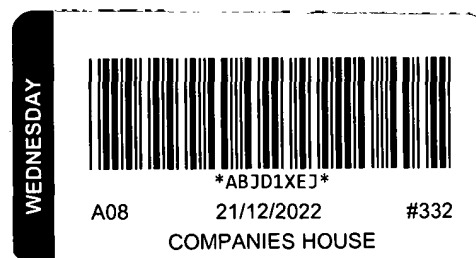


**S.G. Smith (Motors) Croydon
Limited**

Report and unaudited financial statements

For the 15 months ended 31 March 2022

Company Number 00371304



S.G. Smith (Motors) Croydon Limited
Report and unaudited financial statements
For the 15 months ended 31 March 2022

| CONTENTS | Page |
|-----------------------------------|-------------|
| Company Officers | 2 |
| Director's Report | 3 |
| Income Statement | 4 |
| Balance Sheet | 5 |
| Notes to the Financial Statements | 6 |

S.G. Smith (Motors) Croydon Limited

Company Officers

For the 15 months ended 31 March 2022

| | |
|--------------------------|--|
| Director | R.J. Blumberger |
| Company Secretary | S.R. Jones |
| Registered Office | Airport House The Airport Newmarket Road Cambridge CB5 8RY |

S.G. Smith (Motors) Croydon Limited

Director's Report

For the 15 months ended 31 March 2022

Directors

The Directors of S.G. Smith (Motors) Croydon Limited ("the Company") throughout the period and to the date of this report were:

D. Gupta (resigned 25 May 2022)
R.J. Blumberger

Principal activities

The Company is dormant and has not traded during the period.

On 21 December 2021, the Company changed its accounting reference date from 31 December to 31 March. Consequently, the Company's financial performance as reported in these financial statements is for the 15 month period ended 31 March 2022; the comparative period remains that of the year ended 31 December 2020.

Events since the balance sheet date

For full details of all such events see Note 7 'Events after reporting period'.

Approval

This Directors Report was approved by order of the Board on 8 December 2022.



R.J. Blumberger
Director

S.G. Smith (Motors) Croydon Limited
Income Statement
For the 15 months ended 31 March 2022

The Company is dormant and has not traded during the period.

The Company received no income and incurred no expenditure in the period. Therefore, it made neither a profit nor a loss.

The notes on pages 6 and 7 form part of these financial statements.

S.G. Smith (Motors) Croydon Limited

Balance Sheet

As at 31 March 2022

| | Note | 31 March 2022 £'000 | 31 December 2020 £'000 |
|-----------------------------|------|------------------------|---------------------------|
| Current assets | | | |
| Debtors | 4 | 2 | 2 |
| Net assets | | <u>2</u> | <u>2</u> |
| Capital and reserves | | | |
| Called-up share capital | 5 | 1 | 1 |
| Profit and loss account | | 1 | 1 |
| Shareholder's funds | | <u>2</u> | <u>2</u> |

- (a) The Director is satisfied that the Company was entitled to exemption from audit of the financial statements for the period ended 31 March 2022 by virtue of Section 480 of the Companies Act 2006 relating to dormant companies, and that no member or members have requested an audit pursuant to Section 476 of the Companies Act 2006.
- (b) The Director acknowledges his responsibilities for:
- (i) Ensuring the Company keeps accounting records in accordance with Section 386, and
 - (ii) Preparing financial statements which give a true and fair view of the state of affairs of the Company at the end of the financial period and of its profit and loss for the financial period in accordance with the requirements of Section 393, and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the Company.

The financial statements were approved by the Director and authorised for issue on 8 December 2022.



R.J. Blumberger
Director

Company Number: 00371304

S.G. Smith (Motors) Croydon Limited

Notes to the Financial Statements

For the 15 months ended 31 March 2022

1. Basis of preparation

S.G. Smith (Motors) Croydon Limited (company number: 00371304) ("the Company") is a private company, limited by shares, incorporated in England and Wales. The registered office is Airport House, The Airport, Newmarket Road, Cambridge CB5 8RY.

The financial statements have been prepared under the historical cost convention in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland. The disclosure requirements of Section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements of the Company were authorised for issue by the Board on 8 December 2022.

The financial statements are prepared in sterling, which is the functional and presentational currency of the Company. All amounts are rounded to the nearest £'000.

2. Dormant status

The Company was dormant (within the meaning of Section 480 of the Companies Act 2006) throughout the period ended 31 March 2022. The Company has not traded during the period or during the preceding financial period. During these periods, the Company received no income and incurred no expenditure making neither a profit nor a loss.

3. Accounting policies

Basic financial instruments – debtors

Short term debtors are measured at transaction price, less any impairment. Any losses arising from impairment are recognised in the Income Statement in administrative expenses.

4. Debtors

| | 31 March 2022 £'000 | 31 December 2020 £'000 |
|------------------------------------|------------------------|---------------------------|
| Amounts owed by Group undertakings | 2 | 2 |

Outstanding balances with Group entities are unsecured, interest free and are expected to be settled in cash. During the period ended 31 March 2022, the Company has not made any provision for doubtful debts relating to amounts owed by related parties (year ended 31 December 2020: £nil).

5. Share capital

| | 31 March 2022 £'000 | 31 December 2020 £'000 |
|---|------------------------|---------------------------|
| Authorised, allotted and fully paid: | | |
| 500 ordinary shares of £1 each | 1 | 1 |

6. Ultimate parent company

The Company's immediate parent undertaking is S.G. Smith Automotive Limited which is a subsidiary of Marshall Motor Holdings Limited. On 11 May 2022 Marshall Motor Holdings Limited was acquired by a new intermediate parent company, CAG Vega 2 Limited, a company incorporated in England and Wales. The ultimate controlling party became TDR Capital LLP, a Limited Liability Partnership incorporated in England and Wales. Constellation Automotive Holdings Limited is the largest undertaking that consolidates these financial statements. The parent company of the smallest such group is Marshall Motor Holdings Limited.

Copies of the consolidated financial statements for both Marshall Motor Holdings Limited and Constellation Automotive Holdings Limited can be obtained from The Registrar of Companies at Companies House, Crown Way, Cardiff CF14 3UZ.

S.G. Smith (Motors) Croydon Limited

Notes to the Financial Statements *(continued)*

For the 15 months ended 31 March 2022

7. Events after the reporting period

On 29 November 2021 the Board of Constellation Automotive Holdings Limited announced the terms of a cash offer pursuant to which its wholly-owned subsidiary CAG Vega 2 Limited would acquire the entire issued, and to be issued, share capital of Marshall Motor Holdings Limited, subject to the requisite regulatory approvals being obtained. Marshall of Cambridge (Holdings) Limited provided an irrevocable undertaking to accept the offer in respect of its entire shareholding in the ordinary share capital of Marshall Motor Holdings, representing approximately 64.4% of the issued ordinary share capital. Following the granting of the requisite regulatory approvals on 11 May 2022, the change of control took effect.