# TVR Car Club Limited A Company Limited by Guarantee Financial Statements 30 September 2018

# A Company Limited by Guarantee

# **Financial Statements**

# Year ended 30 September 2018

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#### A Company Limited by Guarantee

#### **Directors' Report**

#### Year ended 30 September 2018

The directors present their report and the financial statements of the company for the year ended 30 September 2018.

#### **Directors**

The directors who served the company during the year were as follows:

Mr R H Sails Mr M R Larner Mr P Blackwell Mr R S Dodds

#### Directors' responsibilities statement

The directors are responsible for preparing 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 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 profit or loss of the company for that period.

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

- select suitable accounting policies 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 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.

#### **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

#### Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

# A Company Limited by Guarantee

# **Directors' Report** (continued)

# Year ended 30 September 2018

This report was approved by the board of directors on 7 February 2019 and signed on behalf of the board by:

Mr M R Larner Director

Registered office: Bramford House 23 Westfield Park Clifton Bristol England BS6 6LT

#### A Company Limited by Guarantee

# Independent Auditor's Report to the Members of TVR Car Club Limited Year ended 30 September 2018

#### **Opinion**

We have audited the financial statements of TVR Car Club Limited (the 'company') for the year ended 30 September 2018 which comprise the statement of income and retained earnings, statement of financial position 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 FRS 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 30 September 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 auditor's 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 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties
  that may cast significant doubt about the company's ability to continue to adopt the going
  concern basis of accounting for a period of at least twelve months from the date when the
  financial statements are authorised for issue.

#### A Company Limited by Guarantee

# Independent Auditor's Report to the Members of TVR Car Club Limited (continued) Year ended 30 September 2018

#### Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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 there is a material misstatement in the financial statements or a material misstatement of the other information. 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has 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 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

#### A Company Limited by Guarantee

# Independent Auditor's Report to the Members of TVR Car Club Limited (continued) Year ended 30 September 2018

#### Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

#### Auditor's 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 auditor's 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to
  fraud or error, design and perform audit procedures responsive to those risks, and obtain audit
  evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not
  detecting a material misstatement resulting from fraud is higher than for one resulting from error,
  as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override
  of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the
  disclosures, and whether the financial statements represent the underlying transactions and
  events in a manner that achieves fair presentation.

#### A Company Limited by Guarantee

# Independent Auditor's Report to the Members of TVR Car Club Limited (continued)

#### Year ended 30 September 2018

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

#### 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 auditor's 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.

William Neville (Senior Statutory Auditor)

For and on behalf of Lewis Brownlee (Chichester) Ltd Chartered accountants & statutory auditor Appledram Barns Birdham Road Chichester West Sussex PO20 7EQ

7 February 2019

# A Company Limited by Guarantee

# **Statement of Income and Retained Earnings**

# Year ended 30 September 2018

	Note	2018 £	2017 £
Turnover	5	330,436	340,983
Cost of sales		202,924	213,829
Gross profit		127,512	127,154
Administrative expenses Other operating income		122,030 1,225	130,139 1,963
Operating profit/(loss)		6,707	(1,022)
Income from other fixed asset investments Other interest receivable and similar income Interest payable and similar expenses		3,053 3,719 -	2,764 4,982 14
Profit before taxation	8	13,479	6,710
Tax on profit		229	(1,351)
Profit for the financial year and total comprehensive income		13,250	8,061
Retained earnings at the start of the year		92,787	84,726
Retained earnings at the end of the year		106,037	92,787

All the activities of the company are from continuing operations.

#### A Company Limited by Guarantee

#### **Statement of Financial Position**

#### 30 September 2018

		2018		2017
	Note	£	£	£
Fixed assets	•		0.400	0.040
Intangible assets	9		2,493	3,849
Tangible assets Investments	10 11		30,012 160,913	22,168 134,052
IIIVESTITIETIUS	11			134,032
			193,418	160,069
Current assets				
Stocks		4,397		4,793
Debtors	12	21,480		18,515
Cash at bank and in hand		44,796		70,652
		70,673		93,960
Creditors: amounts falling due within one year	13	157,329		160,475
Net current liabilities			86,656	66,515
Total assets less current liabilities			106,762	93,554
Provisions				
Taxation including deferred tax			725	767
Net assets			106,037	92,787
Capital and reserves				
Profit and loss account			106,037	92,787
Members funds			106,037	92,787

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 7 February 2019, and are signed on behalf of the board by:

Mr P Blackwell Director

Company registration number: 02426865

#### A Company Limited by Guarantee

#### **Notes to the Financial Statements**

#### Year ended 30 September 2018

#### 1. General information

The company is a private company limited by guarantee, registered in England and Wales. The address of the registered office is Bramford House, 23 Westfield Park, Clifton, Bristol, BS6 6LT, England.

#### 2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

#### 3. Accounting policies

#### **Basis of preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

#### Disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. As a small company, advantage has been taken of the following disclosure exemptions available under section 1A of FRS 102: (a) Disclosures in respect of financial instruments have not been presented. (b) No disclosure has been given for the aggregate remuneration of key management personnel.

#### Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### Revenue recognition

Turnover comprises subscriptions received from members, sales of advertising space in the Club magazine, sales of Club merchandise and income in respect of events organised by the Club for its members, excluding VAT. Subscriptions are received for 12 months in advance and advertising sales are invoiced up to 6 months in advance. The proportion of subscriptions and advertising income relating to the period after the balance sheet date is carried forward into next year and included in creditors due within one year as deferred income

Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

#### A Company Limited by Guarantee

#### Notes to the Financial Statements (continued)

#### Year ended 30 September 2018

#### 3. Accounting policies (continued)

#### Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

#### Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

#### Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses. Any intangible assets carried at revalued amounts, are recorded at the fair value at the date of revaluation, as determined by reference to an active market, less any subsequent accumulated amortisation and subsequent accumulated impairment losses.

Intangible assets acquired as part of a business combination are recorded at the fair value at the acquisition date.

#### **Amortisation**

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

Website - 33% straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

#### A Company Limited by Guarantee

#### Notes to the Financial Statements (continued)

#### Year ended 30 September 2018

#### 3. Accounting policies (continued)

#### Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Heritage assets are tangible assets with historical, artistic, scientific, technological, geophysical or environmental qualities that is held and maintained for its contribution to knowledge and culture. Heritage assets comprising the original build sheets and provenance of TVR vehicle models were purchased in the year for £11,000. No depreciation has been charged in the year and the directors carried out an impairment review at the year end and consider that there has been no reduction in the value of of the assets.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

#### Depreciation

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

Fixtures and fittings - 20% reducing balance
Motor vehicles - 25% reducing balance

#### **Investments**

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

#### A Company Limited by Guarantee

#### Notes to the Financial Statements (continued)

#### Year ended 30 September 2018

#### 3. Accounting policies (continued)

#### Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

#### **Stocks**

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

#### **Defined contribution plans**

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

#### 4. A company limited by guarantee

The company is a not-for-profit organisation, limited by guarantee, with a membership made up of TVR owners and enthusiasts. The extent of each member's guarantee is £1.

#### 5. Turnover

Turnover arises from:

Tamorer andee menn.	2018	2017
	£	£
Memberships	230,206	236,122
Regalia sales	25,070	29,807
Advertising	51,076	57,300
Event income	24,066	17,742
Other income	18	12
	330,436	340,983

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#### A Company Limited by Guarantee

#### Notes to the Financial Statements (continued)

#### Year ended 30 September 2018

#### 5. Turnover (continued)

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

#### 6. Auditor's remuneration

	2018	2017
	£	£
Fees payable for the audit of the financial statements	3,000	3,000

#### 7. Employee numbers

The average number of persons employed by the company during the year amounted to 3 (2017: 3).

#### 8. Profit before taxation

Profit before taxation is stated after charging/crediting:

g	2018	2017
	£	£
Amortisation of intangible assets	1,356	226
Depreciation of tangible assets	4,676	5,925
Fair value adjustments to financial assets measured at fair value		
through profit or loss	(3,816)	(4,034)
		`

#### 9. Intangible assets

	Website £
Cost At 1 October 2017 and 30 September 2018	4,075
Amortisation	
At 1 October 2017	226
Charge for the year	1,356
At 30 September 2018	1,582
Carrying amount	
At 30 September 2018	2,493
At 30 September 2017	3,849

# A Company Limited by Guarantee

# Notes to the Financial Statements (continued)

# Year ended 30 September 2018

# 10. Tangible assets

	Fixtures and fittings £	Motor vehicles £	Heritage assets £	Total £
Cost	E4 000	40.444		04.000
At 1 October 2017	51,228	13,411	_	64,639
Additions	1,520	_	11,000	12,520
At 30 September 2018	52,748	13,411	11,000	77,159
Depreciation				
At 1 October 2017	37,725	4,746	_	42,471
Charge for the year	2,800	1,876	_	4,676
At 30 September 2018	40,525	6,622	_	47,147
Carrying amount				
At 30 September 2018	12,223	6,789	11,000	30,012
At 30 September 2017	13,503	8,665		22,168

#### 11. Investments

12.

mvestments		
		Other stments her than loans £
Cost At 1 October 2017 Additions Disposals Revaluations		134,052 40,614 (17,569) 3,816
At 30 September 2018		160,913
Impairment At 1 October 2017 and 30 September 2018		
Carrying amount At 30 September 2018		160,913
At 30 September 2017		134,052
Debtors		
	2018 £	2017 £
Trade debtors Other debtors	8,314 13,166	7,617 10,898
	21,480	18,515

#### A Company Limited by Guarantee

#### Notes to the Financial Statements (continued)

#### Year ended 30 September 2018

#### 13. Creditors: amounts falling due within one year

	2018	2017
	£	£
Trade creditors	7,593	9,072
Corporation tax	360	894
Social security and other taxes	2,882	2,932
Other creditors	146,494	147,577
	157,329	160,475

#### 14. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	2018	2017
	£	£
Not later than 1 year	3,364	4,037
Later than 1 year and not later than 5 years	_	4,037
	3,364	8,074

#### 15. Related party transactions

During the year the company reimbursed expenses to the following directors: R H Sails £3,970(2017 - £1,191), M Larner £782 (2017 - £627), P Blackwell £920 (2017 - £530) and R Dodds £580 (2017 - £632). At the year end the company owed £Nil (2017 - R Dodds £632)

# A Company Limited by Guarantee Management Information Year ended 30 September 2018

The following pages do not form part of the financial statements.

# **Detailed Income Statement**

# Year ended 30 September 2018

	2018	2017
Turnover	£ 330,436	£ 340,983
Cost of sales		
Opening stock - finished goods	4,793	5,627
Purchases	16,117	21,481
Direct costs	186,411	191,514
	207,321	218,622
Closing stock - resale	4,397	4,793
	202,924	213,829
Gross profit	127,512	127,154
Overheads		
Administrative expenses	122,030	130,139
Other operating income	1,225	1,963
Operating profit/(loss)	6,707	(1,022)
Income from other fixed asset investments	3,053	2,764
Other interest receivable and similar income	3,719	4,982
Interest payable and similar expenses	-	(14)
Profit before taxation	13,479	6,710

# **Notes to the Detailed Income Statement**

# Year ended 30 September 2018

	2018 £	2017 £
Administrative expenses		
Wages and salaries	50,687	53,638
Employers national insurance contributions	1,162	375
Staff pension contributions	<sup>2</sup> 318	217
Rent rates and water	6,101	4,705
Insurance	2,548	3,774
Repairs and maintenance (allowable)	118	468
Motor expenses	1,645	1,154
Travel and subsistence	3,032	3,257
Telephone	980	1,059
Printing postage and stationery	8,343	9,114
Sundry expenses	4,022	2,222
Charitable donations (allowable)	_	25
Computer & website costs	14,122	13,364
Subscriptions	35	_
Advertising	2,806	988
Legal and professional fees (allowable)	2,220	4,991
Accountancy & administration fees	10,018	16,689
Auditors remuneration	3,000	3,000
Amortisation of intangible assets	1,356	226
Depreciation of tangible assets	4,676	5,925
Bad debts written off	_	57
Bank charges	4,841	4,891
	122,030	130,139
	====	=====
Other operating income		
Commissions receivable	1,225	1,963
Continussions receivable	===	====
Income from other fixed asset investments		
Income from other fixed asset investments	3,053	2,764
income nom other fixed asset investments	3,055 ====	2,704
Other interest receivable and similar income		
	18	10
Interest on cash and cash equivalents		18
Gain on financial instruments	(115)	930
Gain on fair value adjustment of financial assets at fair value through	2.046	4.004
profit or loss	3,816	4,034
	3,719	4,982
Interest payable and similar expenses		
Other interest payable and similar charges	_	14
·		