Regi	istered	l numi	ber: 0	7673036

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

COMPANY INFORMATION

Directors G R Short

H R Short

Company secretaries L Williams A Short M A Short G R Short

Registered number 07673036

Registered office Leytonstone House

3 Hanbury Drive Leytonstone London E11 1GA

Independent auditor Barnes Roffe LLP

Chartered Accountants

Statutory Auditor Leytonstone House

Leytonstone London E11 1GA

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GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2021

Introduction

The principal activity of the Company during the year was that of a holding company for its trading subsidiaries, G & S Tyre Services Limited, G & H (Holdings) Limited, and G H S Employee Services LLP.

The principal activity of G & S Tyre Services Limited was that of tyre distributors.

The principal activity of G & H (Holdings) Limited was that of business management and property development.

The principal activity of G H S Employee Services LLP was that of the provision of personnel services.

Business review

The directors are satisfied with the performance of the Group, given the tough trading conditions the tyre industry faces.

Principal risks and uncertainties

The principal risks to the group continue to be the uncertain economic conditions within the UK and the potential effect this could have on the group's customer base. The directors consider the nature of the group's customer base, as well as the type of service provided by the group, to be relatively stable and are hopeful that the group's current performance will continue. The directors feel the Group will continue as a going concern for the foreseeable future.

Financial key performance indicators

The directors consider the key performance indicators to be turnover and gross margin percentage. Turnover has Increased by 7.4% to £9,358,106 (2020 - £8,711,938) and gross margin has increased from 34.3% to 35.9%.

This report was approved by the board on 17 March 2022 and signed on its behalf.

G R Short

Director

DIRECTORS' REPORT FOR THE YEAR ENDED 31 AUGUST 2021

The directors present their report and the financial statements for the year ended 31 August 2021.

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 the Group 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 for the Group's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The profit for the year, after taxation, amounted to £879,998 (2020 - £204,186).

During the year, the directors declared dividends of £400,000 (2020 - £400,000).

Directors

The directors who served during the year were:

G R Short

H R Short

Future developments

The Group aims to continue to build upon its strengths, maintain consistently high standards of service delivery, and invest in the Group's resources in order to provide long term benefits to its clients, shareholders and employees.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2021

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

Post balance sheet events

There have been no significant events affecting the Group since the year end.

Auditor

The auditor, Barnes Roffe LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 17 March 2022 and signed on its behalf.

G R Short

Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GHS TYRE GROUP LIMITED

Opinion

We have audited the financial statements of GHS Tyre Group Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 August 2021, which comprise the Group Statement of income and retained earnings, the Group and Company Balance sheets, the Group Statement of cash flows and the related notes, 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 of the parent Company's affairs as at 31 August 2021 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 United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's or the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GHS TYRE GROUP LIMITED (CONTINUED)

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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group 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 Group 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 the 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 Group strategic report or 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GHS TYRE GROUP LIMITED (CONTINUED)

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GHS TYRE GROUP LIMITED (CONTINUED)

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 Group financial statements

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- Ensuring that the engagement team collectively had the appropriate competence, capabilities and skills to identify non-compliance with applicable laws and regulations;
- We identified the laws and regulations applicable to the company through discussions with directors, and from our commercial knowledge and experience of the relevant sector;
- The specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, are as follows Companies Act 2006. FRS 102, Employment legislation and Tax legislation.
- We assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence.
- Laws and regulations were communicated within the audit team at the planning meeting, and the audit team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- · Making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- Considering the internal controls in place to mitigate risks of fraud and non- compliance with laws and regulations.
- Reviewing the financial statements and testing the disclosures against supporting documentation;
- Performing analytical procedures to identify any unusual or unexpected trends or anomalies;
- · Inspecting and testing journal entries to identify unusual or unexpected transactions
- · Assessing whether judgement and assumptions made in determining significant accounting estimates were indicative of management bias.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GHS TYRE GROUP LIMITED (CONTINUED)

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.

Simon Liggins (Senior statutory auditor) for and on behalf of Barnes Roffe LLP Chartered Accountants

Statutory Auditor Leytonstone House Leytonstone London E11 1GA

18 May 2022

CONSOLIDATED STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 AUGUST 2021

	Note	2021 £	2020 £
Turnover	4	9,358,106	8,711,938
Cost of sales		(6,001,398)	(5,722,243)
Gross profit		3,356,708	2,989,695
Administrative expenses		(2,269,362)	(2,604,473)
Other operating income	5	29,403	129,735
Operating profit	6		514,957
Income from participating interests		(11,598)	(227,018)
Interest receivable and similar income	10	-	9
Interest payable and similar expenses	11	(10,128)	(21,225)
Profit before tax		1,095,023	266,723
Tax on profit	12	(215,025)	(62,537)
Profit after tax		879,998	204,186
Retained earnings at the beginning of the year		6,311,643	6,507,457
		6,311,643	6,507,457
Profit for the year attributable to the owners of the parent		879,998	204,186
Dividends declared and paid		(400,000)	(400,000)
Retained earnings at the end of the year		6,791,641	6,311,643

The notes on pages 16 to 37 form part of these financial statements.

GHS TYRE GROUP LIMITED REGISTERED NUMBER: 07673036

CONSOLIDATED BALANCE SHEET AS AT 31 AUGUST 2021

	Note		2021 £		2020 £
Fixed assets					
Tangible assets	15		6,775,012		6,927,903
Investments	16		-		955,755
		-	6,775,012	-	7,883,658
Current assets					
Stocks	17	815,770		325,225	
Debtors: amounts falling due within one year	18	2,292,472		2,141,751	
Cash at bank and in hand	19	644,530		1,083,917	
	•	3,752,772	•	3,550,893	
Creditors: amounts falling due within one year	20	(2,052,004)		(3,372,928)	
Net current assets	•		1,700,768		177,965
Total assets less current liabilities		-	8,475,780	-	8,061,623
Creditors: amounts falling due after more than one year	21		(42,390)		(80,618)
Provisions for liabilities					
Deferred taxation	23	(97,762)		(125,375)	
	•		(97,762)		(125,375)
Net assets excluding pension asset		-	8,335,628	-	7,855,630
Net assets		-	8,335,628	- -	7,855,630
Capital and reserves					
Called up share capital	24		1,156		1,156
Revaluation reserve	25		1,541,691		1,541,691
Capital redemption reserve	25		140		140
Other reserves	25		1,000		1,000
Profit and loss account	25		6,791,641		6,311,643
		=	8,335,628	-	

GHS TYRE GROUP LIMITED REGISTERED NUMBER: 07673036

CONSOLIDATED BALANCE SHEET (CONTINUED) AS AT 31 AUGUST 2021

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 17 March 2022.

G R Short

Director

The notes on pages 16 to 37 form part of these financial statements.

GHS TYRE GROUP LIMITED REGISTERED NUMBER: 07673036

COMPANY BALANCE SHEET AS AT 31 AUGUST 2021

	Note		2021 £		2020 £
Fixed assets					-
Investments	16		1,100		1,100
		_	1,100	_	1,100
Current assets					
Debtors: amounts falling due within one year	18	522,706		526,336	
Cash at bank and in hand	19	8		6,060	
	_	522,714	_	532,396	
Creditors: amounts falling due within one year	20	(7,806)		(13,858)	
Net current assets	_		514,908		518,538
Total assets less current liabilities		_	516,008	-	519,638
Net assets excluding pension asset		-	516,008	_	519,638
Net assets		=	516,008	=	519,638
Capital and reserves					
Called up share capital	24		1,156		1,156
Capital redemption reserve	25		40		40
Profit and loss account brought forward		518,442		485,007	
Profit for the year		396,370		433,435	
Dividends declared		(400,000)		(400,000)	
Profit and loss account carried forward	_		51 4 ,812		518,442
		_	516,008	_	519,638

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 17 March 2022.

G R Short

Director

The notes on pages 16 to 37 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 AUGUST 2021

	2021 £	2020 £
Cash flows from operating activities		
Profit for the financial year	879,998	204,186
Adjustments for:		
Depreciation of tangible assets	232,172	327,886
Loss on disposal of tangible assets	(23,028)	(27,944)
Government grants	(29,403)	(129,735)
Interest paid	10,128	21,225
Interest received	11,598	227,009
Taxation charge	215,025	62,537
(Increase)/decrease in stocks	(490,545)	323,283
Decrease in debtors	805,034	1,742,082
(Decrease) in creditors	(904,076)	(759,322)
Corporation tax (paid)	(100,075)	(48,503)
Net cash generated from operating activities	606,828	1,942,704
Cash flows from investing activities		
Purchase of tangible fixed assets	(86,724)	(262,985)
Sale of tangible fixed assets	30,471	30,000
Government grants received	29,403	129,735
Interest received	•	9
HP interest paid	(6,042)	(4,852)
Income from investments in related companies	(11,598)	(227,018)
Net cash from investing activities	(44,490)	(335,111)
Cash flows from financing activities		
Repayment of/new finance leases	(87,200)	31,034
Dividends paid	(400,000)	(400,000)
Interest paid	(4,086)	(16,373)
Net cash used in financing activities	(491,286)	(385,339)
Net increase in cash and cash equivalents	71,052	1,222,254
Cash and cash equivalents at beginning of year	573,478	(648,776)
Cash and cash equivalents at the end of year	644,530	573,478
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	644,530	1,083,917

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2021

	2021	2020
	£	£
Bank overdrafts	-	(510,439)
	644,530	573,478

The notes on pages 16 to 37 form part of these financial statements.

CONSOLIDATED ANALYSIS OF NET DEBT FOR THE YEAR ENDED 31 AUGUST 2021

	At 1 September		New finance	At 31 August
	2020	Cash flows	leases	2021
	£	£	£	£
Cash at bank and in hand	1,083,917	(439,387)	-	644,530
Bank overdrafts	(510,439)	510,439	-	-
Finance leases	(223,790)	178,808	(91,608)	(136,590)
	349,688	249,860	(91,608)	507,940

The notes on pages 16 to 37 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

1. General information

The principal activity of the Company during the year was that of a holding company for its trading subsidiaries, G & S Tyre Services Limited, G & H (Holdings) Limited, and G H S Employee Services LLP.

The principal activity of G & S Tyre Services Limited was that of tyre distributors.

The principal activity of G & H (Holdings) Limited was that of business management and property development.

The principal activity of G H S Employee Services LLP was that of the provision of personnel services.

The Company is a private company limited by shares, incorporated in England and Wales. Its registered office is Leytonstone House, 3 Hanbury Drive, Leytonstone, London, E11 1GA.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of income and retained earnings in these financial statements.

The following principal accounting policies have been applied:

2.2 Going concern

The Company and Group have considerable financial resources and are expected to continue to generate positive cash flows on their own account for the foreseeable future. As a consequence, the directors believe that the Company and Group are well placed to manage its business risks successfully. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.3 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated statement of income and retained earnings from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 01 September 2014.

2.4 Associates and joint ventures

An entity is treated as a joint venture where the Group is a party to a contractual agreement with one or more parties from outside the Group to undertake an economic activity that is subject to joint control.

An entity is treated as an associated undertaking where the Group exercises significant influence in that it has the power to participate in the operating and financial policy decisions.

In the consolidated accounts, interests in associated undertakings are accounted for using the equity method of accounting. Under this method an equity investment is initially recognised at the transaction price (including transaction costs) and is subsequently adjusted to reflect the investors share of the profit or loss, other comprehensive income and equity of the associate. The Consolidated statement of income and retained earnings includes the Group's share of the operating results, interest, pre-tax results and attributable taxation of such undertakings applying accounting policies consistent with those of the Group. In the Consolidated balance sheet, the interests in associated undertakings are shown as the Group's share of the identifiable net assets, including any unamortised premium paid on acquisition.

Any premium on acquisition is dealt with in accordance with the goodwill policy.

2.5 Exemptions for qualifying entities under FRS 102

FRS 102 section 1.12 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been compiled with, including notification of, and no objection to, the use of exemptions by the Company's shareholders.

The Company has taken advantage of the following exemption:

(i) From preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the Company's cash flows.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.6 Revenue

The Group has the following main sources of revenue:

G H S Tyre Group Limited

The Company receives investment income from its subsidiaries. This is accounted for when received. The Company has no other forms of revenue.

G & S Tyre Services Limited - (the "Company" for the purpose of this note)

Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the Company and valued added taxes.

The Company recognises revenue when: (a) the significant risks and rewards of ownership have been transferred to the buyer; (b) the Company retains no continuing involvement or control over the goods; (c) the amount of revenue can be measured reliably; (d) it is probable that future economic benefits will flow to the entity and when the specific criteria in relation to each of the Company's sales channels have been met, as described below:

- (i) The Company sells tyres to distributors and consumers. Sales invoices are raised upon delivery. Delivery occurs when goods have been shipped from the Company's warehouse, at which point the risks of obsolescence or loss have been transferred to the customer. It is at this point that revenue is recognised.
- (ii) The Company also provides a variety of services relating to assistance, repair and fitting of tyres to industrial and commercial vehicles. Revenue is recognised in the accounting period in which the services are rendered.

All sales are normally made with credit terms, unless settled immediately in cash. The element of financing is deemed immaterial and disregarded in the measurement of revenue.

G & H (Holdings) Limited - (the "Company" for the purpose of this note)

Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the Company and valued added taxes.

The Company's source of revenue is from rental income from investment properties let to connected entities and for management services provided to these entities. Sales invoices are raised monthly in arrears for services provided. Revenue is recognised in the accounting period in which the services are rendered.

The Company also receives income from a participating interest. This is accounted for when received.

All sales, except for income from a participating interest, are made with credit terms unless settled immediately in cash. The element of financing is deemed immaterial and disregarded in the measurement of revenue.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

G H S Employee Services LLP - (the "LLP" for the purpose of this note)

Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the LLP and valued added taxes.

The LLP provides personnel services. Sales invoices are raised monthly in arrears for personnel services provided. Revenue is recognised in the accounting period in which the services are rendered. Sales are made with credit terms. The element of financing is deemed immaterial and disregarded in the measurement of revenue.

2.7 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on a reducing balance basis.

Depreciation is provided on the following basis:

Freehold property - Not depreciated
Property improvements - Not depreciated
Plant and machinery - 25% reducing balance
Motor vehicles - 25% reducing balance
Fixtures and fittings - 25% reducing balance

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

The freehold property is maintained to a high standard and as such no depreciation is charged on the property. This treatment is contrary to the Companies Act 2006 which states that fixed assets should be depreciated but is, in the opinion of the directors, necessary in order to give a true and fair view of the financial position of the Group. It would not be practical to quantify the depreciation which might otherwise have been charged.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.8 Revaluation of tangible fixed assets

Individual freehold and leasehold properties are carried at current year value at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are undertaken with sufficient regularity to ensure the carrying amount does not differ materially from that which would be determined using fair value at the balance sheet date.

Fair values are determined from market based evidence normally undertaken by professionally qualified valuers.

Revaluation gains and losses are recognised in other comprehensive income unless losses exceed the previously recognised gains or reflect a clear consumption of economic benefits, in which case the excess losses are recognised in profit or loss.

2.9 Investment properties

Investment properties for which fair values can be measured reliably without undue cost or effort on an ongoing basis are measured at fair value annually, with the surplus or deficit being recognised in the profit and loss account.

2.10 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.11 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.12 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.13 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.14 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated statement of income and retained earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the balance sheet date.

2.15 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.16 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Consolidated statement of income and retained earnings in the same period as the related expenditure.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.17 Foreign currency translation

Functional and presentation currency

The Group's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses are presented in the Statement of comprehensive income within 'administrative expenses'.

2.18 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.19 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.20 Operating leases: the Group as lessee

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

2.21 Leased assets: the Group as lessee

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to profit or loss so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.22 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

2.23 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.24 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

2.25 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.26 Current and deferred taxation

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

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.27 Employee benefits

The Group provides a range of benefits to employees, including paid holiday arrangements.

Short term benefits

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the services is received.

Termination benefits

The Group is committed, by legislation and/or contractual obligations, to make payments to employees when the Group terminates their employment. Such payments are termination benefits. Because termination benefits do not provide the Group with future economic benefits, the Group recognises these as an expense in the Statement of comprehensive income immediately. The Group will only recognise termination benefits as a liability and an expense when the Group is demonstrably committed to terminate the employment of an employee or Group of employees before the normal retirement date.

2.28 Related party transactions

The Company discloses the transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

2. Accounting policies (continued)

2.29 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical judgments in applying the entity's accounting policies

No critical accounting judgments have had to be made by management in preparing these financial statements.

Critical accounting estimates and assumptions

Impairment of investment properties

The directors' annually assess whether any investment property is impaired. Impairment reviews consist of assessing a number of factors including impairment due to market conditions that may only be transient or factors that indicate permanent impairment. Impairment losses are recognised in the Statement of comprehensive income.

Taxation

The Group establishes provisions based on reasonable estimates, for possible consequences of audits by the tax authorities. Management estimation is required to determine the amount of deferred tax assets that can be recognised, based upon likely timing and level of future taxable profits together with an assessment of the effect of future tax planning strategies. Further details are contained in note 2.26 and note 12.

Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are reassessed annually. They are amended when necessary to reflect current estimates, based on the directors' knowledge and experience of the property market, recent market transactions, current rental yields and valuations performed by financial institutions on borrowings taken out which are secured on investment properties held by the Group. The carrying amount of the property plant and equipment is shown in note 15 and note 2.7 gives the useful economic lives for each class of assets.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

4. Turnover

The whole of the turnover is attributable to the Group's principal activities. It is the opinion of the directors that disclosure of turnover of the Group by revenue stream is seriously prejudicial to the interests of the Group.

Analysis of turnover by country of destination:

Depreciation of tangible fixed assets

Defined contribution pension costs

Exchange differences

Motor running costs

Other operating lease rentals

		2021 £	2020 £
	United Kingdom	9,118,136	8,447,212
	Rest of Europe	239,970	264,726
		9,358,106	8,711,938
5.	Other operating income		
		2021	2020
		£	£
	CJRS income	29,403	129,735
6.	Operating profit		
	The operating profit is stated after charging:		
		2021	2020
		£	£

232,172

698

26,311

207,172

327,886

13,847

123,540

28,801

199,504

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

Auditor's remuneration		
	2021 £	2020 £
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	21,950	21,950
Fees payable to the Group's auditor and its associates in respect of:		
All other services	16,000	13,575
	16,000	13,575

8. **Employees**

7.

Staff costs were as follows:

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Wages and salaries	1,229,383	1,338,480	•	-
Social security costs	92,213	95,259	-	-
Cost of defined contribution scheme	26,311	28,801	-	-
	1,347,907	1,462,540		

The average monthly number of employees, including the directors, during the year was as follows:

2021	2020
No.	No.
39	47

Administration and sales

The Company has no employees other than the directors, who did not receive any remuneration (2020 - £NIL)

9. **Directors' remuneration**

During the year retirement benefits were accruing to 2 directors (2019 - 2) in respect of defined contribution pension schemes.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

10.	Interest receivable and similar income		
		2021 £	2020
		ž.	£
	Other interest receivable		9
			9
11.	Interest payable and similar expenses		
		2021	2020
		£	£
	Bank interest payable	4,086	15,805
	Finance leases and hire purchase contracts	6,042	4,852
	Other interest payable	-	568
		10,128	21,225
12.	Taxation		
		2021	2020
	Corporation tax	£	£
	Corporation tax		
	Current tax on profits for the year	242,638	62,537
		242,638	62,537
	Total current tax	242,638	62,537
	Deferred tax		
	Origination and reversal of timing differences	(27,613)	-
	Total deferred tax	(27,613)	
	Taxation on profit on ordinary activities	215,025	62,537

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

12. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2020 - higher than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit on ordinary activities before tax	1,095,023	266,723
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	208,054	50,677
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	7,331	10,420
Accelerated capital allowances	(1,050)	1,440
Unrelieved tax losses carried forward	690	-
Total tax charge for the year	215,025	62,537

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

13. Dividends

2021	2020
£	£
Dividends payable on equity capital 400,000	400,000

14. Parent company profit for the year

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of income and retained earnings in these financial statements. The profit after tax of the parent Company for the year was £396,370 (2020 - £433,435).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

15. Tangible fixed assets

Group

	Freehold property	Property improve-ments	Plant and machinery	Motor vehicles	Fixtures and fittings	Total
	£	£	£	£	£	£
Cost or valuation						
At 1 September 2020	5,500,000	609,711	989,822	1,279,164	160,700	8,539,397
Additions	-	-	-	86,724	-	86,724
Disposals	-	•	-	(102,534)	•	(102,534)
At 31 August 2021	5,500,000	609,711	989,822	1,263,354	160,700	8,523,587
Depreciation						
At 1 September 2020	•	47,554	668,859	763,592	131,489	1,611,494
Charge for the year on owned assets	-	-	76,262	40,507	7,304	124,073
Charge for the year on financed assets	-	-	3,978	104,121	-	108,099
Disposals	-	-	-	(95,091)	-	(95,091)
At 31 August 2021	_	47,554	749,099	813,129	138,793	1,748,575
Net book value						
At 31 August 2021	5,500,000	562,157	240,723	450,225	21,907	6,775,012
At 31 August 2020	5,500,000	562,157	320,963	515,572	29,211	6,927,903

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

15. Tangible fixed assets (continued)

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2021 £	2020 £
Plant and machinery	11,934	15,912
Motor vehicles	317,074	349,296
	329,008	365,208

Included within freehold property above are land and buildings at valuation of £5,500,000, which cost £3,975,788 and that were subject to revaluation in 2012 by Stiles, Harold and Williams, surveyors.

If the land and buildings had not been included at valuation, they would have been included under the historical cost convention at a cost of £3,975,788 with no accumulated depreciation.

16. Fixed asset investments

Group

	Investments in associates	Other fixed asset investments	Total
	£	£	£
Cost or valuation			
At 1 September 2020	955,755	270,000	1,225,755
Disposals	(955,755)	-	(955,755)
At 31 August 2021		270,000	270,000
Impairment			
At 1 September 2020	-	270,000	270,000
At 31 August 2021		270,000	270,000
Net book value			
At 31 August 2021			
At 31 August 2020	955,755		955,755

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 September 2020	1,100
At 31 August 2021	1,100
Net book value	
At 31 August 2021	1,100
At 31 August 2020	1,100

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Principal activity	Class of shares	Holding
G&S Tyre Services Limited	Tyre distributors	Ordinary*	100 %
G&H (Holdings) Limited	Business management and property development	Ordinary -	100 % -
GHS Employee Services LLP	Provider of personnel services	Equity member** -	100 %

^{*} G H S Tyre Group Limited owns 90% directly with the remaining 10% owned by a subisidiary entity, G H S Employee Services LLP.

^{**} G H S Tyre Group Limited is the controller of and sole equity member of G H S Employee Services LLP.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

17. Stocks

	Group 2021	Group 2020
	£	£
Finished goods and goods for resale	815,770 ————	325,225
	815,770	325,225

The difference between purchase price or production cost of stocks and their replacement cost is not material.

Stock recognised in cost of sales during the year as an exepense was £5,991,528 (2020 - £5,710,133).

18. Debtors

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Trade debtors	1,790,967	1,698,684	-	-
Amounts owed by group undertakings	-	-	522,510	526,140
Other debtors	369,733	357,452	196	196
Prepayments and accrued income	131,772	85,615	-	-
	2,292,472	2,141,751	522,706	526,336

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are payable on demand.

19. Cash and cash equivalents

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020
	- -			£
Cash at bank and in hand	644,530	1,083,917	8	6,060
Less: bank overdrafts		(510,439)		
	644,530	573,478	8	6,060

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

20. Creditors: Amounts falling due within one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Bank overdrafts	-	510,439	-	-
Trade creditors	1,468,815	1,152,714	-	-
Amounts owed to associated undertakings	-	926,509	-	-
Corporation tax	305,163	162,600	7,806	13,858
Other taxation and social security	153,736	448,499	-	-
Obligations under finance lease and hire purchase contracts	94,200	143,172	-	-
Other creditors	4,715	3,620	-	-
Accruals and deferred income	25,375	25,375	-	-
	2,052,004	3,372,928	7,806	13,858

21. Creditors: Amounts falling due after more than one year

	Group	Group
	2021	2020
	£	£
Net obligations under finance leases and hire purchase contracts	42,390	80,618

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

The bank overdrafts of £nil (2020 - £510,439) are secured by a cross guarantee and debenture between GHS Tyre Group Limited and its subsidiaries.

Hire purchase obligations of £136,590 (2020 - £223,790) are secured on the assets to which they relate.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

22.	Hire purchase and finance leases		
	Minimum lease payments under hire purchase fall due as follows:		
		Group 2021	Group 2020
		£	£
	Within one year	94,200	143,172
	Between 1-5 years	42,390	73,538
	Over 5 years	•	7,080
		426 500	222.700
		136,590	223,790
23.	Deferred taxation		
	Group		
		2021	2020
		£	£
	At beginning of year	(125,375)	(125,375)
	Charged to profit or loss	27,613	-
	At end of year	(97,762)	(125,375)
		Group 2021	Group 2020
		£	£
	Accelerated capital allowances	(62,746)	(90, 359)
	Deferred tax movement on revalued property	(35,016)	(35,016)
		(97,762)	(125,375)
24.	Share capital		
		2021	2020
		£	£
	Allotted, called up and fully paid		
	960 <i>(2020 - 960)</i> Ordinary shares of £1.00 each 100 <i>(2020 - 100)</i> Ordinary A shares of £1.00 each	960 100	960 100
	96 (2020 - 96) Ordinary B shares of £1.00 each	96	100 96
			1,156

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

24. Share capital (continued)

25. Reserves

Revaluation reserve

The revaluation reserve represents the cumulative revaluations of the freehold property. These are non- distributable reserves.

Capital redemption reserve

The capital redemption reserve relates to the nominal value of historic company share repurchases.

Other reserves

Other reserves represents an adjustment on consolidation when applying merger relief considerations. This is a non-distributable reserve.

Profit and loss account

The profit and loss account represents cumulative distributable profits and losses net of dividends and other adjustments.

26. Pension commitments

The Group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £26,311 (2020 - £28,801).

27. Commitments under operating leases

At 31 August 2021 the Group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2021 £	Group 2020 £
Not later than 1 year	1,076	1,076
Later than 1 year and not later than 5 years	1,076	2,151
	2,152	3,227

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2021

28. Related party transactions

During the year, the Group received a share of an accounting loss of £11,598 (2020 - £227,018) from an LLP in which the Group holds an investment. At the year end included within amounts due to participating interests is £nil (2020 - £926,509) due to GHS Property Investments LLP.

29. Controlling party

The Group regards G R Short and H R Short to be the controlling parties.

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.