

Group Strategic Report,
Report of the Directors and
Consolidated Financial Statements
for the Year Ended 31 March 2023
for
Thompson & Sons Holdings Limited

Contents of the Consolidated Financial Statements
for the Year Ended 31 March 2023

| | Page |
|---|-------------|
| Company Information | 1 |
| Group Strategic Report | 2 |
| Report of the Directors | 3 |
| Report of the Independent Auditors | 4 |
| Consolidated Income Statement | 8 |
| Consolidated Other Comprehensive Income | 9 |
| Consolidated Balance Sheet | 10 |
| Company Balance Sheet | 11 |
| Consolidated Statement of Changes in Equity | 12 |
| Company Statement of Changes in Equity | 13 |
| Consolidated Cash Flow Statement | 14 |
| Notes to the Consolidated Cash Flow Statement | 15 |
| Notes to the Consolidated Financial Statements | 16 |

Thompson & Sons Holdings Limited

Company Information
for the Year Ended 31 March 2023

DIRECTORS:

S M Thompson
Mrs M Thompson
F H Thompson
B C Thompson

SECRETARY:

REGISTERED OFFICE:

1a Lymore Avenue
Oldfield Park
Bath
BA2 1AU

REGISTERED NUMBER:

13096525 (England and Wales)

AUDITORS:

Wormald & Partners
Chartered Accountants (ICAEW)
Redland House
157 Redland Road
Redland
Bristol
BS6 6YE

Group Strategic Report
for the Year Ended 31 March 2023

The directors present their strategic report of the company and the group for the year ended 31 March 2023.

REVIEW OF BUSINESS

The results for the year and the financial position at the year end were considered satisfactory by the directors. Despite the current economic climate, the directors expect to see continued growth in the company for the foreseeable future

PRINCIPAL RISKS AND UNCERTAINTIES

The directors consider there to be no significant risks and uncertainties associated with the business.

The company manages the liquidity risk by ensuring the continuity of funding and flexibility through maintaining adequate bank reserves, with trade creditors liquidity risk managed by ensuring sufficient funds are available to meet amounts due for payment.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the customers' credit accounts, together with the daily monitoring of amounts outstanding.

ON BEHALF OF THE BOARD:

F H Thompson - Director

25 July 2023

**Report of the Directors
for the Year Ended 31 March 2023**

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2023.

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of a holding company.

DIVIDENDS

No interim dividends were paid during the year ended 31 March 2023.

The directors recommend final dividends per share as follows:

| | |
|----------------------------|---------|
| Ordinary A Shares 1 shares | 169.44 |
| Ordinary B Shares 1 shares | 868.33 |
| Ordinary C Shares 1 shares | 1118.33 |

The total distribution of dividends for the year ended 31 March 2023 will be £ 351,164 .

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2022 to the date of this report.

S M Thompson
Mrs M Thompson
F H Thompson
B C Thompson

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Group Strategic Report, the Report of the Directors 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies 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 directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

AUDITORS

The auditors, Wormald & Partners, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

F H Thompson - Director

25 July 2023

Report of the Independent Auditors to the Members of
Thompson & Sons Holdings Limited

Opinion

We have audited the financial statements of Thompson & Sons Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2023 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company affairs as at 31 March 2023 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether 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.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Directors.

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Report of the Independent Auditors to the Members of
Thompson & Sons Holdings Limited

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

Report of the Independent Auditors to the Members of
Thompson & Sons Holdings Limited

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 a Report of the Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Identifying and assessing potential risks related to irregularities - In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following:

- a) The nature of the entity's industry and sector, control environment, business performance and management incentives;
- b) The results of our specific enquiries of management and those charged with governance about their own identification and assessment of the risks of irregularities;
- c) Any matters we identified having obtained and reviewed the company's documentation of their policies and procedures, relating to:
 - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
 - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- d) The matters discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following area(s): the recognition of revenue. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override of controls.

We also obtained an understanding of the legal and regulatory frameworks in which the company operates, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the UK Companies Act and tax legislation.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

Audit response to risks identified - Our procedures to respond to risks identified included the following:

- a) Reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- b) Enquiring of management concerning actual and potential litigation and claims;
- c) Performing analytical procedures to identify and unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- d) Reading minutes of meetings of those charged with governance; and
- e) In addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Report of the Independent Auditors to the Members of
Thompson & Sons Holdings Limited

Whilst procedures above describe the extent to which our procedures are capable of detecting irregularities, including fraud, there are inherent limitations in these audit procedures. The further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, misrepresentation or through collusion. We are not responsible for preventing irregularities, including fraud, or non-compliance with laws and regulations and cannot be expected to detect all irregularities or non-compliance with all laws and regulations.

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 Report of the Auditors.

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 a Report of the Auditors 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.

Dilip R Patel (Senior Statutory Auditor)
for and on behalf of Wormald & Partners
Chartered Accountants (ICAEW)
Redland House
157 Redland Road
Redland
Bristol
BS6 6YE

25 July 2023

**Consolidated
Income Statement
for the Year Ended 31 March 2023**

| | Notes | Year Ended 31.3.23 £ | £ | Period 22.12.20 to 31.3.22 £ | £ |
|--|-------|----------------------------|------------------|------------------------------------|------------------|
| TURNOVER | | | 6,368,903 | | 5,238,705 |
| Cost of sales | | | <u>2,545,697</u> | | <u>1,901,904</u> |
| GROSS PROFIT | | | 3,823,206 | | 3,336,801 |
| Administrative expenses | | | <u>2,900,109</u> | | <u>2,688,838</u> |
| | | | 923,097 | | 647,963 |
| Other operating income | | | - | | 14,077 |
| OPERATING PROFIT | 4 | | <u>923,097</u> | | <u>662,040</u> |
| Income from shares in group undertakings | | (1) | | - | |
| Interest receivable and similar income | | <u>1,023</u> | | <u>45</u> | |
| | | | 1,022 | | 45 |
| | | | <u>924,119</u> | | <u>662,085</u> |
| Interest payable and similar expenses | 5 | | <u>61,562</u> | | <u>27,295</u> |
| PROFIT BEFORE TAXATION | | | 862,557 | | 634,790 |
| Tax on profit | 6 | | <u>116,053</u> | | <u>187,371</u> |
| PROFIT FOR THE FINANCIAL YEAR | | | <u>746,504</u> | | <u>447,419</u> |
| Profit attributable to: | | | | | |
| Owners of the parent | | | <u>746,504</u> | | <u>447,419</u> |

Thompson & Sons Holdings Limited (Registered number: 13096525)

**Consolidated
Other Comprehensive Income
for the Year Ended 31 March 2023**

| | Notes | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|---|-------|----------------------------|--|
| PROFIT FOR THE YEAR | | 746,504 | 447,419 |
| OTHER COMPREHENSIVE INCOME | | - | - |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | <u>746,504</u> | <u>447,419</u> |
| Total comprehensive income attributable to: Owners of the parent | | <u>746,504</u> | <u>447,419</u> |

The notes form part of these financial statements

Thompson & Sons Holdings Limited (Registered number: 13096525)

Consolidated Balance Sheet
31 March 2023

| | Notes | 2023 £ | £ | 2022 £ | £ |
|--|-------|------------------|------------------|------------------|------------------|
| FIXED ASSETS | | | | | |
| Intangible assets | 9 | | 2,116,730 | | 2,116,730 |
| Tangible assets | 10 | | 4,045,380 | | 3,433,835 |
| Investments | 11 | | - | | - |
| | | | <u>6,162,110</u> | | <u>5,550,565</u> |
| CURRENT ASSETS | | | | | |
| Stocks | 12 | 31,721 | | 24,571 | |
| Debtors | 13 | 1,175,805 | | 1,114,024 | |
| Cash at bank and in hand | | <u>533,200</u> | | <u>555,354</u> | |
| | | 1,740,726 | | 1,693,949 | |
| CREDITORS | | | | | |
| Amounts falling due within one year | 15 | <u>2,144,142</u> | | <u>2,048,404</u> | |
| NET CURRENT LIABILITIES | | | <u>(403,416)</u> | | <u>(354,455)</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | 5,758,694 | | 5,196,110 |
| CREDITORS | | | | | |
| Amounts falling due after more than one year | 16 | | (1,148,753) | | (1,097,562) |
| PROVISIONS FOR LIABILITIES | 18 | | <u>(598,157)</u> | | <u>(482,104)</u> |
| NET ASSETS | | | <u>4,011,784</u> | | <u>3,616,444</u> |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 19 | | 1,100 | | 1,100 |
| Share premium | 20 | | 3,360 | | 3,360 |
| Retained earnings | 20 | | <u>4,007,324</u> | | <u>3,611,984</u> |
| SHAREHOLDERS' FUNDS | | | <u>4,011,784</u> | | <u>3,616,444</u> |

The financial statements were approved by the Board of Directors and authorised for issue on 25 July 2023 and were signed on its behalf by:

F H Thompson - Director

B C Thompson - Director

Company Balance Sheet

31 March 2023

| | Notes | 2023 £ | 2022 £ |
|--|-------|------------------|------------------|
| CURRENT ASSETS | | | |
| Debtors | 13 | 1,612 | 1,372 |
| Investments | 14 | 1,617,780 | 1,617,780 |
| Cash at bank | | 488 | 728 |
| | | <u>1,619,880</u> | <u>1,619,880</u> |
| CREDITORS | | | |
| Amounts falling due within one year | 15 | <u>1,618,780</u> | <u>1,463,218</u> |
| NET CURRENT ASSETS | | <u>1,100</u> | <u>156,662</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 1,100 | 156,662 |
| CREDITORS | | | |
| Amounts falling due after more than one year | 16 | <u>-</u> | <u>155,562</u> |
| NET ASSETS | | <u>1,100</u> | <u>1,100</u> |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 19 | <u>1,100</u> | <u>1,100</u> |
| SHAREHOLDERS' FUNDS | | <u>1,100</u> | <u>1,100</u> |
| Company's profit for the financial year | | <u>351,164</u> | <u>317,573</u> |

The financial statements were approved by the Board of Directors and authorised for issue on 25 July 2023 and were signed on its behalf by:

F H Thompson - Director

Consolidated Statement of Changes in Equity
for the Year Ended 31 March 2023

| | Called up share capital £ | Retained earnings £ | Share premium £ | Total equity £ |
|------------------------------------|------------------------------------|---------------------------|-----------------------|----------------------|
| Balance at 22 December 2020 | - | 3,482,138 | 3,360 | 3,485,498 |
| Changes in equity | | | | |
| Issue of share capital | 1,100 | - | - | 1,100 |
| Dividends | - | (317,573) | - | (317,573) |
| Total comprehensive income | - | 447,419 | - | 447,419 |
| Balance at 31 March 2022 | <u>1,100</u> | <u>3,611,984</u> | <u>3,360</u> | <u>3,616,444</u> |
| Changes in equity | | | | |
| Dividends | - | (351,164) | - | (351,164) |
| Total comprehensive income | - | 746,504 | - | 746,504 |
| Balance at 31 March 2023 | <u>1,100</u> | <u>4,007,324</u> | <u>3,360</u> | <u>4,011,784</u> |

Company Statement of Changes in Equity
for the Year Ended 31 March 2023

| | Called up share capital £ | Retained earnings £ | Total equity £ |
|---------------------------------|------------------------------------|---------------------------|----------------------|
| Changes in equity | | | |
| Issue of share capital | 1,100 | - | 1,100 |
| Dividends | - | (317,573) | (317,573) |
| Total comprehensive income | - | 317,573 | 317,573 |
| Balance at 31 March 2022 | 1,100 | - | 1,100 |
| Changes in equity | | | |
| Dividends | - | (351,164) | (351,164) |
| Total comprehensive income | - | 351,164 | 351,164 |
| Balance at 31 March 2023 | 1,100 | - | 1,100 |

Consolidated Cash Flow Statement
for the Year Ended 31 March 2023

| | | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|---|-------|----------------------------|--|
| | Notes | | |
| Cash flows from operating activities | | | |
| Cash generated from operations | 1 | 1,039,798 | 2,215,885 |
| Interest element of hire purchase payments paid | | (61,562) | (27,295) |
| Finance costs paid | | (2) | 728 |
| Other income | | - | 14,077 |
| Tax paid | | 37,311 | (37,311) |
| Net cash from operating activities | | <u>1,015,545</u> | <u>2,166,084</u> |
| Cash flows from investing activities | | | |
| Purchase of tangible fixed assets | | (1,671,654) | (1,652,438) |
| Purchase of fixed asset investments | | - | (1,618,780) |
| Sale of tangible fixed assets | | 314,341 | 273,128 |
| Cash held by subsidiary on acquisition | | - | 778,116 |
| Interest received | | 1,023 | 45 |
| Dividends received | | (1) | - |
| Net cash from investing activities | | <u>(1,356,291)</u> | <u>(2,219,929)</u> |
| Cash flows from financing activities | | | |
| New loans in year | | - | 1,600,000 |
| Loan repayments in year | | - | (1,177,774) |
| Capital repayments in year | | 669,756 | 504,546 |
| Equity dividends paid | | (351,164) | (317,573) |
| Net cash from financing activities | | <u>318,592</u> | <u>609,199</u> |
| (Decrease)/increase in cash and cash equivalents | | <u>(22,154)</u> | <u>555,354</u> |
| Cash and cash equivalents at beginning of year | 2 | 555,354 | - |
| Cash and cash equivalents at end of year | 2 | <u>533,200</u> | <u>555,354</u> |

The notes form part of these financial statements

**Notes to the Consolidated Cash Flow Statement
for the Year Ended 31 March 2023**

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

| | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|--|----------------------------|--|
| Profit before taxation | 862,557 | 634,790 |
| Depreciation charges | 913,136 | 694,930 |
| Profit on disposal of fixed assets | (167,366) | (143,349) |
| Government grants | - | (14,077) |
| Finance costs | 61,562 | 27,295 |
| Finance income | (1,022) | (45) |
| | <u>1,668,867</u> | <u>1,199,544</u> |
| Increase in stocks | (7,150) | (2,785) |
| (Increase)/decrease in trade and other debtors | (99,092) | 385,655 |
| (Decrease)/increase in trade and other creditors | <u>(522,827)</u> | <u>633,471</u> |
| Cash generated from operations | <u><u>1,039,798</u></u> | <u><u>2,215,885</u></u> |

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2023

| | 31.3.23 £ | 1.4.22 £ |
|---------------------------|----------------|----------------|
| Cash and cash equivalents | <u>533,200</u> | <u>555,354</u> |

Period ended 31 March 2022

| | 31.3.22 £ | 22.12.20 £ |
|---------------------------|----------------|---------------|
| Cash and cash equivalents | <u>555,354</u> | <u>-</u> |

3. ANALYSIS OF CHANGES IN NET DEBT

| | At 1.4.22 £ | Cash flow £ | At 31.3.23 £ |
|--------------------------|---------------------------|-------------------------|---------------------------|
| Net cash | | | |
| Cash at bank and in hand | <u>555,354</u> | <u>(22,154)</u> | <u>533,200</u> |
| | <u>555,354</u> | <u>(22,154)</u> | <u>533,200</u> |
| Debt | | | |
| Finance leases | <u>(1,597,479)</u> | <u>(669,756)</u> | <u>(2,267,235)</u> |
| | <u>(1,597,479)</u> | <u>(669,756)</u> | <u>(2,267,235)</u> |
| Total | <u><u>(1,042,125)</u></u> | <u><u>(691,910)</u></u> | <u><u>(1,734,035)</u></u> |

Notes to the Consolidated Financial Statements
for the Year Ended 31 March 2023

1. STATUTORY INFORMATION

Thompson & Sons Holdings Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 0, is being amortised evenly over its estimated useful life of nil years.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Tangible fixed assets

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:

Short Leasehold - Straight line over the term of the lease

Plant & Machinery - 5 years straight line with 20% residual value, 3 years straight line with 10% residual value, 7 years straight line with 16% residual value & 10 years straight line with 10% residual value. Accessory plant being depreciated 10% straight line.

Motor Vehicles - 3 years straight line with 10% residual value

Office Equipment - 25% reducing balance

Fixtures, fittings and equipment - 25% reducing balance

Stocks

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

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Hire purchase and leasing commitments

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

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 March 2023

2. ACCOUNTING POLICIES - continued

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was as follows:

2023 - 57

2022- 54

| | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|-------------------------|----------------------------|--|
| Directors' remuneration | <u>186,283</u> | <u>166,149</u> |

4. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

| | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|------------------------------------|----------------------------|--|
| Hire of plant and machinery | 754,820 | 384,909 |
| Depreciation - owned assets | 913,134 | 694,932 |
| Profit on disposal of fixed assets | (167,366) | (143,349) |
| Auditors' remuneration | <u>12,593</u> | <u>7,759</u> |

5. INTEREST PAYABLE AND SIMILAR EXPENSES

| | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|---------------|----------------------------|--|
| Hire purchase | <u>61,562</u> | <u>27,295</u> |

6. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

| | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|--------------------|----------------------------|--|
| Current tax: | | |
| UK corporation tax | - | (37,311) |
| Deferred tax | 116,053 | 224,682 |
| Tax on profit | <u>116,053</u> | <u>187,371</u> |

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 March 2023

7. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

8. DIVIDENDS

| | Year Ended 31.3.23 £ | Period 22.12.20 to 31.3.22 £ |
|---|----------------------------|--|
| Ordinary A Shares shares of 1 each Final | 76,249 | 49,043 |
| Ordinary B Shares shares of 1 each Final | 76,249 | 49,043 |
| Ordinary C Shares shares of 1 each Final | 198,666 | 219,487 |
| | <u>351,164</u> | <u>317,573</u> |

9. INTANGIBLE FIXED ASSETS

Group

COST

At 1 April 2022

and 31 March 2023

Goodwill
£

2,116,730

NET BOOK VALUE

At 31 March 2023

2,116,730

At 31 March 2022

2,116,730

10. TANGIBLE FIXED ASSETS

Group

| | Short leasehold £ | Plant and machinery £ | Fixtures and fittings £ |
|------------------------|-------------------------|-----------------------------|----------------------------------|
| COST | | | |
| At 1 April 2022 | 322,929 | 6,472,548 | 135,546 |
| Additions | - | 1,299,201 | 7,260 |
| Disposals | - | (505,724) | (1,770) |
| At 31 March 2023 | <u>322,929</u> | <u>7,266,025</u> | <u>141,036</u> |
| DEPRECIATION | | | |
| At 1 April 2022 | 167,419 | 3,912,080 | 92,651 |
| Charge for year | 36,125 | 607,737 | 11,597 |
| Eliminated on disposal | - | (378,788) | (1,194) |
| At 31 March 2023 | <u>203,544</u> | <u>4,141,029</u> | <u>103,054</u> |
| NET BOOK VALUE | | | |
| At 31 March 2023 | <u>119,385</u> | <u>3,124,996</u> | <u>37,982</u> |
| At 31 March 2022 | <u>155,510</u> | <u>2,560,468</u> | <u>42,895</u> |

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 March 2023

10. TANGIBLE FIXED ASSETS - continued

Group

| | Motor vehicles £ | Computer equipment £ | Totals £ |
|------------------------|------------------------|----------------------------|------------------|
| COST | | | |
| At 1 April 2022 | 1,198,601 | 470,486 | 8,600,110 |
| Additions | 342,879 | 22,314 | 1,671,654 |
| Disposals | (189,926) | (5,197) | (702,617) |
| At 31 March 2023 | <u>1,351,554</u> | <u>487,603</u> | <u>9,569,147</u> |
| DEPRECIATION | | | |
| At 1 April 2022 | 637,967 | 356,158 | 5,166,275 |
| Charge for year | 225,871 | 31,804 | 913,134 |
| Eliminated on disposal | (170,933) | (4,727) | (555,642) |
| At 31 March 2023 | <u>692,905</u> | <u>383,235</u> | <u>5,523,767</u> |
| NET BOOK VALUE | | | |
| At 31 March 2023 | <u>658,649</u> | <u>104,368</u> | <u>4,045,380</u> |
| At 31 March 2022 | <u>560,634</u> | <u>114,328</u> | <u>3,433,835</u> |

11. FIXED ASSET INVESTMENTS

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiaries

Alide Plant (Holdings) Limited

Registered office: 1a Lymore Avenue, Oldfield Park, Bath, BA2 1AU, United Kingdom

Nature of business: Holding Company

| | % holding | 2023 £ | 2022 £ |
|--------------------------------|--------------|----------------|----------------|
| Class of shares: | | | |
| A, B, C, D Ordinary Shares | 100.00 | | |
| Aggregate capital and reserves | | 501,900 | 501,900 |
| Profit for the year/period | | <u>351,163</u> | <u>296,965</u> |

Alide Plant Services Limited

Registered office: 1a Lymore Avenue, Oldfield Park, Bath, BA2 1AU, United Kingdom

Nature of business: Plant Hire

| | % holding | 2023 £ | 2022 £ |
|--------------------------------|--------------|----------------|----------------|
| Class of shares: | | | |
| Ordinary | 100.00 | | |
| Aggregate capital and reserves | | 3,511,760 | 3,116,394 |
| Profit for the year/period | | <u>746,529</u> | <u>447,419</u> |

12. STOCKS

| | Group |
|--------|---------------|
| | 2023 £ |
| | 2022 £ |
| Stocks | <u>31,721</u> |
| | <u>24,571</u> |

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 March 2023

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Group | | Company | |
|--------------------------------|------------------|------------------|----------------|--------------|
| | 2023 | 2022 | 2023 | 2022 |
| | £ | £ | £ | £ |
| Trade debtors | 1,036,316 | 880,749 | - | - |
| Other debtors | 1,613 | 1,373 | 1,612 | 1,372 |
| Tax | - | 37,311 | - | - |
| Prepayments and accrued income | 137,876 | 194,591 | - | - |
| | <u>1,175,805</u> | <u>1,114,024</u> | <u>1,612</u> | <u>1,372</u> |

14. CURRENT ASSET INVESTMENTS

| | Company | |
|------------------------------|------------------|------------------|
| | 2023 | 2022 |
| | £ | £ |
| Shares in group undertakings | <u>1,617,780</u> | <u>1,617,780</u> |

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | Group | | Company | |
|---------------------------------------|------------------|------------------|------------------|------------------|
| | 2023 | 2022 | 2023 | 2022 |
| | £ | £ | £ | £ |
| Hire purchase contracts (see note 17) | 1,118,482 | 655,479 | - | - |
| Trade creditors | 520,731 | 770,363 | - | - |
| Social security and other taxes | 201,859 | 159,006 | - | - |
| Other creditors | 303,070 | 463,556 | 155,562 | 266,664 |
| Amount due to subsidiary | - | - | 1,463,218 | 1,196,554 |
| | <u>2,144,142</u> | <u>2,048,404</u> | <u>1,618,780</u> | <u>1,463,218</u> |

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | Group | | Company | |
|---------------------------------------|------------------|------------------|----------------|----------------|
| | 2023 | 2022 | 2023 | 2022 |
| | £ | £ | £ | £ |
| Hire purchase contracts (see note 17) | 1,148,753 | 942,000 | - | - |
| Other creditors | - | 155,562 | - | 155,562 |
| | <u>1,148,753</u> | <u>1,097,562</u> | <u>-</u> | <u>155,562</u> |

17. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group

| | Hire purchase contracts | |
|----------------------------|--------------------------------|------------------|
| | 2023 | 2022 |
| | £ | £ |
| Net obligations repayable: | | |
| Within one year | 1,118,482 | 655,479 |
| Between one and five years | 1,148,753 | 942,000 |
| | <u>2,267,235</u> | <u>1,597,479</u> |

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 March 2023

18. PROVISIONS FOR LIABILITIES

| | Group | |
|--------------------------|----------------|----------------|
| | 2023 | 2022 |
| | £ | £ |
| Deferred tax | <u>598,157</u> | <u>482,104</u> |
| Group | | |
| | | Deferred tax |
| | | £ |
| Balance at 1 April 2022 | | 482,104 |
| Provided during year | | 116,053 |
| Balance at 31 March 2023 | | <u>598,157</u> |

19. CALLED UP SHARE CAPITAL

| Allotted, issued and fully paid: | | | 2023 | 2022 |
|----------------------------------|-------------------|----------------|--------------|--------------|
| Number: | Class: | Nominal value: | £ | £ |
| 900 | Ordinary A Shares | 1 | 450 | 450 |
| 100 | Ordinary B Shares | 1 | 450 | 450 |
| 100 | Ordinary C Shares | 1 | 200 | 200 |
| | | | <u>1,100</u> | <u>1,100</u> |

20. RESERVES

| Group | | Retained earnings | Share premium | Totals |
|---------------------|--|-------------------|---------------|-------------------|
| | | £ | £ | £ |
| At 1 April 2022 | | 3,611,984 | 3,360 | 3,615,344 |
| Profit for the year | | 746,504 | | 746,504 |
| Dividends | | (351,164) | | (351,164) |
| At 31 March 2023 | | <u>4,007,324</u> | <u>3,360</u> | <u>4,010,684</u> |
| Company | | | | |
| | | | | Retained earnings |
| | | | | £ |
| Profit for the year | | | | 351,164 |
| Dividends | | | | (351,164) |
| At 31 March 2023 | | | | <u>-</u> |

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.