

CAPITAL V LIMITED
Unaudited Financial Statements
For the financial year ended 31 May 2022
Pages for filing with the registrar

CAPITAL V LIMITED
UNAUDITED FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

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CAPITAL V LIMITED
COMPANY INFORMATION
For the financial year ended 31 May 2022

DIRECTORS

R Rix
R R J Rix

REGISTERED OFFICE

One St Peter's Square
Manchester
M2 3DE
United Kingdom

COMPANY NUMBER

10193596 (England and Wales)

ACCOUNTANT

Gravita Business Services Limited
Finsgate
5-7 Cranwood Street
London
EC1V 9EE
United Kingdom

**ACCOUNTANT'S REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF
THE UNAUDITED STATUTORY FINANCIAL STATEMENTS OF CAPITAL V LIMITED
For the financial year ended 31 May 2022**

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Capital V Limited for the financial year ended 31 May 2022 which comprise the Balance Sheet and the related notes 1 to 11 from the Company's accounting records and from information and explanations you have given us.

We are subject to the ethical and other professional requirements of the Institute of Chartered Accountants in England and Wales (ICAEW) which are detailed at [_http://www.icaew.com/en/members/regulations-standards-and-guidance_](http://www.icaew.com/en/members/regulations-standards-and-guidance_).

It is your duty to ensure that Capital V Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of Capital V Limited. You consider that Capital V Limited is exempt from the statutory audit requirement for the financial year.

We have not been instructed to carry out an audit or a review of the financial statements of Capital V Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

This report is made solely to the Board of Directors of Capital V Limited, as a body, in accordance with the terms of our engagement letter dated 02 March 2022. Our work has been undertaken solely to prepare for your approval the financial statements of Capital V Limited and state those matters that we have agreed to state to the Board of Directors of Capital V Limited, as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Capital V Limited and its Board of Directors as a body for our work or for this report.

Gravita Business Services Limited
Accountant

Finsgate
5-7 Cranwood Street
London
EC1V 9EE
United Kingdom

30 April 2023

CAPITAL V LIMITED
BALANCE SHEET
As at 31 May 2022

	Note	2022	2021
		£	£
Fixed assets			
Investment property	3	486,000	486,000
Investments	4	5,003,233	7,120,574
		5,489,233	7,606,574
Current assets			
Debtors	5	2,682,156	101,053
Cash at bank and in hand		4,173,444	90,269
		6,855,600	191,322
Creditors			
Amounts falling due within one year	6	(29,200)	(721,915)
Net current assets/(liabilities)		6,826,400	(530,593)
Total assets less current liabilities		12,315,633	7,075,981
Creditors			
Amounts falling due after more than one year	7	(158,446)	(167,401)
Provision for liabilities		0	(204,348)
Net assets		12,157,187	6,704,232
Capital and reserves			
Called-up share capital		50	50
Profit and loss account		12,157,137	6,704,182
Total shareholder's funds		12,157,187	6,704,232

CAPITAL V LIMITED
BALANCE SHEET (CONTINUED)
As at 31 May 2022

For the financial year ending 31 May 2022 the Company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- The member has not required the Company to obtain an audit of its financial statements for the financial year in accordance with section 476;
- The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements; and
- These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and a copy of the Profit and Loss Account has not been delivered.

The financial statements of Capital V Limited (registered number: 10193596) were approved and authorised for issue by the Board of Directors on 29 April 2023. They were signed on its behalf by:

R R J Rix
Director

CAPITAL V LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

1. Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the financial year and to the preceding financial year, unless otherwise stated.

General information and basis of accounting

Capital V Limited (the Company) is a private company, limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is One St Peter's Square, Manchester, M2 3DE, United Kingdom.

The financial statements have been prepared under the historical cost convention, modified to include investment properties and certain items at fair value, and in accordance with Section 1A of Financial Reporting Standard 102 (FRS 102) 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' issued by the Financial Reporting Council and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime.

The financial statements are presented in pounds sterling which is the functional currency of the company and rounded to the nearest £.

Going concern

The directors have assessed the Balance Sheet and likely future cash flows at the date of approving these financial statements. The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence and to meet its financial obligations as they fall due for at least 12 months from the date of signing these financial statements. This assessment is based on the fact that the Company's investments continue to generate income and hold their value. The directors note that the Company has strong cash reserves as a result of the sale of a number of investments during the year. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Group accounts exemption

Group accounts exemption s399

The Company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the Company as an individual entity and not about its group.

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Balance Sheet date are reported at the rates of exchange prevailing at that date.

Exchange differences are recognised in the Profit and Loss Account in the period in which they arise except for exchange differences arising on gains or losses on non-monetary items which are recognised in the Statement of Comprehensive Income.

Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably).

CAPITAL V LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

Employee benefits

Defined contribution schemes

The Company operates a defined contribution scheme. The amount charged to the Profit and Loss Account in respect of pension costs and other post-retirement benefits is the contributions payable in the financial year. Differences between contributions payable in the financial year and contributions actually paid are included as either accruals or prepayments in the Balance Sheet.

Finance costs

Finance costs are charged to the Profit and Loss Account over the term of the debt using the effective interest method so 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.

Taxation

Current tax

Current tax is provided at amounts expected to be paid (or recoverable) using the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax

Deferred tax arises as a result of including items of income and expenditure in taxation computations in periods different from those in which they are included in the Company's financial statements. Deferred tax is provided in full on timing differences which result in an obligation to pay more or less tax at a future date, at the average tax rates that are expected to apply when the timing differences reverse, based on current tax rates and laws. Deferred tax assets and liabilities are not discounted.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each Balance Sheet date. If there is objective evidence of impairment, an impairment loss is recognised in the Profit and Loss Account as described below.

Non-financial assets

At each balance sheet date, the company reviews its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

CAPITAL V LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

Financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Investment property

Investment property for which fair value can be measured reliably are measured at fair value annually with any change recognised in the Profit and Loss Account.

Fixed asset investments

Investments are recognised initially at fair value which is normally the transaction price excluding transaction costs. Subsequently, they are measured at fair value through profit or loss if the shares are publicly traded or their fair value can otherwise be measured reliably. Other investments are measured at cost less impairment.

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial assets and liabilities are only offset in the Balance Sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Financial assets are derecognised when and only when the contractual rights to the cash flows from the financial asset expire or are settled, or the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

CAPITAL V LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

Government grants

Government grants are recognised based on the accrual model and are measured at the fair value of the asset received or receivable. Grants are classified as relating either to revenue or to assets. Grants relating to revenue are recognised in income over the period in which the related costs are recognised. Grants relating to assets are recognised over the expected useful life of the asset. Where part of a grant relating to an asset is deferred, it is recognised as deferred income.

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the Balance Sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2. Employees

	2022	2021
	Number	Number
Monthly average number of persons employed by the Company during the year, including directors	3	3

CAPITAL V LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

3. Investment property

Investment property
£

Valuation

As at 01 June 2021	486,000
As at 31 May 2022	486,000

Investment properties are held at the directors' valuation. If the investment properties had not been revalued they would have been included at cost of £439,272 (2021: £439,272).

The directors have considered the value of the properties at the year end to be consistent with their fair value, based on latest yields, occupancy rates and lease terms in place.

The Company has a fixed charge on the investment property.

4. Fixed asset investments

	2022	2021
	£	£
Subsidiary undertakings	200	0
Participating interests	25,050	25,050
Other investments and loans	4,977,983	7,095,524
	5,003,233	7,120,574

Investments in subsidiaries

	2022
	£
Cost	
At 01 June 2021	0
Additions	200
At 31 May 2022	200
Carrying value at 31 May 2022	200
Carrying value at 31 May 2021	0

CAPITAL V LIMITED
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For the financial year ended 31 May 2022

	Listed investments	Investments in associates	Other investments	Total
	£	£	£	£
Carrying value before impairment				
At 01 June 2021	6,822,356	25,050	273,168	7,120,574
Additions	2,295,717	0	926,823	3,222,540
Disposals	(4,627,198)	0	(106,844)	(4,734,042)
Movement in fair value	(693,348)	0	0	(693,348)
Foreign exchange gains	87,309	0	0	87,309
At 31 May 2022	3,884,836	25,050	1,093,147	5,003,033
Provisions for impairment				
At 01 June 2021	0	0	0	0
At 31 May 2022	0	0	0	0
Carrying value at 31 May 2022	3,884,836	25,050	1,093,147	5,003,033
Carrying value at 31 May 2021	6,822,356	25,050	273,168	7,120,574

The fair value of listed investments was determined with reference to the quoted market price at the reporting date. Disposals are presented at cost, the cumulative fair value gains and losses recognised to the date of disposal have been included in the movement in fair value.

Other investments are held at cost less impairment because their fair value cannot be measured reliably.

Investments in shares

Name of entity	Registered office	Nature of business	Class of shares	Ownership 31.05.2022	Ownership 31.05.2021
EGFV Rix Limited	1 City Road East, Manchester, M15 4PN	Buying and selling motor vehicles	Ordinary shares	50.00%	50.00%
RixProp Ltd	1 City Road East, Manchester, M15 4PN	Holding company	Ordinary A shares	50.00%	50.00%
Mallerstang Estate Limited	1 City Road East, Manchester, M15 4PN	Holding company for investment property	Ordinary shares	100.00%	0.00%
Capital V Property Investments Limited	1 City Road East, Manchester, M15 4PN	Holding company for investment property	Ordinary shares	100.00%	0.00%
Turtle Beach Holdings Inc*	McNamara Corporate Services Inc., 20 Micoud Street, Castries, Saint Lucia.	Holding company for real estate	Indirect holding	100.00%	0.00%

* Indirect holding

CAPITAL V LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

5. Debtors

	2022	2021
	£	£
Amounts owed by Group undertakings	2,225,376	0
Deferred tax asset	29,173	0
Other debtors	427,607	101,053
	2,682,156	101,053

6. Creditors: amounts falling due within one year

	2022	2021
	£	£
Amounts owed to Group undertakings	100	0
Other taxation and social security	4,137	896
Other creditors	24,963	721,019
	29,200	721,915

Bank loans and overdrafts are secured by way of a fixed charge over the investment property held by the Company.

Bank loans and overdrafts are also secured by way of a fixed charge over cash and securities held in account with the bank.

7. Creditors: amounts falling due after more than one year

	2022	2021
	£	£
Other creditors	158,446	167,401

Amounts repayable after more than 5 years are included in creditors falling due over one year:

	2022	2021
	£	£
Other creditors	90,957	90,957

8. Financial commitments

Pensions

The Company operates a defined contribution pension scheme for the directors and employees. The assets of the scheme are held separately from those of the Company in an independently administered fund.

	2022	2021
	£	£
Unpaid contributions due to the fund (inc. in other creditors)	257	0

CAPITAL V LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 31 May 2022

9. Contingencies

Contingent liabilities

	2022	2021
	£	£
Total contingent liabilities	3,500,000	0

The Company has used the listed investment portfolio as guarantee for a personal loan taken out by the shareholder of the Company. The contingent liability amounts to £3.5m.

10. Related party transactions

Remuneration was paid to the directors of £20,000 (2021: £20,000). The directors are the only key management personnel of this Company.

Included within other debtors is a director's loan of £427,607 (2021: included within other creditors £693,797) owed by R R J Rix. The loan is interest free and repayable on demand. The loan was settled after the year end by way of a dividend. The Company has used the listed investment portfolio as guarantee for a personal loan taken out by the shareholder of the Company. The contingent liability amounts to £3.5m (note 10).

The Company has taken advantage of the exemptions available in Section 33 Related Party Transactions of FRS 102 to not disclose transactions with other wholly owned entities in the group.

11. Ultimate controlling party

R R J Rix is the ultimate controlling party by virtue of his shareholding.

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.