Provecta Car Plan Limited

Annual report and financial statements

For the year ended 31 March 2017

Registered number: 03091210

Provecta Car Plan Limited

Contents

Provecta Car Plan Limited

Officers and professional advisers

Directors	T P Buchan R A Butler M Connor I M Hughes A Kirby M T Phillips I Gibson
Company Secretary	P J Rawnsley
Registered Office	Anglia House Holly Park Mills Calverley Leeds LS28 5QS
Auditor	Deloitte LLP Statutory Auditor Leeds United Kingdom

Provecta Car Plan Limited

Strategic report

The principal activity of the Company is the provision of structured employee car ownership schemes to companies and individuals with appropriate finance.

Business Review

The Company is a trading company in the Group consolidated at Zenith Group Holdings Limited.

Statutory Profit before tax for the year was £2,116,000 (2016: £3,395,000). During the year the Company delivered operating profit of £2,402,000 (2016: £3,683,000). This drop in profit was as expected with the majority of new business continuing to originate through another group company Zenith Vehicle Contracts Limited.

We are a very well-funded business with access to significant committed facilities which help us to underpin the continuing strength of the business.

The business has a robust base from which to build and tax legislation surrounding the provision of cars provides exciting opportunities with both new and existing customers. Our niche market position combined with the full service fleet offering of our enlarged group means that we can provide market leading service offerings to our blue chip customer base.

Key performance indicators

The directors use a series of Key Performance Indices ("KPIs") to monitor the development and efficiency of the group. KPIs include the measurement of productivity statistics which are measured by the amount of vehicles which we manage per head, sales performance of our remarketing teams benchmarked against industry statistics and average invoice costs processed through our maintenance operations. The performance of the Company against these KPIs is in line with our expectations but is not disclosed here due to their sensitive nature.

Future developments

The directors expect the Company to continue in the same principal market, with trading levels continuing to drop into the coming year due to the majority of new deals originating in another group company Zenith Vehicle Contracts limited for the foreseeable future.

On 31 March 2017 the Company, through being a subsidiary of Zenith Group Holdings Limited, was acquired by a number of limited partnerships comprising the Bridgepoint Europe V Fund, and became part of a new group headed by the new ultimate parent company Zenith Automotive Holdings Limited. See note 17 for more details.

M T Phillips

Director
28 July 2017

Provecta Car Plan Limited

Directors' report

The directors present their annual report together with the audited financial statements and auditor's report, for the year ended 31 March 2017.

Directors Indemnities

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

Results and Dividends

The Company made a profit after tax of £2,116,000 in the year ended 31 March 2017 (2016: £3,395,000). Dividends of £1,600,000 (2016: £5,700,000) were paid in the year. This amounted to £125.32 per share (2016: £446.45 per share).

Principal risks and uncertainties

Key risks in the business include the credit worthiness of customers, residual value risk taken when underwriting the value of vehicles at the end of leases and maintenance risk taken when underwriting maintenance contracts with customers.

New business which is funded through our securitisation facility is reviewed against a rigorous risk profiling assessment with, in general, no individual customer representing more than 3% of the outstanding balance.

We use sophisticated technology and risk management techniques to manage both residual value and maintenance risk. Our risk positions and exposures are constantly reassessed and adjusted accordingly and we have a high degree of visibility on our exposures in these key risk areas.

Future developments and events after the balance sheet date

Details of future developments can be found in the Strategic Report on page 2.

Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the Statement of accounting policies in the financial statements.

Directors

The directors, who served throughout the year, are as follows:

T P Buchan
R A Butler
M Connor
I M Hughes
A Kirby
M T Phillips
I Gibson
M Thompson (Resigned 6 January 2017)
S E Jones (Company Secretary, resigned 30 June 2017)
P J Rawnsley (Company Secretary, appointed 17 July 2017)

Provecta Car Plan Limited

Directors' report

Approval of reduced disclosures

The Company, as a qualifying entity, has taken advantage, in respect of its separate financial statements, of the disclosure exemptions in FRS102 paragraph 1.12. The Company's shareholders have been notified in writing about the intention to take advantage of the disclosure exemptions and no objections have been received.

The Company also intends to take advantage of these exemptions in the financial statements issued in the following year. Objections may be served on the Company by shareholders holding in aggregate 5 per cent or more of the total allocated shares in the Company. They should be served no later than 31 March 2018.

Auditor

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

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

A resolution to reappoint Deloitte LLP will be proposed at the forthcoming Annual General Meeting.

Approved by the Board and signed on its behalf by:

M T Phillips
Director
28 July 2017

Provecta Car Plan Limited

Directors' responsibilities statement

The directors are responsible for preparing the Annual 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), including FRS 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 and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

Independent auditor's report to the members of Provecta Car Plan Limited (continued)

We have audited the financial statements of Provecta Car Plan Limited for the year ended 31 March 2017 which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to17. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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.

Respective responsibilities of directors and auditor

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. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 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.

Independent auditor's report to the members of Provecta Car Plan Limited (continued)

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.

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 any material misstatements in the Strategic Report and the Directors' Report.

Matters on which we are required to report by exception

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

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

Peter Birch FCA (Senior statutory auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
Leeds, United Kingdom
28 July 2017

Provecta Car Plan Limited

Profit and Loss Account
As at 31 March 2017

	Note	2017 £'000	2016 £'000
Turnover	3	14,328	19,794
Cost of sales		(11,390)	(15,686)
Gross profit		2,938	4,108
Administrative expenses		(535)	(425)
Operating profit	4	2,403	3,683
Interest receivable and similar income	6	-	6
Interest payable and similar expenses	7	(285)	(290)
Profit on ordinary activities before taxation		2,118	3,399
Tax charge on profit on ordinary activities	8	(2)	(4)
Profit for the financial year		2,116	3,395

All results arise from continuing operations.

Statement of comprehensive income

For the year ended 31 March 2017

	2017 £'000	2016 £'000
Profit for the financial year	2,116	3,395
Total comprehensive income attributable to the equity shareholders of the company	2,116	3,395

Provecta Car Plan Limited

Balance sheet

As at 31 March 2017

	Note	2017 £'000	2016 £'000
Current assets			
Debtors: amounts falling due within one year	9	10,938	10,455
Debtors: amounts falling due after more than one year	9	16,058	19,679
Cash at bank and in hand		1,488	380
		28,488	30,514
Creditors: Amounts falling due within one year	10	(16,374)	(15,462)
Total assets less current liabilities		12,112	15,052
Creditors: Amounts falling due after more than one year	11	(10,200)	(13,184)
Provisions for liabilities	12	(359)	(829)
Net assets		1,555	1,039
Capital and reserves			
Called up share capital	13	-	-
Share premium		708	708
Profit and loss account		847	331
Shareholders' funds		1,555	1,039

The accompanying notes 1 to 17 are an integral part of the financial statements.

These financial statements of Provecta Car Plan Limited, (registered number 03091210), were approved and authorised for issue by the Board of Directors on 28 July 2017.

M T Phillips

M T Phillips
Director

Provecta Car Plan Limited

Statement of changes in equity
As at 31 March 2017

	Called up Share Capital £'000	Share Premium Account £'000	Profit and Loss Account £'000	Total £'000
At 1 April 2015	-	708	2,636	3,344
Profit for the financial year and total comprehensive income	-	-	3,395	3,395
Dividends paid on equity shares (see note 14)	-	-	(5,700)	(5,700)
At 31 March 2016	-	708	331	1,039
Profit for the financial year and total comprehensive income	-	-	2,116	2,116
Dividends paid on equity shares (see note 14)	-	-	(1,600)	(1,600)
At 31 March 2017	-	708	847	1,555

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

a. General information and basis of accounting

Provecta Car Plan Limited is a Company incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the strategic report on page 2.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of Provecta Car Plan Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

Provecta Car Plan Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Provecta Car Plan Limited is consolidated in the financial statements of its parent, Zenith Group Holdings Limited, which may be obtained from the address in note 17. Exemptions have been taken in these separate Company financial statements in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

b. Going concern

The Directors have considered the adoption of the going concern basis in preparing the financial statements given the current economic climate and have formed the conclusion that there are no material uncertainties with respect to the Company's ability to continue as a going concern for the foreseeable future. In forming this view the Directors have considered the Company's budgets and trading forecasts and the committed bank facilities available to the Company together with forecast headroom against those borrowing facilities, including the impact of reasonable sensitivities and all foreseeable uncertainties. Accordingly, they continue to adopt the going concern basis of accounting in preparing the financial statement

c. Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset (other than goodwill) that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for

1. ACCOUNTING POLICIES (continued)

c. Taxation (continued)

additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Group is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Group intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

d. Turnover

Turnover arises entirely from sales to UK customers and is generated from the Company's principal business activity. It is stated net of VAT.

Turnover represents the value of fees and attributable commissions receivable in the ordinary course of business during the year, excluding value added tax. All turnover is generated in the United Kingdom.

Finance income, insurance income and maintenance income are all recognised over the year of the individual contracts.

Finance income and finance charges on securitised funding is accounted for on an effective rate of interest basis.

Vehicles delivered to customers under Employee Car Ownership (ECO) Schemes are either financed by a third party or funded through securitised funding and also accounted for on an effective rate of interest basis.

e. *Provision for maintenance costs*

Provision is made for obligations under maintenance contracts so as to provide a constant rate of return on maintenance contract revenue. The amount recognised as a provision is the best estimate of consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that 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.

Critical judgements in applying the company's accounting policies

There are no critical judgments noted in applying the company's accounting policies.

Key source of estimation uncertainty

Residual Values
The company reviews the residual values of its leased assets on an ongoing basis with reference to independent market data and prevailing economic conditions. We use sophisticated technology and risk management techniques to manage residual value risk positions and exposures are constantly reassessed and adjusted accordingly. As such, residual values held in the financial statements of this company are believed to be redeemable and free from impairment.

Maintenance Provision
The company regularly reviews its provisioning for future maintenance costs. The amount recognised as a provision is the best estimate of consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Extensive analysis is undertaken regularly based on a substantial amount of historic to ensure the provisioning level is both appropriate, and consistent with previous years.

We use sophisticated technology and risk management techniques to manage maintenance risk and our risk positions and exposures are constantly reassessed and adjusted accordingly. As such provisions in the balance sheet in place to cover expected future expenditure on maintenance contracts are believed to be adequate but not excessive.

3. TURNOVER

	2017 **£'000**	**2016** **£'000**
Long term vehicle loans	8,675	12,152
Vehicle sales	4,925	5,255
Other	728	2,387
	14,328	19,794

Other turnover includes fleet management and outsource fees, daily rental and other miscellaneous income

All turnover is derived in the UK

4. OPERATING PROFIT

Operating profit is stated after charging staff costs disclosed in note 5. All other costs are immaterial in size (2016: same).

	2017 £'000	2016 £'000
The analysis of auditor's remuneration is a follows:		
Fees payable to the Company's auditor for the audit of the Company's annual financial statements	10	10

The audit fee of £10,000 (2016: £10,000) has been borne by another group company. There were no non-audit fees in either year relevant to company only services

5. STAFF COSTS

Employee costs, including the directors, during the year:

	2017 £'000	2016 £'000
Staff costs recharged	392	545

Staff costs in the year were paid by another group company Zenith Vehicle Contract Limited and recharged to Provecta Car Plan Limited on the basis of the recognised turnover in each entity as this best reflects the time spent on the vehicle fleet.

No directors' remuneration was paid during either financial year. The directors' remuneration from all group companies is disclosed in the financial statements of a fellow group company Zenith Vehicle Contracts Limited. Whilst the directors received salaries from other group companies during the year they received no emoluments directly in respect of qualifying services to the Company (2016: £nil).

6. INTEREST RECEIVABLE AND SIMILAR INCOME

	2017 £'000	2016 £'000
Bank interest	-	6

7. INTEREST PAYABLE AND SIMILAR CHARGES

	2017 £'000	2016 £'000
Interest on intercompany loans	285	290

8. TAXATION

Analysis of the tax charge
The tax charge on the profit on ordinary activities for the year was as follows:

	2017 £'000	2016 £'000
Current tax		
UK Corporation tax	-	-
Total current tax	-	-
Deferred tax		
Current year	2	4
Total deferred tax	2	4
Total tax charge for the year	2	4

The standard rate of tax applied to reported profit on ordinary activities is 20% (2016: 20%). The applicable tax rate changed to 20% from 1 April 2015.

The Finance (No.2) Act provides for further reductions in the corporation tax rate to 19%, effective from 1 April 2017, and to 18%, effective from 1 April 2020. It was substantively enacted on 26 October 2015 and has therefore been reflected in the calculation of the tax balances in these accounts.

The UK Government announced in March 2016 that it intends to enact an additional reduction of the main rate of corporation tax, reducing it instead to 17% with effect from 1 April 2020. As this legislation was not substantively enacted by 31 March 2016, the impact of the anticipated rate change is not reflected in the tax provisions reported in these accounts.

The difference between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

Factors affecting the tax charge

	2017 £'000	2016 £'000
Profit on ordinary activities before taxation	2,119	3,399
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20% (2016: 20%)	424	679
Effects of:		
Group relief	(422)	(677)
Effects of other tax rates	-	2
Total tax charge for the year	2	4

9. DEBTORS

	2017 £'000	2016 £'000
Amounts falling due within one year:		
Trade debtors	281	484
Other debtors	15	257
Amounts owed by group undertakings	5,784	830
Amounts receivable under securitised contracts	4,388	8,331
Deferred tax	13	16
Prepayments and accrued income	457	537
	10,938	10,455
Amounts falling due after more than one year:		
Amounts receivable under securitised contracts	16,058	19,679
	26,996	30,134

Amounts owed by Group undertakings are unsecured, repayable on demand and charged at a commercial rate of interest.

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £'000	2016 £'000
Trade creditors	578	315
Amounts owed to group undertakings	7,910	3,194
Amounts owed to group undertakings (Obligations under securitised contracts)	7,003	10,896
Accruals and deferred income	799	967
Other creditors	84	90
	16,374	15,462

Amounts owed to Group undertakings (excluding obligations under securitised contracts) are unsecured, repayable on demand and charged at a commercial rate of interest.

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

	2017 £'000	2016 £'000
Amounts owed to group undertakings (Obligations under securitised contracts, see note 18)	10,200	13,184

Amounts owed to Group undertakings (excluding obligations under securitised contracts) are unsecured, repayable on demand and charged at a commercial rate of interest.

11. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR (continued)

Obligations under securitised contracts are repayable as follows:

	2017 £'000	2016 £'000
Amounts payable:		
Within one year	7,003	10,896
Within two to five years	10,200	13,184
	17,203	24,080

12. PROVISIONS FOR LIABILITIES

	2017 £'000	2016 £'000
Provision for maintenance costs	359	829

The movement in the provision for maintenance costs is as follows:

	£'000
At 1 April 2016	829
Charged to profit and loss account	1,221
Utilisation of provision	(1,691)
At 31 March 2017	359

The provision for maintenance costs relates to obligations under maintenance contracts in existence at the balance sheet date. The expenditure will be incurred over the remaining term of these contracts which will be completed over the next 1 to 4 years.

13. CALLED UP SHARE CAPITAL

	2017 £	2016 £
Authorised		
109,485 ordinary shares of £0.01 each	1,095	1,095
Allotted, called up and fully paid		
12,767 ordinary shares of £0.01 each	128	128

14. DIVIDENDS PAID

	2017 £'000	2016 £'000
Dividends paid in year of £125.32 (2016: £446.45) per ordinary share	1,600	5,700

15. GUARANTEES AND OTHER FINANCIAL COMMITMENTS

The Group's banking facilities are subject to a standard cross guarantee with the other group subsidiary undertakings. At 31 March 2017 the amount secured under this guarantee was £1,573,377 (2016: £12,706,853).

Buy back commitments

The Company had commitments to purchase vehicles at the expiry of leases as follows:

	2017 £'000	2016 £'000
Within one year	5,308	6,002
Within two to five years	7,900	11,133
	13,208	17,135

The buyback commitments above represent agreements that give the customer the option to sell the vehicle back to the Company for its residual value at the end of the lease agreement.

The directors are of the opinion that no losses will be incurred in disposing of these vehicles.

16. RELATED PARTY TRANSACTIONS

As a subsidiary company of undertaking Zenith Group Holdings Limited, the company has taken advantage of the exemptions in Section 33 *"Related Party Transactions"* from disclosing transactions with members of the Zenith Group Holding Limited

17. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

At 31 March 2017, the largest and smallest group in which the results of the company were consolidated is Zenith Group Holdings Limited. The consolidated financial statements can be obtained from Anglia House, Holly Park Mills, Calverley, Leeds, LS28 5QS.

The ultimate parent company Zenith Automotive Holdings Limited will prepare consolidated group financial statements for an extended 366 day period ending 31 March 2018.

According to the register of members maintained by Zenith Automotive Holdings Limited, a number of limited partnerships comprising the Bridgepoint Europe V Fund, which are managed by Bridgepoint Advisers Limited, and hold securities through a nominee company, held a significant interest in the ordinary shares of the company at the balance sheet date and continue to do so at the date of this report. The directors of Zenith Automotive Holdings Limited deem there not to be an ultimate controlling party as none of the investors in the Bridgepoint Europe V Fund has an effective ownership of more than 20% of the issued share capital of the company