

ALISHA HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Milne Craig
Chartered Accountants
Abercorn House
79 Renfrew Road
Paisley
Renfrewshire
PA3 4DA

**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Page
Company Information	1
Balance Sheet	2 to 3
Notes to the Financial Statements	4 to 10
Chartered Accountants' Report	11

ALISHA HOLDINGS LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2021

DIRECTORS: Alexander Whelan
Morag Whelan

REGISTERED OFFICE: Abercorn House
79 Renfrew Road
Paisley
PA3 4DA

REGISTERED NUMBER: SC311258 (Scotland)

ACCOUNTANTS: Milne Craig
Chartered Accountants
Abercorn House
79 Renfrew Road
Paisley
Renfrewshire
PA3 4DA

ALISHA HOLDINGS LIMITED (REGISTERED NUMBER: SC311258)

**BALANCE SHEET
31 DECEMBER 2021**

	Notes	31/12/21 £	£	31/12/20 £	£
FIXED ASSETS					
Intangible assets	4		1		1
Tangible assets	5		1,773,008		1,877,790
Investments	6		35,999		35,999
			<u>1,809,008</u>		<u>1,913,790</u>
CURRENT ASSETS					
Stocks	7	1,000		1,000	
Debtors	8	1,067		4,723	
Cash at bank		<u>83,768</u>		<u>5,373</u>	
		85,835		11,096	
CREDITORS					
Amounts falling due within one year	9	<u>271,231</u>		<u>174,260</u>	
NET CURRENT LIABILITIES			<u>(185,396)</u>		<u>(163,164)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			1,623,612		1,750,626
CREDITORS					
Amounts falling due after more than one year	10		(892,046)		(953,215)
PROVISIONS FOR LIABILITIES	12		<u>(75,329)</u>		<u>(66,954)</u>
NET ASSETS			<u><u>656,237</u></u>		<u><u>730,457</u></u>
CAPITAL AND RESERVES					
Called up share capital			1,000		1,000
Share premium			375,996		375,996
Retained earnings			<u>279,241</u>		<u>353,461</u>
SHAREHOLDERS' FUNDS			<u><u>656,237</u></u>		<u><u>730,457</u></u>

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 December 2021.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 December 2021 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

BALANCE SHEET - continued
31 DECEMBER 2021

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

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

The financial statements were approved by the Board of Directors and authorised for issue on 27 June 2022 and were signed on its behalf by:

Alexander Whelan - Director

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. STATUTORY INFORMATION

Alisha Holdings Limited is a private company, limited by shares, registered in Scotland. The company's registered number is SC311258 and registered office address is Abercorn House, 79 Renfrew Road, Paisley, Renfrewshire, PA3 4DA.

The nature of the company's operations and its principal activities are provision of fitness facilities.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

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

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 £.

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 the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Critical accounting judgements and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following judgements:

Tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

Assets are considered for indications of impairment. If required an impairment review will be carried out and a decision made on possible impairment. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

Bad debts are provided for where objective evidence of the need for a provision exists.

Inventories are assessed for evidence of obsolescence and a provision is made against any inventory unlikely to be sold, or where stock is sold post year end at a loss.

Turnover

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Consideration is given to the point at which the Company is entitled to receive the income, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Revenue from the provision of services is recognised in the period in which the services are provided when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due;
- the costs incurred can be measured reliably.

Goodwill

Goodwill represents the net value transferred from a subsidiary company.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2021

2. ACCOUNTING POLICIES - continued

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Tangible fixed assets

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

Freehold property	- 2% on cost
Fixtures and fittings	- 10% on cost

Government grants

Government grants are recognised based on the accrual model and are measured at the fair value of assets received or receivable. Grants are classified as relating either to revenue or to assets. Grants relating to revenue are recognised in income over the period in which the related costs are recognised. Grants relating to assets are recognised over the expected useful life of the asset. Where part of a grant relating to an asset is deferred, it is recognised as deferred income.

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 in the Company's balance sheet 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, which include debtors and cash and bank balances, are initially measured at transaction price including transactions costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

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, 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.

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 Company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, 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.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2021

2. ACCOUNTING POLICIES - continued

Taxation

Current tax is recognised for the amount of income tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated.

Deferred tax assets are only 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.

If and when all conditions for retaining tax allowances for the cost of a fixed asset have been met, the deferred tax is reversed.

Deferred tax is calculated using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

With the exception of changes arising on the initial recognition of a business combination, the tax expense (income) is presented either in profit or loss, other comprehensive income or equity depending on the transaction that resulted in the tax expense (income).

Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors.

Deferred tax assets and deferred tax liabilities are offset only if the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously.

Leases

Assets held under finance leases, hire purchase contracts and other similar arrangements, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets at the fair value of the leased asset (or, if lower, the present value of the minimum lease payments as determined at the inception of the lease) and are depreciated over the shorter of the lease terms and their useful lives. The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the leases to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

Cash and cash equivalents

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

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2021

2. ACCOUNTING POLICIES - continued**Impairment of assets**

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 as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal.

An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 4 (2020 - 4) .

4. INTANGIBLE FIXED ASSETS

	Goodwill £
COST	
At 1 January 2021	
and 31 December 2021	<u>1</u>
NET BOOK VALUE	
At 31 December 2021	<u>1</u>
At 31 December 2020	<u>1</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2021

5. TANGIBLE FIXED ASSETS

	Freehold property £	Fixtures and fittings £	Totals £
COST			
At 1 January 2021	2,215,030	1,128,560	3,343,590
Additions	-	2,901	2,901
Disposals	-	(3,397)	(3,397)
At 31 December 2021	<u>2,215,030</u>	<u>1,128,064</u>	<u>3,343,094</u>
DEPRECIATION			
At 1 January 2021	597,208	868,592	1,465,800
Charge for year	<u>44,301</u>	<u>59,985</u>	<u>104,286</u>
At 31 December 2021	<u>641,509</u>	<u>928,577</u>	<u>1,570,086</u>
NET BOOK VALUE			
At 31 December 2021	<u>1,573,521</u>	<u>199,487</u>	<u>1,773,008</u>
At 31 December 2020	<u>1,617,822</u>	<u>259,968</u>	<u>1,877,790</u>

The net book value of tangible fixed assets includes £ 43,408 (2020 - £ 51,479) in respect of assets held under hire purchase contracts.

6. FIXED ASSET INVESTMENTS

	Unlisted investments £
COST	
At 1 January 2021 and 31 December 2021	<u>35,999</u>
NET BOOK VALUE	
At 31 December 2021	<u>35,999</u>
At 31 December 2020	<u>35,999</u>

7. STOCKS

	31/12/21 £	31/12/20 £
Stocks	<u>1,000</u>	<u>1,000</u>

8. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31/12/21 £	31/12/20 £
Amounts owed by group undertakings	-	105
Other debtors	-	3,650
Value added tax	<u>1,067</u>	<u>968</u>
	<u>1,067</u>	<u>4,723</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2021

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31/12/21	31/12/20
	£	£
Bank loans and overdrafts	78,783	67,253
Other loans	3,854	-
Hire purchase contracts	1,541	16,657
Trade creditors	14,218	34,864
Amounts owed to group undertakings	94,858	-
Corporation tax	39,846	30,010
Other creditors	12,250	-
Directors' current accounts	783	102
Accrued expenses	25,098	25,374
	<u>271,231</u>	<u>174,260</u>

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

	31/12/21	31/12/20
	£	£
Bank loans - 1-2 years	78,783	117,253
Bank loans - 2-5 years	236,348	201,758
Bank loans due after 5 years	552,696	632,662
Other loans - 1-2 years	7,708	-
Other loans - 2-5 years	16,511	-
Hire purchase contracts	-	1,542
	<u>892,046</u>	<u>953,215</u>

Amounts falling due in more than five years:

Repayable by instalments		
Bank loans due after 5 years	<u>552,696</u>	<u>632,662</u>

11. SECURED DEBTS

The following secured debts are included within creditors:

	31/12/21	31/12/20
	£	£
Bank loans	946,610	1,018,926
Hire purchase contracts	1,541	18,199
	<u>948,151</u>	<u>1,037,125</u>

The bank holds a bond and floating charge over the assets of Alisha Holdings Limited together with a standard security held against the company's property and personal guarantees from the company's directors in connection with the bank borrowings.

Hire purchase creditors are secured over the assets to which they relate.

12. PROVISIONS FOR LIABILITIES

	31/12/21	31/12/20
	£	£
Deferred tax	<u>75,329</u>	<u>66,954</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 DECEMBER 2021

12. PROVISIONS FOR LIABILITIES - continued

	Deferred tax
	£
Balance at 1 January 2021	66,954
Profit and loss account charge	<u>8,375</u>
Balance at 31 December 2021	<u>75,329</u>

13. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

During the year the company benefited from an interest free loan from the directors . The balance due to the directors at 31st December, 2021 was £783 (2020 £102).

14. RELATED PARTY DISCLOSURES

Within creditors there is a loan balance with its subsidiary company, Five on Five Limited. The balance due to Five on Five Limited at 31st December, 2021 was £94,858 (2020: owed from £105).

The bank holds a bond and floating charge over the assets of Five on Five Limited in connection with the bank borrowings of Alisha Holdings Limited

15. ULTIMATE CONTROLLING PARTY

The company is controlled by Alex Whelan who owns the majority of the issued share capital of the company.

**CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS
ON THE UNAUDITED FINANCIAL STATEMENTS OF
ALISHA HOLDINGS LIMITED**

The following reproduces the text of the report prepared for the directors in respect of the company's annual unaudited financial statements. In accordance with the Companies Act 2006, the company is only required to file a Balance Sheet. Readers are cautioned that the Income Statement and certain other primary statements and the Report of the Directors are not required to be filed with the Registrar of Companies.

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Alisha Holdings Limited for the year ended 31 December 2021 which comprise the Statement of Income and Retained Earnings, Balance Sheet and the related notes from the company's accounting records and from information and explanations you have given us.

As a practising member firm of ICAS, we are subject to its ethical and other professional requirements which are detailed at <http://www.icas.com/accountspreparationguidance>.

This report is made solely to the Board of Directors of Alisha Holdings Limited, as a body, in accordance with our terms of engagement. Our work has been undertaken solely to prepare for your approval the financial statements of Alisha Holdings Limited and state those matters that we have agreed to state to the Board of Directors of Alisha Holdings Limited, as a body, in this report in accordance with the requirements of ICAS as detailed at <http://www.icas.com/accountspreparationguidance>. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and its Board of Directors, as a body, for our work or for this report.

It is your duty to ensure that Alisha Holdings Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and loss of Alisha Holdings Limited. You consider that Alisha Holdings Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of Alisha Holdings Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

Milne Craig
Chartered Accountants
Abercorn House
79 Renfrew Road
Paisley
Renfrewshire
PA3 4DA

27 June 2022

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.