

LIND AG LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**



LIND AG LIMITED

COMPANY INFORMATION

Directors	R B Dacre D A Stuart J M Dacre (resigned 4 April 2019)
Company secretary	R B Dacre
Registered number	02727708
Registered office	Brook Farm Five Oak Green Road Tonbridge Kent TN11 0QN
Independent auditors	Larking Gowen LLP Chartered Accountants & Statutory Auditors 1 Claydon Business Park Great Blakenham Ipswich IP6 0NL
Bankers	Bank of Scotland 3 Queen Street Norwich Norfolk NR2 4SG

LIND AG LIMITED

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LIND AG LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

Introduction

The directors present their strategic report for the year ended 31 December 2019.

Business review

The business retails Porsche new and used cars, parts, and related services from our dealership in Tonbridge, Kent. LIND will complete our 2nd Porsche dealership at Norwich in December 2020.

December 2019 has seen the culmination of almost 2 years of construction at Tonbridge dealership. This has lifted the internal space from 15,000m² to 38,000m². Our new "state of the art" workshop is already showing significantly improved returns. Service direct profit for the year ended 31 December 2019 increased +34% (from 2018). Even with the impacts of COV-19 in 2020, we are expecting service direct profit to be the best-ever to date. For the 5 months since "Lockdown 1", Porsche Centre Tonbridge has made double what was achieved in 12 months ended 31 December 2019. Another big opportunity will be Approved Used Porsche. For 2020, we expect Approved Used Porsches Sales to be the best in LIND's history.

And the best is yet to come. Continued growth in Service and Approved Used Porsches will be key contributors moving forward. 2019 Audited accounts highlight our Fixed assets improving by +369% from 2018. With Porsche Centre Norwich construction due to be completed Dec-2020, it is exciting times for LIND AG Limited.

LIND AG LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2019

Principal risks and uncertainties

Competitive risks:

There is a healthy appetite for premium automotive offerings. However, business uncertainty, rapidly changing customer behaviours, and technology has meant an increase in the breadth and intensity of competition. Pressure on margins does provide a clear indicator. Our Company will remain focused on delivering the highest levels of customer satisfaction. This will include our commitment to competitively pricing, and investment in ensuring the best possible online/retail/ workshop facilities.

Supplier risks:

Our Company has established healthy, reliable, and trusted supplier relationships. This includes our manufacturers and franchisors. A key risk is the potential loss of a supplier including a franchise. Maintaining a close relationship including clear communication with all key suppliers does mitigate our risks.

General economy and political risk:

The Company is not immune to the general economic conditions. The possibility of Brexit, inflation, growing unemployment, fall-out from a Global pandemic, interest rate and exchange rate fluctuations could have a negative impact on the business.

Regulatory compliance risk:

The Company is subject to regulatory compliance risk by failing to comply with laws, regulations or codes as set by the Health and Safety Executive, Financial Conduct Authority, and local authorities. Non-compliance can lead to fines, and suspension from selling general insurance products. GDPR and the safeguarding of information.

Management risk:

The Company is dependent on members of its senior management team and the loss of such individuals could have an adverse effect on the business. Further, failure to attract, develop and retain staff of sufficient calibre could also affect the ability of the business to grow.

Information risk:

The Company is dependent on the continuous operation of its information technology and computer systems which are vulnerable to damage, failure, and sabotage. Whilst insurance cover is in place, such a disaster could have a detrimental effect on the business.

Financial risk management objectives and policies:

In common with other businesses, the group aims to minimise financial risk. The measures used by the directors to manage this risk include the preparation of profit forecasts, regular monitoring of actual performance against these forecasts and ensuring that adequate financing facilities are in place to meet the requirements of the business. Trade debtors are closely monitored to keep the risk of bad debts to a minimum level. Levels of stock are also regularly scrutinised to reduce the risk of slow-moving stocks being held.

LIND AG LIMITED

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

Financial key performance indicators

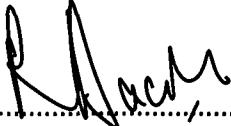
The group uses a range of performance measures to monitor business performance. The directors consider that, consistent with the size and non-complex nature of the business, the key performance indicators are those that communicate the financial performance of the business as a whole. These include:

	2019 £	2018 £
Turnover	47,534,794	43,759,677
Gross profit	5,967,181	5,217,076
Net profit before tax	1,094,986	953,209
Net assets	1,914,826	2,560,560
Fixed assets	6,730,251	1,434,828

Other key performance indicators

The Company also reviews non-financial indicators, particularly those relating to customer satisfaction, manufacturer balanced scorecard performance and changes in employee numbers. Employee numbers have increased during 2019 to 52 (2018: 48).

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


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R B Dacre
Director

Date: 21 December 2020

LIND AG LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present their report and the financial statements for the year ended 31 December 2019.

Directors' responsibilities statement

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

Principal activity

The principal activity of the Company continued to be that of operating a motor dealership.

Results and dividends

The profit for the year, after taxation, amounted to £854,266 (2018 - £919,422).

The directors have recommended the payment of a dividend, amounting to £1,500,000 (2018 - £Nil). No dividends have been declared post year end.

Directors

The directors who served during the year were:

R B Dacre
D A Stuart
J M Dacre (resigned 4 April 2019)

Future developments

We plan to complete our 2018-2021 build program by December 2020. This includes completing our 2nd Porsche dealership in Norwich (December 2020). LIND will continue to invest and grow our digital, paperless, "SMART", solutions including our online shop.

LIND AG LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019**

Disclosure of information to auditors

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

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

Post balance sheet events

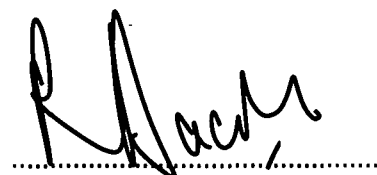
2020 may well be remembered by many as the year of Covid-19, such has been its consequences on the world. LIND has been impacted significantly by the closure of our vehicle showrooms, and workshops. In particular, the first lockdown between 23 March 2020 and 31 May 2020 was during the traditional automotive high season. Often, the path to success is shaped by how one responds to adversity. Best ever service direct profit, continued construction of our Porsche Centre Norwich dealership, and record NPBT (for each of July, August, September, and October) do reflect on the passion team, agile processes, and favour on LIND. The pandemic does not impact on the financial position as reflected in the 2019 financial statements.

Our revolving credit facility with Volkswagen Bank shows the amount outstanding at 31 December 2019 of £3.1m. This is reflected as current liabilities. For operational reasons, we chose the flexibility of the revolving credit facility rather than drawing down more on the term loan prior to year end. The balance of the revolving credit facility fluctuates significantly depending on working capital requirements and the seasonal nature of the business. This is demonstrated with the facility having been repaid in full in June 2020. The Group continues to utilise this facility when required.

Auditors

The auditors, Larking Gowen LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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



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R B Dacre
Director

Date: 21 December 2020

LIND AG LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF LIND AG LIMITED

Opinion

We have audited the financial statements of Lind AG Limited (the 'Company') for the year ended 31 December 2019, which comprise the Statement of income and retained earnings, the 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 Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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.

LIND AG LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF LIND AG LIMITED (CONTINUED)

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' report 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 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.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

LIND AG LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF LIND AG LIMITED (CONTINUED)

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement on page 4, 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.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' report.

Use of our report

This report is made solely to the Company's shareholders 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 shareholders those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders for our audit work, for this report, or for the opinions we have formed.



Ian Fitch FCA (Senior statutory auditor)

for and on behalf of
Larking Gowen LLP

Chartered Accountants &
Statutory Auditors

Ipswich

21 December 2020

LIND AG LIMITED

**STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	2019 £	2018 £
Turnover	4	47,534,794	43,759,677
Cost of sales		(41,567,613)	(38,542,601)
Gross profit		5,967,181	5,217,076
Administrative expenses		(4,672,652)	(4,085,671)
Operating profit	5	1,294,529	1,131,405
Interest receivable and similar income	8	-	1,144
Interest payable and expenses	9	(199,543)	(179,340)
Profit before tax		1,094,986	953,209
Tax on profit	10	(240,720)	(33,787)
Profit after tax		854,266	919,422
Retained earnings at the beginning of the year		2,560,460	1,641,038
		2,560,460	1,641,038
Profit for the year		854,266	919,422
Dividends declared and paid		(1,500,000)	-
Retained earnings at the end of the year		1,914,726	2,560,460

There were no recognised gains and losses for 2019 or 2018 other than those included in the statement of income and retained earnings.

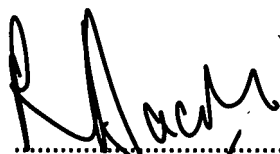
The notes on pages 11 to 29 form part of these financial statements.

LIND AG LIMITED
REGISTERED NUMBER: 02727708

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Tangible assets	12	6,730,251	1,434,828
		<u>6,730,251</u>	<u>1,434,828</u>
Current assets			
Stocks	13	6,989,332	4,511,511
Debtors: Amounts falling due within one year	14	7,334,879	2,852,506
Cash at bank and in hand	15	1,050	1,629,116
		<u>14,325,261</u>	<u>8,993,133</u>
Total assets		<u><u>21,055,512</u></u>	<u><u>10,427,961</u></u>
Capital and reserves			
Called up share capital	20	100	100
Profit and loss account	21	1,914,726	2,560,460
		<u>1,914,826</u>	<u>2,560,560</u>
Provisions for liabilities	19	140,403	28,133
Creditors: Amounts Falling Due Within One Year	16	14,307,650	6,638,619
Creditors: Amounts Falling Due After More Than One Year	17	4,692,633	1,200,649
Total liabilities and shareholders' equity		<u><u>21,055,512</u></u>	<u><u>10,427,961</u></u>

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



R B Dacre
Director

Date: 21 December 2020

The notes on pages 11 to 29 form part of these financial statements.

LIND AG LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. General information

Lind AG Limited is a private company limited by shares and incorporated in England and Wales, registration number 02727708. The registered office and principal place of business is Brook Farm, Five Oak Green Road, Tonbridge, Kent, TN11 0QN.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

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

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

The directors of the Company have changed the format of the Statement of financial position by adopting Format 2, as permitted by The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008. The directors consider that Format 2 provides greater clarity to stakeholders for an understanding of the Company's financial position.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

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

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

This information is included in the consolidated financial statements of Lind Group Holding Company Limited as at 31 December 2019 and these financial statements may be obtained from Companies House, Cardiff, CF14 3UZ.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.3 Going concern

The directors have considered the Company's position at the time of signing the financial statements, and in particular the additional operational and financial challenges caused by Covid-19. Under the circumstances, it is difficult to produce meaningful forecasts for the medium term. Nevertheless, the directors have considered the Company's financial strength, the range of measures it has already taken to reduce costs, the support received from the UK Government and potential measures it could take to further reduce ongoing costs, and should it be required, the further support being offered by the UK Government for which the Company would be eligible to apply. In addition, the Company maintains a strong relationship with, and the support of, its bankers and after the year end the Company has agreed a further term loan which, together with its existing revolving credit facility which is renewed annually, provides the financial flexibility to manage working capital. Group undertakings have also committed to providing sufficient continued financial support to enable the Company to meet its liabilities as they fall due and to continue to trade should this be required.

Based on this, current trading and the level of reserves at the time these financial statements are signed, the directors have concluded that they have a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future, being at least twelve months from the date of signing these financial statements. They continue to adopt the going concern basis of accounting in preparing these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.4 Turnover

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

Sale of goods

Turnover from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

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

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

Vehicle sales

Vehicle sales are recognised at the point at which the vehicle is transferred to the buyer.

Services

Service sales are recognised over the period which the service is carried out.

Parts sales

Parts sales are recognised at the point which the parts are either delivered or collected.

Manufacturer bonuses

Manufacturer bonuses and related income are recognised in the period to which they relate providing they can be estimated with reasonable certainty.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

The Company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives range as follows:

Long-term leasehold property	- over the period of the lease
Plant and machinery	- 5-10 years
Motor vehicles	- 3-5 years
Fixtures and fittings	- 3-5 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.6 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

Under supply agreements with Porsche, the Company has access to 'consignment stock', Where the nature of these supply agreements transfer the risks and rewards of ownership to the company, which in substance gives the Company control over the stock during the consignment period and liabilities in respect of holding costs, the company recognises these stocks in the statement of financial position together with the equivalent liability.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.9 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of income and retained earnings.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

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

2.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.11 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.12 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.13 Operating leases: the Company as lessee

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

2.14 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Company in independently administered funds.

2.15 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.16 Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset.

All other borrowing costs are recognised in profit or loss in the year in which they are incurred.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

2. Accounting policies (continued)

2.17 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

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

In the application of the company's accounting policies, the directors are required to make judgments, estimates and assumptions. The estimates and associated assumptions are based on historical experience and other factors which are considered to be relevant. Actual results may differ from these estimates.

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

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying value of assets and liabilities are:

Stock, against which an estimated provision has been made. For vehicle stock, provisions have been made for specific vehicles in line with available published industry data and taking into account further anticipated costs to sell. Parts stock have been provided for at different rates determined by the age of the parts in stock.

Tangible fixed assets, against which depreciation has been charged in line with the accounting policy.

LIND AG LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

4. Turnover

The whole of the turnover is attributable to the principal activity of the company.

All turnover arose within the United Kingdom.

5. Operating profit

The operating profit is stated after charging:

	2019	2018
	£	£
Other operating lease rentals	301,433	311,350

6. Auditors' remuneration

	2019	2018
	£	£
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	10,750	10,000

LIND AG LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

7. Employees

Staff costs were as follows:

	2019 £	2018 £
Wages and salaries	1,629,718	1,519,017
Social security costs	213,966	202,588
Cost of defined contribution scheme	63,378	47,629
	<u>1,907,062</u>	<u>1,769,234</u>

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

	2019 No.	2018 No.
Mechanical	13	10
Sales and distribution	10	9
Administration	29	29
Directors	2	3
	<u>54</u>	<u>51</u>

During the year, no director received any emoluments (2018 - £Nil) from this company.

8. Interest receivable

	2019 £	2018 £
Other interest receivable	-	1,144
	<u>-</u>	<u>1,144</u>

9. Interest payable and similar expenses

	2019 £	2018 £
Bank interest payable	1,913	229
Other loan interest payable	197,630	179,111
	<u>199,543</u>	<u>179,340</u>

LIND AG LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

10. Taxation

	2019 £	2018 £
Corporation tax		
Current tax on profits for the year	121,829	-
Adjustments in respect of previous periods	6,621	10,524
Total current tax	<u>128,450</u>	<u>10,524</u>
Deferred tax		
Origination and reversal of timing differences	112,270	23,263
Total deferred tax	<u>112,270</u>	<u>23,263</u>
Taxation on profit on ordinary activities	<u>240,720</u>	<u>33,787</u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2018 - lower than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £	2018 £
Profit on ordinary activities before tax	<u>1,094,986</u>	<u>953,209</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	208,047	181,110
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	375	751
Capital allowances for year in excess of depreciation	3,480	1,826
Adjustments to tax charge in respect of prior periods	76,214	10,524
Differences due to change in rates during the period	(8,960)	(2,738)
Other differences leading to an increase (decrease) in the tax charge	(38,436)	(26,315)
Group relief	-	(131,371)
Total tax charge for the year	<u>240,720</u>	<u>33,787</u>

LIND AG LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

10. Taxation (continued)

Factors that may affect future tax charges

The Finance Act 2016, which was substantively enacted on 6 September 2016, included legislation to reduce the rate of Corporation Tax from 1 April 2020 to 17%. At Budget 2020, the government announced that the Corporation Tax rate for the years starting 1 April 2020 and 2021 would remain at 19%. This change is to be brought into legislation by the Finance Bill 2019-21. Deferred tax has been calculated at a rate of 17% with the Finance Bill 2019-21 not having been substantively enacted at the balance sheet date.

11. Dividends

	2019 £	2018 £
Dividends	1,500,000	-
	<u>1,500,000</u>	<u>-</u>

LIND AG LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

12. Tangible fixed assets

	Leasehold property improvements £	Plant and machinery £	Motor vehicles £	Assets in the course of construction £	Total £
Cost or valuation					
At 1 January 2019	96,624	856,008	273,885	1,045,364	2,271,881
Additions	1,699,591	726,621	50,429	3,083,951	5,560,592
Transfers between classes	642,282	400,581	-	(1,042,863)	-
At 31 December 2019	<u>2,438,497</u>	<u>1,983,210</u>	<u>324,314</u>	<u>3,086,452</u>	<u>7,832,473</u>
Depreciation					
At 1 January 2019	15,938	782,231	38,884	-	837,053
Charge for the year on owned assets	88,318	128,880	47,971	-	265,169
At 31 December 2019	<u>104,256</u>	<u>911,111</u>	<u>86,855</u>	<u>-</u>	<u>1,102,222</u>
Net book value					
At 31 December 2019	<u>2,334,241</u>	<u>1,072,099</u>	<u>237,459</u>	<u>3,086,452</u>	<u>6,730,251</u>
At 31 December 2018	<u>80,686</u>	<u>73,777</u>	<u>235,001</u>	<u>1,045,364</u>	<u>1,434,828</u>

13. Stocks

	2019 £	2018 £
New vehicles	3,732,606	2,750,021
Used vehicles	3,024,282	1,589,674
Parts and other stocks	232,444	171,816
	<u>6,989,332</u>	<u>4,511,511</u>

An impairment loss of £Nil (2018 - £Nil) was recognised in cost of sales against stock during the year due to slow-moving and obsolete stock.

Included within the total stock figure is consignment stock of £1,065,601 (2018 - £1,626,385), demonstrator vehicles amounting to £3,139,690 (2018 - £1,387,353) and used vehicles amounting to £2,996,391 (2018 - £1,500,393) which are security against the relevant vehicle creditors.

LIND AG LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

14. Debtors

	2019 £	2018 £
Trade debtors	468,362	200,236
Amounts owed by group undertakings	4,985,332	1,835,000
Other debtors	961,703	491,779
Prepayments and accrued income	919,482	325,491
	<u>7,334,879</u>	<u>2,852,506</u>

An impairment loss of £Nil (2018 - recovery of £1,221) was recognised against trade debtors in the year.

15. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	1,050	1,629,116
Less: bank overdrafts	(57,579)	-
	<u>(56,529)</u>	<u>1,629,116</u>

LIND AG LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

16. Creditors: Amounts falling due within one year

	2019 £	2018 £
Bank overdrafts	57,579	-
Bank loans	4,280,880	109,150
Payments received on account	720,912	642,505
Trade creditors	8,176,298	5,396,937
Amounts owed to group undertakings	5,874	71,323
Other taxation and social security	171,013	159,512
Other creditors	2,257	1,066
Accruals and deferred income	892,837	258,126
	<u>14,307,650</u>	<u>6,638,619</u>

Included within trade creditors is the consignment stock creditor of £1,065,601 (2018 - £1,626,385), a demonstrator vehicle funding creditor of £3,341,230 (2018 - £1,387,353) and a used vehicle funding creditor of £2,996,391 (2018 - £1,500,393) which are all secured against the relevant vehicle stocks to which they relate in Note 13.

The bank loan is secured by a general fixed and floating charge over the assets of the company, and a guarantee from its parent company, Lind Group Holding Company Limited.

Bank loans include £680,556 of principal repayments which were later deferred due to a principal holiday being granted. Accordingly, £680,556 was not due within 12 months from 31 December 2019.

Trade Creditors include a subcontractor invoice for £599,050 issued on 7 January 2020. This related to progress valuation payments agreed for the construction of Porsche Centre Norwich. Invoice was due 31 January 2020.

LIND AG LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

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

	2019 £	2018 £
Bank loans	3,067,633	1,200,649
Amounts owed to group undertakings	1,625,000	-
	<u>4,692,633</u>	<u>1,200,649</u>

Interest is payable on the loan from the parent company at a rate equivalent to 2.25% above Bank of England base rate. No formal agreement is in place for the loan but the directors do not anticipate repayment within the next year.

The bank loan is secured by a general fixed and floating charge over the assets of the company, and a guarantee from its parent company, Lind Group Holding Company Limited.

The interest rate charged on bank loans totalling £2,162,479 (2018 - £1,200,649) was 1.85% over base rate. The loan is repayable in 36 equal monthly instalments and is due to be fully repaid in 2022.

The interest rate charged on bank loans totalling £905,154 (2018 - £Nil) was 2.40% over base rate. The loan is repayable in 110 equal monthly instalments and is due to be fully repaid in 2029

LIND AG LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

18. Loans

Analysis of the maturity of loans is given below:

	2019 £	2018 £
Amounts falling due within one year		
Bank loans	4,280,880	109,150
	<u>4,280,880</u>	<u>109,150</u>
Amounts falling due 1-2 years		
Bank loans	1,267,833	109,150
	<u>1,267,833</u>	<u>109,150</u>
Amounts falling due 2-5 years		
Bank loans	1,288,955	327,450
	<u>1,288,955</u>	<u>327,450</u>
Amounts falling due after more than 5 years		
Bank loans	510,845	764,049
	<u>510,845</u>	<u>764,049</u>
	<u>7,348,513</u>	<u>1,309,799</u>

LIND AG LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

19. Deferred taxation

	2019 £	2018 £
At beginning of year	(28,133)	(4,870)
Charged to profit or loss	(112,270)	(23,263)
At end of year	(140,403)	(28,133)

The provision for deferred taxation is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	(140,403)	(28,133)
	(140,403)	(28,133)

20. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
100 (2018: 100) Ordinary shares of £1 each	100	100

21. Reserves

Profit and loss account

The profit and loss account includes all current and prior period profits and losses.

22. Contingent liabilities

The group overdraft facility of £2,400,000 and cross guarantee between all group companies is no longer in place as at 31 December 2019. As at 31 December 2018 the potential liability in respect of the cross guarantee between all group companies was £2,477,225.

LIND AG LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

23. Capital commitments

At 31 December 2019 the Company had capital commitments as follows:

	2019 £	2018 £
Contracted for but not provided in these financial statements	3,210,184	-
	<u>3,210,184</u>	<u>-</u>

24. Pension commitments

The company contributes to a group personal pension plan for individuals. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension charge for the period was £63,378 (2018 - £47,629). At 31 December 2019, the company had outstanding contributions of £Nil (2018 - £Nil).

25. Commitments under operating leases

At 31 December 2019 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2019 £	2018 £
Not later than 1 year	311,234	324,838
Later than 1 year and not later than 5 years	1,207,338	1,166,679
Later than 5 years	282,850	612,971
	<u>1,801,422</u>	<u>2,104,488</u>

26. Related party transactions

The Company has taken advantage of the exemptions available under Financial Reporting Standards 102, whereby wholly owned subsidiary undertakings do not have to disclose transactions with other wholly owned members of that group.

During the year, the Company rented premises from a director under a formal lease agreement and paid rent totalling £285,593 (2018 - £285,593).

During the year, the Company sold goods for £731,547 (2018 - £657,088) to a director and their immediate family. The Company purchased goods for £301,968 (2018 - £242,153) from a director and their immediate family.

During the year, the Group purchased land from G M Dacre (father of R B Dacre) at a cost of £1,625,000 (2018 - £NIL).

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

27. Post balance sheet events

2020 may well be remembered by many as the year of Covid-19, such has been its consequences on the world. LIND has been impacted significantly by the closure of our vehicle showrooms, and workshops. In particular, the first lockdown between 23 March 2020 and 31 May 2020 was during the traditional automotive high season. Often, the path to success is shaped by how one responds to adversity. Best ever service direct profit, continued construction of our Porsche Centre Norwich dealership, and record NPBT (for each of July, August, September, and October) do reflect on the passion team, agile processes, and favour on LIND. The pandemic does not impact on the financial position as reflected in the 2019 financial statements.

Our revolving credit facility with Volkswagen Bank shows the amount outstanding at 31 December 2019 of £3.1m. This is reflected as current liabilities. For operational reasons, we chose the flexibility of the revolving credit facility rather than drawing down more on the term loan prior to year end. The balance of the revolving credit facility fluctuates significantly depending on working capital requirements and the seasonal nature of the business. This is demonstrated with the facility having been repaid in full in June 2020. The Group continues to utilise this facility when required.

28. Controlling party

The ultimate parent undertaking of the Company is Lind Group Holding Company Limited, a company registered in England and Wales. Lind Group Holding Company Limited prepares consolidated financial statements in which the results of Lind AG Limited are included. These consolidated financial statements are available from Companies House, Cardiff, CF14 3UZ.

Lind Group Holding Company Limited is controlled by R B Dacre.