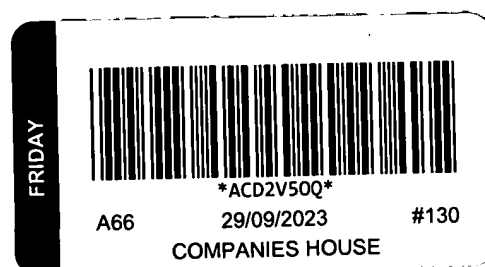


Registered number: 03215962

KELLY FLEET SERVICES LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 1 JANUARY 2023



KELLY FLEET SERVICES LIMITED

COMPANY INFORMATION

Directors	T J Kelly L McGrane T P Kelly R Westropp-Bennett
Company secretary	J P Bradley
Registered number	03215962
Registered office	Kelly House Fourth Way Wembley Middlesex HA9 0LH
Independent auditors	MHA Chartered Accountants and Statutory Auditors 6th Floor 2 London Wall Place London EC2Y 5AU

KELLY FLEET SERVICES LIMITED

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KELLY FLEET SERVICES LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 1 JANUARY 2023

Introduction

The directors present the strategic report and financial statements for the year ended 1 January 2023.

Business review

The company has reported turnover of £40.5m (2 January 2022: £33m) and a post tax profit of £1.9m for the year (2 January 2022: £0.3m). The company has total shareholders' funds of £2.3m as at the reporting date (2 January 2022: £2.4m).

- In the year, turnover at £40.5m was £7.5m higher than the previous period.
- The strategy of business going forward is to continue to improve our services to the Kelly Group and provide strong support to enable growth and also explore other opportunities outside the group.

Future developments

Our primary target has been to support the group on its vehicle and plant requirements and we will continue to provide an excellent service to the group. We intend to replace some of our oldest fleet next year. In parallel, we continue to develop our external hire business.

Principal risks and uncertainties

We see limited risk with our core business with perhaps the exception of the high level of business the company enjoys with the group. We seek to limit this risk by seeking external hire opportunities in other areas.

The company is aware and monitors closely the ever-evolving risks associated with inflationary pressures and looks to mitigating against these increased costs where possible.

Financial key performance indicators

The directors of Kelly Communications Group Ltd, the ultimate parent company, manage the group's operations on a divisional basis.

The board uses Key Performance Indicators ('KPI's) to monitor the company's performance and regularly reviews the key risks to the business. In addition to regular board reporting and timely management accounts, the company monitors a range of activities including health and safety, risk management, statutory compliance, profitability, customer satisfaction, and other financial and non-financial measures.

- Risk management is a key KPI and is reviewed and monitored on a daily basis to minimise costs to the business.

Results and dividends

The profit for the year, after taxation, amounted to £1,902,150 (2 January 2022: £324,685).

Dividends were paid in the year of £2,000,000 (2 January 2022: £Nil).

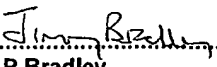
Research and development

The company continues to look for opportunities to purchase up to date plant and to maximise the efficiency of the use of its fleet by the continuing use and development of its transport management system.

KELLY FLEET SERVICES LIMITED

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 1 JANUARY 2023

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


.....
J P Bradley
Secretary

Date: 19/07/2023

KELLY FLEET SERVICES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 1 JANUARY 2023

The directors present their report and the financial statements for the year ended 1 January 2023.

Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal activity

The principal activity of the company continues to be vehicle hire, plant hire and maintenance. Predominantly providing its services to Kelly Communications Group Limited and its subsidiaries.

Directors' indemnity insurance

Directors' liability and indemnity insurance was in force throughout the period to cover the directors and officers of the company against actions brought against them in their personal capacity. Neither the insurance nor the indemnity provide cover where the individual has acted fraudulently or dishonestly.

Disabled employees

The company's policy is to recruit disabled workers for those vacancies that they are able to fill. All necessary assistance with initial training courses is given. Once employed, a career plan is developed so as to ensure suitable opportunities for each disabled person. Arrangements are made, wherever possible, for retraining employees who become disabled, to enable them to perform work identified as appropriate to their aptitudes and abilities.

Employee information

The company aims to involve all employees in the company's affairs through the systematic provision of information to employees. There is regular consultation with employees, taking their views into account in making decisions affecting the performance of the company.

KELLY FLEET SERVICES LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 1 JANUARY 2023**

Results and dividends

The profit for the year, after taxation, amounted to £1,902,150 (2 January 2022 - £324,685).

Dividends were paid in the year of £2,000,000 (2 January 2022: £Nil).

Directors

The directors who served during the year were:

T J Kelly
L McGrane
T P Kelly
R Westropp-Bennett

Disclosure of information to auditors

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

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


Post balance sheet events

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

Auditors

Following a rebranding exercise on 15 May 2023 the trading name of the company's independent auditor changed from MHA MacIntyre Hudson to MHA. A resolution to reappoint MHA as independent auditor will be proposed at the next Annual General Meeting.

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

..........
J P Bradley
Secretary

Date: 19/07/2023

KELLY FLEET SERVICES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KELLY FLEET SERVICES LIMITED

Opinion

We have audited the financial statements of Kelly Fleet Services Limited (the 'company') for the year ended 1 January 2023, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity 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 company's affairs as at 1 January 2023 and of its 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company 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 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.

KELLY FLEET SERVICES LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KELLY FLEET SERVICES LIMITED
(CONTINUED)**

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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 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.

KELLY FLEET SERVICES LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KELLY FLEET SERVICES 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.

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:

- Enquiry of management and those charged with governance around actual and potential litigation and claims;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias;
- Reviewing minutes of meetings of those charged with governance;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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 Auditors' Report.

KELLY FLEET SERVICES LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF KELLY FLEET SERVICES 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 Auditors' 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.



Tasnem Bharmal FCCA (Senior Statutory Auditor)

for and on behalf of
MHA, Statutory Auditor

London, United Kingdom

Date: 26/07/2023

MHA is the trading name of MacIntyre Hudson LLP, a limited liability partnership in England and Wales (registered number OC312313)

KELLY FLEET SERVICES LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 1 JANUARY 2023**

	Note	3 January 2022 to 2 January 2023 £	4 January 2021 to 1 January 2022 £
Turnover	4	40,452,079	33,011,046
Cost of sales		(32,883,858)	(27,975,943)
Gross profit		7,568,221	5,035,103
Administrative expenses		(5,087,618)	(4,387,266)
Operating profit	5	2,480,603	647,837
Interest payable and similar expenses	8	(113,746)	(152,855)
Profit before tax		2,366,857	494,982
Tax on profit	9	(464,707)	(170,297)
Profit for the financial year		1,902,150	324,685

There was no other comprehensive income for 2023 (2022: £NIL).

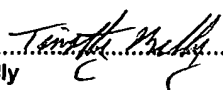
The notes on pages 12 to 26 form part of these financial statements.

KELLY FLEET SERVICES LIMITED
REGISTERED NUMBER: 03215962

BALANCE SHEET
AS AT 1 JANUARY 2023

	Note	2023 £	2022 £
Fixed assets			
Tangible assets	10	22,416,837	21,339,652
		<u>22,416,837</u>	<u>21,339,652</u>
Current assets			
Stocks	11	824,189	647,496
Debtors	12	531,996	767,825
Cash at bank and in hand	13	72,669	792,373
		<u>1,428,854</u>	<u>2,207,694</u>
Creditors: amounts falling due within one year	14	(20,430,179)	(18,670,169)
Net current liabilities		<u>(19,001,325)</u>	<u>(16,462,475)</u>
Total assets less current liabilities		<u>3,415,512</u>	<u>4,877,177</u>
Creditors: amounts falling due after more than one year	15	(1,018,556)	(2,432,699)
Provisions for liabilities			
Deferred tax	17	(108,439)	(58,111)
		<u>(108,439)</u>	<u>(58,111)</u>
Net assets		<u>2,288,517</u>	<u>2,386,367</u>
Capital and reserves			
Called up share capital	18	10,000	10,000
Profit and loss account	19	2,278,517	2,376,367
		<u>2,288,517</u>	<u>2,386,367</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

.....

T J Kelly
 Director

Date: 19/07/2023

The notes on pages 12 to 26 form part of these financial statements.

KELLY FLEET SERVICES LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 1 JANUARY 2023**

	Called up share capital £	Profit and loss account £	Total equity £
At 3 January 2021	10,000	2,051,682	2,061,682
Comprehensive income for the period			
Profit for the year	-	324,685	324,685
Total comprehensive income for the period	-	324,685	324,685
Total transactions with owners	-	-	-
At 2 January 2022	10,000	2,376,367	2,386,367
Comprehensive income for the year			
Profit for the year	-	1,902,150	1,902,150
Total comprehensive income for the year	-	1,902,150	1,902,150
Contributions by and distributions to owners			
Dividends: Equity capital	-	(2,000,000)	(2,000,000)
Total transactions with owners	-	(2,000,000)	(2,000,000)
At 1 January 2023	10,000	2,278,517	2,288,517

The notes on pages 12 to 26 form part of these financial statements.

KELLY FLEET SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 1 JANUARY 2023

1. General information

Kelly Fleet Services Limited is a private company, limited by shares, incorporated in England and Wales. The company registration number is 03215962 and the registered office is Kelly House, Fourth Way, Wembley, Middlesex, HA9 0LH.

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 financial statements are prepared in pounds sterling, the functional currency, rounded to the nearest £1.

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

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of the parent company Kelly Communications Group Limited as at 1 January 2023 and these financial statements may be obtained from the registered office of the holding company.

2.3 Going concern

At 1 January 2023, the company had current liabilities in excess of current assets amounting to £19,001,325 (2 January 2022: £16,462,475).

The financial statements have been prepared on a going concern basis. The period considered in detail by the directors is up to 12 months following the date of the authorisation of the financial statements. The directors consider that the basis is appropriate for the following reason:-

The parent company, Kelly Communications Group Limited, has confirmed its willingness and ability to provide support to the company for a period of at least 12 months from the date of approval of the financial statements.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

2. Accounting policies (continued)**2.4 Revenue**

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

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.5 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight-line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

2.6 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.

2.7 Pensions**Defined contribution pension plan**

The company operates a defined contribution pension scheme for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company 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 company in independently administered funds.

KELLY FLEET SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 1 JANUARY 2023

2. Accounting policies (continued)

2.8 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 operates and generates 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.

2.9 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,

Depreciation is provided on the following basis:

Plant and machinery	-	25% straight line
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.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

2. Accounting policies (continued)**2.10 Tracking equipment**

Tracking equipment hardware with licence agreements which expire within the following 12 months are included as short term assets in other debtors. Any hardware costs whose licence has more than 12 months to run at the balance sheet date are included in debtors falling due after more than one year.

Tracking equipment licences are written off to cost of sales in the year in which all the benefits of the licences have expired within the year.

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 weighted average basis. Work in progress and finished goods include labour and attributable overheads.

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.

2.14 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.

2.15 Leasing and hire purchase

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 the Profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

2. Accounting policies (continued)**2.16 Financial instruments**

The company 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 Statement of Comprehensive Income.

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 company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.17 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.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

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

In the application of the company's accounting policies, which are described above, management is required to make judgements, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are described below:

Fixed Assets

Judgments have been made in relation to the lives of tangible assets in particular the useful economic life and the residual values of the motor vehicles. The directors have concluded that the asset lives and residual values are appropriate.

Valuation of Stock

Stock is included at the lower of cost and net realisable value. The directors have reviewed the stock obsolescence policy and are satisfied that stock is fairly valued at the year end.

Recoverability of debtors

Judgments have been made by the directors in respect of recoverability of debtors. The directors have concluded that the amounts included in debtors are appropriate.

4. Turnover

	3 January 2022 to 1 January 2023 £	4 January 2021 to 2 January 2022 £
Fleet services	40,129,655	33,011,046
Fines recharged	322,424	-
	<u>40,452,079</u>	<u>33,011,046</u>

All turnover arose within the United Kingdom.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

5. Operating profit

The operating profit is stated after charging:

	3 January 2022 to 1 January 2023 £	4 January 2021 to 2 January 2022 £
Depreciation of tangible fixed assets	5,997,481	5,538,505
(Profit)/loss on sale of tangible assets	(638,571)	(155,127)
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	9,000	7,750
Defined contribution pension cost	58,212	56,807
Operating lease expense	460,332	438,837

6. Auditors' remuneration

During the year, the company obtained the following services from the company's auditors:

	3 January 2022 to 1 January 2023 £	4 January 2021 to 1 January 2022 £
Fees payable to the company's auditors for the audit of the company's financial statements	9,000	7,750

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**NOTES TO THE FINANCIAL STATEMENTS
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7. Employees

Staff costs were as follows:

	3 January 2022 to 1 January 2023 £	4 January 2021 to 2 January 2022 £
Wages and salaries	2,937,501	2,690,451
Social security costs	303,453	275,803
Cost of defined contribution pension scheme	58,212	56,807
	<u>3,299,166</u>	<u>3,023,061</u>

During the year, the directors received remuneration of £nil (2 January 2022: £nil) and were accruing no benefits under the defined contribution pension plan.

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

	1 January 2023 No.	2 January 2022 No.
Administrative staff	36	37
Direct staff	50	42
	<u>86</u>	<u>79</u>

8. Interest payable and similar expenses

	3 January 2022 to 1 January 2023 £	4 January 2021 to 2 January 2022 £
Finance leases and hire purchase contracts	113,746	152,855
	<u>113,746</u>	<u>152,855</u>

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

9. Taxation

	3 January 2022 to 1 January 2023 £	4 January 2021 to 2 January 2022 £
Corporation tax		
Current tax on profits for the year	406,216	139,900
Adjustments in respect of previous periods	8,163	-
	414,379	139,900
Total current tax	414,379	139,900
Deferred tax		
Short term timing differences	(192)	30,397
Accelerated capital allowances	50,520	-
Total deferred tax	50,328	30,397
Taxation on profit on ordinary activities	464,707	170,297

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

9. Taxation (continued)**Factors affecting tax charge for the year/period**

The tax assessed for the year is not the same as (2022 - higher than) the standard rate of corporation tax in the UK of 19% (2022 - 19%). The differences are explained below:

	3 January 2022 to 1 January 2023 £	4 January 2021 to 2 January 2022 £
Profit on ordinary activities before tax	<u>2,366,857</u>	<u>494,982</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2022 - 19%)	449,703	94,047
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	26,646	14,894
Depreciation in excess of capital allowances	(19,805)	30,959
Adjustments to tax charge in respect of prior periods	8,163	-
Short term timing difference leading to an increase (decrease) in taxation	-	30,397
Total tax charge for the year/period	<u>464,707</u>	<u>170,297</u>

Factors that may affect future tax charges

The rate of corporation tax was 19% for the financial year beginning 1 April 2022 and will increase to 25% for the financial year beginning 1 April 2023.

Where applicable, Deferred Tax continues to be assessed at 25%, at the year-end date.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

10. Tangible fixed assets

	Plant and machinery £	Motor vehicles £	Fixtures and fittings £	Total £
Cost or valuation				
At 2 January 2022	4,363,117	34,352,235	10,400	38,725,752
Additions	1,635,245	6,316,304	-	7,951,549
Disposals	(372,071)	(1,914,125)	-	(2,286,196)
At 1 January 2023	<u>5,626,291</u>	<u>38,754,414</u>	<u>10,400</u>	<u>44,391,105</u>
Depreciation				
At 2 January 2022	2,517,914	14,863,880	4,306	17,386,100
Charge for the year	1,070,511	4,925,619	1,351	5,997,481
Disposals	(236,820)	(1,172,493)	-	(1,409,313)
At 1 January 2023	<u>3,351,605</u>	<u>18,617,006</u>	<u>5,657</u>	<u>21,974,268</u>
Net book value				
At 1 January 2023	<u>2,274,686</u>	<u>20,137,408</u>	<u>4,743</u>	<u>22,416,837</u>
At 1 January 2022	<u>1,845,203</u>	<u>19,488,355</u>	<u>6,094</u>	<u>21,339,652</u>

The net book value of assets held under hire purchase contracts is £15,351,411 (2022: £14,630,969).

11. Stocks

	1 January 2023 £	2 January 2022 £
Raw materials and consumables	<u>824,189</u>	<u>647,496</u>
	<u>824,189</u>	<u>647,496</u>

Stock recognised in cost of sales during the year as an expense was £4,042,151 (2022: £3,770,585).

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

12. Debtors

	1 January 2023 £	2 January 2022 £
Due within one year		
Trade debtors	173,003	390,453
Other debtors	16,018	66,506
Prepayments and accrued income	342,975	310,866
	<u>531,996</u>	<u>767,825</u>

13. Cash and cash equivalents

	1 January 2023 £	2 January 2022 £
Cash at bank and in hand	72,669	792,373
	<u>72,669</u>	<u>792,373</u>

14. Creditors: Amounts falling due within one year

	1 January 2023 £	2 January 2022 £
Trade creditors	2,561,062	1,815,829
Amounts owed to group undertakings	12,478,604	8,810,580
Corporation tax	369,957	139,900
Other taxation and social security	205,854	79,204
Obligations under finance lease and hire purchase contracts	4,206,570	6,559,103
Other creditors	35,013	52,509
Accruals and deferred income	573,119	1,213,044
	<u>20,430,179</u>	<u>18,670,169</u>

The following liabilities disclosed under creditors falling due within one year are secured by the company:

A debenture is held by Kelly Communications Group Limited securing all monies due or becoming due to it. The total at 1 January 2023 amounts to £12,294,282 (2 January 2022: £8,742,608).

Net obligations under hire purchase contracts of £4,206,570 (2 January 2022: £6,559,103) are secured on the assets to which they relate.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

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

	1 January 2023 £	2 January 2022 £
Net obligations under finance leases and hire purchase contracts	1,018,556	2,432,699
	<u>1,018,556</u>	<u>2,432,699</u>

Obligations on finance leases are secured on the assets to which they relate.

16. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	1 January 2023 £	2 January 2022 £
Within one year	4,206,569	6,559,103
Between 1-5 years	1,018,555	2,432,699
	<u>5,225,124</u>	<u>8,991,802</u>

17. Deferred taxation

	1 January 2023 £	2 January 2022 £
At beginning of year	(58,111)	(27,714)
Charged to profit or loss	(50,328)	(30,397)
At end of year	<u>(108,439)</u>	<u>(58,111)</u>

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

17. Deferred taxation (continued)

The deferred tax liability is made up as follows:

	1 January 2023 £	2 January 2022 £
Accelerated capital allowances	(109,085)	(58,111)
Short term timing differences	646	-
	<u>(108,439)</u>	<u>(58,111)</u>

18. Share capital

	1 January 2023 £	2 January 2022 £
Allotted, called up and fully paid		
10,000 (2020: 10,000) Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>

19. Reserves**Profit and loss account**

The profit and loss account is represented by retained earnings. Changes in reserves are set out in the Statement of Changes in Equity.

20. Pension commitments

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £58,212 (2 January 2022: £56,807). Contributions totalling £13,887 (2 January 2022: £12,299) were payable to the fund at the balance sheet date and are included in creditors.

KELLY FLEET SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 1 JANUARY 2023**

21. Commitments under operating leases

At 1 January 2023 the company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	1 January 2023 £	2 January 2022 £
Not later than 1 year	516,787	438,837
Later than 1 year and not later than 5 years	355,656	782,444
	<u>872,443</u>	<u>1,221,281</u>

The total amount of commitments under operating leases recognised as an expense during the year was £460,332 (2 January 2022: £438,837).

22. Related party transactions

The company has taken advantage of the exemption available in Financial Reporting Standard 102 Section 33 whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group. The consolidated financial statements of the ultimate parent company, Kelly Communications Group Limited are available from Registrar of Companies, Companies House, Cardiff, CF14 3UZ.

During the year, the company raised invoices totalling £600,909 (2 January 2022: £536,243) in respect of fleet hire and maintenance charges to Kelly Rail U.K. Limited, a company under common ownership. Included within trade debtors is an amount of £74,413 (2 January 2022: £25,630) owed by Kelly Rail U.K. Limited to the company and included within trade creditors is an amount of £118 (2 January 2022: £Nil) due to Kelly Rail U.K. Limited by the company. At the year end the net debtor amount of £74,295 (2 January 2022: £25,630) is owed to the company by Kelly Rail U.K. Limited.

23. Ultimate parent company

The ultimate parent undertaking during the year was Kelly Communications Group Limited, a company registered in England and Wales, with a registered office as that of the company. The company's financial statements are consolidated into the financial statements of Kelly Communications Group Limited.

24. Ultimate controlling party

The company was under the control of T J Kelly throughout the year and the previous year by virtue of a controlling interest in the ultimate parent company.