

DWS (Brooklands) Limited  
Annual report and financial statements  
for the period ended 30 September 2010

Registered number 06944680

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# **DWS (Brooklands) Limited**

## **Annual report and financial statements for the period ended 30 September 2010**

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# **DWS (Brooklands) Limited**

## **Director and advisers for the period ended 30 September 2010**

### **Director**

P C Marling

### **Registered office**

Unit 1, Magnet Road  
West Thurrock  
Grays  
Essex  
RM20 4DP

### **Registered number**

06944680

### **Auditors**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
The Atrium  
1 Harefield Road  
Uxbridge  
Middlesex  
UB8 1EX

### **Principal bankers**

Lloyds TSB Bank Plc  
PO Box 72  
Bailey Drive  
Gillingham Business Park, Gillingham  
Kent  
ME8 0LS

# **DWS (Brooklands) Limited**

## **Director's report for the period ended 30 September 2010**

The director presents his report and the audited financial statements of the company for the period ended 30 September 2010

The company was incorporated on 25 June 2009 as DWS (Brooklands) Limited and started trading shortly thereafter

### **Principal activity**

The principal activity of the company during the financial period was the maintenance and repair of motor vehicles

### **Directors**

The directors who served the company were as follows and up to the date of signing these financial statements

A Hurworth	(appointed 25 June 2009 and resigned 25 June 2009)
D W Smithyes	(appointed 25 June 2009 and resigned 29 March 2010)
S D Field	(appointed 29 March 2010 and resigned 13 January 2011)
P C Marling	(appointed 13 January 2011)

### **Statement of director's responsibilities**

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law the director has prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director 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 director is required to

- select suitable accounting policies and then apply them consistently,
- make judgements 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 director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

# **DWS (Brooklands) Limited**

## **Director's report for the period ended 30 September 2010 (continued)**

### **Disclosure of information to auditors**

In so far as the director is aware

- there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006

### **Post balance sheet event**

At 31 December 2010 and 31 March 2011, the company's ultimate parent undertaking, Automotive Repair Solutions Limited ("ARSL"), was in breach of certain covenant conditions on its bank loan with Lloyds TSB. The breach on the covenants was not waived. There was no impact on these financial statements as this was a post balance sheet non-adjusting event. Subsequent to these dates on 4 October 2011 David William Smithyes (DW Smithyes) acquired 55% of the ordinary share capital of ARSL from Risk Capital Partners (RCP) bringing his total shareholding to 70%.

### **Independent auditors**

PricewaterhouseCoopers LLP were appointed auditors of the company during the financial period

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006



P C Marling  
Director  
17 October 2011

# **DWS (Brooklands) Limited**

## **Independent auditors' report to the members of DWS (Brooklands) Limited**

We have audited the financial statements of DWS (Brooklands) Limited for the period ended 30 September 2010 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) as applicable to financial statements prepared in accordance with the small companies regime of the Companies Act 2006.

### **Respective responsibilities of director and auditors**

As explained more fully in the Statement of Director's Responsibilities set out on page 4, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

### **Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 September 2010 and of its profit for the period then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the Companies Act 2006.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Director's Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

## **DWS (Brooklands) Limited**

### **Independent auditors' report to the members of DWS Brooklands Limited (continued)**

#### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where 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, or
- the director was not entitled to prepare financial statements and the director's report in accordance with the small company regime



Suzanne Woolfson (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Uxbridge

17 October 2011

## DWS (Brooklands) Limited

### Profit and loss account for the period ended 30 September 2010

	Note	2010 £
Turnover	2	3,441,306
Cost of sales		(2,144,543)
<b>Gross Profit</b>		<b>1,296,763</b>
Distribution costs		(505,444)
Administrative expenses		(576,083)
<b>Operating profit</b>	3	<b>215,236</b>
Interest payable and similar charges		(2)
<b>Profit on ordinary activities before taxation</b>		<b>215,234</b>
Tax on profit on ordinary activities		-
<b>Profit for the financial period</b>		<b>215,234</b>

The company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of recognised gains and losses has been presented

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial period stated above and their historical costs equivalents

All amounts relate to continuing operations



# DWS (Brooklands) Limited

## Balance Sheet as at 30 September 2010

	Note	2010 £
<b>Fixed assets</b>		
Tangible assets	4	133,932
		<b>133,932</b>
<b>Current Assets</b>		
Stocks	5	102,281
Debtors	6	309,137
Cash at bank and in hand		3,392
		<b>414,810</b>
<b>Creditors amounts falling due within one year</b>	7	<b>(246,163)</b>
<b>Net current assets</b>		<b>168,647</b>
<b>Total assets less current liabilities</b>		<b>302,579</b>
<b>Creditors: amounts falling due after more than one year</b>	8	<b>(87,245)</b>
<b>Net assets</b>		<b>215,334</b>
<b>Capital and reserves</b>		
Called up share capital	10	100
Profit and loss account	11	215,234
<b>Total shareholders' funds</b>	12	<b>215,334</b>

The financial statements have been prepared in accordance with the small companies regime of the Companies Act 2006 relating to small companies

These financial statements were approved by the Board and signed by the director and authorised for issue on 17 October 2011



P C Marling  
Director  
17 October 2011

Company registration number 06944680

# **DWS (Brooklands) Limited**

## **Notes to the financial statements for the period ended 30 September 2010**

### **1 Accounting Policies**

#### **Basis of accounting**

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the period, are set out below.

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006, 'The Small Companies and Groups (Accounts and Directors' Report) Regulations 2008'.

#### **Cash flow statement**

The company has taken advantage of the exemption in FRS 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement and is publically available.

#### **Related parties transactions**

At the balance sheet date, the company was a wholly owned subsidiary of Automotive Repair Solutions Limited, the consolidated accounts of which are prepared. Accordingly, the company has taken advantage of the exemption in FRS 8 related party disclosure from disclosing transactions with members of the group.

#### **Going concern**

In determining the appropriate basis of preparation for the financial statements, the director is required to consider whether the Company can continue in operational existence for the foreseeable future.

Automotive Repair Solutions Limited, the parent company for the Group, has provided an assurance that it is and continues to be supportive of its subsidiaries, including this entity DWS (Brooklands) Limited and to continue to support the business for the foreseeable future.

The cash flow forecasts prepared by the Director show that the parent company will be able to meet its financial operating requirements for at least twelve months from the date of signing of these financial statements.

Taking into account the above, the Director has a reasonable expectation that the Company will be able to meet its liabilities as they fall due for the foreseeable future. Accordingly, the director considers it appropriate to prepare the financial statements on a going concern basis.

#### **Tangible fixed assets**

Tangible fixed assets are stated at historic purchase cost less accumulated depreciation.

Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use.

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

# **DWS (Brooklands) Limited**

## **Notes to the financial statements for the period ended 30 September 2010 (continued)**

### **1 Accounting Policies (continued)**

Plant and Equipment	- 5 years straight line
Fixtures and Fittings	- 3 or 5 years straight line
Motor Vehicles	- 5 years straight line

#### **Stocks**

Stocks are valued at the lower of cost being historic purchase cost and net realisable value, after making due allowance for obsolete and slow moving items

Net realisable value is the price at which stocks can be sold in the normal course of business after allowing for the costs of realisation

#### **Work in progress**

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

#### **Operating lease agreements**

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

#### **Turnover**

The turnover shown in the profit and loss account represents amounts receivable in respect of the repair and maintenance of vehicles during the period, exclusive of value added tax, rebates and discounts.

Turnover is recognised at the time when services have been completed.

#### **Deferred taxation**

Net deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exception:

Net deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Net deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

## DWS (Brooklands) Limited

### Notes to the financial statements for the period ended 30 September 2010 (continued)

#### 2 Turnover

The turnover shown in the profit and loss account represents amounts receivable for repair and maintenance of vehicles during the year during the year, exclusive of value added tax, discounts and rebates

Turnover is recognised at the time when services have been completed and is generated wholly in the UK

#### 3 Operating profit

Operating profit stated after charging	2010 £
Depreciation of owned fixed assets	72,686
Auditors' remuneration – fees payable for the audit of the company	4,000
Operating lease costs	
- Other	221,461

#### 4 Tangible Fixed Assets

	Other Tangible Assets £	Total £
<b>Cost</b>		
At 1 October 2009	-	-
Additions	206,618	206,618
<b>At 30 September 2010</b>	<b>206,618</b>	<b>206,618</b>
<b>At 1 October 2009</b>		
Charge for the year	72,686	72,686
<b>At 30 September 2010</b>	<b>72,686</b>	<b>72,686</b>
<b>Net Book Value</b>		
At 30 September 2010	133,932	133,932

#### 5 Stocks

	2010 £
Work in progress	102,281

# DWS (Brooklands) Limited

## Notes to the financial statements for the period ended 30 September 2010 (continued)

### 6 Debtors

	2010 £
Trade debtors	250,383
Other debtors	58,754
	<hr/>
	309,137

### 7 Creditors: Amounts falling due within one year

	2010 £
Trade creditors	172,313
Other creditors	73,850
	<hr/>
	246,163

### 8 Creditors: Amounts falling due after more than one year

	2010 £
Amounts owed to group undertakings	87,245

Amounts owed to group undertakings are unsecured and interest free

### 9 Commitments under operating leases

At 30 September 2010 the company had annual commitments under non-cancellable operating leases as set out below

	Land and Buildings 2010 £	10 Other 2010 £
Amounts payable within 1 year	-	69,963
After more than 5 years	130,530	-

# DWS (Brooklands) Limited

## Notes to the financial statements for the period ended 30 September 2010 (continued)

### 11 Called up share capital

	2010 £
Authorised share capital	
100 ordinary shares of £1 each	100
<b>Allotted and fully paid</b>	
100 ordinary shares of £1 each	100

The company issued and allotted 100 ordinary shares of £1 each at par for working capital

### 12 Profit and loss account

	£
At 1 October 2009	-
Profit for the financial year	215,234
<b>At 30 September 2010</b>	<b>215,234</b>

### 13 Reconciliation of movements in shareholders' funds

	2010 £
Profit for the financial year	215,234
Opening shareholders' funds	-
Issue of share capital	100
<b>Closing shareholders' funds</b>	<b>215,334</b>

### 14 Ultimate parent undertaking and controlling party

The immediate parent undertaking is DWS Bodyworks (Holdings) Limited

The ultimate parent undertaking and controlling party is Automotive Repair Solutions Limited, a company incorporated in England and Wales which is the parent of the smallest and largest group to consolidate these financial statements. Copies are available from Unit 1, Magnet Road, West Thurrock, Grays, Essex RM20 4DP

### 15 Guarantee

The Company is also acting as a guarantor on the loan of its ultimate parent Company of £6,600,000 with Lloyds TSB Bank as at 30 September 2010

## **DWS (Brooklands) Limited**

### **Notes to the financial statements for the period ended 30 September 2010 (continued)**

#### **16 Post balance sheet note**

At 31 December 2010 and 31 March 2011, the company's ultimate parent undertaking, Automotive Repair Solutions Limited ("ARSL"), was in breach of certain covenant conditions on its bank loan with Lloyds TSB. The breach on the covenants was not waived. There was no impact on these financial statements as this was a post balance sheet non-adjusting event. Subsequent to these dates on 4 October 2011 David William Smithyes (DW Smithyes) acquired 55% of the ordinary share capital of ARSL from Risk Capital Partners (RCP) bringing his total shareholding to 70%.

#### **17 Directors' emoluments**

The directors received no remuneration from this company during the period. The directors' remuneration is borne by DWS (Holdings) Limited. It is not possible to apportion the value of remuneration applicable to services to this company.