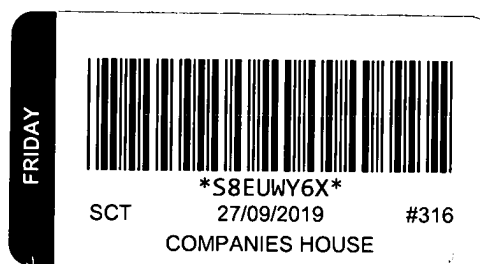


Company Registration No. SC177001 (Scotland)

MACKAYS OF DINGWALL LIMITED
ANNUAL REPORT AND FINANCIAL
STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018



MACKAYS OF DINGWALL LIMITED

COMPANY INFORMATION

Directors	Muir Mackay John Manson
Secretary	Joan McMillan
Company number	SC177001
Registered office	c/o Mackays of Dingwall Strathpeffer Road DINGWALL IV15 9QF
Auditor	Johnston Carmichael LLP Clava House Cradlehall Business Park INVERNESS IV2 5GH

MACKAYS OF DINGWALL LIMITED

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MACKAYS OF DINGWALL LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present the strategic report for the year ended 31 December 2018.

Fair review of the business

The principal activities of the group during the year was the continued operation of the Vauxhall franchise dealerships covering Inverness, Ross-shire, Sutherland and Caithness and also that of a holding company as the parent company of a group.

The sales of New Vehicles within the group continue to be adversely affected by the level of uncertainty within the general economy and the effect this has had on the local economy.

The Group has targeted an improvement in the margin achieved whilst developing and extending good relations with both Vauxhall and our existing customer base and has shifted its focus towards a greater proportion of Used Vehicles in the mix of vehicles sold in 2018 and into 2019.

Further information on the wide range of vehicles and services provided can be obtained from our website <https://www.scottishvauxhall.co.uk>.

The group is reporting a profit in the year, and has net assets of £1,753,596 (2017 - £1,789,954) at the balance sheet date.

Principal risks and uncertainties

The Group's principal financial instruments comprise cash and cash equivalents. The Group does not undertake any form of hedging activity.

The principal financial risks to which the Group is exposed is credit risk in relation to debtors. The Group aims to mitigate liquidity risk by managing cash generated by its operations and actively managing stocks.

The Directors are awaiting the conclusion of Brexit and will respond positively to the outcome.

Key performance indicators

We use a number of key performance indicators to aid the management of the day to day business, as a motor retailer we are provided with a summary of what similar sized dealerships are achieving in the Vauxhall network. We regularly review this in comparison to our own performance and look for any areas of underperformance.

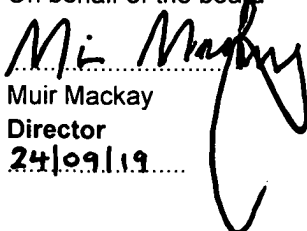
The turnover increased 5.0% on the previous year from £16,748,025 in 2017 to £17,583,982 in 2018, this was due to a change in market conditions and a change in the mix of vehicles sold. The company has reduced the Gross Margin achieved with Gross Profit increasing from £884,234 (5.2%) in 2017 to £888,760 (5.0%) in 2018.

The Company continually looks to provide its goods and services in the most efficient manner possible without losing our focus on providing a quality experience for our customers.

Future developments

The Directors continue to assess the changing market, including the advancement of hybrid and electric vehicle technology, to ensure that it is well placed to cope with changing customer demand. The Directors will continue to promote the Vauxhall brand and provide an excellent range of choice for customers.

On behalf of the board


Muir Mackay
Director
24/09/19.....

MACKAYS OF DINGWALL LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present their annual report and financial statements for the year ended 31 December 2018.

Directors

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

Muir Mackay
John Manson

Results and dividends

The results for the year are set out on page 7.

Ordinary dividends were paid amounting to £50,000. The directors do not recommend payment of a further dividend.

Post reporting date events

Subsequent to the year end, ordinary dividends of £20,000 have been declared.

Auditor

The auditor, Johnston Carmichael LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

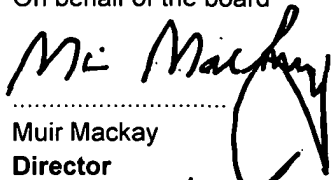
Statement of disclosure to auditor

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.

Strategic report

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company'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 future developments.

On behalf of the board


.....
Muir Mackay
Director
Date: 24/09/19

MACKAYS OF DINGWALL LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2018

The directors are responsible for preparing the strategic report, 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 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;
- 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.

MACKAYS OF DINGWALL LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MACKAYS OF DINGWALL LIMITED

Opinion

We have audited the financial statements of Mackays of Dingwall Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2018 which comprise the Group Statement of Comprehensive Income, the Group and Parent Company Balance Sheets, the Group and Parent Company Statement of Changes in Equity, 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 Financial Reporting Standard 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 December 2018 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 group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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.

MACKAYS OF DINGWALL LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF MACKAYS OF DINGWALL 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 our 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 in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of 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.

MACKAYS OF DINGWALL LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF MACKAYS OF DINGWALL LIMITED

Auditor's responsibilities for the audit of the financial statements (continued)

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's or the parent company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group or the parent company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Scott Jeffrey (Senior Statutory Auditor)
for and on behalf of Johnston Carmichael LLP

26 September 2019.

Chartered Accountants
Statutory Auditor

Clava House
Cradlehall Business Park
INVERNESS
IV2 5GH

MACKAYS OF DINGWALL LIMITED

GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2018

		2018	2017
	Notes	£	as restated £
Turnover	3	17,583,982	16,748,025
Cost of sales		(16,695,222)	(15,863,791)
Gross profit		888,760	884,234
Administrative expenses		(844,399)	(851,687)
Other operating income		75,305	37,452
Operating profit	4	119,666	69,999
Interest payable and similar expenses	8	(79,300)	(62,868)
Profit before taxation		40,366	7,131
Tax on profit	9	(11,233)	(5,532)
Profit for the financial year	22	29,133	1,599
Profit/(loss) for the financial year is attributable to:			
- Owners of the parent company		13,642	9,678
- Non-controlling interests		15,491	(8,079)
		29,133	1,599
Total comprehensive income/(expenditure) for the year is attributable to:			
- Owners of the parent company		13,642	9,678
- Non-controlling interests		15,491	(8,079)
		29,133	1,599

The Statement of Comprehensive Income has been prepared on the basis that all operations are continuing operations.

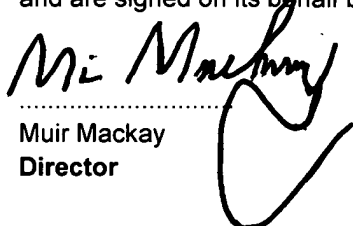
MACKAYS OF DINGWALL LIMITED

GROUP BALANCE SHEET

AS AT 31 DECEMBER 2018

	Notes	2018 £	£	2017 £	£
Fixed assets					
Tangible assets	11	904,492		921,373	
Investments	12	4,607		4,607	
		<u>909,099</u>		<u>925,980</u>	
Current assets					
Stocks	15	3,763,830		3,694,246	
Debtors falling due after more than one year	16	907,167		907,167	
Debtors falling due within one year	16	1,020,392		935,812	
Cash at bank and in hand		5,266		971	
		<u>5,696,655</u>		<u>5,538,196</u>	
Creditors: amounts falling due within one year	17	<u>(4,307,690)</u>		<u>(4,143,685)</u>	
Net current assets			1,388,965		1,394,511
Total assets less current liabilities			<u>2,298,064</u>		<u>2,320,491</u>
Provisions for liabilities	19		(16,500)		(18,060)
Net assets			<u>2,281,564</u>		<u>2,302,431</u>
Capital and reserves					
Called up share capital	21	281,060		281,060	
Revaluation reserve	22	18,216		18,216	
Profit and loss reserves	22	1,454,320		1,490,678	
Equity attributable to owners of the parent company			<u>1,753,596</u>		<u>1,789,954</u>
Non-controlling interests			<u>527,968</u>		<u>512,477</u>
			<u>2,281,564</u>		<u>2,302,431</u>

The financial statements were approved by the board of directors and authorised for issue on 24 September 2019 and are signed on its behalf by:


Muir Mackay
Director

MACKAYS OF DINGWALL LIMITED

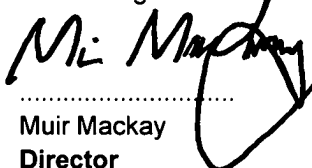
COMPANY BALANCE SHEET

AS AT 31 DECEMBER 2018

	Notes	2018 £	£	2017 £	£
Fixed assets					
Tangible assets	11		412,062		417,930
Investments	12		373,860		373,860
			<u>785,922</u>		<u>791,790</u>
Current assets					
Stocks	15	1,164,538		1,054,788	
Debtors falling due after more than one year	16	110,000		110,000	
Debtors falling due within one year	16	150,385		256,113	
Cash at bank and in hand		4,500		663	
		<u>1,429,423</u>		<u>1,421,564</u>	
Creditors: amounts falling due within one year	17	(1,166,545)		(1,095,138)	
Net current assets			<u>262,878</u>		<u>326,426</u>
Total assets less current liabilities			<u>1,048,800</u>		<u>1,118,216</u>
Provisions for liabilities	19		(9,787)		(11,862)
Net assets			<u><u>1,039,013</u></u>		<u><u>1,106,354</u></u>
Capital and reserves					
Called up share capital	21		281,060		281,060
Profit and loss reserves	22		757,953		825,294
Total equity			<u><u>1,039,013</u></u>		<u><u>1,106,354</u></u>

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the year was £17,341 (2017 - £25,837 profit).

The financial statements were approved by the board of directors and authorised for issue on 24 September 2019 and are signed on its behalf by:


 Muir Mackay
 Director

Company Registration No. SC177001

MACKAYS OF DINGWALL LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2018

	Share capital	Revaluation reserve	Profit and loss reserves	Total controlling interest	Non-controlling interest	Total
Notes	£	£	£	£	£	£
Balance at 1 January 2017	281,060	18,216	1,521,767	1,821,043	531,142	2,352,185
Year ended 31 December 2017:						
Profit and total comprehensive income for the year	-	-	9,678	9,678	(8,079)	1,599
Dividends	-	-	(40,000)	(40,000)	-	(40,000)
Other movements	-	-	(767)	(767)	(10,586)	(11,353)
Balance at 31 December 2017	281,060	18,216	1,490,678	1,789,954	512,477	2,302,431
Year ended 31 December 2018:						
Profit and total comprehensive income for the year	-	-	13,642	13,642	15,491	29,133
Dividends	-	-	(50,000)	(50,000)	-	(50,000)
Balance at 31 December 2018	281,060	18,216	1,454,320	1,753,596	527,968	2,281,564

MACKAYS OF DINGWALL LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	Share capital £	Profit and loss reserves £	Total £
Balance at 1 January 2017		281,060	839,457	1,120,517
Year ended 31 December 2017:				
Profit and total comprehensive income for the year		-	25,837	25,837
Dividends	10	-	(40,000)	(40,000)
Balance at 31 December 2017		281,060	825,294	1,106,354
Year ended 31 December 2018:				
Loss and total comprehensive (expenditure)/income for the year		-	(17,341)	(17,341)
Dividends	10	-	(50,000)	(50,000)
Balance at 31 December 2018		281,060	757,953	1,039,013

MACKAYS OF DINGWALL LIMITED

GROUP STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	2018 £	£	2017 £	£
Cash flows from operating activities					
Cash generated from operations	27	186,363		330,433	
Interest paid		(79,300)		(62,868)	
Income taxes paid		(226)		(43,460)	
Net cash inflow from operating activities		106,837		224,105	
Investing activities					
Purchase of tangible fixed assets		(40,513)		(19,312)	
Proceeds on disposal of tangible fixed assets		-		416	
Proceeds from other investments and loans		-		2,330	
Net cash used in investing activities		(40,513)		(16,566)	
Financing activities					
Repayment of bank loans		(9,253)		(71,400)	
Payment of finance leases obligations		-		(6,179)	
Dividends paid to equity shareholders		(50,000)		(40,000)	
Net cash used in financing activities		(59,253)		(117,579)	
Net increase in cash and cash equivalents		7,071		89,960	
Cash and cash equivalents at beginning of year		(274,214)		(364,174)	
Cash and cash equivalents at end of year		(267,143)		(274,214)	
Relating to:					
Cash at bank and in hand		5,266		971	
Bank overdrafts included in creditors payable within one year		(272,409)		(275,185)	

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

Company information

Mackays of Dingwall Limited ("the company") is a private limited company domiciled and incorporated in Scotland. The registered office is c/o Mackays of Dingwall, Strathpeffer Road, DINGWALL, IV15 9QF.

The group consists of Mackays of Dingwall 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 £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of listed investments at fair value. The principal accounting policies adopted are set out below.

The 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 for parent company information presented within the consolidated financial statements:

- Section 4 'Statement of Financial Position' – Reconciliation of the opening and closing number of shares;
- 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 consolidated financial statements incorporate those of Mackays of Dingwall Limited and all of its subsidiary undertakings.

All financial statements are made up to 31 December 2018. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for at least the next 12 months. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

1.3 Turnover

Turnover is recognised at the fair value of the consideration receivable and represents amounts received for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes.

The sale of motor vehicles are recognised when the significant risks and rewards of ownership have been transferred to the buyer. Sales of parts and accessories are recognised on delivery to the customer. Servicing sales are recognised on completion of the agreed work.

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost or valuation and subsequently measured at cost, 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:

Freehold buildings	Straight line over 50 years
Leasehold buildings	Straight line over 60 years
Plant and machinery	15-30% straight line or 20% reducing balance
Fixtures, fittings & equipment	15-30% straight line or reducing balance

Land is not depreciated.

Freehold land and buildings are included at deemed cost based on the carrying value at the date of transition to FRS 102 being 1 January 2014.

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 credited or charged to profit or loss.

1.5 Fixed asset 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.

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

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.6 Impairment of fixed 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).

1.7 Stocks

Stocks are stated at the lower of cost and net realisable value. Cost comprises all costs incurred in bringing each product to their present location and condition.

Vehicle stock and parts are recognised at purchase cost, on a first in, first out basis.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 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 balance sheet when the group 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, which include debtors 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. Financial assets classified as receivable within one year are not amortised.

Impairment of financial assets

Financial assets, other than those held at fair value through profit or 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.

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 company 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.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans and loans from fellow group companies 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 creditors 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.

Derecognition of financial liabilities

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

1.10 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.

1.11 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 profit or loss 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.

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 profit or loss, 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.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

1.12 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.

1.13 Retirement benefits

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

1.14 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to expenditure 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 lease asset are consumed.

1.15 Restatement

The prior year turnover and cost of sales have been adjusted by £2,062,267 to exclude internal transactions previously recognised in the financial results. This has no impact on the profit or net assets reported by the group or company for the prior financial period.

2 Judgements and key sources of estimation uncertainty

In the application of the group'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.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Vehicle stock

Vehicle stock is valued at the lower of cost and net realisable value. This includes any provision for slow moving or obsolete stock. Calculation of such provisions requires judgements to be made on various aspects of stock, based on a combination of sector material, used car pricing and general experience and understanding of the motor trade.

The value of year end vehicle stock is £3,505,078 (2017 - £3,472,334).

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

3 Turnover and other revenue

An analysis of the group's turnover is as follows:

	2018	2017
	£	as restated £
Turnover analysed by class of business		
Sales of vehicles	15,070,015	14,475,901
Parts, service and masterfit	2,513,967	2,272,124
	<u>17,583,982</u>	<u>16,748,025</u>

All turnover arose within the United Kingdom.

4 Operating profit

	2018	2017
	£	as restated £
Operating profit for the year is stated after charging:		
Depreciation of owned tangible fixed assets	57,394	57,151
Cost of stocks recognised as an expense	15,442,922	14,552,895
Operating lease charges	29,985	28,500
	<u></u>	<u></u>

5 Auditor's remuneration

	2018	2017
	£	£
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the company	9,785	9,350
	<u></u>	<u></u>

6 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group 2018 Number	2017 Number	Company 2018 Number	2017 Number
Sales and servicing staff	47	46	19	19
Administrative staff	12	14	7	9
	<u>59</u>	<u>60</u>	<u>26</u>	<u>28</u>

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

6 Employees

(Continued)

Their aggregate remuneration comprised:

	Group 2018 £	2017 £	Company 2018 £	2017 £
Wages and salaries	1,405,754	1,443,929	545,092	581,568
Social security costs	123,815	128,213	45,777	47,357
Pension costs	28,849	41,174	12,757	20,535
	<u>1,558,418</u>	<u>1,613,316</u>	<u>603,626</u>	<u>649,460</u>

7 Directors' remuneration

	2018 £	2017 £
Remuneration for qualifying services	48,888	42,017
Company pension contributions to defined contribution schemes	4,677	4,389
	<u>53,565</u>	<u>46,406</u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2017 - 2).

8 Interest payable and similar expenses

	2018 £	2017 £
Interest on bank overdrafts and loans	24,546	17,395
Other interest on financial liabilities	54,754	45,473
Total finance costs	<u>79,300</u>	<u>62,868</u>

9 Taxation

	2018 £	2017 £
Current tax		
UK corporation tax on profits for the current period	12,793	10,286
Deferred tax		
Origination and reversal of timing differences	(1,560)	(4,755)
Adjustment in respect of prior periods	-	1
Total deferred tax	<u>(1,560)</u>	<u>(4,754)</u>
Total tax charge	<u>11,233</u>	<u>5,532</u>

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

9 Taxation

(Continued)

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

	2018 £	2017 £
Profit before taxation	40,366	7,131
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2017: 19.25%)	7,670	1,373
Tax effect of expenses that are not deductible in determining taxable profit	-	231
Other permanent differences	121	-
Fixed asset differences	3,258	3,300
Losses carried back	184	-
Adjust deferred tax to average rate	-	628
Taxation charge	11,233	5,532

10 Dividends

	2018 £	2017 £
Final paid	50,000	40,000

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

11 Tangible fixed assets

Group	Freehold buildings	Leasehold buildings	Plant and machinery	Fixtures, fittings & equipment	Total
	£	£	£	£	£
Cost or valuation					
At 1 January 2018	440,996	637,231	473,917	110,456	1,662,600
Additions	-	-	40,513	-	40,513
Disposals	-	-	(19,302)	-	(19,302)
At 31 December 2018	440,996	637,231	495,128	110,456	1,683,811
Depreciation and impairment					
At 1 January 2018	99,940	178,192	403,415	59,680	741,227
Depreciation charged in the year	6,566	10,621	27,211	12,996	57,394
Eliminated in respect of disposals	-	-	(19,302)	-	(19,302)
At 31 December 2018	106,506	188,813	411,324	72,676	779,319
Carrying amount					
At 31 December 2018	334,490	448,418	83,804	37,780	904,492
At 31 December 2017	341,056	459,039	70,502	50,776	921,373

Company	Freehold buildings	Plant and machinery	Fixtures, fittings & equipment	Total
	£	£	£	£
Cost or valuation				
At 1 January 2018	440,996	158,595	110,456	710,047
Additions	-	22,734	-	22,734
Disposals	-	(12,457)	-	(12,457)
At 31 December 2018	440,996	168,872	110,456	720,324
Depreciation and impairment				
At 1 January 2018	99,940	132,497	59,680	292,117
Depreciation charged in the year	6,566	9,040	12,996	28,602
Eliminated in respect of disposals	-	(12,457)	-	(12,457)
At 31 December 2018	106,506	129,080	72,676	308,262
Carrying amount				
At 31 December 2018	334,490	39,792	37,780	412,062
At 31 December 2017	341,056	26,098	50,776	417,930

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

11 Tangible fixed assets

(Continued)

The carrying value of land and buildings comprises:

	Group 2018 £	2017 £	Company 2018 £	2017 £
Freehold land not depreciated	118,771	118,913	118,771	118,913

12 Fixed asset investments

	Notes	Group 2018 £	2017 £	Company 2018 £	2017 £
Investments in subsidiaries	13	-	-	369,253	369,253
Listed investments		4,606	4,606	4,606	4,606
Unlisted investments		1	1	1	1
		4,607	4,607	373,860	373,860
Listed investments included above:					
Listed investments carrying amount		4,606	4,606	4,606	4,606

Movements in fixed asset investments

Group	Investments other than loans £
Cost or valuation	
At 1 January 2018 and 31 December 2018	9,606
Impairment	
At 1 January 2018 and 31 December 2018	4,999
Carrying amount	
At 31 December 2018	4,607
At 31 December 2017	4,607

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

12 Fixed asset investments

(Continued)

Movements in fixed asset investments

Company	Shares in group undertakings £	Investments other than loans £	Total £
Cost or valuation			
At 1 January 2018 and 31 December 2018	808,174	9,606	817,780
Impairment			
At 1 January 2018 and 31 December 2018	438,921	4,999	443,920
Carrying amount			
At 31 December 2018	369,253	4,607	373,860
At 31 December 2017	369,253	4,607	373,860

13 Subsidiaries

Details of the company's subsidiaries at 31 December 2018 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct
Autovision (Scotland) Limited	Scotland	Operation of the Vauxhall franchise dealership for Inverness and the surrounding area	Ordinary	67
Mackay's Garage and Agric. Co Limited	Scotland	Dormant	Ordinary	100

The registered office of both Autovision (Scotland) Limited and Mackay's Garage and Agri. Co. Limited is Strathpeffer Road, Dingwall, IV15 9QF.

14 Financial instruments

	Group 2018 £	2017 £
Carrying amount of financial assets		
Debt instruments measured at amortised cost	1,900,949	1,803,803
Equity instruments measured at cost less impairment	1	1
Instruments measured at fair value through profit or loss	4,606	4,606
Carrying amount of financial liabilities		
Measured at amortised cost	4,216,079	3,639,584

As permitted by the reduced disclosure framework within FRS 102, the company has taken advantage of the exemption from disclosing the carrying amount of certain classes of financial instruments.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

15 Stocks

	Group 2018 £	2017 £	Company 2018 £	2017 £
Parts stock	258,752	221,912	119,198	83,405
Vehicle stock	3,505,078	3,472,334	1,045,340	971,383
	<u>3,763,830</u>	<u>3,694,246</u>	<u>1,164,538</u>	<u>1,054,788</u>

16 Debtors

	Group 2018 £	2017 £	Company 2018 £	2017 £
Amounts falling due within one year:				
Trade debtors	623,541	578,476	107,412	148,726
Corporation tax recoverable	-	10,060	-	-
Amounts owed by group undertakings	-	-	1,248	25,980
Other debtors	370,241	318,160	15,115	52,291
Prepayments and accrued income	26,610	29,116	26,610	29,116
	<u>1,020,392</u>	<u>935,812</u>	<u>150,385</u>	<u>256,113</u>

Amounts falling due after more than one year:

Other debtors	<u>907,167</u>	<u>907,167</u>	<u>110,000</u>	<u>110,000</u>
Total debtors	<u>1,927,559</u>	<u>1,842,979</u>	<u>260,385</u>	<u>366,113</u>

17 Creditors: amounts falling due within one year

	Notes	Group 2018 £	2017 £	Company 2018 £	2017 £
Bank loans and overdrafts	18	282,476	294,505	10,067	119,329
Trade creditors		3,706,104	3,151,960	1,014,943	794,439
Amounts owed to group undertakings		-	-	32,411	25,734
Corporation tax payable		12,793	10,286	-	10,286
Other taxation and social security		78,818	493,815	45,405	70,992
Other creditors		200,986	162,372	31,366	37,771
Accruals and deferred income		26,513	30,747	32,353	36,587
		<u>4,307,690</u>	<u>4,143,685</u>	<u>1,166,545</u>	<u>1,095,138</u>

Stocking loans amounting to £1,154,968 (2017 - £1,190,729) are secured over vehicle stock.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

18 Loans and overdrafts

	Group 2018 £	2017 £	Company 2018 £	2017 £
Bank loans	10,067	19,320	10,067	19,320
Bank overdrafts	272,409	275,185	-	100,009
	<u>282,476</u>	<u>294,505</u>	<u>10,067</u>	<u>119,329</u>
Payable within one year	<u>282,476</u>	<u>294,505</u>	<u>10,067</u>	<u>119,329</u>

Bank loans and overdrafts are secured by a standard security over the garage showrooms at Dingwall owned by the company, and by a bond and floating charge over the assets of the group and a standard security over the garage and showroom at 40 Harbour Road, Inverness leased by the group.

The bank loan is repayable on a monthly basis, with interest payable at 3% above base rate and maturity date in November 2019.

19 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the group and company, and movements thereon:

Group	Liabilities/ (assets) 2018 £	Liabilities/ (assets) 2017 £
Accelerated capital allowances	18,694	18,060
Tax losses	(2,194)	-
	<u>16,500</u>	<u>18,060</u>
Company	Liabilities/ (assets) 2018 £	Liabilities/ (assets) 2017 £
Accelerated capital allowances	11,981	11,862
Tax losses	(2,194)	-
	<u>9,787</u>	<u>11,862</u>

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

19 Deferred taxation	(Continued)	
Movements in the year:	Group 2018 £	Company 2018 £
Liability at 1 January 2018	18,060	11,862
Credit to profit or loss	(1,560)	(2,075)
Liability at 31 December 2018	<u>16,500</u>	<u>9,787</u>

20 Retirement benefit schemes	2018 £	2017 £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	<u>28,849</u>	<u>41,174</u>

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.

21 Share capital	Group and company 2018 £	
Ordinary share capital Issued and fully paid		
281,060 Ordinary shares of £1 each	<u>281,060</u>	<u>281,060</u>

Ordinary shares carry full voting rights but no right to income or repayment of capital. Distributions are at the discretion of the company.

22 Reserves

Revaluation reserve

Revaluation reserve represents increases in the historical valuation of tangible fixed assets as at 31 December 1997.

Profit and loss reserves

Retained earnings represent accumulated profits less distributions and transfers from other reserves.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

23 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	
	2018	2017	2018	2017
	£	£	£	£
Within one year	34,988	34,155	2,988	2,988
Between two and five years	130,988	133,976	2,988	5,976
In over five years	1,549,333	1,581,333	-	-
	<u>1,715,309</u>	<u>1,749,464</u>	<u>5,976</u>	<u>8,964</u>

Amounts noted above includes amounts due on a lease due to expire in 2072.

24 Events after the reporting date

Subsequent to the year end, ordinary dividends of £20,000 have been declared.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

25 Related party transactions

Transactions with related parties

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

	Sale of goods		Purchase of goods	
	2018	2017	2018	2017
	£	£	£	£
Company				
Entities over which the company has control, joint control or significant influence	210,677	359,369	661,097	445,022
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
			Management charge	
			2018	2017
			£	£
Company				
Entities over which the entity has control, joint control or significant influence			-	26,667
			<u> </u>	<u> </u>

The following amounts were outstanding at the reporting end date:

	Amounts owed by related parties	
	2018	2017
	Balance	Balance
	£	£
Group		
Key management personnel	2,106	2,106
Other related parties	927,026	907,167
	<u> </u>	<u> </u>
Company		
Entities over which the company has control, joint control or significant influence	1,248	25,980
Other related parties	110,000	110,000
	<u> </u>	<u> </u>

Other related parties represent other entities owned by certain directors. Sales to other related parties represent those undertaken in the ordinary course of business and amounts owed from other related parties are included within debtors at the year end.

These balances are interest free and have no fixed terms of repayment. No security has been provided on any balances.

26 Directors' transactions

Dividends totalling £50,000 (2017 - £40,000) were paid in the year in respect of shares held by the company's directors.

MACKAYS OF DINGWALL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

27 Cash generated from group operations

	2018 £	2017 £
Profit for the year after tax	29,133	1,599
Adjustments for:		
Taxation charged	11,233	5,532
Finance costs	79,300	62,868
Depreciation and impairment of tangible fixed assets	57,394	57,151
Movements in working capital:		
(Increase)/decrease in stocks	(69,584)	233,652
(Increase)/decrease in debtors	(94,640)	56,976
Increase/(decrease) in creditors	173,527	(87,345)
Cash generated from operations	186,363	330,433