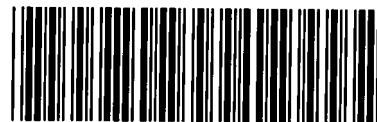


Company registered no: 01614118

Slough Motor Company Limited
Annual report and financial statements
for the period ended 30 June 2017

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Slough Motor Company Limited

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Slough Motor Company Limited

Company information

Officers and professional advisers

Directors

P Mountford
C Brown
G Watson
M W Phillips
P M Wood

Company secretary

Higgs Secretarial Limited

Company number

01614118

Registered office

Slough Motor Company Limited
Allen Ford - Warwick
Tachbrook Park Drive
Warwick
CV34 6SY

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Exchange House
Central Business Exchange
Midsummer Boulevard
Central Milton Keynes
MK9 2DF

Slough Motor Company Limited

Strategic report for the period ended 30 June 2017

The directors present their Strategic report on the company for the period ended 30 June 2017.

Principal activities and business review

During the period the principal activities of the company were the sale, repair and service of new and used motor vehicles and the sale of replacement parts. As noted in the Directors' report on page 3, after the reporting date the trading activities of the company, together with its employees and certain of its assets and liabilities, were transferred to a fellow subsidiary at net book value and subsequently the company ceased trading.

The company changed its financial reporting period to end on 30 June, therefore the Statement of comprehensive income on page 9 presents the performance of the business for the eight-month financial period from 1 November 2016 to 30 June 2017 and the comparative figures presented are for the financial year ended 31 October 2016.

During the eight-month period ending 30 June 2017, the company reported a loss before taxation of £163,423 (2016 year: £1,085,406 profit).

Total shareholders' funds at the end of the period were £4,206,757 (2016 as restated: £4,460,680) therefore the directors consider the company's position at the end of the period to be satisfactory. The restatement of shareholders' funds at 31 October 2016 is explained in the Directors' report on page 3.

Principal risks and uncertainties

The directors believe that the main risk to the business and principal uncertainty, prior to the decision to cease trading, was surrounding the impact of any unforeseen economic downturn. The directors have evaluated all known risks to the business and are confident that they have taken measures to mitigate any potential risk.

Key performance indicators

The performance of the business is set out in the financial statements that accompany this report.

The directors consider that the key financial performance indicators (KPIs) are those that communicate the financial performance and strength of the company as a whole to the members. These KPIs comprise turnover, operating profit and shareholders' funds.

On behalf of the Board



M W Phillips
Director

9 MAY 2018

Slough Motor Company Limited

Directors' report for the period ended 30 June 2017

The directors present their Annual report together with the audited financial statements for Slough Motor Company Limited ("the company") for the period ended 30 June 2017.

During the period the company changed its financial reporting period from 31 October to 30 June. These financial statements therefore present the results for the eight-month financial period to 30 June 2017 and the comparative results presented are for the financial year to 31 October 2016.

Events after the end of the reporting period and future developments

As detailed in Note 23, on 5 July 2017 the whole of the issued share capital of the company's parent was acquired by SG International Holdings Limited. Subsequently, the trading activities of the company, together with its employees and certain of its assets and liabilities, were transferred to a fellow subsidiary and the company ceased trading. The directors intend the company to continue as a non-trading entity.

Going concern

The directors, after making such enquiries they considered necessary, and considering the net assets position of the company, have prepared these financial statements on a going concern basis.

Results and dividends

The Income statement is set out on page 9 and shows a loss for the financial period.

The directors do not recommend the payment of a dividend (2016: £nil).

Restatement of prior year financial statements

As set out in Note 24, restatements to the prior year financial statements have been made. An independent valuation of freehold property, which was available when the preceding year's financial statements were authorised for issue on 9 March 2017, was not reflected in the preceding year's financial statements. This has been corrected retrospectively in these financial statements by restating the closing balances of freehold property as previously reported at 31 October 2016. In the financial statements for the October 2016 year end a dilapidations provision was incorrectly classified within trade creditors which has been restated. In the financial statements for the October 2016 year end consignment stock and consignment creditors were not recognised in the accounts when they should have been and balances have therefore been restated. The restatements have had no impact on the income statement. The restatements have resulted in an increase in shareholders' funds of £829,852 to £4,460,680 (previously reported as £3,630,828) as at 31 October 2016.

Financial risk management objectives and policies

The company's principal financial instruments comprise cash balances, borrowings and various items such as trade debtors and trade creditors which arise directly from trading operations. The main purpose of these financial instruments is to provide finance for the company's operations. The existence of these financial instruments exposes the company to a number of financial risks, which pertained mainly during the time when the company was trading. The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company by monitoring levels of such risk.

Slough Motor Company Limited

Directors' report for the period ended 30 June 2017 (continued)

Financial risk management (continued)

Credit risk

The company has internal controls and procedures in place to minimise credit risk to an acceptably low level which includes the risk of bad debt.

Financing is provided to customers primarily through Ford Options for new Ford vehicles as well as Santander, Black Horse, and HSBC amongst others.

Liquidity risk

The company's main sources of liquidity are cash generated from operations and external debt. The company has sufficient facilities in place to provide short term flexibility to meet fluctuations in the amount and timing of future cashflows.

Currency risk

Currency risk is minimal due to the domestic nature of the business and has no reliance on overseas suppliers or customers.

Directors

The directors of the company who were in office during the period and up to the date of signing the financial statements unless otherwise stated were:

M J Warnes – resigned 5 July 2017
C Redfern – resigned 5 July 2017
L S Mudan – resigned 5 July 2017
P Mountford – appointed 5 July 2017
C Brown – appointed 5 July 2017
G Watson – appointed 5 July 2017
M W Phillips – appointed 5 July 2017
P M Wood – appointed 5 July 2017

Qualifying third-party indemnity provisions

The company maintained a directors' and officers' liability insurance policy from 5 July 2017 up to the date of signing the financial statements.

Employment of disabled persons

The company operates an equal opportunities policy in respect of the employment, training, career development and promotion of disabled employees.

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 and applicable law).

Slough Motor Company Limited

Directors' report for the period ended 30 June 2017 (continued)

Statement of directors' responsibilities in respect of the financial statements (continued)

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors' statement as to disclosure of information to auditors

In the case of each director in office at the date the Directors' report is approved:

- so far as each director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

PricewaterhouseCoopers LLP has been appointed as auditors in accordance with section 485 of the Companies Act 2006.

On behalf of the Board



M W Phillips
Director

9 MAY 2018

Slough Motor Company Limited

Independent auditors' report to the members of Slough Motor Company Limited

Report on the audit of the financial statements

Opinion

In our opinion, Slough Motor Company Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2017 and of its loss for the 8 month period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and financial statements (the "Annual Report"), which comprise: the statement of financial position as at 30 June 2017; the Income statement, the Statement of comprehensive income, the Statement of changes in equity for the 8 month period then ended; and the Notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- 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 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Slough Motor Company Limited

Independent auditors' report to the members of Slough Motor Company Limited (continued)

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the period ended 30 June 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements set out on page 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Slough Motor Company Limited

Independent auditors' report to the members of Slough Motor Company Limited (continued)

Auditors' 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 auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

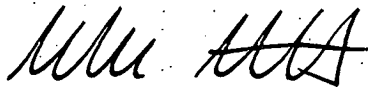
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Mark Foster (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Milton Keynes
9 May 2018

Slough Motor Company Limited

Income Statement for the period ended 30 June 2017

Continuing operations	Note	Period from 1 November 2016 to 30 June 2017 £	Year ended 31 October 2016 £
Turnover	5	66,397,165	77,314,268
Cost of sales		(59,600,702)	(67,427,825)
Gross profit		6,796,463	9,886,443
Distribution costs		(4,852,333)	(6,447,387)
Administrative expenses		(1,975,006)	(2,324,604)
Operating (loss)/profit	6	(30,876)	1,114,452
Interest payable and similar expenses	10	(132,547)	(29,046)
(Loss)/profit before taxation		(163,423)	1,085,406
Tax on (loss)/profit	11	(20,338)	(223,647)
(Loss)/profit for the financial period/year		(183,761)	861,759

All amounts derive from continuing operations.

The notes on pages 13 to 27 form part of these financial statements.

Slough Motor Company Limited

Statement of comprehensive income for the period ended 30 June 2017

	Period from 1 November 2016 to 30 June 2017 £	<i>Restated</i> Year ended 31 October 2016 £
(Loss)/profit for the financial period/year	(183,761)	861,759
<i>Other comprehensive (expense)/income for the period/year</i>		
Correction of prior period error (Note 24)	-	829,852
Deferred tax adjustment relating to prior period error (Note 11 (b))	(70,162)	-
Total comprehensive (expense)/income for the financial period/year	(253,923)	1,691,611

The notes on pages 13 to 27 form part of these financial statements.

Slough Motor Company Limited

Statement of financial position as at 30 June 2017

Company number:
01614118

	Note	2017 £	2017 £	Restated 2016 £	Restated 2016 £
Fixed assets					
Tangible assets	12		2,929,668		2,955,747
Current assets					
Stocks	13	13,864,916		14,584,617	
Debtors	14	2,007,990		3,432,897	
Cash at bank and in hand		2,756,964		960,879	
		<u>18,629,870</u>		<u>18,978,393</u>	
Creditors: amounts falling due within one year	15	<u>(14,990,037)</u>		<u>(16,151,086)</u>	
Net current assets			<u>3,639,833</u>		<u>2,827,307</u>
Total assets less current liabilities			<u>6,569,501</u>		<u>5,783,054</u>
Provisions for liabilities	16		<u>(2,362,744)</u>		<u>(1,322,374)</u>
Net assets			<u><u>4,206,757</u></u>		<u><u>4,460,680</u></u>
Capital and reserves					
Called up share capital	17		50,100		50,100
Revaluation reserve	18		1,646,106		1,716,268
Profit and loss account	18		2,510,551		2,694,312
Total shareholders' funds			<u><u>4,206,757</u></u>		<u><u>4,460,680</u></u>

The notes on pages 13 to 27 form part of these financial statements.

The financial statements on pages 9 to 27 were approved and authorised for issue by the Board of Directors on 9/5/18 and signed on its behalf by:



M W Phillips
Director

Slough Motor Company Limited

Statement of changes in equity for the period ended 30 June 2017

	Called up share capital £	Revaluation reserve £	Profit and loss account £	<i>Restated</i> Total shareholders' funds £
Balance as at 1 November 2015	50,100	886,416	1,832,553	2,769,069
Profit for the financial year	-	-	861,759	861,759
Correction of prior period error (Note 24)	-	829,852	-	829,852
Total comprehensive income for the year	-	829,852	861,759	1,691,611
Balance as at 31 October 2016 as previously stated	50,100	886,416	2,694,312	3,630,828
Balance as at 31 October 2016 restated	50,100	1,716,268	2,694,312	4,460,680
Balance at 1 November 2016 restated	50,100	1,716,268	2,694,312	4,460,680
Deferred tax movement due to prior period error (Note 11 (b))	-	(70,162)	-	(70,162)
Loss for the financial period	-	-	(183,761)	(183,761)
Total comprehensive income/(expense) for the period	-	(70,162)	(183,761)	(253,923)
Balance as at 30 June 2017	50,100	1,646,106	2,510,551	4,206,757

The notes on pages 13 to 27 form part of these financial statements.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017

1. General information

Slough Motor Company Limited ('the company') is a private company limited by shares which is incorporated in the United Kingdom and registered in England. The address of the registered office with effect from 7 July 2017 is Slough Motor Company Limited, Allen Ford – Warwick, Tachbrook Park Drive, Warwick, CV34 6SY (previously C/O Slough Motor Company Limited, 331 Long Lane Hillingdon, Uxbridge, Middlesex, UB10 9JU).

As noted in the Directors' report on page 3, on 5 July 2017 the whole of the issued share capital of the company's parent was acquired by SG International Holdings Limited. Subsequently, the trading activities of the company, together with its employees and certain of its assets and liabilities, were transferred to a fellow subsidiary and the company ceased trading.

2. Statement of compliance

These financial statements have been prepared in compliance with United Kingdom Accounting Standards including Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland' ('FRS 102') and the Companies Act 2006. There were no material departures from that standard.

3. Accounting policies

Basis of preparation

During the period, the company changed its reporting period from 31 October to 30 June. These financial statements therefore present the results for the eight-month financial period to 30 June 2017 and the comparative results presented are for the financial year to 31 October 2016.

The financial statements have been prepared under the historic cost convention, modified to include certain items at fair value. The financial statements are presented in £ sterling, which is also the functional currency of the company.

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied throughout the period and preceding year, with the exception of a prior period material error which has been corrected retrospectively in these financial statements, as set out in Note 24.

Disclosure exemptions

The company satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the financial statements of Bestodeck Limited which can be obtained from Companies House or Bestodeck Limited, Allen Ford – Warwick, Tachbrook Park Drive, Warwick, England, CV34 6SY. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- i. No cash flow statement has been presented for the company;
- ii. Disclosures in respect of financial instruments have not been presented;
- iii. No disclosure has been given for the aggregate remuneration of key management personnel compensation, as required by FRS 102 paragraph 33.7.

Going concern

The directors, after making such enquiries they considered necessary, and considering the net assets position of the company, have prepared these financial statements on a going concern basis.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

3. Accounting policies (continued)

Revenue recognition

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Turnover from the sale of goods is recognised when all of the following conditions are satisfied:

- the company has transferred the significant risks and rewards of ownership to the buyer;
- the company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

In general, this occurs when vehicles or parts have been supplied or when service has been completed.

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the Statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other 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. Deferred tax is measured 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.

Operating leases

Rentals paid under operating leases are charged to the profit or loss on a straight-line basis over the period of the lease.

Tangible assets

Tangible fixed assets are initially recorded at cost, comprising all expenditure that is directly attributable to bringing the asset into working condition for its intended use. Assets are then carried in the Statement of financial position using the following measurement bases:

- Freehold properties – existing use value.
- All other fixed assets – depreciated historical cost.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

3. Accounting policies (continued)

Revaluation of properties

Assets included in the Statement of financial position at current value are revalued where there have been material changes in the value. Valuations of property assets are carried out by an external, qualified valuer, who is independent of the company. The method of valuations is in accordance with the principles and guidance notes issued by the Royal Institute of Chartered Surveyors.

Increases as a result of revaluations are debited to the appropriate asset account, with the opposite entry going to the revaluation reserve to recognise unrealised gains, except to the extent where it reverses a previous revaluation loss that was charged to the Statement of comprehensive income. In this case the revaluation gain will first be used to offset the previous loss and any further gain is then taken to the revaluation reserve.

Decreases as a result of revaluations are recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity, in respect of that asset. If a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in the Income Statement.

The gain or loss arising on the disposal of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Freehold property: 2 to 10% per annum
Long leasehold property: over the unexpired period of the lease
Plant and machinery: 10 to 33.3% per annum

Stocks

Stocks are stated at the lower of invoiced cost and net realisable value. Where necessary, provision is made for obsolete, slow moving and defective stocks. Stocks on consignment and their related obligations are recognised in current assets and creditors respectively when the risks and rewards of ownership pass to the company.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the Statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in the Statement of comprehensive income unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in the Statement of comprehensive income in the period it arises.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

3. Accounting policies (continued)

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either 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.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Differences between contributions payable in the period and contributions paid are shown as either accruals or prepayments in the Statement of financial position. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund. When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in the Statement of comprehensive income in the period in which it arises.

Share capital

All shares are ranked equally. 'A' Ordinary shares and 'B' Ordinary shares are classified as equity.

4. Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements under FRS 102 requires the company to make estimates and assumptions that affect the application of policies and reported amounts. Estimates and judgements are continually evaluated by management and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances. Accounting estimates and assumptions are made concerning the future and, by their nature, will rarely equal the related actual outcome. The key assumptions and other sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

a) Tangible fixed assets, revaluation and depreciation

Management carry out revaluations with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period. Management determines the estimated useful lives and related depreciation charges for the company's tangible fixed assets.

Management will revise the depreciation charge where useful lives are different to those previously estimated, or it will write off or write down technically obsolete or non-strategic assets that have been abandoned.

b) Dilapidations provision

A dilapidations provision is recognised when there is a future obligation relating to the maintenance of leasehold properties. The provision is based on management's best estimate of the obligation which forms part of the company's unavoidable cost of meeting its obligations under the lease contracts.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

4. Critical accounting judgements and key sources of estimation uncertainty (continued)

c) Stock

As stocks are carried at the lower of cost and net realisable value this requires the estimation of the eventual sales price of goods to customers in the future. A high degree of judgement is applied when estimating the impact on the carrying value of stock of factors such as obsolete, slow moving and defective stocks. The quantity, age and condition of stocks are regularly measured and assessed as part of a range of reviews and stock counts undertaken throughout the year and across the group.

d) Taxation

Significant items on which the company has exercised accounting judgement include recognition of deferred tax liability in respect of the revaluation reserve brought forward.

5. Turnover

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

<i>Analysis by category</i>	Period from 1 November 2016 to 30 June 2017 £	Year ended 31 October 2016 £
Turnover arises from:		
Sale of goods	65,728,778	76,396,083
Commissions	668,387	918,185
	66,397,165	77,314,268

6. Operating (loss)/profit

	Period from 1 November 2016 to 30 June 2017 £	Year ended 31 October 2016 £
Operating loss is stated after charging:		
Depreciation of tangible assets	70,260	135,764
Stock recognised as an expense	58,291,846	67,305,796
Impairment of stock	11,296	14,546
Impairment of trade debtors	22,247	3,911
Operating lease rentals	569,251	466,987
Defined contribution pension cost (Note 19)	130,987	128,576

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

7. Auditors' remuneration

	Period from 1 November 2016 to 30 June 2017	Year ended 31 October 2016
Fees payable to the company's auditors for:		
	£	£
The audit of the financial statements	61,274	23,004
Tax compliance services	4,833	-

8. Staff costs

The average monthly number of persons employed by the company during the period/year, including the directors, amounted to:

	Period from 1 November 2016 to 30 June 2017	Year ended 31 October 2016
	Number	Number
Production staff	29	28
Distribution staff	102	103
Administrative staff	22	30
	<u>153</u>	<u>161</u>

The aggregate payroll costs incurred during the period/year, relating to the above, were:

	Period from 1 November 2016 to 30 June 2017	Year ended 31 October 2016
	£	£
Wages and salaries	3,346,292	4,294,960
Social security costs	428,688	495,464
Other pension costs	130,987	128,576
	<u>3,905,967</u>	<u>4,919,000</u>

9. Directors' remuneration

The directors of Slough Motor Company Limited received no remuneration from the company (2016: £nil). Directors' emoluments are borne by fellow group companies as the directors are remunerated for their services to the group as a whole, including Slough Company Limited. Those emoluments relating to services directly attributable to the company have not been separately identified and are therefore not separately disclosed.

Two directors (2016: two) were members of a defined contribution pension scheme.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

10. Interest payable and similar expenses

	Period from 1 November 2016 to 30 June 2017 £	Year ended 31 October 2016 £
Interest on bank loans and overdrafts	<u>132,547</u>	<u>29,046</u>

11. Tax on (loss)/profit

a) Tax expense included in Income statement

	Period from 1 November 2016 to 30 June 2017 £	Year ended 31 October 2016 £
Current tax		
UK Corporation tax on (loss)/profit for the financial period/year	-	223,647
Adjustments in respect of prior periods	<u>(5,225)</u>	<u>-</u>
Total current tax	<u>(5,225)</u>	<u>223,647</u>
Deferred tax		
Origination and reversal of timing differences	6,877	-
Effects of changes in tax rates	(920)	-
Adjustments in respect of prior periods	<u>19,636</u>	<u>-</u>
Total deferred tax	<u>25,593</u>	<u>-</u>
Tax on (loss)/profit	<u>20,338</u>	<u>223,647</u>

b) Tax expense included in other comprehensive income

Deferred tax

Adjustments relating to prior period error	<u>70,162</u>	<u>-</u>
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Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

11 Tax on (loss)/profit (continued)

c) reconciliation of tax expense

The difference between the tax charge shown above and the amount calculated by applying the standard rate of UK Corporation tax to the (loss)/profit before taxation is as follows:

	Period from 1 November 2016 to 30 June 2017 £	Year ended 31 October 2016 £
(Loss)/profit before taxation	(163,423)	1,085,406
Tax on (loss)/profit at standard rate of Corporation tax in the UK of 19.62% (2016: 20.0%)	(32,070)	217,080
Effects of:		
Expenses not deductible for tax purposes	11,441	549
Group reliefs/other reliefs	27,506	-
Adjustments in respect of prior periods	14,381	-
Capital allowances and depreciation	-	6,018
Tax rate changes	(920)	-
Tax on (loss)/profit	20,338	223,647

d) Factors that may affect future tax charges

The Finance Act 2015, which was substantively enacted on 26 October 2015, included legislation to reduce the main rate of corporation tax to 19% from 1 April 2017 and to 18% from 1 April 2020.

The March 2016 Budget Statement announced a further change to the UK corporation tax rate which will reduce the main rate of corporation tax to 17% from 1 April 2020, which was enacted in September 2016. The deferred tax has therefore been calculated at 17%.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

12. Tangible assets

	Freehold property £	Long leasehold property £	Plant and machinery £	Total £
Cost or valuation				
At 1 November 2016	1,950,000	45,738	2,071,551	4,067,289
Correction of prior period error ¹	765,000	-	-	765,000
<i>Restated</i>	2,715,000	45,738	2,071,551	4,832,289
Additions	-	-	46,135	46,135
Disposals	-	-	(7,470)	(7,470)
At 30 June 2017	2,715,000	45,738	2,110,216	4,870,954
Accumulated depreciation				
At 1 November 2016	64,852	45,738	1,830,804	1,941,394
Correction of prior period error ¹	(64,852)	-	-	(64,852)
<i>Restated</i>	-	45,738	1,830,804	1,876,542
Charge for the period	46,178	-	24,082	70,260
Disposals	-	-	(5,516)	(5,516)
At 30 June 2017	46,178	45,738	1,849,370	1,941,286
Carrying amount				
At 30 June 2017	2,668,822	-	260,846	2,929,668
At 31 October 2016 as previously reported	1,885,148	-	240,747	2,125,895
<i>At 31 October 2016 restated</i>	2,715,000	-	240,747	2,955,747

¹The valuation of freehold property as previously reported at 31 October 2016 has been restated due to a prior period error arising from the failure to reflect the results of an independent valuation, carried out in 2016, in the preceding year's financial statements, as explained in Note 24.

The properties were independently valued on 28 June 2016 at a value of £2,715,000. The Directors are of the opinion that they are fairly stated at market value in the financial statements as at 30 June 2017.

All other tangible assets held at 30 June 2017 are stated at historical cost.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

12 Tangible assets (continued)

	2017	2016 <i>Restated</i>	2016
	£	£	£
Valuations			
2005	3,238,006	3,238,006	3,238,006
2012	(1,288,006)	(1,288,006)	(1,288,006)
2016	765,000	765,000	-
	<u>2,715,000</u>	<u>2,715,000</u>	<u>1,950,000</u>

Tangible assets held at valuation:

In respect of certain fixed assets stated at valuations, the comparable historical cost is as follows:

	2017	2016
	£	£
Historical cost	<u>1,107,438</u>	<u>1,107,438</u>

13. Stocks

	2017	2016 <i>Restated</i>
	£	£
Finished goods and goods for resale	<u>13,864,916</u>	<u>14,584,617</u>

There is no significant difference between the carrying value of stocks and their replacement cost.

14. Debtors

	2017	2016
	£	£
Amounts falling due within one year:		
Trade debtors	249,145	28,342
Amounts owed by group undertakings	1,357,188	2,874,405
Corporation tax	1,151	-
Other debtors	327,470	-
Prepayments and accrued income	73,036	530,150
	<u>2,007,990</u>	<u>3,432,897</u>

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

15. Creditors: amounts falling due within one year

	2017	<i>Restated</i> 2016
	£	£
Bank loans and overdrafts	-	116,667
Trade creditors	12,337,477	13,348,640
Amounts owed to group undertakings	-	424,469
UK corporation tax	-	228,902
Other taxation and social security	98,001	430,159
Accruals and deferred income	2,554,559	1,602,249
	<u>14,990,037</u>	<u>16,151,086</u>

Certain trade creditors are secured by fixed and floating charges over certain assets of the company.

16. Provisions for liabilities

	Deferred taxation	Long-term dilapidation	Other	Total
	£	£	£	£
At 31 October 2016 <i>restated</i>	221,604	1,100,770	-	1,322,374
Adjustment in respect of prior period error recognised in other comprehensive income	70,162	-	-	70,162
Adjustment in respect of prior periods	19,636	-	-	19,636
Deferred tax charged to income statement for the period	5,957	-	-	5,957
Reclassified during period	-	204,575	740,040	944,615
At 30 June 2017	<u>317,359</u>	<u>1,305,345</u>	<u>740,040</u>	<u>2,362,744</u>

The deferred tax liability recognised consists of the tax effect of:

	2017	2016
	£	£
Revaluation of tangible assets	317,359	221,604
Provision for deferred tax	<u>317,359</u>	<u>221,604</u>

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

16. Provisions for liabilities (continued)

Deferred taxation

Deferred taxation has been provided for on the revaluation of freehold property. The net deferred tax liability will be realised when the revaluation reserve to which it relates is realised, which is expected to be within the next 12 months when the properties are expected to be sold.

Dilapidations provision

A dilapidations provision is recognised in relation to future obligations for the maintenance of leasehold properties. The provision is management's best estimate of the obligation which forms part of the company's unavoidable cost of meeting its obligations under the lease contracts, the longest of which runs until 2023.

Other

Other provisions relate to various small potential claims and commitments which are expected to be utilised within the next 12-24 months.

17. Called up share capital

Issued, called up and fully paid

	2017 Number	2017 £	2016 Number	2016 £
'A' Ordinary shares of £1 each	50,000	50,000	50,000	50,000
'B' Ordinary shares of £1 each	100	100	100	100
Total called up share capital	50,100	50,100	50,100	50,100

All shares are ranked equally.

18. Reserves

The company's reserves are as follows:

Revaluation reserve – this reserve records the value of asset revaluations and fair value movements on assets recognised in other comprehensive income.

Profit and loss account reserve – this reserve records retained earnings and accumulated losses.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

19. Financial commitments

Lease commitments

Total future minimum lease payments under non-cancellable operating leases for each of the following periods are as follows:

	2017	2016
	£	£
Payments due:		
Within one year	602,650	461,500
Between one and five years	1,935,569	1,104,250
After more than five years	149,367	117,500
	<u>2,687,586</u>	<u>1,683,250</u>

Pension arrangements

The amount recognised as an expense in relation to defined contribution pension costs was £130,987 (2016: £128,576). As at 30 June 2017 the prepayment in relation to pension costs was £2,659 (2016: £2,659).

20. Contingencies

The company is a member of a group registration for value added tax purposes and, accordingly is jointly and severally liable for any such tax due by the representative member.

The company is part of an intercompany guarantee of £1,500,000 given to the company bankers covering Slough Motor Company Limited and Bestodeck Limited. At 30 June 2017 the amount guaranteed by the company not included in the Statement of financial position was £nil (2016: £nil).

The company guarantees a group stocking arrangement for the group of which it is a member. In the prior year there were trade creditors guaranteed by the company not included in the Statement of financial position of £3,307,418.

21. Related party transactions

Included within debtors is a loan of £150,000 (2016: £150,000) from Bestodeck Limited, which is at present, free of interest and has been subordinated in favour of Ford Credit plc in respect of any outstanding liability.

The company has taken advantage of the exemption granted by paragraph 33.1(a) of FRS102, Related Party Disclosures, not to disclose transactions with group companies which are wholly owned subsidiaries of the group.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

22. Ultimate parent undertaking and controlling party

At 30 June 2017 the company's parent and controlling party was Bestodeck Limited, a company registered in England which had no ultimate controlling party. Bestodeck was the parent undertaking of the smallest and largest group to consolidate these financial statements at 30 June 2017. The consolidated financial statements of Bestodeck Limited may be obtained from Companies House or Bestodeck Limited, Allen Ford – Warwick, Tachbrook Park Drive, Warwick, England, CV34 6SY.

As set out in Note 23, the company's parent was acquired in July 2017, therefore at the date of signing these financial statements, the ultimate parent company and controlling party of Slough Motor Company Limited is Super Group Limited, a company incorporated in South Africa. The registered address of Super Group Limited is 27 Impala Road, Chislehurst, Sandton, South Africa.

23. Events after the end of the reporting period

On 5 July 2017, 100% of the issued share capital of the company's parent, Bestodeck Limited, was acquired by SG International Holdings Limited, a company incorporated in England and Wales which is a member of Super Group Limited, South Africa (Note 22). Subsequently, the trading activities of the company, together with its employees and certain of its assets and liabilities, were transferred to a fellow subsidiary at net book value and the company ceased trading.

24. Correction of prior period error

Revaluation of property

An independent valuation of freehold property carried out on 28 June 2016, which was available when the preceding year's financial statements were authorised for issue on 9 March 2017, was not reflected in the preceding year's financial statements, as shown in the balances brought forward in Note 12.

This valuation was materially higher than the carrying value of freehold property and could therefore reasonably be expected to have been taken into account in the preparation and presentation of those financial statements; this failure to use this reliable information therefore constitutes a material prior period error.

As summarised below, this prior period error has been corrected retrospectively in these financial statements by restating the closing balances as previously reported at 31 October 2016. The financial statements for the period ended 31 October 2015, which were authorised for issue on 18 May 2016, have not been restated.

Reclassification of creditors

In the financial statements for the October 2016 year end a dilapidations provision of £1,100,770 was incorrectly classified within trade creditors which has been restated.

Consignment stock

In the financial statements for the October 2016 year end consignment stock of £8,451,902 and consignment creditors of £8,451,902 were not recognised in the accounts when they should have been and balances have therefore been restated.

Slough Motor Company Limited

Notes to the financial statements for the period ended 30 June 2017 (continued)

24. Correction of prior period error (continued)

	31 October 2015	31 October 2016		31 October 2016
	As previously stated £	As previously stated £	Effect of correction £	Restated £
Tangible assets	2,188,027	2,125,895	829,852	2,955,747
Current assets	10,471,611	10,526,491	8,451,902	18,978,393
Creditors: amounts falling due within one year	(9,402,299)	(8,799,954)	(7,351,132)	(16,151,086)
Net current assets	1,069,312	1,726,537	1,100,770	2,827,307
Total assets less current liabilities	3,257,339	3,852,432	1,930,622	5,783,054
Creditors: amounts falling due after more than one year	(266,666)	-	-	-
Provisions	(221,604)	(221,604)	(1,100,770)	(1,322,374)
Net assets	2,769,069	3,630,828	829,852	4,460,680
Called up share capital	50,100	50,100	-	50,100
Revaluation reserve	886,416	886,416	829,852	1,716,268
Profit and loss account	1,832,553	2,694,312	-	2,694,312
Total shareholders' funds	2,769,069	3,630,828	829,852	4,460,680

The correction of the prior period error had no impact on the Income statement.