

GAP GROUP LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2025

GAP GROUP LIMITED

COMPANY INFORMATION

Directors

D G Anderson
I M Anderson
M D Anderson
R W Dey
D Gordon
K J J Greenshields
W A Linter (resigned 29 July 2024)
C A G Parr
A C Telfer
J G Anderson (appointed 2 October 2024)
C C Dunning (appointed 2 October 2024)

Company secretary

C A G Parr

Registered number

00198823

Registered office

GAP Group
Blenheim Place
Dunston Industrial Estate
Gateshead
Tyne And Wear
NE11 9HF

Independent auditor

RSM UK Audit LLP
Third Floor Centenary House
69 Wellington Street
Glasgow
G2 6HG

GAP GROUP LIMITED

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GAP GROUP LIMITED

CHAIRMAN'S STATEMENT FOR THE YEAR ENDED 31 MARCH 2025

The chairman presents his statement for the period.

The promise of stability following a new Westminster Government taking office was not delivered and an October budget which proved to be very unfriendly towards business created more unwelcome headwinds for the construction sector.

Despite these challenges our turnover increased by 8% to £326m with a pre-tax profit of £39m. Investment in our hire fleet totalled £78m and we invested a further £12.9m in operational property.

Our unwavering commitment to our long-established apprenticeship programmes continued across all areas of the business. During the year we recruited 23 new apprentices whilst 15 completed their qualifications in a range of disciplines. In addition, we have enhanced our early careers programme through the introduction of a new Graduate Programme which will launch in August 2025. During the past year we have also been working in partnership with a number of organisations to support Ex Forces and Ex Offenders into gainful employment.

Proposed changes to Business Property Relief contained within the October 2024 budget have potentially serious implications for family-owned businesses across the UK. We will navigate through these ill-conceived changes should they be implemented however Government should realise that UK family business contributes 27% of the UK Government's total annual tax receipts. Playing fast and loose with this is a very dangerous game. It is worthy of note that between business and employment taxes GAP contributed a total of £63m to the public purse in the year to March 2025.

Economic uncertainty has caused a slowing down within the construction sector and this is likely to be a factor throughout the coming year. We are however very well placed and our diverse product range, multi-sector business model, well invested hire fleet and strong balance sheet allow us to meet these challenges head on and deal with them much more effectively than the majority of our competitors.

We strongly believe that our independent family ownership which underpins our ability to maintain a long-term planning horizon provides us with a unique advantage within our cohort of National hire companies. Our progressive strategy of owning as much of our operational property as possible continued strongly with our GBV of land and buildings closing the year at £144m providing us with long term security that is unrivalled in our industry.

Douglas Anderson

Name D G Anderson
Chairman and Joint Managing Director

Date 3 October 2025

GAP GROUP LIMITED

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2025

The Directors submit their report and financial statements for the year ended 31 March 2025.

Principal activities

The principal activity of the Group is the hire of small tools and unmanned plant, primarily serving the utilities, building and construction industries.

Performance

The Group's performance is outlined in the Chairman's statement.

Overseas Branches

The Group maintains branches in Jersey, Guernsey, and the Isle of Man. These branches have demonstrated strong financial performance and market engagement, supporting our overall success. We remain dedicated to ensuring their continued compliance and fostering growth in these regions.

Customers

The Group remains dedicated to delivering high-quality service to its customers, with account managers assigned to handle our Major Accounts. Our Commercial Team, located at GAP's Head Office, provides tender support for both new business and Major Accounts.

Safety

GAP is committed to its core values of health and safety. An absolute commitment to safety and employee health is ingrained in GAP's culture and central to how GAP functions and provides its services. Through listening, engaging and working with staff and stakeholders to understand and address risks and expectations and reporting on safety performance, achievements and shortcomings we continue to see improvement in safety performance and organisational safety intelligence, knowledge and learning. This approach also continues to support the fostering of a proactive risk-based approach to the constant review and operational adoption of GAP's safety standards and procedures.

Maintaining emphasis on fostering safe and sustainable operations, long-term accident trends confirm that GAP's operations are continually getting safer. During 2024, GAP's safety performance, including its accident frequency rate, continued to be industry leading. This measure, along with a consistent set of Group applied, as well as locally defined, leading indicators of safety performance, are key metrics of GAP's compliance with legislative and regulatory requirements. Throughout the depot network, GAP reports openly on safety performance, achievements and shortcomings.

GAP maintains its embedded 'near-miss' program for situations that did not result in an injury but could have had serious consequence if circumstances had been slightly different. Near miss data is reviewed regularly by management, escalated where required to the Risk & Compliance Committee and/or Board, is shared with depot staff and is built into digital dashboards that informs every GAP depot throughout the UK. GAP's framework of 'just culture' also continues to have a direct and meaningful impact on GAP's operational safety performance. GAP has maintained its determination to nurture one of the main drivers of organisational culture, an atmosphere of trust, where staff are encouraged and are confident to report and discuss at all levels safety related matters and its 'Golden Safety Rules'.

Throughout 2024 and 2025, GAP has continued to innovate using digital technology to improve the environmental, health, safety and security knowledge and performance of its products, technologies and services to avoid harm to its customers, people and the environment.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Risk & governance

GAP's strong and continually evolving risk culture remains a prerequisite for its success in today's more complex operating environments and provides for a sustainable competitive advantage. GAP's Risk & Compliance Committee has a clear purpose of providing the Board with assurance on the achievement of compliance, not only with statutory requirements, the protection of its customers, employees and business assets, but also on the wider issues of sustainability and environmental impacts. GAP uses its innovative digital safety dashboards and reports to track metrics, uncover behavioural patterns and measure the effectiveness of response strategies of safety and risk performance information from across the depot network. This helps ensure we continue to reduce harm whilst ensuring we maintain and monitor the right level of operational risk and compliance around key areas such as safety training, and adherence to safe systems of work. Furthermore, GAP's use of digital technology has allowed for faster responses to drive action. Through real time reporting and notifications GAP learns immediately an incident or issue happens or requires escalation. By staying informed, staying transparent and staying efficient, GAP can drive quicker business notifications, prompt actions, and safety and risk improved outcomes across all operational areas.

The Risk & Compliance Committee continues to receive comprehensive and transparent reporting of risks. These reports support the review of safety, operational risk and environmental performance throughout the year as well as assessing the exposure of new and emerging safety, compliance and environmental risks from divisional activities and growth plans. GAP's governance arrangements have continued to develop a culture of open communication where safety and risk concerns are taken seriously and acted upon. Staff engagement and trust is boosted by providing easy access for all staff to report issues and/ or concerns digitally including anonymous and confidential reports. This approach has enhanced visibility of safety and risk matters across all operating Divisions allowing for informed decisions that continuously improve GAP's organisational resilience.

The table below outlines the Group's principal risks, their potential impacts and the mitigating actions taken to reduce their likelihood or severity:

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**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Table1. Principal risks

Risk	Potential Impacts	Mitigating Actions
Stolen assets	Financial loss. Disruption to customer service and project timelines. Increased insurance premiums. Reputational damage with clients and suppliers.	The use of GPS tracking across high-value assets. Secure yard storage and site protocols. Regular asset audits and inventory reconciliation. Comprehensive insurance cover.
Cyber incident	Operational disruption due to system outages or data breaches. Financial loss from fraud or ransom demands. Reputational damage with customers and suppliers. Potential legal and regulatory consequences under data protection laws	Ongoing investment in IT infrastructure and cyber security. Regular penetration testing and vulnerability assessments. Staff training on phishing and cyber awareness. Access controls. Data backup protocols and disaster recovery plans. Maintaining cyber insurance coverage.
Health and safety incident	Risk of injury to employee, customer, or general public.Regulatory enforcement action or prosecution. Financial penalties and increased insurance costs. Project delays and reputational damage.	Holding a robust Health & Safety management system in place, that is regularly reviewed. Ongoing staff training. Dedicated Health & Safety team and site audits. Compliance with relevant legislation (e.g. Health and Safety at Work Act 1974). Incident reporting and root cause analysis process. Promotion of a safety-first culture across all depots and customer sites.
Third party supplier shortage	Delays in equipment availability impacting customer service. Increased costs due to reduced supplier competition. Disruption to operations and project delivery. Potential reputational damage from unmet commitments.	Dedicated Procurement department in place to manage supplier relationships and contracts. Use of multiple suppliers to avoid single point of failure. Strong relationships with a diverse range of approved suppliers. Strategic stockholding of critical items. Long-term supply agreements where appropriate. Ongoing supplier performance monitoring and contingency planning.
Loss of customers to competitors	Reduction in revenue and market share. Lower utilisation of fleet and assets. Pressure on margins due to competitive pricing. Impact on long-term growth and strategic positioning.	Strong focus on customer service and long-term client relationships. Continuous investment in fleet, technology, and service innovation. Nationwide depot network to ensure availability and responsiveness. Diversified customer base across sectors and geographies. Regular customer feedback and account management processes. Competitive pricing strategies supported by operational efficiency.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Environment

It has been a busy year for GAP as it monitors progress against key environmental sustainability targets and metrics and continues to progress a developing environmental sustainability agenda. GAP is passionate in overseeing the implementation of its plan for Net Zero. GAP is committed to working with its suppliers to build strength in their businesses and ultimately, the resilience of GAP's operational services for its customers. To enable this, GAP is working in collaboration with many of its customers and suppliers on developing and introducing new and emerging equipment and power technology capable of delivering environmentally sustainable objectives.

GAP continued to improve its sustainability credentials by utilising sustainable supply chains and investing in eco products and more efficient technology and property. At the same time, it adopted new innovative processes for further embedding circularity including driving a technologically advanced approach to servicing and maintenance and innovative eco enhanced retrofitting of equipment. GAP's equipment telematics continued to play a crucial role in carbon reporting and optimisation by providing real-time data, oversight and insights that help customers understand and reduce emissions and the carbon footprint of their operations.

GAP is confident on the progress made on the development of its environmental strategy; however, it fully acknowledges the scale of the challenge that lies ahead. Identified risks include the financial risk of investing in green technologies, sustainable processes, or certifications, which may yield uncertain short-term returns. There is also a technological risk that new innovations may underperform, affecting planned environmental improvements. Nevertheless, GAP is committed to delivering against its plan and the stretching targets because it is critical to the success of its strategy, and critical to protecting and preserving the planet for future generations. GAP looks forward to sharing more on its environmental sustainability achievements in the coming year.

Transport

GAP's Transport Management team continued the transformation of its operating procedures through its digitalised safety and compliance system which improves data collection, analysis and visibility of transport compliance and performance across all management levels. Through consultation, trialing and embedding, new transport operational checks were developed covering vehicle safety, condition and roadworthiness across fleet operations with scheduled notifications supporting compliance and escalation of issues. A new tachograph analysis and infringement management drivers' application was launched providing commercial drivers a high level of visibility of their operational hours which assists them in planning their day more effectively whilst ensuring they keep within the legal limits.

GAP recognises the importance of keeping its commercial drivers well informed of Company and role specific critical information and has invested in the provision of smartphones. These allow drivers access to various operational and support applications including our new GAP Learning Academy. The Safety and Transport Management team continued to design bespoke 'micro-lessons' and Toolbox Talks with highly specific, meaningful, and interactive content for drivers to learn and retain their understanding of best practice and fleet operational risk controls.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Security

There has been a considerable escalation of organised criminal activity, often individuals or entities targeting specific items of equipment, affecting the hire sector and its customers. Attempts to obtain equipment by fraudulent activity and means has risen across the hire sector with staff training and awareness to identify and prevent fraud being essential to counter these attacks. Each security related incident is critically assessed by in-house professionals, learning quickly evaluated and response measures implemented. Throughout the year, GAP increased its security intelligence through strengthening collaboration with local and national police agencies. Also, we sustained strong relations with business peers, insurers and law enforcement agencies to tackle security threats, including fraud. GAP's unrelenting attitude and approach to preventing crime continues to involve the sharing, within the hire industry, of suspicious activity reports which provide a vital source of intelligence of actual and/or potential criminal activity and knowledge about criminals, their geographical areas of threat and their methods. The value of these suspicious activity reports continues to be wide-reaching which would not otherwise be visible to the hire industry and law enforcement. Year on year, security arrangements at depots continue to be enhanced with newer surveillance technology, and monitoring and implementation of specific threat response arrangements.

GAP continued to provide market leading 'state of the art' theft prevention, recovery solutions and tracking solutions and has continued to enjoy a crime prevention and recovery rate unrivalled throughout the hire industry, benefiting both GAP and its customers.

Certification

To demonstrate GAP's commitment, consistency and confidence to leading efficiency, quality, assuredness of regulatory compliance, best practice and customer satisfaction GAP adopts an integrated approach to the implementation and attainment of internationally recognised certifications: ISO 9001 (Quality Management); ISO 14001 (Environmental Management) and, ISO 45001 (Occupational Health & Safety Management). For 7 consecutive years, GAP has received the Royal Society for the Prevention of Accidents (RoSPA) Gold Medal award for its achievements in occupational health and safety performance and for continued demonstratable evidence of its compliant health and safety management system.

GAP maintained its FORS Gold Certification and RoSPA Gold Award for Fleet Safety, based on RoSPA's Managing Occupational Road Risk, which evidences its commitment to motor fleet safety, safeguarding of its drivers, and ensuring the safety of other road users. The RoSPA Gold Award for Fleet Safety is achieved following RoSPA's comprehensive evaluation and benchmarking of GAP's fleet safety procedures, including analysis of accident data performance and its implementation and management of an effective, cohesive road risk management programme.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Streamlined energy & carbon reporting regulations (SECR)

The reportable energy consumption and emissions information for the reporting period 2024-2025 have been produced in accordance with the Greenhouse Gas Protocol (March 2004) and HM Government's Environmental Reporting Guidelines (March 2019). The reporting boundary has been defined using the 'operational control' approach.

Scope 1 emissions account for GAP's directly controlled emissions such as total natural gas consumption as well as fuel and/or AdBlue used in any company owned, leased or hired vehicles. Fuel used in company cars for personal journeys is excluded.

Scope 2 emissions are for the total electricity purchased by GAP across its depot estate.

Energy efficient actions

In 2024/25, GAP continued to pursue its goals of energy efficiency and sustainability through a variety of projects and strategies.

- A significant proportion of GAP's energy consumption is attributed to vehicle fuel use. GAP's car fleet has fully transitioned from Internal Combustion Engines (ICE) to hybrid. GAP continued to invest in more efficient and lower carbon commercial vehicles and replaced 19.4% of its fleet to lower tailpipe emission vehicles
- Telematics are fitted to vehicles to help optimise the environmental efficiency of GAP's operations including route optimisation and energy efficient driving techniques.
- GAP's Gold FORS certification, Fleet Operator and Gold Certification for RoSPA Fleet Safety Recognition schemes, further demonstrates that GAP is achieving exemplary levels of best environmental practice in vehicle fleet and driver efficiency. All commercial vehicle drivers are required to undertake eco-driving training.
- Electric and Gas smart meters have been installed at approximately 75% of depots enhancing accuracy of meter readings which allows for local monitoring and measurements.
- Renewable electricity now accounts for approximately 95% of total electrical consumption.
- ESOS energy efficiency audit recommendations have been incorporated into GAP's property upgrade plans.
- Head office and an increasing number of depots are now equipped with energy-efficient lighting system, such as LED lights, which consume significantly less energy than traditional lighting options.

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GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2025

Energy Consumption

Table 2: Energy consumption for the reporting period 1 April 2024 - 31 March 2025

Total	2023-24 kWh	2024-25 kWh
Gas	2,228,012	2,319,393
Transport Fuel	69,768,847	70,967,253
Electricity	4,430,813	4,634,178
Total Scope 1 & 2 energy use (kWh)	76,427,672	77,920,824

Greenhouse Gas Emissions

Table 3: Greenhouse Gas emissions for the reporting period 1 April 2024 - 31 March 2025

Scope 1	2023-24 tCO ₂ e	2024-25 tCO ₂ e
Gas	414	425
Transport Fuel	15,575	16,363
Total Scope 1	15,989	16,788
Scope 2	2023-24 tCO ₂ e	2024-25 tCO ₂ e
Purchased electricity (grid average)	887	957
Total Scope 2	887	957
Total	2023-24 tCO ₂ e	2024-25 tCO ₂ e
Total Scope 1 & 2 emissions	16,876	17,745
Intensity Ratio: tCO₂e/employee	7.93	8.33
Intensity Ratio: tCO₂e/Revenue	60.55	58.65

During 2024-25, GAP experienced:

- An increase in of the number of properties belonging to the GAP estate, resulting in an increase in gas (4.1%) and electricity consumption (4.6%).
- An increase of 4.35% in the number of fleet vehicles and a 1.72% increase in fuel consumption. Through the improved efficiency of GAP's fleet, despite an increase of commercial vehicles to cope with operational and customer demand, GAP benefited from a substantive improvement in environmental efficiency (miles/ltrs) of 16.39% compared to the previous financial year. This shows that our vehicles are operating more efficiently, resulting in lower tailpipe emissions (NOx and Particulate Matter).

Intensity Ratio

To allow comparison and relevance of energy performance, two emission intensity ratios are reported:

- Emissions per total number of employees (tCO₂e/employee) intensity ratio has increased to 8.33 from 7.93. This slight increase reflects GAP's growth.
- GAP's intensity ratio reduced to 58.65 from 60.55 reflecting an increase in revenue by 8.5% and its operational efficiency.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Human resources

As GAP grows and diversifies our vision to recruit, retain and develop the most talented people is quickly becoming a reality. Our steady, continued, and sustainable growth provides opportunities for employees to develop their skills and advance their careers within the business which, in turn, enables us to retain a skilled and talented workforce.

Average headcount during the year increased by 2% (2024:5%) and retention improved by 1% (2024:5%). 166 employees were promoted, and 116 employees were transferred to new positions, 30 and 31 more respectively than the previous year which is testament to our culture of promoting employees from within, embracing employee mobility and encouraging skills growth and diversity.

Our apprenticeship programmes continue to grow with 23 new apprentices joining the business in 2024/25 (2023/24: 23), bringing the total to 72. This year saw 15 apprentices completing their qualifications (2024:14), culminating in a 3-day outward bound event in the Lake District in November 2024 to celebrate their achievements.

To enhance our early careers programme, a new Graduate Sales Programme has been developed, and we are excited to be welcoming several newly qualified graduates into the business early in the new financial year. Our new graduates will embark on an 18-month placement where they will develop key sales and negotiation skills, gain in-depth industry knowledge, and learn how to build lasting relationships with customers in a fast paced and dynamic industry.

Internships and work experience opportunities both in Head Office and throughout our depot network continue to provide those in the latter years of school, college, and university with valuable insights into the workplace and help them gain practical experience and enhance their employability.

During 2024, we have been working in partnership with a number of organisations to support Ex-Forces and Ex-Offenders into gainful employment with vacancies throughout the Group now being advertised on the Veterans.UK website and in various open prisons across the UK.

Our now well-established Leadership and Management Development Programmes continue to provide our senior colleagues with the skills they require to support their teams, helping them to thrive in their careers.

The GAP Academy, our new Learning Management System, now provides all employees with a wide variety of online learning content tailored to their roles and future career aspirations. The performance management portal, being launched early in the new financial year, is designed to enhance the current process and make it easier for managers and employees to engage in meaningful discussions around maximising performance and employee development.

The wellbeing of our employees remains paramount. Our comprehensive approach encompasses every aspect of employee wellbeing, including supporting employees suffering from poor physical and mental health. Our trained mental health first aiders continue to support colleagues throughout the business and our partnership with the Lighthouse Club provides 24/7 employee assistance through the Construction Industry (Make it Visible) Helpline. Our financial wellbeing programme including flexible pay, financial education, and a benefits checker has recently been enhanced to include a savings account which accrues interest daily.

As a family business, enabling our colleagues to succeed and prosper in every aspect of their life is important and providing them with the tools to do this will always be our priority.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Systems

Our goal is to continue to invest in our people and cutting-edge analytics, business applications and technology infrastructure to drive innovation, increase efficiency, and improve customer satisfaction. By enhancing our digital services and capabilities, we are making our operations more streamlined and elevate the digital experience we provide to our customers, suppliers and employees.

A central part of our digital and data strategy involves seamlessly integrating our cloud-based enterprise resource planning (ERP) system with modern cloud-platforms. This is enabling us to have greater scalability, flexibility, and the ability to collaborate more effectively. We are also dedicated to growing our analytics and artificial intelligence (AI) capabilities. This is helping us to optimise our business operational processes and achieve significant improvements in how we operate.

Our focus in digital and data is making us ready for the future as the business continues to grow, it is key to helping us to provide a better customer experience, enable effective business decision making, and optimising our supplier relationships.

Statement of Corporate Governance Arrangements

GAP defines corporate governance to include its management structure and supporting functions and systems which are implemented through an established framework of policies, procedures and processes that ensure effective business outcomes. Strategies to review and improve organisational effectiveness are also in place to ensure effective resource allocation and quality business and customer support services. Key challenges include attracting skilled staff, effectively equipping depot staff to deliver to GAP standards and regulatory compliance; and ensuring continuous improvement at a time of significant change within the utilities and construction sectors.

For the year ended 31 March 2025, under the Companies (Miscellaneous Reporting) Regulations 2018, the Company has applied the Wates Corporate Governance Principles for Large Private Companies ('Wates Principles') (Published by the Financial Reporting Council ('FRC') in December 2018 and available on the FRC website). The Company has applied the Wates Principles as an appropriate framework when making a decision regarding corporate governance arrangements. The Company's reporting against the Wates Principles has been included below.

S172 Statement

The Board of Directors of the company, and each Director, have acted in a way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole (having regard to the company's various stakeholders and other matters set out in s.172 (1) (a-f) of the Act).

The following paragraphs summarise how each Director fulfils their duties with respect to s.172, with reference to other sections of this Strategic Report.

Employee engagement

Employees are informed on matters of concern to them through various forms of communication by the Board and senior management. The form of communication will be dependent on the scale and importance of the information being disseminated and examples of this include company-wide communication by email, conference calls and attaching notices to boards in communal areas at our depots.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Employee engagement (Continued)

Employees are regularly informed on several different topics including:

- Business updates including a quarterly summary of financial results
- Strategic updates including announcements regarding senior staff appointments and any changes in the structure of the business

In addition, a monthly GAP Gazette is emailed and shared on our employee portal. The Gazette includes a note from a Director with a business update as well as news from around the business including new projects and customers we are working with, helpful advice and contact details around areas such as mental health and personal stories from staff members.

Employees are consulted on a regular basis through pulse surveys, team and one-to-one meetings and a buddy scheme:

- Formal one-to-one meetings are held with all employees on an annual basis. A job chat form is completed noting additional training needs and objectives for the coming 12-month period as well as reviewing the previous 12 months performance. The form is then used for subsequent one-to-one meetings to ensure both line manager and employee are meeting these objectives.
- Pulse surveys are carried out on a regular basis across the business. These are used to gather more information in for example a region or division in the business. The information gathered is used to ensure the appropriate decisions are made for the benefit of the employees and the business.
- Head Office departmental meetings are held on a quarterly basis to inform staff of business updates both within Head Office and across the wider business. The purpose is to ensure consistent communication across all departments.
- All members of the Senior Management team are partnered with various depots across the UK and have the responsibility of engaging with the staff and feeding back any questions or concerns with the aim of improving relationships and communication.
- The GAP Wellbeing Hub will continue to ensure that GAP employees and their families have access to all the support they need both in their professional and personal lives.

All Directors directly engage with employees and operate an open-door policy. This provides employees with an opportunity to ask questions or raise any concerns as they see fit and ensures employee engagement remains at the forefront of the business.

A stakeholder impact assessment is conducted during the decision-making process for principal decisions and employee's views are considered in decisions likely to affect their interests. All decisions are recorded in the minutes. GAP provides a number of employee-related initiatives throughout the course of the year. These include:

- Long service recognition awards
- GAP Code Excellence awards where employees' exceptional performance in line with the core values of the business is recognised
- GAP donates a percentage of its profits on an annual basis to charity. The charities selected during the year are nominated by employees. Employees taking part in fundraising events are also able to secure matched funding for their charity of choice

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Business planning and risk management: long term decision making

The Board considers any likely consequence of any decisions in the long term with consideration of the impact on the company's regulatory compliance framework and its investment risk framework. The Board's strategies with respect to long term funding and Corporate Governance are set out later in this Strategic Report. In the course of determining the most appropriate strategic course, the Board considers the needs of all relevant stakeholders and in particular ensures that all stakeholders are treated equitably.

Business relationships

The ways in which the Group interacts with its customers and suppliers and fosters long term business relationships are set out within the Customers section and the Safety, Environment & Security section of this Strategic Report.

Community and environment

The Group's impact on the communities it serves and the environment are described in the Safety, Environment & Security and Streamlined Energy & Carbon Reporting sections of this Strategic Report.

Wates Principles

In line with best practice, we have chosen to adopt the Wates Corporate Governance Principles for Large Private Companies, published by the Financial Reporting Council. These principles provide a robust and flexible framework for ensuring effective governance and responsible business practices. The following section outlines how we have applied each of the six Wates Principles in the context of our operations, strategy, and leadership.

Wates Principle 1 - purpose and leadership

At GAP Group Limited, our purpose is to be the UK's most innovative hire solutions provider. Founded in 1969, GAP remains a family-owned business, guided by a clear long-term vision of sustainable growth, customer service excellence, and operational integrity.

Our leadership team is committed to upholding a strong ethical foundation and a clear strategic direction. This includes to grow and adapt in partnership with our customers, to recruit, retain and develop the most talented people, and to deliver market-leading investment year on year. We continue to expand our service offerings through specialist divisions, enabling us to meet the evolving needs of our customers while staying true to our core values of communication, one team, dedication and efficiency. By aligning our leadership practices with our purpose, we ensure that strategic decisions are not only commercially sound but also socially and environmentally responsible, securing the long-term sustainability of the business for the benefit of all stakeholders.

Wates principle 2 - Board composition

GAP Group Limited recognises the importance of a well-structured and diverse board to support effective decision-making and long-term success. In line with Wates Principle 2, the Board is composed to promote strong governance and effective leadership.

During the reporting period, two new directors were appointed to the Board, bringing with them valuable experience and fresh perspectives. These appointments further enhance the Board's capability to oversee the business strategically and ensure robust challenge and support to the executive team. The current composition of the Board reflects a balanced mix of skills, knowledge, and experience across key areas of the business. The Board remains committed to ongoing review of its composition to ensure it remains aligned with the evolving needs of the business. Succession planning and board development continue to be key considerations as we strive to maintain effective leadership and governance.

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GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2025

Wates principle 3 - Director responsibilities

The Board of GAP Group Limited is committed to upholding high standards of corporate governance through clearly defined roles, responsibilities, and accountabilities. In line with Wates Principle 3, the Board has established effective processes that support informed decision-making, risk oversight, and strategic delivery.

Each director understands their duty to promote the long-term success of the Group while considering the interests of key stakeholders, including employees, customers, suppliers, and the wider communities in which we operate. Regular board meetings are held with timely circulation of relevant papers, and there is a formal schedule of matters reserved for the Board. Delegated authority is clearly defined for operational decision-making, enabling management to act efficiently while maintaining appropriate oversight. The Board continuously reviews its governance practices to ensure they remain fit for purpose, reflecting the scale and complexity of the Group's operations. Emphasis is placed on collective accountability and maintaining a strong culture of transparency, challenge, and support throughout the organisation.

Wates principle 4 - Opportunity and risk

The Board have oversight of the identification and mitigation of risks for the Group. These are set out in the Strategic report, under Risk & governance. The Board actively considers potential opportunities to drive growth, innovation and long-term value for the Group and its stakeholders.

Wates principle 5 - Remuneration

The Board aims to ensure that remuneration policies are fair and meritocratic. The structure and level of remuneration is set to enable the business to attract and retain the best employees and motivate high performance at all levels in the organisation. Recognising the importance of these objectives, the Board has an established Remuneration Committee, which sets and approves executive pay (including annual salary review, bonus payments and compensation for new appointments).

Each year, the company conducts an annual salary review process, led by the HR Director, to consider what, if any, salary increase should be awarded. Various factors are taken into consideration, such as the current rate of inflation, demand for labour, external benchmarking, living wage and the company's performance and ability to pay. A recommendation is made to the Group Operating Board and ratified by the Holdings Board and Remuneration Committee before being communicated to the wider business. The pay structure considers the various roles and responsibilities of the employees and regular internal benchmarking is carried out to ensure fairness and consistency when recruiting new employees.

A profit share scheme is in place to ensure that employees are aligned with the Company's objectives of delivering a sustainable and more profitable business. Profit share is linked to revenue and profitability of the relevant business areas and is reviewed annually by the Board and Remuneration Committee.

We continue to publish statistics on gender pay as required by law.

Wates principle 6 - Stakeholder relationships and engagement

Stakeholder relationships and engagement are set out elsewhere in the Strategic report, under both *Employee engagement* and *Business relationships*.

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GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2025

Funding and going concern

The Group is funded through an Asset Backed Lending ('ABL') facility. The facility is in place until July 2029, with a committed facility of £220m. The facility has a further £80m accordion available. Adequacy of facilities and compliance with relevant covenant tests are monitored on an ongoing basis.

The Group's funding structure has been carefully formulated to maintain a strong balance sheet while supporting the significant level of investment in capital expenditure required by the business. With regard to the performance to date in the year to March 2026 the Directors have reviewed the Group's forecasts and are satisfied that the Group should be able to operate within the level of its current facilities. As a consequence, the Directors believe the Group is well placed to manage its financial position.

Non-financial information

The main non-financial measures reviewed by the Directors relate to the monitoring of plant utilisation and health and safety within the business through reports generated for review.

The health and safety of GAP's employee's and customers is the main priority for the Directors. The Group reviews health and safety in a number of different ways including, monthly board and separate health and safety meetings including Directors, rolling depot audits, reviewing health and safety procedures and ongoing staff training. The Directors review our health and safety statistics against industry wide performance and note, without complacency, industry leading performance.

Plant utilisation is monitored by way of regular reporting that is distributed across the business. The Directors set and review targets and are pleased to report that these continue to be met.

Financial information

The Group's five year performance is summarised below:

	2025	2024	2023	2022	2021
No. of Locations	195	191	175	148	146
Turnover	£325.9m	£302.3m	£278.3m	£239.8m	£196.5m
No. of employees at 31 March	2,176	2,073	2,068	1,867	1,696
EBITDA	£133.7m	£132.0m	£120.7m	£100.7m	£86.0m
Pre-tax profit	£39.5m	£43.9m	£44.3m	£36.0m	£23.5m
Shareholder's funds	£214.5m	£196.5m	£174.6m	£148.1m	£135.1m

Results and Dividends

The operations of the Group for the year resulted in a profit after tax of £29,040,000 (2024: £32,872,000), which is reviewed in the Chairman's statement.

An interim dividend of £10,986,000 was declared in July 2024 and paid in the year (2024: £10,955,000). No final dividend has been proposed.

GAP GROUP LIMITED

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

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

Chris Parr

C A G Parr
Company Secretary

Date: 3 October 2025

GAP GROUP LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2025

The Directors present their report and the financial statements for the year ended 31 March 2025.

Directors

The Directors who served during the year and to the date of this report were:

D G Anderson
I M Anderson
M D Anderson
R W Dey
D Gordon
K J J Greenshields
W A Linter (resigned 29 July 2024)
C A G Parr
A C Telfer
J G Anderson (appointed 2 October 2024)
C C Dunning (appointed 2 October 2024)

Employee involvement

The Group has a policy of communicating and consulting with employees on matters of concern to them and providing them with information on the performance of the Group.

Specific methods and results of employee engagement are outlined in detail in the S172 Statement in the Strategic Report.

Business relationships

Relationships with customers and suppliers are critical to the success of the business. The Directors meet regularly with key contacts to continue to develop working relationships during the year. These meetings allow the Directors to ensure the business strategy meets the requirements of our customer base and that its supply chain can provide the necessary support.

Employment of disabled persons

It is the policy of the Group that disabled persons will receive full and fair consideration when applying for a job and in selection for training, career development and promotion.

Future outlook

The Directors continue to monitor current market conditions closely ensuring that all investment decisions are made with a view to long term sustainability and success. The Directors are confident that the Group will continue to be profitable for at least 12 months from the date of signing these financial statements.

Disclosure of information to auditor

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 and the Group's auditor is 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 and the Group's auditor is aware of that information.

GAP GROUP LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025**

Qualifying indemnity provision

GAP Group Limited has granted indemnities to the extent permitted by law to each of the Directors. These indemnities are uncapped in amount in relation to certain losses and liabilities which they may incur to third parties in the course of acting as a Director. The indemnity does not provide cover in the event a Director is proved to have acted fraudulently or dishonestly. The indemnity is categorised as a 'qualifying third-party indemnity' for the purposes of the Companies Act 2006 and will continue in force for the benefit of Directors on an ongoing basis.

Auditor

The auditor, RSM UK Audit 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.

Chris Parr

C A G Parr
Company Secretary

Date: 3 October 2025

GAP GROUP LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 MARCH 2025

The Directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated 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 the Group and of the profit or loss of the Group for that period.

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

- select suitable accounting policies for the Group's financial statements 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the GAP Group Limited's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GAP GROUP LEASING LIMITED

Opinion

We have audited the financial statements of GAP Group Limited (the 'Parent Company') and its subsidiaries (the 'Group') for the year ended 31 March 2025 which comprise the consolidated profit and loss account, the consolidated balance sheet, the Company balance sheet, the consolidated statement of changes in equity, the Company statement of changes in equity, the consolidated statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group and company's affairs as at 31 March 2025 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the group's and parent company's ability to continue to adopt the going concern basis of accounting included:

- Testing the mathematical accuracy of forecasts, including covenant calculations, prepared by management.
- Challenging management on the reasonableness of the assumptions made in the forecasts, including reviewing management's sensitivity analysis.
- Assessing the reasonableness of assumptions and explanations provided by management to supporting information, where available; and
- Reviewing the disclosures made in the financial statements in respect of going concern.

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GAP GROUP LEASING LIMITED

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report. 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.

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 course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement set out on page 18, 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 group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GAP GROUP LIMITED (CONTINUED)

Auditor's responsibilities for the audit of the financial statements

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

The extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory framework that the group and parent company operate in and how the group and parent company is complying with the legal and regulatory framework;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures, inspecting correspondence with the local tax authorities and evaluating advice received from tax advisors.

The most significant laws and regulations that have an indirect impact on the financial statements are those in relation to health and safety. We performed audit procedures to inquire of management and those charged with governance whether the entity is in compliance with these laws and regulations and inspected board meetings minutes for health and safety instances.

The Group audit engagement team identified the risk of management override of controls and revenue recognition as the areas where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to using data analytics to test transactions impacting revenue that do not follow the usual transaction flow, testing revenue transactions recorded near to the year end and ensuring that they have been recorded in the correct period, testing manual journal entries and

GAP GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GAP GROUP LIMITED (CONTINUED)

other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business.

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

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

K Morrison

Katie Morrison (Senior statutory auditor)

for and on behalf of

RSM UK Audit LLP

Third Floor Centenary House
69 Wellington Street
Glasgow
G2 6HG

3 October 2025

GAP GROUP LIMITED

**CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2025**

	Note	2025 £000	2024 £000
Turnover	4	325,851	302,315
Cost of sales		(199,640)	(184,714)
Gross profit		126,211	117,601
Administrative expenses		(73,194)	(60,921)
Operating profit	5	53,017	56,680
Interest receivable and similar income	10	34	103
Interest payable and similar expenses	11	(13,504)	(12,868)
Profit before tax		39,547	43,915
Tax on profit	12	(10,508)	(11,043)
Profit for the financial year		29,039	32,872

There were no recognised gains and losses for 2025 or 2024 other than those included in the profit and loss account.

The notes on pages 32 to 54 form part of these financial statements.

GAP GROUP LIMITED
REGISTERED NUMBER:00198823

CONSOLIDATED BALANCE SHEET
AS AT 31 MARCH 2025

	Note	2025 £000	2024 £000
Fixed assets			
Intangible assets	14	746	1,178
Tangible assets	15	427,694	400,520
Investment property	17	-	569
		<u>428,440</u>	<u>402,267</u>
Current assets			
Stocks	18	8,253	7,583
Debtors	19	76,396	71,841
Cash at bank and in hand	20	2,157	4,162
		<u>86,806</u>	<u>83,586</u>
Creditors: amounts falling due within one year	21	(121,362)	(100,387)
Net current liabilities		<u>(34,556)</u>	<u>(16,801)</u>
Total assets less current liabilities		<u>393,884</u>	<u>385,466</u>
Creditors: amounts falling due after more than one year	22	(160,983)	(167,382)
Provisions for liabilities			
Deferred taxation	25	(18,376)	(21,612)
		<u>(18,376)</u>	<u>(21,612)</u>
Net assets		<u>214,525</u>	<u>196,472</u>
Capital and reserves			
Called up share capital	26	71	71
Share premium account		6,066	6,066
Profit and loss account		208,388	190,335
Shareholders' funds		<u>214,525</u>	<u>196,472</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 3 October 2025.

Douglas Anderson

D G Anderson
Director

The notes on pages 32 to 54 form part of these financial statements.

GAP GROUP LIMITED
REGISTERED NUMBER:00198823

COMPANY BALANCE SHEET
AS AT 31 MARCH 2025

	Note	2025 £000	2024 £000
Fixed assets			
Tangible fixed assets	15	315,793	297,781
Investments	16	12,031	12,031
		<u>327,824</u>	<u>309,812</u>
Current assets			
Stocks	18	7,461	6,754
Debtors	19	170,707	207,720
Cash at bank and in hand	20	557	2,843
		<u>178,725</u>	<u>217,317</u>
Creditors: amounts falling due within one year	21	(126,995)	(141,136)
Net current assets		<u>51,730</u>	<u>76,181</u>
Total assets less current liabilities		<u>379,554</u>	<u>385,993</u>
Creditors: amounts falling due after more than one year	22	(160,883)	(188,966)
Provisions for liabilities			
Deferred taxation	25	(19,867)	(15,397)
		<u>(19,867)</u>	<u>(15,397)</u>
Net assets		<u>198,804</u>	<u>181,630</u>
Capital and reserves			
Called up share capital	26	71	71
Share premium account		6,066	6,066
Profit and loss account		192,667	175,493
Shareholders' funds		<u>198,804</u>	<u>181,630</u>

GAP GROUP LIMITED
REGISTERED NUMBER:00198823

COMPANY BALANCE SHEET (CONTINUED)
AS AT 31 MARCH 2025

As permitted by Section 408 of the Companies Act 2006, the Company has not presented its own profit and loss account and related notes as it prepares consolidated accounts. The Company's profit for the year was £28,160,000 (2024: £36,001,000).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 3 October 2025.

Douglas Anderson

D G Anderson
Director

The notes on pages 32 to 54 form part of these financial statements.

GAP GROUP LIMITED

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2025**

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total equity £000
At 1 April 2023	71	6,066	168,418	174,555
Comprehensive income for the year				
Profit for the year	-	-	32,872	32,872
Total comprehensive income for the year	-	-	32,872	32,872
Contributions by and distributions to owners				
Dividends: Equity capital	-	-	(10,955)	(10,955)
Total transactions with owners	-	-	(10,955)	(10,955)
At 1 April 2024	71	6,066	190,335	196,472
Comprehensive income for the year				
Profit for the year	-	-	29,039	29,039
Total comprehensive income for the year	-	-	29,039	29,039
Contributions by and distributions to owners				
Dividends: Equity capital	-	-	(10,986)	(10,986)
Total transactions with owners	-	-	(10,986)	(10,986)
At 31 March 2025	71	6,066	208,388	214,525

The notes on pages 32 to 54 form part of these financial statements.

GAP GROUP LIMITED

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2025**

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total equity £000
At 1 April 2023	71	6,066	150,447	156,584
Comprehensive income for the year				
Profit for the year	-	-	36,001	36,001
Contributions by and distributions to owners				
Dividends: Equity capital	-	-	(10,955)	(10,955)
Total transactions with owners	-	-	(10,955)	(10,955)
At 1 April 2024	71	6,066	175,493	181,630
Comprehensive income for the year				
Profit for the year	-	-	28,160	28,160
Total comprehensive income for the year	-	-	28,160	28,160
Contributions by and distributions to owners				
Dividends: Equity capital	-	-	(10,986)	(10,986)
Total transactions with owners	-	-	(10,986)	(10,986)
At 31 March 2025	71	6,066	192,667	198,804

The notes on pages 32 to 54 form part of these financial statements.

GAP GROUP LIMITED

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2025**

	2025	2024
	£000	£000
Cash flows from operating activities		
Profit for the financial year	29,039	32,872
Adjustments for:		
Amortisation of intangible assets (note 14)	432	603
Depreciation of tangible assets (note 15)	80,253	74,697
Gain on disposal of tangible assets (note 5)	(13,293)	(20,704)
Interest payable and similar charges (note 11)	13,504	12,868
Interest receivable and similar income (note 10)	(34)	(103)
Taxation charge (note 12)	10,508	11,043
(Increase)/decrease in stocks	(670)	427
Increase in debtors	(4,636)	(2,326)
Increase/(decrease) in creditors	14,193	(547)
Corporation tax paid	(9,256)	(8,933)
Interest paid	(12,594)	(12,211)
Interest element of finance lease rental payments	(876)	(554)
Net cash generated from operating activities	106,570	87,132
Cash flows from investing activities		
Sale of tangible fixed assets	35,776	45,275
Aquisition of tangible fixed assets (note 15)	(116,968)	(134,128)
Net cash used in investing activities	(81,192)	(88,853)
Cash flows from financing activities		
Dividends paid (note 13)	(10,986)	(10,955)
Capital elements of finance lease payments	(12,462)	(9,336)
Proceeds from new loan (net of repayments)	8,230	36,054
Movement in related party balances	(12,165)	(12,870)
Net cash used in financing activities	(27,383)	2,893
Net (decrease)/increase in cash and cash equivalents	(2,005)	1,172
Cash and cash equivalents at beginning of year	4,162	2,990
Cash and cash equivalents at the end of year	2,157	4,162

GAP GROUP LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2025

	2025 £000	2024 £000
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	2,157	4,162
	<u>2,157</u>	<u>4,162</u>

The notes on pages 32 to 54 form part of these financial statements.

GAP GROUP LIMITED

**CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 MARCH 2025**

	At 1 April 2024 £000	Cash flows £000	New finance leases £000	At 31 March 2025 £000
Cash at bank and in hand	4,162	(2,005)	-	2,157
Debt due after 1 year	(159,386)	7,306	-	(152,080)
Debt due within 1 year	(29,659)	(563)	-	(30,222)
Finance leases	(15,579)	12,462	(14,973)	(18,090)
	<u>(200,462)</u>	<u>17,200</u>	<u>(14,973)</u>	<u>(198,235)</u>

The notes on pages 32 to 54 form part of these financial statements.

GAP GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

1. General information

GAP Group Limited (the "Company") is a private company limited by shares and incorporated in England in the UK. The registered number is 00198823 and the registered address is GAP Group, Blenheim Place, Dunston Industrial Estate, Gateshead, NE11 9HF.

2. Accounting policies

2.1 Basis of preparation of financial statements

These Group and parent company financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"). The presentation currency of these financial statements is Sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

The parent company is included in the consolidated financial statements and is considered to be a qualifying entity under FRS 102 paragraphs 1.8 to 1.12. The following exemptions available under FRS 102 in respect of certain disclosures for the parent company financial statements have been applied:

- The reconciliation of the number of shares outstanding from the beginning to the end of the period has not been included a second time;
- No separate parent company Cash Flow Statement with related notes is included;
- Key management personnel disclosures

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the Directors, in the application to these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 3.

2.2 Basis of consolidation

The Group consolidated financial statements include the financial statements of the Company and all its subsidiary undertakings made up to 31 March 2025.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

2. Accounting policies (continued)

2.3 Going concern

GAP Group Limited is a subsidiary of GAP Holdings Limited. GAP Holdings Limited is funded through a combination of an ABL credit facility and hire purchase arrangements. The ABL revolving credit facility runs to July 2029. The committed facility is £220m, with a further accordion of £80m available. The ABL facility is in the name of GAP Holdings Limited hence why the going concern of the entity is based on the ability of GAP Holdings Limited to continue trading. GAP Group Limited is party to the facilities within GAP Holdings Limited.

Management has produced forecasts for both GAP Group Limited and GAP Holdings Limited that have been extended beyond 12 months from the date of signing these financial statements. These forecasts are reviewed by the Board of Directors. The Directors believe that due to its position with GAP Holdings Limited, the Company is well placed to manage its business risks successfully.

The projections have been stress tested to factor in inflationary and interest rate increases, due to the current economic conditions that the business faces. After reviewing these projections, the Directors believe that, in the current economic environment, the Group and Company are well placed to continue in operational existence for the foreseeable future.

As such, the Directors are satisfied that the Company has adequate resource to pay its liabilities as they fall due and will continue to operate for the foreseeable future. For this, they continue to adopt the going concern basis for preparing these financial statements.

2.4 Turnover

Turnover represents amounts invoiced, net of discounts and rebates, in relation to the hire of equipment and ancillary services (excluding value added tax) and rental income from properties.

2.5 Operating leases: the Group as lessee

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.6 Leased assets: the Group as lessee

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to profit or loss so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

2.7 Interest income

Interest income is recognised in the profit and loss in the period in which it is receivable. Interest income includes bank interest, HMRC interest, interest on staff loans and interest receivable from GAP Holdings Limited - the controlling party of GAP Group Limited.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025

2. Accounting policies (continued)

2.8 Borrowing costs

Borrowings are initially recognised at the transaction price and subsequently measured at amortised cost using the effective interest method. Interest expense is recognised on the basis of the effective interest method and is included in interest payable and other similar charges. Transaction costs are charged to the profit and loss over the term of the borrowing.

2.9 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group 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 Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

2.10 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 balance sheet date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet 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;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

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 balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025

2. Accounting policies (continued)

2.11 Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight-line basis to the Consolidated Profit and Loss Account over its useful economic life of 5 years.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

2.12 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.

Investment property rented to other group entities and accounted for under the cost model is stated at historical cost less accumulated depreciation and any accumulated impairment losses.

At each reporting date the Group 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.

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.

Depreciation is provided on the following basis:

Long-term leasehold buildings and improvements	- over the period of the lease or 20%, whichever is shorter
Freehold buildings	- 4% - 5.7%
Plant and machinery	- 10% - 33%
Motor vehicles	- 17% - 25%

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.

Assets under construction are not depreciated until brought into use.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025

2. Accounting policies (continued)

2.13 Investment property

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition:

- investment properties whose fair value can be measured reliably without undue cost or effort are held at fair value. The Directors review the value on the current underlying market performance and long-term use of the properties. Any gains or losses arising from changes in the fair value are recognised in profit or loss in the period that they arise; and
- no depreciation is provided in respect of investment properties applying the fair value model.

2.14 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Group shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Consolidated Profit and Loss Account for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

2.15 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 weighted average basis.

At each balance sheet 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.

2.16 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.

2.17 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.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

2. Accounting policies (continued)

2.18 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.

2.19 Financial instruments

The Group 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.

Investments in non-derivative instruments that are equity to the issuer are measured:

- at fair value with changes recognised in the Consolidated Profit and Loss Account if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

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 Consolidated Profit and Loss Account.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an assets carrying amount and the present value of estimated cash flows discounted at the assets original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

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 Group would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet 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.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025

2. Accounting policies (continued)

2.20 Dividends

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Company.

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

The preparation of financial statements requires management to make judgements, estimates and assumptions in applying the accounting policies that affect the reported amounts of assets and liabilities, income and expense. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The judgements, estimates and 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 following accounting policies and judgements are limited to those items that would be most likely to produce materially different results were the underlying judgements, estimates and assumptions changed:

Property, plant and equipment

In relation to the Group's property, plant and equipment (note 15), useful economic lives and residual values of assets have been established using historical experience and an assessment of the nature of the assets involved. At 31 March 2025, the carrying value of hire equipment was £274.0m (2024:£265.6m) representing 64% (2024: 66%) of the total property, plant and equipment. Both useful economic lives and residual values are reviewed on a regular basis.

Investment properties

The Directors review the value of investment properties annually, based on the current underlying market performance and long-term use of the property. Investment property whose fair value can be measured reliably without undue cost or effort are carried at fair value. No depreciation is provided in respect on investment properties applying the fair value model.

Bad debt provision

The Group monitors the risk profile of debtors regularly and makes a provision for amounts that may not be recoverable.

Deferred tax asset

The Group has recognised a deferred tax asset. The recognition of the deferred tax asset involves significant judgment and estimation, as it requires management to assess the probability that future taxable profits will be available against which the unused tax losses can be utilised.

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

4. Turnover

Turnover arises principally from the hiring of plant within the United Kingdom, Jersey, Guernsey and The Isle of Man.

	2025	2024
	£000	£000
Hire of equipment and ancillary services	325,842	301,775
Investment property rentals	9	540
	325,851	302,315

Analysis of turnover by country of destination:

	2025	2024
	£000	£000
United Kingdom	317,805	294,603
Rest of the world	8,046	7,712
	325,851	302,315

5. Operating profit

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

	2025	2024
	£000	£000
Depreciation of tangible fixed assets - owned	74,627	70,522
Depreciation of tangible fixed assets - finance leases	5,626	4,175
Gain on disposal of tangible fixed assets	(13,293)	(20,704)
Amortisation of goodwill	432	603
Hire of vehicles under operating leases	2,253	2,931
Hire of plant and machinery	212	(15)
Rental of land and buildings under operating leases	3,671	2,872

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

6. Auditor's remuneration

During the year, the Group obtained the following services from the Company's auditor and their associates:

	2025 £000	<i>2024 £000</i>
Fees payable to the Company's auditor and their associates for the audit of the consolidated and parent Company's financial statements	89	<i>71</i>
Fees payable to the Company's auditor and their associates in respect of the auditing of the accounts of associates of the Company	31	<i>29</i>
	=====	<i>=====</i>

7. Employees

Staff costs were as follows:

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Wages and salaries	73,085	<i>67,299</i>	70,291	<i>65,740</i>
Social security costs	7,684	<i>6,854</i>	7,487	<i>6,842</i>
Contributions to defined contribution plans	3,174	<i>2,213</i>	3,080	<i>2,213</i>
	=====	<i>=====</i>	=====	<i>=====</i>
	83,943	<i>76,366</i>	80,858	<i>74,795</i>

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

	Group 2025 No.	<i>Group 2024 No.</i>	Company 2025 No.	<i>Company 2024 No.</i>
Sales, administration and operations	2,104	<i>2,063</i>	2,044	<i>2,001</i>
	=====	<i>=====</i>	=====	<i>=====</i>

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

8. Directors' remuneration

	2025 £000	<i>2024 £000</i>
Aggregate remuneration (including benefits in kind)	3,750	3,683
Aggregate of company contributions to defined contribution pension schemes	64	67
	<u>3,814</u>	<u>3,750</u>
	2025 £000	<i>2024 £000</i>
Highest paid Director remuneration (including benefits in kind)	<u>983</u>	<u>946</u>

Number of Directors to whom retirement benefits are accruing

	2025 No.	<i>2024 No.</i>
Defined contribution schemes	<u>7</u>	<u>6</u>

9. Donations

During the year the company made charitable donations totalling £276,000 (2024: £222,000). No political donations were made (2024: £Nil).

10. Interest receivable

	2025 £000	<i>2024 £000</i>
Interest receivable from group companies	27	37
Other interest receivable	7	66
	<u>34</u>	<u>103</u>

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

11. Interest payable and similar expenses

	2025 £000	2024 £000
Bank interest payable	12,503	12,237
Amortisation of bank facility	102	72
Finance leases and hire purchase contracts	876	554
Other interest payable	23	5
	<u>13,504</u>	<u>12,868</u>

12. Taxation

	2025 £000	2024 £000
Corporation tax		
Current tax on profits for the year	16,205	11,868
Adjustments in respect of previous periods	(2,461)	(949)
	<u>13,744</u>	<u>10,919</u>
Total current tax	<u>13,744</u>	<u>10,919</u>
Deferred tax		
Origination and reversal of timing differences	(5,099)	119
Adjustment in respect of prior periods	1,863	5
Total deferred tax	<u>(3,236)</u>	<u>124</u>
Taxation on profit on ordinary activities	<u>10,508</u>	<u>11,043</u>

GAP GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025

12. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2024 - *higher than*) the standard rate of corporation tax in the UK of 25% (2024 - 25%). The differences are explained below:

	2025 £000	2024 £000
Profit on ordinary activities before tax	39,547	43,915
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2024 - 25%)	9,887	10,979
Effects of:		
Expenses not deductible	2,088	1,422
Prior year adjustments	(598)	(945)
Fixed assets qualifying for capital allowance in later period	6	-
Overseas tax rates	(314)	(305)
Income not taxable	(560)	(190)
chargeable gains	-	82
Effects of other reliefs	(1)	-
Total tax charge for the year	10,508	11,043

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

13. Dividends

	2025 £000	2024 £000
Interim dividend paid (£154.29 (2024: £153.86))	10,986	10,955

GAP GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025

14. Goodwill

Group

	Goodwill £000
Cost	
At 1 April 2024	4,365
At 31 March 2025	4,365
Amortisation	
At 1 April 2024	3,187
Charge for the year	432
At 31 March 2025	3,619
Net book value	
At 31 March 2025	746
At 31 March 2024	1,178

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

15. Tangible fixed assets

Group

	Freehold land and buildings £000	Plant and machinery £000	Motor vehicles £000	Total £000
Cost or valuation				
At 1 April 2024	133,162	356,478	55,995	545,635
Additions	12,857	89,428	14,683	116,968
Additions - leasing unwind	-	12,373	-	12,373
Disposals	(3,035)	(62,425)	(5,095)	(70,555)
Disposals - leasing unwind	-	(46,202)	-	(46,202)
Transfer from investment property	569	-	-	569
At 31 March 2025	<u>143,553</u>	<u>349,652</u>	<u>65,583</u>	<u>558,788</u>
Depreciation				
At 1 April 2024	23,785	94,373	26,957	145,115
Charge for the year	4,305	67,275	8,673	80,253
Disposals	(1,705)	(54,428)	(4,313)	(60,446)
Disposals - leasing unwind	-	(33,828)	-	(33,828)
At 31 March 2025	<u>26,385</u>	<u>73,392</u>	<u>31,317</u>	<u>131,094</u>
Net book value				
At 31 March 2025	<u>117,168</u>	<u>276,260</u>	<u>34,266</u>	<u>427,694</u>
At 31 March 2024	<u>109,377</u>	<u>262,105</u>	<u>29,038</u>	<u>400,520</u>

Included in the total net book value of plant and machinery and motor vehicles is £26,025,000 (2024: £15,786,000) in respect of assets held under hire purchase agreements and finance lease other than those with related parties.

Included in the total net book value of plant and machinery is £200,000 (2024: £290,000) in respect of assets held under construction.

Included in the total net book value of long-term leasehold property is £2,726,000 (2024: £3,430,000) in respect of assets held under construction.

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

15. Tangible fixed assets (continued)

Company

	Long-term leasehold property £000	Plant and machinery £000	Motor vehicles £000	Total £000
Cost or valuation				
At 1 April 2024	30,163	342,866	54,006	427,035
Additions	1,898	87,439	14,300	103,637
Additions - leasing unwind	-	12,373	-	12,373
Disposals	(2,959)	(61,253)	(4,787)	(68,999)
Disposals - leasing unwind	-	(46,202)	-	(46,202)
At 31 March 2025	29,102	335,223	63,519	427,844
Depreciation				
At 1 April 2024	15,425	87,853	25,976	129,254
Charge for the year	2,060	65,482	8,422	75,964
Disposals	(1,646)	(53,548)	(4,145)	(59,339)
Disposals - leasing unwind	-	(33,828)	-	(33,828)
At 31 March 2025	15,839	65,959	30,253	112,051
Net book value				
At 31 March 2025	13,263	269,264	33,266	315,793
At 31 March 2024	14,738	255,013	28,030	297,781

Included in the total net book value of plant and machinery and motor vehicles is £31,354,000 (2024:£61,649,000) in respect of assets held under hire purchase agreements and finance leases other than those with related parties.

Included in the total net book value of plant and machinery is £200,000 (2024:£290,000) in respect of assets held under construction.

Included in the total net book value of freehold land and buildings is £2,726,000 (2024:£3,430,000) in respect of assets held under construction.

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

16. Fixed asset investments

Company

	Investments in subsidiary companies £000
Cost or valuation	
At 1 April 2024	12,031
At 31 March 2025	12,031
Net book value	
At 31 March 2025	12,031
At 31 March 2024	12,031

The following were subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
GAP Group Properties Limited	1	Ordinary	100%
GAP Group Leasing Limited	2	Ordinary	100%
Ace Hire and Sales Limited	3	Ordinary	100%
GAP Hire Limited (Dormant)	1	Ordinary	100%
4 Group Limited	4	Ordinary	100%
GAP Hire Solutions Limited (Dormant)	1	Ordinary	100%
4Hire (Guernsey) Limited	5	Ordinary	100%
Bavanar Limited	2	Ordinary	100%
Mobile Healthcare Solutions Limited	2	Ordinary	100%

1. Citypoint 2, 25 Tyndrum Street, Glasgow, Scotland, G4 0JY
2. Blenheim Place, Dunston Industrial Estate, Gateshead, Tyne and Wear, NE11 9HF
3. Unit 10, South Quay Industrial Estate, Douglas, Isle of Man, IM1 5AT
4. Home Farm, La Rue de Grouville, Grouville, Jersey, JE3 9HP
5. Bulwer Building, Bulwer Avenue, St. Sampson, Guernsey, GY2 4LG

On the 22 June 2024, Mobile Health Systems (UK) Limited officially changed its name to Mobile Healthcare Solutions Limited by way of a special resolution passed by the members.

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

17. Investment property

Group

	Freehold investment property £000
At 1 April 2024	569
Transfer to tangible fixed assets	(569)
At 31 March 2025	-

Investment property has been reclassified as a tangible fixed asset on 31 March 2025, as it is no longer held for third party rental income or capital appreciation. It is instead used by GAP Group Limited for operational purposes.

18. Stocks

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Spares, consumable stores and goods for resale	8,253	<i>7,583</i>	7,461	<i>6,754</i>

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

19. Debtors

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Trade debtors	61,448	56,768	60,238	55,372
Amounts owed by group undertakings	10,447	10,528	106,230	148,167
Prepayments and accrued income	4,394	4,519	4,136	4,181
Other debtors	107	26	103	-
	76,396	<i>71,841</i>	170,707	<i>207,720</i>

Interest is charged at rates of between 3.8% and 6.7% (2024: 3.8% and 6.7%) on amounts owed by group undertakings and are repayable on demand.

20. Cash and cash equivalents

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Cash at bank and in hand	2,157	4,162	557	2,843

21. Creditors: Amounts falling due within one year

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
ABL credit facility (note 23)	30,319	29,756	30,319	29,756
Unamortised facility costs (note 23)	(97)	(97)	(97)	(97)
Trade creditors	35,281	20,937	35,041	20,684
Amounts owed to group undertakings	127	-	6,718	42,013
Corporation tax	7,881	3,393	7,917	3,393
Other taxation and social security	4,716	5,202	4,602	5,129
Obligations under finance lease and hire purchase contracts (note 24)	9,187	7,583	9,054	7,302
Other creditors	324	332	298	328
Accruals and deferred income	33,624	33,281	33,143	32,628
	121,362	<i>100,387</i>	126,995	<i>141,136</i>

Interest is charged at rates of between 3.8% and 6.7% (2024: 3.8% and 6.7%) on amounts owed to group undertakings and are repayable on demand.

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

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

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
ABL credit facility (note 23)	152,395	159,797	152,395	159,797
Unamortised facility costs (note 23)	(315)	(411)	(315)	(411)
Net obligations under finance leases and hire purchase contracts (note 24)	8,903	7,996	8,803	7,707
Amounts owed to group undertakings	-	-	-	21,873
	160,983	167,382	160,883	188,966

Interest is charged at rates of between 3.8% and 6.7% (2024: 3.8% and 6.7%) on amounts owed to group undertakings.

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

23. Loans

The Group has in place an ABL revolving credit facility for 6 years through to July 2029. The committed facility is for £220m, with a further £80m accordion available.

Interest on this facility is charged at SONIA + 1.5% across all components of the borrowing base.

RBS Invoice Finance Limited hold charges over the Company in relation to the ABL facility. A fixed charge is held over: the property; all licenses to enter upon or use land and buildings of other agreements relating to the land; and the proceeds of sale of all property. A floating charge is held over the assets of the Company. The loan agreement contains a negative pledge clause, prohibiting the Company from pledging its assets to any other lender without the prior consent of RBS.

Analysis of the maturity of loans is given below:

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Amounts falling due within one year				
Bank loans	30,319	29,756	30,319	29,756
Unamortised facility costs	(97)	(97)	(97)	(97)
Amounts falling due 1-2 years				
Bank loans	46,891	35,516	46,891	35,516
Unamortised facility costs	(97)	(97)	(97)	(97)
Amounts falling due 2-5 years				
Bank loans	105,504	106,547	105,504	106,547
Unamortised facility costs	(218)	(290)	(218)	(290)
Amounts falling due after more than 5 years				
Bank loans	-	17,734	-	17,734
Unamortised facility costs	-	(24)	-	(24)
	182,302	189,045	182,302	189,045

24. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Within one year	9,187	7,583	9,041	7,302
Between 1-5 years	8,903	7,996	8,816	7,707
	18,090	15,579	17,857	15,009

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

25. Deferred taxation

Group

**2025
£000**

At beginning of year	(21,612)
Charged to profit or loss	3,236
At end of year	(18,376)

Company

**2025
£000**

At beginning of year	(15,397)
Charged to profit or loss	(4,470)
At end of year	(19,867)

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Fixed asset timing differences	(18,487)	(21,724)	(19,913)	(15,443)
Short term timing differences	46	47	46	46
Losses	65	65	-	-
	(18,376)	<i>(21,612)</i>	(19,867)	<i>(15,397)</i>

GAP GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025**

26. Share capital

	2025 £000	<i>2024 £000</i>
Allotted, called up and fully paid		
1,000 (2024 - 1,000) Preference shares of £1.00 each	1	<i>1</i>
70,202 (2024 - 70,202) Ordinary shares of £1.00 each	70	<i>70</i>
	71	<i>71</i>

27. Capital commitments

At 31 March 2025 the Group and Company had no capital commitments (2024:£NIL).

28. Contingent liabilities

Consistent with the environmental risk factor identified in the Strategic Report on Page 5, the Company is involved from time to time in certain claims and litigation. In the opinion of the Directors, as at 31 March 2025, liabilities, if any, arising from claims and litigation against the Company as at that date will not have a material effect on the Company's reported financial position or results.

29. Pension commitments

The Group operates a stakeholder defined contribution pension scheme.

The total expense relating to this scheme in the current year was £3,174,000 (2024:£2,213,000). The balance sheet position at year end showed a creditor of £477,000 (2024: £468,000).

30. Commitments under operating leases

At 31 March 2025 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2025 £000	<i>Group 2024 £000</i>	Company 2025 £000	<i>Company 2024 £000</i>
Not later than 1 year	1,802	<i>2,547</i>	7,660	<i>8,372</i>
Later than 1 year and not later than 5 years	2,734	<i>4,035</i>	1,740	<i>3,119</i>
Later than 5 years	753	<i>753</i>	-	<i>-</i>
	5,289	<i>7,335</i>	9,400	<i>11,491</i>

GAP GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

31. Related party transactions

Related parties comprise wholly owned Group companies. Transactions with related parties were carried out at arms-length agreed terms, conditions and prices. The Group and company have taken advantage of the exemption within FRS102 Section 33 paragraph 33.1A from the requirement to disclose transactions with other wholly owned companies within the same group.

The Directors are considered to be key management personnel. Their total remuneration is disclosed in note 8.

32. Parent company guarantee

Bavanar Limited (0156582) and Mobile Healthcare Solutions Limited (03520161), both subsidiaries of GAP Group Limited, are exempt from the Companies Act 2006 requirements relating to the audit of their individual accounts by virtue of Section 479A of the Act as this company has guaranteed the subsidiary companies under section 479C of the Act.

33. Ultimate parent company and parent company of larger group

The controlling party is GAP Holdings Limited.

The smallest and largest group in which the results of the Company are consolidated is that headed by GAP Holdings Limited. The consolidated accounts of GAP Holdings Limited are available to the public and may be obtained at Companies House, Crown Way, Cardiff, CF14 3UZ.