

Company Registration No. 03095109 (England and Wales)

SPEED MERCHANTS LIMITED
FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2017
PAGES FOR FILING WITH REGISTRAR



SPEED MERCHANTS LIMITED

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SPEED MERCHANTS LIMITED

BALANCE SHEET

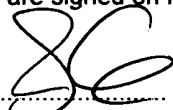
AS AT 31 DECEMBER 2017

| | Notes | 2017 £ | £ | 2016 £ | £ |
|---|-------|----------------|---------------|----------------|---------------|
| Fixed assets | | | | | |
| Tangible assets | 4 | | 3,570 | | 2,049 |
| Investments | 5 | | 73 | | - |
| | | | <u>3,643</u> | | <u>2,049</u> |
| Current assets | | | | | |
| Debtors | 7 | 60,473 | | 75,074 | |
| Cash at bank and in hand | | 69,838 | | 94,176 | |
| | | <u>130,311</u> | | <u>169,250</u> | |
| Creditors: amounts falling due within one year | 8 | (123,565) | | (109,731) | |
| Net current assets | | | <u>6,746</u> | | <u>59,519</u> |
| Total assets less current liabilities | | | <u>10,389</u> | | <u>61,568</u> |
| Capital and reserves | | | | | |
| Called up share capital | 9 | | 173 | | 100 |
| Profit and loss reserves | | | 10,216 | | 61,468 |
| Total equity | | | <u>10,389</u> | | <u>61,568</u> |

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 2/5/2018 and are signed on its behalf by:



 Mr J Allen
 Director

Company Registration No. 03095109

SPEED MERCHANTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2017

1 Accounting policies

Company information

Speed Merchants Limited is a private company limited by shares incorporated in England and Wales. The registered office is 1 Eton Street, Richmond, TW9 1EF.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Reporting period

The reporting period has been extended to 31 December 2017, to align the year end with that of the ultimate parent company. The previous year end was 31 August 2016. The comparative amounts are therefore not entirely comparable.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably.

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

| | |
|--------------------------------|-------------|
| Fixtures, fittings & equipment | 25% on cost |
|--------------------------------|-------------|

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.5 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

SPEED MERCHANTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2017

1 Accounting policies

(Continued)

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

SPEED MERCHANTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) **FOR THE PERIOD ENDED 31 DECEMBER 2017**

1 Accounting policies

(Continued)

Basic financial assets

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

Classification of financial liabilities

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

Basic financial liabilities

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

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

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

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

SPEED MERCHANTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2017

1 Accounting policies

(Continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

2 Judgements and key sources of estimation uncertainty

Management have not applied any significant judgments or estimates in the preparation of these financial statements.

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was 2 (2016 - 2).

SPEED MERCHANTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2017

4 Tangible fixed assets

| | Plant and machinery etc £ |
|------------------------------------|------------------------------|
| Cost | |
| At 1 September 2016 | 69,224 |
| Additions | 4,806 |
| Disposals | (63,208) |
| | <hr/> |
| At 31 December 2017 | 10,822 |
| | <hr/> |
| Depreciation and impairment | |
| At 1 September 2016 | 67,175 |
| Depreciation charged in the period | 3,285 |
| Eliminated in respect of disposals | (63,208) |
| | <hr/> |
| At 31 December 2017 | 7,252 |
| | <hr/> |
| Carrying amount | |
| At 31 December 2017 | 3,570 |
| | <hr/> |
| At 31 August 2016 | 2,049 |
| | <hr/> |

5 Fixed asset investments

| | 2017 £ | 2016 £ |
|-------------|-----------|-----------|
| Investments | 73 | - |
| | <hr/> | <hr/> |

The investment in Speed Merchants Media Limited is included at cost.

Movements in fixed asset investments

| | Shares in group undertakings £ |
|--------------------------|---|
| Cost or valuation | |
| At 1 September 2016 | - |
| Additions | 73 |
| | <hr/> |
| At 31 December 2017 | 73 |
| | <hr/> |
| Carrying amount | |
| At 31 December 2017 | 73 |
| | <hr/> |
| At 31 August 2016 | - |
| | <hr/> |

SPEED MERCHANTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2017

6 Subsidiaries

Details of the company's subsidiaries at 31 December 2017 are as follows:

| Name of undertaking | Registered office | Nature of business | Class of shares held | % Held | |
|-------------------------------|-------------------|--------------------|----------------------|--------|----------|
| | | | | Direct | Indirect |
| Speed Merchants Media Limited | England & Wales | Media Services | Ordinary | 100.00 | |

7 Debtors

| | 2017 £ | 2016 £ |
|---|---------------|---------------|
| Amounts falling due within one year: | | |
| Trade debtors | 60,473 | 41,431 |
| Other debtors | - | 33,643 |
| | <u>60,473</u> | <u>75,074</u> |

8 Creditors: amounts falling due within one year

| | 2017 £ | 2016 £ |
|------------------------------------|----------------|----------------|
| Trade creditors | 4,340 | 2,438 |
| Corporation tax | 45,558 | 55,994 |
| Other taxation and social security | 32,870 | 18,020 |
| Other creditors | 40,797 | 33,279 |
| | <u>123,565</u> | <u>109,731</u> |

9 Called up share capital

| | 2017 £ | 2016 £ |
|---|------------|------------|
| Ordinary share capital | | |
| Issued and fully paid | | |
| Ordinary shares of £1 each | - | 100 |
| 87,975 X Ordinary shares of £0.001 each | 88 | - |
| 84,525 Y Ordinary shares of £0.001 each | 85 | - |
| | <u>173</u> | <u>100</u> |

X Ordinary shares and Y ordinary shares rank pari passu in all respects.

SPEED MERCHANTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) **FOR THE PERIOD ENDED 31 DECEMBER 2017**

9 Called up share capital

(Continued)

Reconciliation of movements during the period:

| | Number |
|----------------------------|---------------|
| At 1 September 2016 | 100 |
| Issue of fully paid shares | 172,400 |
| | <hr/> |
| At 31 December 2017 | 172,500 |
| | <hr/> |

On 18 July 2017, 72,500 Ordinary shares of £0.001 were issued to acquire the share capital of Speed Merchants Media Limited and the existing 100 Ordinary £1 shares were converted into 100,000 Ordinary shares of £0.001 each.

On 27 July 2017 the existing 172,500 ordinary shares of £0.001 were converted into 87,975 X ordinary shares of £0.001 and 84,525 Y ordinary shares of £0.001.

10 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Stuart Hinds

The auditor was Ecovis Wingrave Yeats LLP

11 Related party transactions

Speed Merchants Limited have taken the exemption under FRS102, Section 33 Related Party Disclosures paragraph 33,1A, whereby the company is not required to disclose transaction between two or more members of a group, provided that they are a wholly owned subsidiary.

12 Parent company

The parent undertaking from 27 July 2017 was Motorsport Network LLC, incorporated in the United States, whose registered office is 4100NE 2nd Avenue, Suite 302, Miami Design District, Miami, FL33137.